



Massachusetts Cannabis Control Commission

Marijuana Cultivator

General Information:

License Number: MC282596
Original Issued Date: 10/10/2020
Issued Date: 10/14/2021
Expiration Date: 10/16/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Mill Town Agriculture, LLC

Phone Number: 781-353-8585 Email Address: j@aggalt.com

Business Address 1: 1 Cabot Street

Business Address 2:

Business City: Holyoke

Business State: MA

Business Zip Code: 01040

Mailing Address 1: 1 Cabot Street

Mailing Address 2:

Mailing City: Holyoke

Mailing State: MA

Mailing Zip Code: 01040

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: 58

Percentage Of Control: 58

Role: Executive / Officer

Other Role: Board Member

First Name: Jason

Last Name: Morrisette

Suffix:

Gender: Male

User Defined Gender:

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

Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100

Percentage of Ownership: 100

Entity Legal Name: Agricultural Alternatives, Inc

Entity DBA: n/a

DBA

City:

Entity Description: Agricultural Alternatives, Inc. is a holding company for Mill Town Agriculture. More details on ownership and control below.

Foreign Subsidiary Narrative:

Entity Phone:

Entity Email:

Entity Website:

Entity Address 1:

Entity Address 2:

Entity City:

Entity State:

Entity Zip Code:

Entity Mailing Address 1:

Entity Mailing Address 2:

Entity Mailing City:

Entity Mailing State:

Entity Mailing Zip Code:

Relationship Description: Mill Town Agriculture, LLC is a wholly-owned subsidiary of Agricultural Alternatives, Inc. Mill Town Agriculture, LLC is the only subsidiary of Agricultural Alternatives, Inc. The ownership and control described in the profiles of the "Persons with Direct Authority" and "Capital Resources - Individuals" sections of the application are describing ownership in the parent company. Those individuals will utilize their respective control in the governance of the applicant, Mill Town Agriculture, LLC.

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Agricultural Alternatives, Inc

Entity DBA:

Email: j@aggalt.com

Phone: 781-353-8585

Address 1: 1029 North Road

Address 2: PMB 131

City: Westfield

State: MA

Zip Code: 01085

Types of Capital: Monetary/Equity

Other Type of Capital:

Total Value of Capital Provided: \$200000

Percentage of Initial Capital: 100

Capital Attestation: Yes

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 1 Cabot Street

Establishment Address 2:

Establishment City: Holyoke

Establishment Zip Code: 01040

Approximate square footage of the Establishment: 15414

How many abutters does this property have?: 12

Cultivation Environment:
Indoor

Cultivation Tier: Tier 01: up to 5,000 square feet **Cultivation Environment:** Indoor

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Community Outreach Meeting Documentation	Community Outreach Attestation Form.signed.pdf	pdf	5e274bf5d29b0704447d344c	01/21/2020
Plan to Remain Compliant with Local Zoning	Plan to remain compliant with local zoning.pdf	pdf	5e274d96fe55e40432f6c49c	01/21/2020
Certification of Host Community Agreement	HCA certification.pdf	pdf	5e419ef6d43df3043d4b8775	02/10/2020

Total amount of financial benefits accruing to the municipality as a result of the host community agreement. If the total amount is zero, please enter zero and provide documentation explaining this number.: \$-1

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Plan to Positively Impact Areas of Disproportionate Impact.pdf	pdf	5ef51c17b9c15e6c26b8e881	06/25/2020
Plan for Positive Impact	Positive Impact Community Partner Confirmation Letter.pdf	pdf	5ef51c1d5a7aee7aa489852a	06/25/2020

Notification: I Understand

Individual Background Information 1

Role:	Other Role:	
First Name: Jason	Last Name: Morrisette	Suffix:
RMD Association: Not associated with an RMD		
Background Question: no		

Entity Background Check Information 1

Role: Parent Company	Other Role:
Entity Legal Name: Agricultural Alternatives, Inc	Entity DBA:
Entity Description: Holding company for Mill Town Agriculture, LLC	
Phone: 781-353-8585	Email: j@aggalt.com

Primary Business Address 1: 1 Cabot St.

Primary Business Address 2: bsmt

Primary Business City: Holyoke

Primary Business State: MA

Principal Business Zip Code:

01040

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	Cert of Good Standing.MA DoR.pdf	pdf	5e1f9bd4bcf9aa06f389794a	01/15/2020
Secretary of Commonwealth - Certificate of Good Standing	Mill Town Ag, Cert of Good Standing.2.19.20.20pdf.pdf	pdf	5e4ee2ab61c9e9045a793f12	02/20/2020
Secretary of Commonwealth - Certificate of Good Standing	DUA Compliance Letter.2.11.20.pdf	pdf	5e4ee37561c9e9045a793f22	02/20/2020
Articles of Organization	Amended Mill Town Ag Operating Agreement.pdf	pdf	5ecd48b20e32c52d2bdd365b	05/26/2020
Articles of Organization	Mill Town Ag. Certificate of Organization.pdf	pdf	5ef51f413bc38b6be8a7bf4f	06/25/2020
Articles of Organization	Mill Town Ag. SOC Summary Page.pdf	pdf	5ef51f47b0062b7ac1b0c510	06/25/2020

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Unemployment Assistance - Certificate of Good standing	CertofGSDUA.pdf	pdf	6149fce2ed983707e971d0f0	09/21/2021
Department of Revenue - Certificate of Good standing	MassDORCertGoodStanding.pdf	pdf	614df6c353eb05681e9caf33	09/24/2021
Secretary of Commonwealth - Certificate of Good Standing	CertificateofGoodStandingMA.pdf	pdf	614dfa304c206f685c096cd7	09/24/2021

Massachusetts Business Identification Number: 001407735

Doing-Business-As Name: n/a

DBA Registration City: Natick

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	3. Plan for Obtaining Liability Insurance.pdf	pdf	5e3070ff5a2369047f222d2d	01/28/2020
Business Plan	1. Business Plan.pdf	pdf	5e41a0f75a2369047f225296	02/10/2020
Proposed Timeline	UpdatedTimelineMillTownAg.pdf	pdf	614a427e10e8450793e1a665	09/21/2021

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload
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				Date
Policies and Procedures for cultivating.	18. Policies & Procedures for Cultivation.pdf	pdf	5e41a1237b9883042b371894	02/10/2020
Separating recreational from medical operations, if applicable	4. Separating recreational from medical operations.pdf	pdf	5e41a13969dc9d0456db847b	02/10/2020
Restricting Access to age 21 and older	5. Restricting Access to Age 21 and Older.pdf	pdf	5e41a1464fa2b004756a12a6	02/10/2020
Security plan	6. Security Plan.pdf	pdf	5e41a14f4dd5bb0494105e52	02/10/2020
Prevention of diversion	7. Prevention of Diversion.pdf	pdf	5e41a165d43df3043d4b8798	02/10/2020
Storage of marijuana	8. Storage of Marijuana.pdf	pdf	5e41a184d29b0704447d6e58	02/10/2020
Transportation of marijuana	9. Transportation of Marijuana.pdf	pdf	5e41a19361c9e9045a791e66	02/10/2020
Personnel policies including background checks	13. Personnel Policies including Background Checks.pdf	pdf	5e41a1c77225f00469658572	02/10/2020
Maintaining of financial records	15. Maintaining Financial Records.pdf	pdf	5e41a1e102a6e7045352c33b	02/10/2020
Inventory procedures	10. Inventory Procedures.pdf	pdf	5ef240d611b1427aed098ab9	06/23/2020
Quality control and testing	11. Quality Control (QC) and Testing.pdf	pdf	5ef240ec6dc9337ae20f393b	06/23/2020
Record Keeping procedures	14. Record Keeping Procedures.pdf	pdf	5ef241305a7aee7aa4897dca	06/23/2020
Qualifications and training	17. Qualifications & Training.pdf	pdf	5ef2418d6dc9337ae20f3949	06/23/2020
Diversity plan	Revised Diversity Plan (7.16.2020).pdf	pdf	5f105a788767bb7013cafede	07/16/2020

ATTESTATIONS

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

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

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

Notification: I Understand

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN Progress or Success Goal 1

Description of Progress or Success: Mill Town Agriculture is not currently operational. We plan to faithfully enact our impact plan in the coming months. We have been in active contact with OneHolyoke through it's director, Michael Moriarty.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: We are committed to our diversity plan and have recently reached out to the Cannabis Cultivation Certificate program at Holyoke Community College.

We will be working with them and other local agencies to fulfill our plan.

HOURS OF OPERATION

Monday From: 5:00 AM	Monday To: 12:00 AM
Tuesday From: 5:00 AM	Tuesday To: 12:00 AM
Wednesday From: 5:00 AM	Wednesday To: 12:00 AM
Thursday From: 5:00 AM	Thursday To: 12:00 AM
Friday From: 5:00 AM	Friday To: 12:00 AM
Saturday From: 10:00 AM	Saturday To: 12:00 AM
Sunday From: 10:00 AM	Sunday To: 12:00 AM

Community Outreach Meeting Attestation Form

I, Jason Morrisette, attest as an authorized representative of Mill Town Agriculture, LLC 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 December 18, 2019.
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 December 6, 2019, which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A.
3. A copy of the meeting notice was also filed on December 9, 2019 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..
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on December 5, 2019, 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.

Initials of Attester:

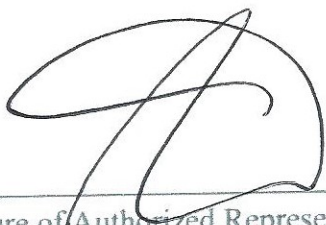
—



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.



Signature of Authorized Representative of
Applicant

Attachment A

Copy of ad placed in the Holyoke Sun on December 6, 2019

\$45.61 / COMMUNITY OUTREACH / HOLYOKE SUN 12.6

COMMUNITY OUTREACH MEETING

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **December 18 at 5 pm at Capri Pizza (18 Cabot Street, Holyoke, MA 01040)**. Mill Town Agriculture, LLC is the proposed Tier 1 Cultivation and Extraction company. We will be hosting a public question and answer session at 18 Cabot Street, Holyoke, MA 01040. There will be an opportunity for the public to ask questions.
12/06/2019

Attachment B:

Copy of Letter provided to City Council:

December 9, 2019

Brenna Murphy McGee
City Hall
536 Dwight Street
Room 2
Holyoke, MA 01040

Re: Notice of Community Outreach Meeting for Marijuana Establishment

Dear Ms. McGee:

I am writing this letter to notify you that a Community Outreach Meeting for our proposed Marijuana Establishment is scheduled for December 18 at 5 pm at Capri Pizza (18 Cabot Street, Holyoke, MA 01040). Mill Town Agriculture, LLC is the name of the proposed Tier 1 Cultivation and Extraction company. We will be hosting a public question and answer session at 18 Cabot Street, Holyoke, MA 01040. There will be an opportunity for the public to ask questions.

We are grateful for your support and the support we have been receiving from the City of Holyoke, and I am happy to answer any additional questions. I can be reached at 303-918-4454.

Kindest regards,



Michael Sobolik
Chief Financial Officer
Mill Town Agriculture, LLC

Attachment C:

Sample of Letter provided to abutting properties:

December 5, 2019

Property Owner
Mailing Address
City, State, Zip

Attn: Owner of Property in Holyoke, MA

Re: Notice of Community Outreach Meeting for Marijuana Establishment

Dear Property Owner:

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for December 18 at 5 pm at Capri Pizza (18 Cabot Street, Holyoke, MA 01040). Mill Town Agriculture, LLC is the name of the proposed Tier 1 Cultivation and Extraction company. We will be hosting a public question and answer session at 18 Cabot Street, Holyoke, MA 01040. There will be an opportunity for the public to ask questions.

Our records indicate that you own 1 or more properties within 300 feet of the location of this Marijuana Establishment, and therefore you are receiving this notice in compliance with MA 935 CMR 500.000, which establishes the regulatory requirements for adult use marijuana in the Commonwealth of Massachusetts.

Kindest Regards,

Michael Sobolik
Chief Financial Officer
Mill Town Agriculture, LLC

Plan to Remain Compliant with Local Zoning

Mill Town Agriculture, LLC will remain compliant at all times with the local zoning requirements set forth in the Zoning Ordinance of the City of Holyoke, more specifically, *The One Hundred and Thirty-Fifth Amendment to Appendix A of the Revised Code of Ordinances of the City of Holyoke, MA 1997* (See Appendix A - Amendment to Appendix A of the Revised Code of Ordinances - Holyoke.)

In accordance with Zoning Ordinance, Mill Town Agriculture, LLC, a proposed marijuana cultivator and marijuana product manufacturer, located at 1 Cabot Street in Holyoke, MA will remain in compliance with a Special Permit issued to Mill Town Agriculture, LLC by the City Council of Holyoke.

Requirements to maintain compliance with the Zoning Ordinance are described in **Appendix A - Amendment to Appendix A of the Revised Code of Ordinances - Holyoke**

Mill Town Agriculture, LLC will work cooperatively with various municipal departments, boards, and officials to ensure that its facility remains compliant with the Special Permit Requirements.



City of Holyoke

IN CITY COUNCIL

Introduced by Councilor **Rebecca Lisi**

Ordered, that the City Council Ordinance Committee hold a joint public hearing with the Planning Board on the creation of zoning ordinances related to recreational marijuana cultivation and production.

In City Council, August 1, 2017. Received and referred to the Ordinance Committee.

In City Council, on December 5, 2017, the Report of Committee received and the Ordinance passed its first reading.

The Ordinance passed its second reading.

The Ordinance was passed to be enrolled.

The Committee has considered the same and find that it is truly and properly enrolled.

Report of Enrollment received.

The Ordinance was passed to be Ordained and Adopted on a call of the roll of the yeas and nays --Yeas 13--Nays 0--Absent 2 (Lopez, Roman).

VETO BY THE MAYOR.

In City Council, on December 19, 2017, Motion was made and seconded to override the Mayor's Veto.

The report of Committee received and Adopted the motion on a call of the roll of the yeas and nays --Yeas 14--Nays 1 (Roman)--Absent 0.

Breanna M. McLee
Clerk

Presented to the Mayor	Mayor's Office
For Approval _____, 20	Holyoke, Mass. _____, 20
	Approved _____
_____ City Clerk	_____ Mayor



City of Holyoke

IN CITY COUNCIL

Introduced by Councilor Rebecca Lisi

Ordered, that the City Council Ordinance Committee hold a joint public hearing with the Planning Board on the creation of zoning ordinances related to recreational marijuana retail locations.

In City Council, August 1, 2017. Received and referred to the Ordinance Committee.

In City Council, on December 5, 2017, the Report of Committee received and the Ordinance passed its first reading.

The Ordinance passed its second reading.

The Ordinance was passed to be enrolled.

The Committee has considered the same and find that it is truly and properly enrolled.

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Breana M. McElroy
Clerk

Presented to the Mayor	Mayor's Office
For Approval _____, 20	Holyoke, Mass. _____, 20
Approved	Approved
_____ City Clerk	_____ Mayor

IN THE YEAR TWO THOUSAND AND SEVENTEEN

ONE HUNDRED AND THIRTY-FIFTH AMENDMENT TO APPENDIX A OF THE
REVISED CODE OF ORDINANCES OF THE CITY OF HOLYOKE,
MASSACHUSETTS 1997

AN ORDINANCE

Be it ordained by the City Council of the City of Holyoke as follows:

SECTION 1. Appendix A entitled “Zoning” of the Revised Code of Ordinances of the City of Holyoke, Massachusetts, 1997, as amended, is hereby further amended by the following:

DELETING: Section 7-10 in its entirety

ADDING: in its place the following:

7.10 MARIJUANA FACILITIES

7.10.1 Purpose.

It is recognized that the nature of the substance cultivated, processed, tested and/or sold by marijuana establishments have operational characteristics that require they be sited in such a way as to ensure the health, safety, and general well-being of the public. The imposition of reasonable safeguards and regulation of the time, place and manner of marijuana establishments is necessary to advance these purposes.

Subject to the provisions of this Zoning Ordinance, Massachusetts General Laws Chapter 40A, 105 CMR 725.000 and Chapter 94G, marijuana establishments will be permitted to do business within the City of Holyoke that meet state regulations as established by the MA Department of Public Health and Cannabis Control Commission.

Nothing in this Section shall be interpreted as regulating the growing, processing or fabrication of products that are not regulated as a controlled substance by the Massachusetts Cannabis Control Commission and/or the Department of Public Health.

7.10.2 Marijuana Establishments - Definitions

The following will be defined subcategories of Marijuana Establishments:

Marijuana Manufacturing Establishment (MME): A use operated by an entity duly licensed by the Cannabis Control Commission in accordance with M.G.L. c. 94G or by the MA Department of Public Health in accordance with 105 CMR 725.000, and pursuant to all other applicable state laws and regulations, that cultivates, possesses, processes (including development of related products such as food, tinctures, aerosols, oils, or ointments), transfers or transports marijuana or products containing marijuana.

The cultivation and processing of marijuana in accordance with this definition is considered to be a manufacturing use and is not agriculturally exempt from zoning.

Medical Marijuana Dispensary (MMD): A use operated by an entity registered and approved by the MA Department of Public Health in accordance with 105 CMR 725.000, and pursuant to all other applicable state laws and regulations, also to be known as a medical marijuana treatment center, that that sells, distributes, dispenses, or administers marijuana, products containing marijuana, or related supplies specifically for medical purposes. .

Recreational Marijuana Retail Establishment (RMRE): A use operated by an entity duly licensed by the Cannabis Control Commission in accordance with M.G.L. c. 94G, and pursuant to all other applicable state laws and regulations, that sells, distributes, dispenses, administers or allows for the on-site consumption of marijuana, products containing marijuana, or related supplies for retail sales for non medical purposes.

Marijuana Testing Facility (MTF): An entity duly licensed by the Cannabis Control Commission in accordance with M.G.L. c. 94G, and pursuant to all other applicable state laws and regulations, that tests marijuana and marijuana products, including certification for potency and the presence of contaminants.

7.10.3 Applicability

This Section applies to all marijuana establishments, which include: Marijuana Manufacturing Establishments (MME), Medical Marijuana Dispensaries (MMD), Recreational Marijuana Retail Establishments (RMRE) and Marijuana Testing Facilities (MTF).

7.10.4 Permitted Districts

Any and all marijuana establishments may only be allowed in the IG zone by special permit of the City Council

7.10.5 Operational Requirements

1) Use:

- a) Marijuana establishments may only use their designated square footage for the purposes of operating such an establishment, as encompassed in this Ordinance.
- b) No marijuana shall be smoked, eaten or otherwise consumed or ingested within the premises except at RMRE's, as defined.
- c) Operations, including deliveries to and from any marijuana facility, may not occur within the hours of 8:00 p.m. to 8:00 a.m.

2) Physical Requirements:

- a) All aspects of marijuana establishment must take place at a fixed location within a fully enclosed building.
- b) No outside storage is permitted.
- c) No MMD or RMRE shall have a gross floor area in excess of 5,000 square feet.

d) Ventilation – all marijuana establishments shall be ventilated in such a manner that no:

- i) pesticides, insecticides or other chemicals or products used in the cultivation or processing are dispersed into the outside atmosphere
- ii) no odor from marijuana cultivation, processing or consumption can be detected by a person with an unimpaired and otherwise normal sense of smell at any adjoining use or adjoining property to the marijuana establishment.

e) All signage shall comply with 105 CMR 725.00, Cannabis Control Commission regulations and Section 6.4 “Signs.”

3) Location:

- a) A MMD shall not be located in buildings that contain any pharmacy, medical doctor offices or the offices of any other professional practitioner authorized to prescribe the use of medical marijuana.
- b) A marijuana establishment shall not be located in buildings that contain any residential units, including transient housing such as hotels, motels and dormitories.

4) Issuance/Transfer/Discontinuance of Use:

- a) A special permit shall be valid only for the registered entity to which the approval was issued and only for the site on which the marijuana establishment has been authorized.
- b) A special permit shall be non-transferable and shall have a term limited to the applicant’s ownership or control of the premises as a marijuana establishment.
- c) Permitted marijuana establishments shall file an annual report to the City Clerk’s Office no later than January 31st, providing a copy of all current applicable state licenses for the establishment and/or its owners and demonstrating continued compliance with the conditions of the special permit.
- d) A special permit shall lapse if the applicant ceases operation for a period of 180 days of the marijuana establishment and/or if the applicants’ registration by Department of Public Health or licensure by the Cannabis Control Commission has been revoked, expires, is terminated, is transferred to another controlling entity or is relocated to a new site. .
 - i) The applicant shall notify the Zoning Enforcement Officer and City Clerk in writing within 48 hours of such lapse, cessation, discontinuance or expiration.
- e) A marijuana establishment shall be required to remove all material, plants, equipment and other paraphernalia upon registration or licensure revocation, expiration, termination, transfer to another controlling entity or relocation to a new site and any other cessation of operation as regulated by the Department of Public Health or the Cannabis Control Commission. Such removal will be in compliance with 105 CMR 725.105 (J), (O) and regulations from the CCC.

7.10.6 APPLICATION PROCEDURE AND REQUIREMENTS

1) *Application Requirements:* An application for a special permit shall include the following:

- a) The name and address of each owner of the marijuana establishment.
- b) Copies of all required registrations, licenses and permits issued to the applicant by the Commonwealth of Massachusetts and any of its agencies for the establishment.
- c) Evidence that the Applicant has site control and right to use the site for a marijuana establishment in the form of a deed or valid purchase and sales agreement or, in the case of a lease a notarized statement from the property owner and a copy of the lease agreement.
- d) A notarized statement signed by the marijuana establishment organization's Chief Executive Officer and corporate attorney disclosing all of its designated owners, including officers, directors, partners, managers, or other similarly-situated individuals and entities and their addresses. If any of the above are entities rather than persons, the Applicant must disclose the identity of all such responsible individual persons.
- e) A description of all activities to occur on site, including but not limited to: cultivating and processing of marijuana and marijuana infused products (MIPs), on-site sales, delivery of marijuana and related products to off-site facilities, off-site direct delivery to patients, distribution of educational materials, and other programs or activities.
- f) A written notice from the Chief of Police shall be submitted to the City Clerk stating that an acceptable Security Plan has been reviewed and approved. The Security Plan shall include the location and details of all security measures for the site, including but not limited to lighting, fencing, gates, waste disposal, alarms and similar measures ensuring the safety of employees and patrons and to protect the premises from theft or other criminal activity.
- g) Details of all proposed exterior security measures for the marijuana establishment.
- h) A Development Impact Statement containing all the information required under Section 10.1.6 (1) of the Zoning Ordinance.
- i) A Traffic Impact Statement containing all of the information required under Section 10.1.6 (2) of the Zoning Ordinance.
- j) A special permit fee in the amount of \$500.00.

2) *Site Plan:* The special permit application shall include a Site Plan prepared by a Massachusetts registered Architect, Landscape Architect, Professional Engineer or other appropriate design professional. The site plan shall include the following components and information:

- a) **Locus Plan.** A locus plan showing the entire proposed development and its relation to existing areas, buildings and roads for a distance of 300 feet from the boundaries of the proposed development or such other distance as may be approved or required by the City Council. The plan shall also show all contiguous land owned by the applicant or by the owner of the property which is the subject of the application.

b) **Improvements Plan.** A plan depicting all existing and proposed buildings, driveways or roads, parking areas, service areas, refuse collection areas, sidewalks, paths, landscaping etc.

c) **Building Plan.** A detailed floor plan showing square footages for each use within the marijuana establishment.

d) **Details.** Detail sheets including, but not limited to, pavement markings, lighting fixtures, fencing, dumpster enclosures, signage (temporary and permanent), and any site improvements included in plans (a) – (c) above.

3) *Review Procedure:* upon receipt of an application, the City Clerk shall forward a copy for review and comment to Building Department, Fire Department, Police Department, Engineering Department, Water Department, Board of Health, Planning Board and the Stormwater Authority and Conservation Commission if applicable. The Departments shall review the application and provide comments back to the City Council within twenty-one (21) calendar days. City Council shall, if needed, confer with the Public Safety Committee for review and comment.

4) *New construction:* in cases of new construction, in addition to the requirements of this Section, see Section 10.0 SITE PLAN REVIEW of the Holyoke Zoning Ordinance. The Applicant may need to file with the Stormwater Authority, a Stormwater Management Permit Application, per the Stormwater Regulations.

7.10.7 FINDINGS

1) In addition to the standard Findings for a Special Permit under Section 9.3.2, the City Council must also find all the following:

a) That the marijuana establishment is designed to minimize any adverse impacts on abutters and other parties in interest.

b) That the marijuana establishment demonstrates that it will meet all the permitting requirements of all applicable agencies within the Commonwealth of Massachusetts and will be in compliance with all applicable state laws and regulations.

c) That the applicant has satisfied all of the conditions and requirements of this Section and other applicable Sections of this Ordinance.

d) That the marijuana facility project meets a demonstrated need of the community.

e) That the marijuana establishment provides adequate security measures to ensure that no individual participant will pose a direct threat to the health or safety of other individuals, and that the storage and/or location of marijuana product is adequately secured.

f) That the marijuana establishment adequately addresses issues of traffic demand, circulation flow, parking and queuing, particularly at peak periods at the establishment, and its impact on neighboring uses.

7.10.8 Enforcement

Any violation of this Section shall be enforced in accordance with Section 9-1 of the Zoning Ordinance.

SECTION 2. All ordinances or parts of ordinances inconsistent herewith are hereby repealed.

SECTION 3. This ordinance shall take effect on the date of passage.

APPROVED AS TO FORM:

A handwritten signature in cursive script, appearing to read "Crystal Barnes", is written over a horizontal line.

Crystal Barnes
Assistant City Solicitor

IN THE YEAR TWO THOUSAND AND SEVENTEEN

ONE HUNDRED AND FORTY-FIRST AMENDMENT TO APPENDIX A OF THE
REVISED CODE OF ORDINANCES OF THE CITY OF HOLYOKE,
MASSACHUSETTS 1997

AN ORDINANCE

Be it ordained by the City Council of the City of Holyoke as follows:

SECTION 1. Section 4-3 entitled "Table of Principal Uses" of Appendix A
entitled "Zoning" of the Revised Code of Ordinances of the City of Holyoke,
Massachusetts, 1997, as amended, is hereby further amended by the following:

ADDING:


A new line 12 under Exempt & Institutional Uses as shown below.

PRINCIPAL USE	RA	R1	R1A	R2	RM- LD	RM20	RM40	RM60	RO	DR	BL	BC	B	GB	H	BE	IG	WM	I	PO	SC
C. Commercial Uses																					
37. Marijuana Facilities	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	CC	N	N	N	N

SECTION 2. All ordinances or parts of ordinances inconsistent herewith are
hereby repealed.

SECTION 3. This ordinance shall take effect on the date of passage.

APPROVED AS TO FORM:


Crystal Barnes
Assistant City Solicitor

Host Community Agreement Certification Form

Applicant

I, Jason Morrisette, certify as an authorized representative of Mill Town Agriculture, LLC that the applicant has executed a host community agreement with Holyoke, MA pursuant to G.L.c. 94G § 3(d) on October 29, 2019.



Signature of Authorized Representative of
Applicant

Host Community

I, Alex Morse, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for Holyoke, MA to certify that the applicant and Holyoke, MA has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on October 29, 2019.



Signature of Contracting Authority or
Authorized Representative of Host Community



Ed McNamara <ed@aggalt.com>

Request for records

Ed McNamara <ed@aggalt.com>

Mon, Sep 20, 2021 at 3:03 PM

To: John Dyjach <dyjachj@holyoke.org>, clerks@holyoke.org, vegaa@holyoke.org

Cc: "Bartlett, Stephen" <sbartlett@foleyhoag.com>

Hi John,

Mill Town Agriculture is going through it's annual renewal of our provisional license at our 1 Cabot St. facility.

Although we are not operational at this time we need to file a formal request for records of any cost to the city or town reasonably related to the operation of the establishment. Costs can include actual and anticipated costs associated with the operation of the establishment.

Thank you for your attention regarding this matter.-Ed

--

Edmund McNamara
Mill Town Agriculture LLC
1 Cabot St.
Holyoke MA 01040
p:(508)-203-1435



Acting Mayor Terry Murphy

Office of Planning & Economic Development

City of Holyoke

Aaron Vega, Director

September 22, 2021

via email

Edmund McNamara
Mill Town Agriculture LLC
1 Cabot Street
Holyoke MA 01040

RE: Request for records of costs related to Mill Town Agriculture, LLC's operations in Holyoke, MA

Dear Mr. McNamara:

We are very appreciative of the establishment of Mill Town Agriculture in the City of Holyoke.

Please accept this letter as the proof required that Mill Town Agriculture requested the records of any costs imposed on the city that are reasonably related to its operation of a marijuana establishment in Holyoke, MA.

The City is currently in the process establishing a fund and determining actual and anticipated expenses resulting from the operation of marijuana facilities. While this process is underway, we are providing the enclosed summary for marijuana entities.

Please contact me if there are any questions. Thank you again.

Sincerely,

Aaron M. Vega

Enclosure

cc: Brenna Murphy-McGee, City Clerk
Holyoke Law Department



April 2021

HOLYOKE OFFICE OF PLANNING & ECONOMIC DEVELOPMENT - CANNABIS INDUSTRY IMPACT STATEMENT

For Holyoke, the Cannabis industry is an opportunity to build on the growing revitalization efforts for the city. Both public and private developments are beginning to have an impact on the challenges the city has faced for decades, including high unemployment, low education achievement, lack of investments in key neighborhoods as well as the impact of a failed war on drugs.

In a recently published study, the Cannabis Control Commission concluded that Holyoke is the single most disproportionately impacted (DI) city in the commonwealth as a result of the failed war on drugs. "It should be noted that disproportionate impacts of drug enforcement occur alongside and interact with other economic and social problems (e.g., slow job growth and poor-quality schools). With that, thoughtful and strategic utilization of the DI score for policymaking can help improve social equity within the cannabis industry, and hopefully, in communities that have long faced social and economic challenges in the Commonwealth." It is clear that the city needs opportunity, job creation, and economic development.

Between Holyoke's manufacturing history, our locally controlled low electric rates, our geographic location and a workforce in need of opportunity and other factors, Holyoke is an ideal location to establish the cannabis industry. Additionally, the political climate and overall citizenry support helped forge a path to welcoming this industry to the city.

The Cannabis industry is providing many positive impacts in the city and greater Holyoke area, such as jobs, rehabilitation of old mills, and tax dollars. These benefits do not come without some struggle; 100's of staff hours, strain on an aging infrastructure, increased social inequities and a ripple effect on other businesses and housing projects. Navigating both the local and State regulations has become an overriding demand for many city departments, putting additional stress on a lean municipal team as well as our volunteer boards. Planning, inspections, and security of these new businesses has an impact on the city's ability to address other issues and projects within the city.

The Cannabis industry does provide a number of employment opportunities but there is a lack of trained workforce in the area. In an effort to address the high unemployment numbers in Holyoke, and begin to address the social inequities of this industry, efforts to work with Holyoke Community College and other job training programs are underway to build a ready workforce.

The built environment has major influences on social determinants of health as Holyoke continues to have high rates of asthma and other health effects impacted by its industrial history. We hope leveraging the investments from the Impact Fee into neighborhoods will help the city address quality of life issues. As the Cannabis Industry establishes itself into the fabric of the city, our sidewalks, lighting, and other infrastructure needs are desperate for repair to accommodate new activity in often underutilized areas. Traffic, pedestrian safety, and parking, begin to start the list of city investment needs to support these new businesses.

Impact on the real estate market has been unprecedented. The city is currently facing a "Cannabis Boom" with the recent purchase of many properties in the Industrial zone of the city. Buildings that have sat vacant for years are now under sale agreements. Sale prices for property far exceed market value creating a sellers' market and difficult, if not impossible, for other smaller, non-cannabis businesses to establish themselves in the city. While many of the buildings purchased are seeing rehabilitation efforts, many buildings, though under agreement, continue to sit idle unavailable to other investors or developments.

Cannabis is a good industry to be located in Holyoke but their presence has exposed and, in some cases, exacerbated the issues of our infrastructure, our available workforce, the capacity for the city to gain the needed expertise, and to devote staff time to these projects. It is our plan to utilize funds received through the Impact Fee to address these issues, and to create a stronger and even more welcoming community for the Cannabis Industry.

Submitted by

A handwritten signature in black ink, appearing to read 'Aaron Vega', with a large, stylized initial 'A'.

Aaron Vega

Director for the Office of Planning & Economic Development

cc: Brenna Murphy McGee, City Clerk

At this time Mill Town Agriculture is not operational but pursuant to the attached HCA, no amounts are yet due and payable to the City of Holyoke.

Plan to Positively Impact Area of Disproportionate Impact

Mill Town Agriculture and Cannabis Center of Excellence

1. INTRODUCTION

The Commission has identified Holyoke, MA as an area of disproportionate impact. Accordingly, Mill Town Agriculture, Inc will exert its best efforts to contribute to and uplift the community, so that it directly benefits from the growth of the Commonwealth's nascent adult-use cannabis industry. In pursuit of that objective, we will invest our time and money into select charitable organizations that provide valuable services and resources to the most needy residents of Holyoke

Initially, we will partner with the OneHolyoke Community Development Corporation. ("OneHolyoke CDC"), a Massachusetts non-profit community development corporation with offices at 70 Lyman Street, Holyoke, MA. OneHolyoke CDC's mission states "every resident of Holyoke should live in a dignified home and a safe, attractive neighborhood. Everything OneHolyoke CDC does is intended to help fulfill that need". We will consult with OneHolyoke CDC leadership to deploy resource identified herein as "Target Funding" to further the mutual ends OneHolyoke CDC's mission and the goals set forth in this plan. . OneHolyoke CDC has issued a letter to us confirming their interest in working with us and willingness to expand the relationship over time. A copy of this letter is provided in Exhibit A.

2. GOALS

Mill Town Agriculture, Inc will work with OneHolyoke CDC to create opportunities for:

1. past or present residents of Holyoke;
2. Massachusetts residents with past drug convictions;
3. Massachusetts residents with parents or spouses who have drug convictions;
4. Economic Empowerment Priority Applicants; and
5. Social Equity Program Participants.

There are two ways that we will be seeking to make a significant impact:

1. Create educational opportunities for people in Holyoke and other impacted individuals as defined by the parties.
2. Partner with OneHolyoke CDC to engage residents in a mentoring and educational capacity. The founders of Mill Town Agriculture have significant

corporate development and operational experience, particularly in the startup arena, and we intend to assist Holyoke residents in this area by volunteering our time to provide lectures and help develop educational programs for aspiring entrepreneurs.

Mill Town Agriculture will document the progress of its positive impact plan one year from provisional licensure and each year thereafter

3. PROGRAMS

We will be pursuing these goals with two specific, measurable program initiatives in our partnership with OneHolyoke CDC. Specifically, over the next three years, we will be focused on developing and growing two programs.

PROGRAM 1: Promote educational opportunities and programs advancing civic engagement for the residents of Holyoke. This will be achieved through financial support of programs developed by OneHolyoke CDC to advance priorities such as literacy and civic participation. In addition, such funding shall support OneHolyoke CDC's participation in the Massachusetts Community Investment Tax Credit Program.

PROGRAM 2: Donate time to help support entrepreneurial programs and resident-led economic development in the City of Holyoke. OneHolyoke CDC will assist Mill Town Agriculture through its networks of community based organizations and residents.

We will provide at least 40 hours of mentoring time in the first year, 60 hours in the 2nd year, and 80 hours in the 3rd year and beyond.

4. MEASUREMENT

Our contribution to these programs will be demonstrated with clear and unambiguous metrics.

1. Total number of participants in programming sponsored through the assistance to OneHolyoke CDC
2. Total number of mentored participants in local programming related to entrepreneurial programs and resident-led economic development
3. Total hours donated to program development and educational activities.

Program Targets

We will target the following objectives for each of the programs described above:

4. Year 1 - sponsor at \$6,000/year to support OneHolyoke CDC programming.
Year 2 - sponsor at \$12,000/year to support OneHolyoke CDC programming
Year 3 - sponsor at \$18,000/year to support OneHolyoke CDC programming

Year 1 - provide, on average, 8 hours per month of mentoring and program development opportunities

Year 2 - provide, on average, 12 hours per month of mentoring and program development opportunities

Year 3 - provide, on average, 16 hours per month of mentoring and program development opportunities

We expect these metrics to evolve over time as we learn better about what types of activities are most effective. For example, it may be more beneficial to increase OneHolyoke CDC programming, or there may be more programs that can benefit from our specific expertise, and we will increase our time commitment to help develop those programs. We are very impressed with the team at OneHolyoke CDC and we believe that the approach they are taking to help the community of Holyoke is a very positive one, and we would like to provide the most beneficial support possible.

5. POSITIVE IMPACT PLAN ACKNOWLEDGMENTS

Mill Town Agriculture, Inc pledges to adhere to the requirements set forth in 935 CMR 500.105(4)(a) which provides the permitted advertising, branding, marketing and sponsorship practices for all Marijuana Establishments. Mill Town Agriculture, Inc likewise pledges not to employ any of the prohibited practices articulated in 935 CMR 500.105(4)(b). Finally, none of the actions taken or programs instituted by will violate the Commission's regulations with respect to limitations on ownership or control or any other applicable state laws.

June 25, 2020

Jason Morrisette, CEO

RE: Mill Town Agriculture, Inc
1 Cabot Street, Holyoke, MA
Positive Impact Plan for Area of Disproportionate Impact
Dear Mr. Morrisette,

We are a community development corporation based in the Flats neighborhood of Holyoke established pursuant to MGL Ch. 180 in 1971. We are certified as a community development corporation pursuant to MGL Ch. 40H by the Massachusetts Department of Housing and Community Development. By this letter please accept my confirmation that we are in active partnership with Mill Town Agriculture, Inc and have taken active and substantive steps toward developing a community partnership plan that will benefit the residents of the Holyoke neighborhoods we serve.

Please forward this wherever confirmation of our work together may be of assistance to you. Any recipient of this letter is welcome to contact me if any additional information is required.

Very truly yours,

Michael J. Moriarty
Executive Director



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



MICHAEL SOBOLIK
MILL TOWN AGRICULTURE, LLC
27 TRAVIS RD
NATICK MA 01760-2420

Why did I receive this notice?

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

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

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

What if I have questions?

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

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



William Francis Galvin
Secretary of the
Commonwealth

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

February 18, 2020

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

MILL TOWN AGRICULTURE, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **October 21, 2019.**

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation; that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156C, § 70 for said Limited Liability Company's dissolution; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are:
MICHAEL FRANCIS SOBOLIK

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **MICHAEL FRANCIS SOBOLIK**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **MICHAEL FRANCIS SOBOLIK**



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



THE COMMONWEALTH OF MASSACHUSETTS
EXECUTIVE OFFICE OF LABOR AND WORKFORCE DEVELOPMENT
DEPARTMENT OF UNEMPLOYMENT ASSISTANCE

Charles D. Baker
GOVERNOR

Karyn E. Polito
LT. GOVERNOR



174354972

Rosalin Acosta
SECRETARY

Richard A. Jeffers
DIRECTOR

Mill Town Agriculture LLC
1 CABOT ST
HOLYOKE, MA 01040-6097

EAN: 22158137
February 11, 2020

Certificate Id:35421

The Department of Unemployment Assistance certifies that as of 2/11/2020 ,Mill Town Agriculture LLC is current in all its obligations relating to contributions, payments in lieu of contributions, and the employer medical assistance contribution established in G.L.c.149,§189.

This certificate expires in 30 days from the date of issuance.

Richard A. Jeffers, Director

Department of Unemployment Assistance

FIRST AMENDMENT TO LIMITED LIABILITY COMPANY AGREEMENT OF
MILL TOWN AGRICULTURE, LLC.

This First Amendment (the “Amendment”) to the Limited Liability Company Agreement of Mill Town Agriculture, LLC, a Massachusetts limited liability company (the “Company”), is made and entered into as of February 3, 2020 (the “Effective Date”), by Agricultural Alternatives, Inc., the sole member of the Company (the “Member”).

RECITALS

WHEREAS, the Member entered into and executed that certain Operating Agreement of Mill Town Agriculture, LLC, dated October 21, 2019, (the “Initial Operating Agreement”);

WHEREAS, on February 3, 2020, the Member converted from a Delaware limited liability company under the name of “Agricultural Alternatives LLC” to a Delaware corporation named “Agricultural Alternatives, Inc.” pursuant to the certificate of conversion filed with the Secretary of State of Delaware attached hereto as Exhibit A (the “Conversion”);

WHEREAS, the Member desires to amend the Initial Operating Agreement to reflect the change of the Member’s name as a result of the Conversion;

WHEREAS, the Member now determines that it is in the best interests of the Company to amend the Initial Operating Agreement as set forth below (the Initial Operating Agreement as amended by this Amendment, the “Operating Agreement”).

AGREEMENT

NOW, THEREFORE, the Member agrees as follows:

1. Definitions. Unless otherwise indicated, capitalized terms used herein have the meanings specified in the Operating Agreement.
2. Amendments. The Initial Operating Agreement is hereby amended to replace all references to “Agricultural Alternatives, LLC” with “Agricultural Alternatives, Inc.”
3. Governing Law. This Amendment is governed by the laws of The Commonwealth of Massachusetts.
4. Complete Agreement. This Amendment contains all of the terms and conditions agreed upon by the Member, and supersedes all other agreements, oral or otherwise, regarding this Operating Agreement.
5. Ratifications. Except as otherwise provided in this Amendment, the Member acknowledges and agrees that the terms of the Operating Agreement remain in full force and effect and are hereby ratified in its entirety.

IN WITNESS WHEREOF, the Member has duly executed this Amendment to the Operating Agreement, which is effective as of the Effective Date.

“MEMBER”

Agricultural Alternatives, Inc. (formerly Agricultural Alternatives, LLC)

By:  _____
Name: Jason Morrisette
Its: President

EXHIBIT A

Certificate of Conversion

See Attached.

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "AGRICULTURAL ALTERNATIVES LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "AGRICULTURAL ALTERNATIVES LLC" TO "AGRICULTURAL ALTERNATIVES, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF FEBRUARY, A.D. 2020, AT 6:04 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

7252947 8100V
SR# 20200773121

You may verify this certificate online at corp.delaware.gov/authver.shtml


Authentication: 202316849
Date: 02-04-20

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:04 PM 02/03/2020
FILED 06:04 PM 02/03/2020
SR 20200773121 - File Number 7252947

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
CORPORATION PURSUANT TO SECTION 265 OF
THE DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Limited Liability Company first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the Limited Liability Company first formed is January 25, 2019.
- 4.) The name of the Limited Liability Company immediately prior to filing this Certificate is Agricultural Alternatives LLC.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is Agricultural Alternatives, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company have executed this Certificate on the 31st day of January, A.D. 2020.

By:  DocuSigned by:
6BF855644FBB4C2...

Name: Jason Morrisette
Print or Type

Title: Member
Print or Type



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$500.00

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

Certificate of Organization

(General Laws, Chapter)

Identification Number: 001407735

1. The exact name of the limited liability company is: MILL TOWN AGRICULTURE, LLC

2a. Location of its principal office:

No. and Street: 27 TRAVIS ROAD
 City or Town: NATICK State: MA Zip: 01760 Country: USA

2b. Street address of the office in the Commonwealth at which the records will be maintained:

No. and Street: 27 TRAVIS ROAD
 City or Town: NATICK State: MA Zip: 01760 Country: USA

3. The general character of business, and if the limited liability company is organized to render professional service, the service to be rendered:
AGRICULTURAL PRODUCTS AND SERVICES

4. The latest date of dissolution, if specified:

5. Name and address of the Resident Agent:

Name: JASON MORRISSETTE
 No. and Street: 27 TRAVIS ROAD
 City or Town: NATICK State: MA Zip: 01760 Country: USA

I, JASON MORRISSETTE resident agent of the above limited liability company, consent to my appointment as the resident agent of the above limited liability company pursuant to G. L. Chapter 156C Section 12.

6. The name and business address of each manager, if any:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
MANAGER	MICHAEL FRANCIS SOBOLIK	27 TRAVIS ROAD NATICK, MA 01760 USA

7. The name and business address of the person(s) in addition to the manager(s), authorized to execute documents to be filed with the Corporations Division, and at least one person shall be named if there are no managers.

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code

8. The name and business address of the person(s) authorized to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest in real property:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
REAL PROPERTY	MICHAEL FRANCIS SOBOLIK	27 TRAVIS ROAD NATICK, MA 01760 USA

9. Additional matters:

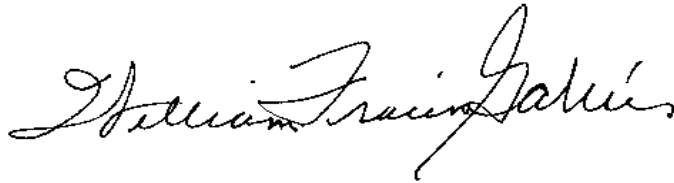
SIGNED UNDER THE PENALTIES OF PERJURY, this 21 Day of October, 2019,
MICHAEL SOBOLIK

(The certificate must be signed by the person forming the LLC.)

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:

October 21, 2019 05:57 PM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

Corporations Division

Business Entity Summary

ID Number: 001407735

[Request certificate](#)[New search](#)

Summary for: MILL TOWN AGRICULTURE, LLC

The exact name of the Domestic Limited Liability Company (LLC): MILL TOWN AGRICULTURE, LLC		
Entity type: Domestic Limited Liability Company (LLC)		
Identification Number: 001407735		
Date of Organization in Massachusetts: 10-21-2019		
Last date certain:		
The location or address where the records are maintained (A PO box is not a valid location or address):		
Address: 27 TRAVIS ROAD		
City or town, State, Zip code, Country: NATICK, MA 01760 USA		
The name and address of the Resident Agent:		
Name: JASON MORRISSETTE		
Address: 27 TRAVIS ROAD		
City or town, State, Zip code, Country: NATICK, MA 01760 USA		
The name and business address of each Manager:		
Title	Individual name	Address
MANAGER	MICHAEL FRANCIS SOBOLIK	27 TRAVIS ROAD NATICK, MA 01760 USA
In addition to the manager(s), the name and business address of the person(s) authorized to execute documents to be filed with the Corporations Division:		
Title	Individual name	Address
The name and business address of the person(s) authorized to execute, acknowledge, deliver, and record any recordable instrument purporting to affect an interest in real property:		
Title	Individual name	Address
REAL PROPERTY	MICHAEL FRANCIS SOBOLIK	27 TRAVIS ROAD NATICK, MA 01760 USA
<input type="checkbox"/> Consent <input type="checkbox"/> Confidential Data <input type="checkbox"/> Merger Allowed <input type="checkbox"/> Manufacturing		
View filings for this business entity:		
<div>ALL FILINGS Annual Report Annual Report - Professional Articles of Entity Conversion Certificate of Amendment Certificate of Consolidation</div>		
View filings		
Comments or notes associated with this business entity:		
<div></div>		

[New search](#)

Plan for Obtaining Liability Insurance

Mill Town Agriculture currently has a general liability insurance policy with the following coverage levels:

COMMERCIAL GENERAL LIABILITY

Each Occurrence	\$1,000,000
Personal Injury and Advertising Injury	\$1,000,000
Medical Expenses (Any one person)	\$5,000
Damage to Premises Rented to You	\$100,000
General Aggregate	\$2,000,000
General Liability Deductible	\$0

In addition, once we have obtained a provisional license from the MA CCC, we will obtain product liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, in conformance with 935 CMR 500.105(10).

We are working with Dowd Insurance Agencies, of Holyoke, MA. They are a full-service insurance broker and they have several cannabis company clients. They are able to provide us with a full suite of insurance products that we will obtain at the necessary time.

1. Business Plan



This document contains the business plan for Agricultural Alternatives, Inc., the parent company and sole owner of Mill Town Agriculture, LLC.

All business activities and objectives described herein refer, practically, to the operations and business model of Mill Town Agriculture, LLC.

Ag

Alt

Agricultural Alternatives, Inc
Business Plan



Executives



Jason Morrisette (CEO) – Over 20 years of business operations, engineering, service management and strategy in a variety of tech companies including giants and startups.

- Presently GM of a \$20m business unit, Oliver Wyman Labs Sustaining Services, as well as VP of Operations for Oliver Wyman Labs overall, a \$100m business. >100% staff and revenue growth in 2018.
- Leadership of programs and businesses at HP and Dell, as large as 1100 matrixed reports, multiple M&As, and hundreds of millions in revenue growth due to exceptional strategy, team building and execution.
- Leadership at startups, demonstrating the ability to build and rapidly scale teams and process, resolving the toughest problems, while transforming failing business units into valuable profit centers.
- Dual masters degrees in business and technology, inducted into [Beta Gamma Sigma](#) honors society.

Mike Sobolik (CFO) – Over 20 years in executive roles within high tech, manufacturing, and energy companies. Significant experience growing and scaling companies across all key functions.

- President of Southwest Windpower, over 80 employees in US, Germany, and India. Developed off-grid microgrid solutions that were adopted by Saubhagya Scheme program in India, which allocated \$2b for development of rural energy solutions.
- CFO/COO of ProStor Systems - as part of company turnaround, managed finance, manufacturing, quality engineering, and customer support while reorganizing business. Sold two separate technology divisions to Tandberg Data and Imation for over \$30m.,
- VP of Finance in IPO of Organic, Inc. in 2000 for \$130m.
- Completed 11 buy- and sell-side M&A transactions for multiple companies, held significant post-acquisition integration responsibility.
- Graduated from McIntire School of Commerce at University of Virginia.

About Ag Alt



We will deliver the highest quality, and most consistent craft cannabis products, leveraging the latest science and technology, at the most competitive prices to the wholesale market.

Our technology platform enables us to deliver a more consistent product with increased yield at significantly reduced costs.

We also believe that our controlled environment and precision Ag technology will enable us to influence chemical outcomes in our plants. This will result in better cannabis custom-tailored to meet the expectations of our customers and retail partners..

Ag

Alt

Problems with Today's Cultivation Operations in the Cannabis Industry.

- Product Consistency/Quality
- Widespread Contamination Issues
- Access to quality genetics
- Costs/Efficiencies
- Scaling
- Not enough Research
- Team



The Ag Alt Solution

An Integrated controlled environment technology platform featuring aeroponic cultivation along with advanced HVAC and LED lighting and the best boutique genetics in the region.

Our platform provides higher consistency in product delivery, while significantly reducing costs and increasing yield

Partnerships and strategic relationships provide access to the best cannabis genetics, clones and tissue culture services in the region, enabling us to provide the most consistent and contaminant free products.



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Technology Roadmap



AEssence provides Market Leading Low Pressure Aeroponic Grow Ecosystem - including racking, lights, nutrient delivery, environmental control, software based automation.

- Level 1 - Deploy initial cultivation operation
 - Perfect methodology and pass strict MA testing
 - Scale operation and improve efficiencies
- Level 2 – Adapt to hybrid greenhouse grow environment
 - Supplemental lighting
 - Automatic blackout shades
 - Environmental control
- Level 3 - Develop Improved Energy Solutions
 - Solar + Wind
 - Hydro (if available in building)
 - Propane Solutions: Gas driven chillers, Biomass

Successful implementation of all 3 phases will provide a clear, repeatable blueprint for scale-up of operations.

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Why Aeroponics?



Soil/Coco Core



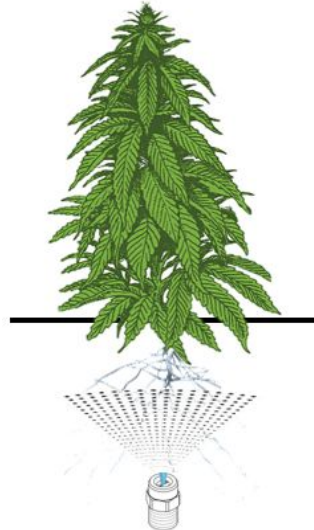
- Roots must search for nutrients
- Oxygen level is low
- Medium is perfect home for pathogens

Hydroponics



- Nutrient and water usage is high
- Oxygen level is low
- Nutrient control is not precise due to large liquid quantity

Aeroponics



1. Increased Yield
2. Reduced growth time
3. Reduced pathogen risk
4. Predictable results

- Nutrient and water usage is low
- Oxygen level is high
- Nutrient control is precise
- No medium for pathogens to live

Ok

Better

Best

Alt

Mass

Aessense Grows Low Pressure Aeroponics



<https://www.aessensegrows.com/>

Market Leading Low Pressure Aeroponic Grow Ecosystem - including racking, lights, nutrient delivery, environmental control, software based automation



- Pros
 - Up to 300% better yield per square foot/light
 - Fraction of labor cost
 - Highly reliable result due to full automation
 - Maximizes floor square footage
 - No pesticides
 - Drastically reduced use of water and nutrients
 - Ability to have many different grow plants in the same room
 - Rapid deployment
- Cons
 - High up front investment
 - System complexity
 - Of the Self System

Market Opportunity



Massachusetts - Undersupplied and highly regulated

- Massachusetts Market Size
 - Population: 6.86m
 - ~\$450m first year
 - ~\$900m in recreation sales by 2020
 - Growing to over \$1.8b over time
- State has limited grow size to 100k sq ft per license
- 65 cultivation licenses are in the pipeline for approval
- Wholesale prices for premium cannabis approx. \$3,500/lb

Compare to Colorado - Oversupplied and under regulated

- Population: 5.6m
- ~\$100m per month retail sales year 4
- 1400 licensed cultivators without grow size caps
- Largest cultivators in Colorado are over 200k square feet
- Wholesale price ~\$700 per pound

Timeline to Execution



- Finalize funding by Oct 31, 2019
- Phase 1 - up to \$1m (+\$450k seed capital already committed)
 - Occupy initial building (15k sq ft for \$12k)
 - Obtain provisional license by May, 2020
 - Deploy initial grow to convert provisional license to full license
 - Minimal buildout and tenant improvements needed to get license
- Phase 2 - \$9m (model assumes debt)
 - Acquire expansion facility
 - Deploy up to 50k sq ft of canopy by the end of 2022
 - Ramp operations
 - Cash positive operations by 2nd half, 2022

The focus during Phase I is to gain control of a workable building, obtain our license, and use any remaining funds to become as production-ready as possible. Cashflows generated by 50k sq ft sufficient to self-fund expansion up to full 100k sq ft allowable by license.

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Financial Projections



	2019	2020	2021	2022	2023
Total Revenue	\$ -	\$1,144,387	\$13,916,244	\$38,472,154	\$89,502,692
Operating Expense	\$274,000	\$2,498,595	\$5,077,189	\$10,502,075	\$15,331,398
EBITDA	(\$274,000)	(\$1,354,208)	\$8,839,055	\$27,970,079	\$74,171,294
Ending Cash Balance*	\$1,232,000	\$5,161,470	\$2,087,120	\$5,150,262	\$55,251,722
Headcount	-	19	35	93	94
Sq. Ft. of Flowering Canopy	-	6,000	15,000	51,000	51,000
Pounds Produced	-	350	4,638	14,263	35,700
Grams/Sq. Ft. Canopy	-	26	140	127	318
Estimated Price/Pound		\$3,000	\$2,663	\$2,397	\$2,211
Avg. Cost/Pound			\$576	\$514	\$334

1. Phased investment in capacity and capability
2. Fully-loaded cost/net pounds produced less than \$400/lb after full capacity achieved
3. Only 50% of allowable capacity under license reflected in forecast.

Separating recreational from medical operations

Mill Town Agriculture intends to produce recreational cannabis products only. The company does not have a current medical cannabis operation and it does not intend to create one or apply for a related license.

The choice to focus on recreational cannabis products ensures that there will be no issue with keeping our recreational operation separate from medical.

Restricting Access to Age 21 and Older

Mill Town Agriculture, LLC will remain vigilant in limiting access to its cultivation and manufacturing facility to only those individuals who are authorized by law to be present at the facility. Most notably, access to the company's cultivation and manufacturing facility shall be strictly limited to individuals aged 21 or older who possess a valid, non-expired, government-issued photo identification verifying their age. All Mill Town Agriculture agents shall be aged 21 or older, and will require all visitors to present government-issued photo identification to verify their age. In the event that Mill Town Agriculture discovers that any of its agents intentionally or negligently allowed a person under the age of 21 to enter its facility, the agent will be terminated and the Commission will be notified.

Mill Town Agriculture commits to complying with any future Commission guidance with respect to best practices in preventing access to individuals under the age of 21.

Although Mill Town Agriculture will not be marketing directly to consumers from its cultivation and manufacturing facility, the company will take all possible measures to ensure that its products reach intended recipients, which will only be Commission-licensed retailers. Furthermore, the company will develop robust processes and protocols to verify that the retailers to which it sells its products are compliance with the customer identification requirements articulated in *935 CMR 500.405(4)(a) and 500.405(4)(b)*.

Mill Town Agriculture, LLC's advertising, marketing, and labeling practices will comply with *935 CMR 500.105(4)(a)*, including the requirements designed to ensure that individuals under 21 years of age do not use marijuana or marijuana products. The company's website (www.milltownag.com) will require all online visitors to verify they are 21 years of age or older prior to accessing the website.

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Mill Town Agriculture will develop and manage a staffing plan and records policy in compliance with *935 CMR 500.105(1)* and *935 CMR 500.105(9)*

Hiring Process

Top management will evaluate hiring needs on an ongoing basis. Hiring procedures include internal and external posting of the position, candidate interviews, and reference and background checks. Mill Town Agriculture is dedicated to hiring qualified local residents, when possible.

Applicants will be required to submit a written application for employment to ensure all applicants are evaluated equally in the initial stages of hiring. All offers of employment will be contingent upon the successful completion of all required background investigations, including a CORI, Commission agent registration, and proof of employment eligibility in the U.S (I-9).

For each open position being hired for, the following employee records must be completed and will be collected by the aforementioned department heads in the following order:

- Mill Town Agriculture Employee Application [See Addendum A]
- Mill Town Agriculture Reference Check Form
- Mill Town Agriculture Non-Disclosure Agreement
- Background check (including CORI):
 - A Criminal History Search, including county, state, federal, and international records for the past 7 years, for instances of conviction, guilty plea, Nolo Contendere, admission to sufficient facts, and pending charges.
 - Professional License Verification
 - Marijuana Professional License Verification/ Industry Compliance Check
 - Restricted Parties Search
 - Civil History Search
 - 7 Year Sex Offender Search
 - NPDB (National Practitioner Data Bank)
 - FACIS (Fraud and Abuse Control Information Systems)
 - Media/Social Media
- Marijuana Establishment Registration Form - documenting badge number
- Completed W-4
- Completed I-9
- Direct Deposit Form
- Employee Agreement
- Personal Contact information
- Loss Prevention Manual Sign Off
- Sexual Harassment Sensitivity Training
- HIPAA Confidentiality Training
- Mill Town Agriculture Background Release Form

Once a candidate has been offered a position at Mill Town Agriculture, the HR Director will contact the Director of Security and request a background check, as described below under “Mill Town Agriculture Background Check.” Regardless of whether or not the candidate is hired, Mill Town Agriculture hiring managers will submit any and all documents completed as part of the hiring process to the HR Director, who will file all completed paperwork in Mill Town Agriculture’s electronic, cloud-based filing system.

Hard Copies of these and all forms are stored by the HR Director at Mill Town Agriculture corporate offices.

As a condition of employment, new employees must participate in new-hire orientation, including a 90-day introductory period, as well as security and loss prevention training, and training specific to their job function from their manager.

As part of the above training process, Mill Town Agriculture shall ensure that all employees complete training prior to performing job functions. Training shall be tailored to the roles and responsibilities of the job function of each employee, and at a minimum must include training on confidentiality and other topics as specified by *935 CMR 500.105(1)*. At a minimum, staff shall receive 8 hours of on-going training annually.

Mill Town Agriculture will comply with Equal Employment Opportunity Commission (EEOC) guidelines and will not discriminate on the basis of race, color, religion, gender, sexual orientation, marital status, national origin, age, disability or genetic information, and will not discriminate against a candidate who has participated in an employment discrimination investigation or lawsuit.

Mill Town Agriculture is committed to building a professional environment for all of our employees. Mill Town Agriculture is committed to complying with all laws and Commission regulations, maintaining high standards of ethical conduct in dealings with employees, vendors, regulators, and the community at large. We seek to hire individuals who are dedicated and motivated, resulting in advancement whenever possible. In order to promote job satisfaction and employee retention, Mill Town Agriculture Department Heads and Supervisors will deliver annual and relevant Performance Reviews [See Addendum B], review any issues and/or opportunities that have been previously discussed and communicate clear performance expectations, link performance to compensation, and deliver any applicable incentives in a fair and consistent manner across the company.

All Mill Town Agriculture employees will strictly adhere to state and federal laws and will take prompt action to address questions, concerns, or complaints regarding work conditions, discrimination, or any other matter. Employees are expected to be present during department meetings as well as company-wide meetings.

Smoking will not be allowed at any Mill Town Agriculture facility or work event.

Policy for a drug- and alcohol-free workplace in compliance with *935 CMR 500.105(1)(k)*

Mill Town Agriculture explicitly prohibits:

- The use, possession, solicitation for, or sale of narcotics or other illegal drugs, alcohol, or prescription medication without a prescription on Mill Town Agriculture or customer premises or while performing an assignment.
- Being impaired or under the influence of legal or illegal drugs or alcohol away from Mill Town Agriculture or customer premises, if such impairment or influence adversely affects the employee's work performance, the safety of the employee or of others, or puts at risk the company's reputation.
- Possession, use, solicitation for, or sale of legal or illegal drugs or alcohol away from Mill Town Agriculture or customer premises, if such activity or involvement adversely affects the employee's work performance, the safety of the employee or of others, or puts at risk the

company's reputation.

- The presence of any detectable amount of prohibited substances in the employee's system while at work, while on the premises of Mill Town Agriculture or its customers, or while on company business. "Prohibited substances" include illegal drugs, alcohol, or prescription drugs not taken in accordance with a prescription given to the employee.

Mill Town Agriculture will conduct drug and/or alcohol testing under any of the following circumstances:

- **FOR-CAUSE TESTING:** Mill Town Agriculture may ask an employee to submit to a drug and/or alcohol test at any time it feels that the employee may be under the influence of drugs or alcohol, including, but not limited to, the following circumstances: evidence of drugs or alcohol on or about the employee's person or in the employee's vicinity, unusual conduct on the employee's part that suggests impairment or influence of drugs or alcohol, negative performance patterns, or excessive and unexplained absenteeism or tardiness.
- **POST-ACCIDENT TESTING:** Any employee involved in an on-the-job accident or injury under circumstances that suggest possible use or influence of drugs or alcohol in the accident or injury event may be asked to submit to a drug and/or alcohol test. "Involved in an on-the-job accident or injury" means not only the one who was or could have been injured, but also any employee who potentially contributed to the accident or injury event in any way.

If an employee is tested for drugs or alcohol outside of the employment context and the results indicate a violation of this policy, or if an employee refuses a request to submit to testing under this policy, the employee may be subject to appropriate disciplinary action, up to and possibly including discharge from employment. In such a case, the employee will be given an opportunity to explain the circumstances prior to any final employment action becoming effective.

Mill Town Ag Background checks (including CORI and NPDB)

- HR Director will notify the Director of Security of new hires, for background check processing.
- The Controller prepares all required background check fees for submission.
- Director of Security and new hire will complete national background check and CORI forms, with signatures and date.
- If the candidate is acceptable to hire, the Director of Security will notify the HR Director, who will begin onboarding new hires and taking next steps on additional new-hire paperwork.
- If the candidate is unacceptable to hire, the Director of Security will notify the HR Director, and submit a certified letter to the new hire, explaining the decision not to hire and directing the candidate to the background check company for a more detailed explanation.
- All documents pertaining to background checks, including CORI, will be kept at Mill Town Agriculture corporate offices.

Background Check Review & Determination of Suitability

Commission or Mill Town Agriculture shall review the information produced by the background checks and determine whether the subject is disqualified from proceeding due to the presence of a disqualifying offense outlined in:

Table A - restrictions for any person with direct or indirect control in accordance with 935 CMR 500.101(1) and 935 CMR 500.103(4).

Table B - restrictions for product manufacturer agents in accordance with 935 CMR 500.100 and 935 CMR 500.050

Table C - restrictions for cultivator agents in accordance with 935 CMR 500.100 and 935 CMR 500.050

Applicants with disqualifying offenses shall not be submitted for registration as employees or allowed to be associated with Mill Town Agriculture. All other background check information will be reviewed according to the factors set forth in **Review of Non-Disqualifying Offenses or Information** below.

Table A: Restrictions for any person with Direct or Indirect Control		
Time Period	Precipitating Issue	Result
Present (during time from start of application process through action on application or renewal)	Open/Unresolved Criminal Proceedings: Any outstanding or unresolved criminal proceeding, the disposition of which may result in a felony conviction under the laws of the Commonwealth or Other Jurisdictions, but excluding any criminal proceeding based solely on a Marijuana-related offense or a violation of M.G.L. c. 94C, § 32E(a) or § 34.	Mandatory Disqualification
Present	Outstanding or Unresolved Criminal Warrants	Presumptive Negative Suitability Determination
Present	Submission of Untruthful Information to the Commission Including, but Not Limited to: Submission of information in connection with a License application, waiver request or other Commission action that is deceptive, misleading, false or fraudulent, or that tends to deceive or create a misleading impression, whether directly, or by omission or ambiguity; or making statements during or in connection with a Commission inspection or investigation that are deceptive, misleading, false or fraudulent, or that tend to deceive or create a misleading impression, whether directly, or by omission or ambiguity.	Presumptive Negative Suitability Determination
Present	Open/Unresolved Marijuana License or Registration Violations (Massachusetts or Other Jurisdictions)	Presumptive Negative Suitability Determination
Table A: Restrictions for any person with Direct or Indirect Control (continued)		

Time Period	Precipitating Issue	Result
Present	Open Professional or Occupational License Cases	Presumptive Negative Suitability Determination
Indefinite	Sex Offender Registration: Required to register as a sex offender in Massachusetts or an Other Jurisdiction.	Mandatory Disqualification
Indefinite	Felony Convictions in Massachusetts or an Other Jurisdiction Including, but Not Limited to: Felony weapons violation involving narcotics; Felony involving violence against a person; Felony involving theft or fraud; and Felony drug, excluding conviction solely for a Marijuana-related offense or solely for a violation of M.G.L. c. 94C, § 34.	Mandatory Disqualification
Indefinite	Conviction or Continuance without a Finding (CWO) for Any Distribution of a Controlled Substance to a Minor	Mandatory Disqualification
Indefinite	Non-felony Weapons Violations, Including Firearms, Involving Narcotics	Presumptive Negative Suitability Determination
Indefinite	Firearms-related Crimes	Presumptive Negative Suitability Determination
Indefinite	Multiple Crimes of Operating under the Influence Two offenses within a ten-year period; or Three or more offenses within any period of time	Presumptive Negative Suitability Determination
Preceding Five Years	Multiple Crimes During the five years immediately preceding the application for licensure that separately may not result in a negative determination of suitability, but may, if taken together and tending to show a pattern of harmful behavior, result in a negative determination of suitability depending on the type and severity of the crimes.	Presumptive Negative Suitability Determination
Table A: Restrictions for any person with direct or Indirect Control (continued)		

Time Period	Precipitating Issue	Result
Preceding Five Years	Crimes of Domestic Violence Including, but Not Limited to: Violation of an abuse prevention restraining order under M.G.L. c. 209A Violation of a harassment prevention order under M.G.L. c. 258E	Presumptive Negative Suitability Determination
Preceding Five Years	Marijuana License or Registration Violations (Massachusetts or Other Jurisdictions) The applicant or a Licensee held a License that was revoked, a renewal application that was denied, or a similar action taken with relation to their Marijuana business in Massachusetts or Other Jurisdiction, whether by administrative action or stipulated agreement.	Mandatory Disqualification
More than Five and less than Ten Years	Marijuana License or Registration Violations (Massachusetts or Other Jurisdictions) The applicant or a Licensee held a License that was revoked, a renewal application that was denied, or a similar action taken with relation to their Marijuana business in Massachusetts or Other Jurisdiction, whether by administrative action or stipulated agreement.	Presumptive Negative Suitability Determination
Preceding Five Years	The applicant's or Licensee's prior actions posed or would likely pose a risk to the public health, safety, or welfare; and the risk posed by the applicant's or Licensee's actions relates or would likely relate to the operation of a Marijuana Establishment.	May make a Negative Suitability Determination in accordance with <i>935 CMR 500.800(8)</i>

Table B: Restrictions for Product Manufacturer Agents		
Time Period	Precipitating Issue	Result
Present (during time from start of application process through action on application or renewal.)	Open/Unresolved Criminal Proceedings: Any outstanding or unresolved criminal proceeding, the disposition of which may result in a felony conviction under the laws of the Commonwealth or a similar law in an Other Jurisdiction, but excluding any criminal proceeding based solely on a Marijuana-related offense or a violation of M.G.L. c. 94C, § 32E (a) and § 34.	Presumptive Negative Suitability Determination Present
Table B: Restrictions for Product Manufacturer Agents (continued)		

Time Period	Precipitating Issue	Result
Present	Open Professional or Occupational License Cases	Presumptive Negative Suitability Determination
Present	Open/Unresolved Marijuana License or Registration Violations (Massachusetts or Other Jurisdictions): An outstanding or unresolved violation of the regulations as included in 935 CMR 500.000 or a similar statute or regulations in an Other Jurisdiction, that has either (a) remained unresolved for a period of six months or more; or (b) the nature of which would result in a determination of unsuitability for registration.	Presumptive Negative Suitability Determination
Present	Submission of Untruthful Information to the Commission Including, but Not Limited to: Submission of information in connection with an agent application, waiver request or other Commission action that is deceptive, misleading, false or fraudulent, or that tends to deceive or create a misleading impression, whether directly, or by omission or ambiguity; or making statements during or in connection with a Commission inspection or investigation that are deceptive, misleading, false or fraudulent, or that tend to deceive or create a misleading impression, whether directly, or by omission or ambiguity.	Presumptive Negative Suitability Determination
Present	Felony Convictions in Massachusetts or Other Jurisdictions: For trafficking crimes under M.G.L. c. 94C, § 32E, or like crimes in Other Jurisdictions, except convictions for solely Marijuana-related crimes under § 32E (a), or like crimes in Other Jurisdictions.	Mandatory Disqualification
Indefinite	Conviction or Continuance without a Finding (CWO) for Any Distribution of a Controlled Substance to a Minor Failure to Register as a Sex Offender in Massachusetts or an Other Jurisdiction Felony Convictions in Massachusetts or Other Jurisdictions for Crimes of Violence Against a Person or Crimes of Dishonesty or Fraud, "Violent Crime" to Be Defined the Same Way as under M.G.L. c. 140, § 121 and M.G.L. c. 127, § 133E.	Mandatory Disqualification

Table B: Restrictions for Product Manufacturer Agents (continued)

Time Period	Precipitating Issue	Result
Preceding Ten Years	Sex Offense: Felony conviction for a "sex offense" as defined in M.G.L. c. 6, § 178C and M.G. L. c. 127, § 133E or like offenses in Other Jurisdictions.	Mandatory Disqualification
Preceding Five Years	The applicant's or Licensee's prior actions posed or would likely pose a risk to the public health, safety, or welfare; and the risk posed by the applicant's or Licensee's actions relates or would likely relate to the operation of a Marijuana Establishment.	May make a Negative Suitability Determination in accordance with 935 CMR 500.800(8)

Table C: Restrictions for Cultivator Agents

Time Period	Precipitating Issue	Result
Present (during time from start of application process through action on application or renewal.)	Open/Unresolved Criminal Proceedings: Any outstanding or unresolved criminal proceeding, the disposition of which may result in a felony conviction under the laws of the Commonwealth or a similar law in an Other Jurisdiction, but excluding any criminal proceeding based solely on a Marijuana-related offense or a violation of M.G.L. c. 94C, § 32E (a) or § 34.	Presumptive Negative Suitability Determination
Present	Open Professional or Occupational License Cases	Presumptive Negative Suitability Determination
Present	Open/Unresolved Marijuana License or Registration Violations (Massachusetts or Other Jurisdictions): An outstanding or unresolved violation of the regulations as included in 935 CMR 500.000 or a similar statute or regulations in an Other Jurisdiction, that has either (a) remained unresolved for a period of six months or more; or (b) the nature of which would result in a determination of unsuitability for registration	Presumptive Negative Suitability Determination

Table C: Restrictions for Cultivator Agents (continued)

Time Period	Precipitating Issue	Result
Present	<p>Submission of Information to the Commission Including, but Not Limited to:</p> <p>Submission of information in connection with an agent application, waiver request or other Commission action that is deceptive, misleading, false or fraudulent, or that tends to deceive or create a misleading impression, whether directly, or by omission or ambiguity; or</p> <p>making statements during or in connection with a Commission inspection or investigation that are deceptive, misleading, false or fraudulent, or that tend to deceive or create a misleading impression, whether directly, or by omission or ambiguity.</p>	Presumptive Negative Suitability Determination
Indefinite	Conviction or Continuance without a Finding (CWOFF) for Any Distribution of a Controlled Substance to a Minor	Mandatory Disqualification
Indefinite	<p>Felony Convictions in Massachusetts or Other Jurisdictions</p> <p>For crimes of violence against a person, "violent crime" to be defined the same way as under M.G.L. c. 140, § 121 and M.G.L. c. 127, § 133E</p>	Presumptive Negative Suitability Determination
Preceding Three Years	<p>Felony Convictions in Massachusetts or Other Jurisdictions:</p> <p>For crimes of dishonesty or fraud.</p>	Mandatory Disqualification
Preceding Five Years	<p>The applicant's or Licensee's prior actions posed or would likely pose a risk to the public health, safety, or welfare; and</p> <p>the risk posed by the applicant's or Licensee's actions relates or would likely relate to the operation of a Marijuana Establishment.</p>	May Make A Negative Suitability Determination in accordance with <i>935 CMR 500.800(8)</i>

Review of Non-Disqualifying Offenses or Information

Where a criminal offense or other background information is not deemed to be a disqualifying offense, the Commission or Mill Town Agriculture, LLC shall consider whether the offense or information renders the subject unsuitable on the basis of the following factors:

- a. time since the conviction, pending offense, or incident;
- b. age of the candidate at the time of the offense or incident;
- c. nature and specific circumstances of the offense or incident;
- d. sentence imposed and length of any period of incarceration, if criminal;
- e. penalty or discipline imposed, including damages awarded, if civil or administrative;
- f. relationship of the offense or incident to the nature of the work to be performed;

- g. number of offenses or incidents;
- h. whether offenses or incidents were committed in association with a dependence on drugs or alcohol, from which the candidate has since recovered;
- i. if criminal, any relevant evidence of rehabilitation or lack thereof, such as information about compliance with conditions of parole or probation, including orders of no contact with victims and witnesses; and the individual's conduct and experience since the time of the offense, including but not limited to educational or professional certifications obtained; and
- j. any other relevant information, including information submitted by the subject, or requested by Commission.

Mill Town Agriculture shall be required to complete a written determination that, in evaluating these factors, the subjects' background does not generally pose an unacceptable risk of harm to the public health, safety or welfare, and other individuals associated with Mill Town Agriculture. Such determination shall be maintained in Mill Town Agriculture's business records together with the background check information for each dispensary agent or individual associated with an Marijuana Establishment.

Mill Town Agriculture Agent Registration

Mill Town Agriculture shall be registered in the Virtual Gateway System and shall apply for employee registration for all board members, directors, employees, executives, managers and volunteers who are associated with Mill Town Ag and not already registered.

All Mill Town Agriculture employees will complete a Marijuana Establishment Agent registration form. All such individuals must:

- (1) Be at least 21 years old;
- (2) Have not been convicted of a felony drug offense in the Commonwealth, or a like violation of the laws of another state, the United States or a military, territorial, or Indian tribal authority;
- (3) Successfully complete a background check, including CORI.

Mill Town Agriculture Agent Registration Forms

- a. The **Mill Town Agriculture Agent Registration Form** must be completed and signed and dated by the Mill Town Agriculture agent applicant with a wet-ink signature. The same hard copy original Mill Town Agriculture agent registration form will also need to be signed and dated by the Mill Town Agriculture Principal.
- b. Upon request, Director of Security must submit to the Commission a background check (including CORI), for each individual for whom Mill Town Agriculture seeks an employee registration, obtained within 30 calendar days prior to submission. The Director of Security will ensure that the following are complete:
 - (1) full name, date of birth, and residential address of the individual listed in Section A on each registration form must match the full name, date of birth, and residential address of the individual on the agent's valid ID.

(2) Written acknowledgement by the individual of the limitations on his or her authorization to cultivate, harvest, prepare, package, possess, transport, and dispense marijuana in the Commonwealth

(3) A copy of the employee's driver's license, government-issued identification card, or other verifiable identity document acceptable to the Department;

(4) An attestation that the individual will not engage in the diversion of marijuana;

(5) A non-refundable application fee; and

(6) Completion of any other information required by the Commission.

c. The Mailing Address entered on the form will be that of the address of Mill Town Agriculture's Corporate Office so that the Director of Security can distribute ID cards to the agents when they arrive in the mail. The Director of Security will also distribute Mill Town Agriculture's internal Employee Badges.

Additional Information for Registration Process

a. A copy of each Mill Town Agriculture agent's valid ID, with the name and address on the ID matching the residential address listed on the registration form, such as a driver's license will be kept with each Mill Town Agriculture agent's Employee File.

- If a passport is submitted, another document that proves the Mill Town Agriculture agent's primary residence (i.e. utility bill, etc.) will also be submitted, and the name and address listed on that document will match the name and address on the registration form.

b. A photo of every employee will be taken by the Director of Security for the employee Registration Process as well as for the purposes of Mill Town Agriculture's internal employee badging process. Below are the requirements for the photo.

- In color;
- A square photo in portrait/upright format;
- Taken in front of a plain white or off-white background;
- Taken within the last 6 months to reflect what the agent looks like now;
- Showing only the head and the top of the shoulders;
- Taken looking directly at the camera held at eye level;
- Taken without smiling, with both eyes open, and without eyewear; and
- Taken without any item that covers the face or head, except for religious purposes.

c. A 4-digit Personal Identification Number (PIN) will be completed when submitting the registration form for each employee.

Fees

The fee for each Mill Town Agriculture agent registration is \$100.00 which will be paid by Mill Town

Agriculture. The Controller shall submit a **bank/cashier's check**, payable to the "Commonwealth of Massachusetts" in the amount of \$100 per employee to the Director of Security before the Director of Security performs the final submission to the state for each employee Application.

Completed Forms

If approved for registration, the Mill Town Agriculture HR Director and/or the Director of Security will be able to print the Mill Town Agriculture agents' temporary paper Program ID Cards. The Mill Town Agriculture Corporate Office will receive the Mill Town Agriculture agents' plastic Program ID Card in the mail within 7-10 business days, where the Director of Security will disperse to appropriate Mill Town Agriculture employees accordingly.

Temporary, paper Program ID Cards expire four weeks from the date that the registration is approved by the Program, at which time Mill Town Agriculture should have received a plastic Program ID Card. If Mill Town Agriculture does not receive the plastic Program ID Card within three weeks, the Director of Security will call the Program at 617-701-8400.

The Mill Town Agriculture agents that were listed on the URF (User Request Form) will also receive an email themselves from the Virtual Gateway (VG) directing them to register with the VG. After registering with the VG, those Mill Town Agriculture agents will have immediate access to the METRC System.

Active Mill Town Agriculture Registrations

A Mill Town Agriculture agent must maintain an active registration with the Program to be protected for adult use of marijuana under Massachusetts Law.

Program ID Cards

After Mill Town Agriculture receives its Final Certificate of Registration, Marijuana Establishment Agents will receive their Program ID Cards from the Program.

A Mill Town Agriculture agent must carry his/her Program ID Card at all times while they are in possession of, or transporting, marijuana for medical use, or at another Marijuana Establishment.

Mill Town Agriculture agents will immediately notify the Director of Security who will notify the Program and Commission, within five (5) business days after discovering that a Program ID Card is lost, stolen, or destroyed by calling 617-701-8400.

Mill Town Agriculture agents will be responsible for a \$10 fee to replace a Program ID Card.

Valid Form of Identification

After registering with the Program, an Mill Town Agriculture agent's valid form of identification on file with the MA Adult Use of Marijuana Program must remain active and not expired in order to have access to the VG and or METRC System.

Change of Registration Information

If there is any change to the information submitted for a Mill Town Agriculture agent's registration (such as a change in the employee's name, email, address, or phone number), the Mill Town Agriculture agent must notify the Director of Security via email immediately who will in turn notify the Medical Use of Marijuana Program within five (5) business days after the date of this change by mailing the new registration information to:

**Cannabis Control Commission
101 Federal St. 13th Floor
Boston, MA 02110
617-701-8400**

Mill Town Agriculture will additionally notify the Commission no more than one business day after an employee ceases to be associated with Mill Town Agriculture. The employee's registration shall be immediately void when he or she is no longer associated with Mill Town Agriculture, which will be confirmed by Mill Town Agriculture when it calls the commission at 617-701-8400.

Registration Renewals

Registrations expire annually. Mill Town Agriculture's Director of Security along with the employee will re-apply for an employee's registration, on an annual basis, up to 60 days before the date that the employee's Mill Town Agriculture agent registration expires.

Hourly Employees

Non-executive Employees and Shift Leads are non-exempt (hourly) employees. Employees must track their actual time worked through the on-line tracking system. Employees are to clock in after personal activities are finished, belongings are put away, and they are ready to work. If an employee forgets to clock in or out, that employee must notify their Direct Supervisor to adjust their timecard by completing an entry in the Missing Punch Log. Timecards can only be adjusted by Direct Supervisor and/or Assistant Supervising Manager (ASM).

Off-the-Clock Work

We do not allow off-the-clock work by our non-exempt (hourly) employees. Working off the clock covers a wide range of activities that may be a result of an eager, dedicated worker who voluntarily works during lunch and after hours to take care of a patient or finish a task; or it may be due to a lack of knowledge on the part of a manager who does not clearly understand what activities must be counted as a working or compensable time. The following activities may be considered off-the-clock work:

- Pre-clocking activities such as management duties;
- Arriving employees who rush to help customers before clocking in;
- Working into or through a lunch break;
- Staying late to finish with a patient after clocking out;
- Meetings or training outside normal hours; and/or

- Stocking or inventory outside normal hours.

All these activities may occur regularly in Mill Town Agriculture’s facility, and all are considered to be compensable or paid work regardless of whether management requires them or the employee performs them voluntarily. Continued off-the-clock work will lead to performance counseling and may lead to termination based upon the severity and frequency of the infraction.

Rest Breaks

Rest breaks are paid time and not clocked in or out on timecards. The rest break should come as near as possible to the middle of the work segment. Your Manager on Duty (MOD) should advise you of the specific break schedules. To comply with labor laws, employees cannot combine the meal period and rest breaks to extend a meal period or leave early from their scheduled shift.

Unpaid Meal Period

Employees scheduled for 6 or more hours must be allowed an uninterrupted meal period of at least 30 minutes, which is unpaid time. The meal period should come as near as possible to the middle of the work segment. Your MOD should advise you of the specific meal period schedule. Employees must clock out at the start of their meal period. Time spent travelling for purchasing a meal is not paid time.

	15 Min. Paid Rest Break	30 Min. Unpaid Meal Break	15 Min. Paid Rest Break
0-5:59 hours	1		
6 -7:59 hours	1	1	
8+ hours	1	1	1

Schedule/Time Off/PTO requests

All Paid Time Off (PTO) requests must be made two (2) weeks in advance of the date requested. Schedules are posted one (1) week in advance. If the employee is requesting more than one (1) week off, the request must be submitted one (1) month in advance. All requests are considered on a first-come, first-served basis and will be granted or denied based on Mill Town Agriculture’s needs.

Paid Time Off (PTO)

Full-time employees will be entitled to 15 days per year of PTO for sick days or personal time.

Addendum A - Employment Application



**Mill Town
Agriculture, LLC**

Employment Application

Applicant Information

Full Name: _____ Date: _____
Last First M.I.

Address: _____
Street Address Apartment/Unit #

City State ZIP Code

Phone: _____ Email _____

Date Available: _____ Social Security No.: _____ Desired Salary: \$ _____

Position Applied for: _____

Are you a citizen of the United States? YES ☐ NO ☐ If no, are you authorized to work in the U.S.? YES ☐ NO ☐

Have you ever worked for this company? YES ☐ NO ☐ If yes, when? _____

Have you ever been convicted of a felony? YES ☐ NO ☐

If yes, explain: _____

Education

High School: _____ Address: _____

From: _____ To: _____ Did you graduate? YES ☐ NO ☐ Diploma: _____

College: _____ Address: _____

From: _____ To: _____ Did you graduate? YES ☐ NO ☐ Degree: _____

Other: _____ Address: _____

From: _____ To: _____ Did you graduate? YES ☐ NO ☐ Degree: _____

References

Please list three professional references.

Full Name: _____ Relationship: _____
Company: _____ Phone: _____
Address: _____

Full Name: _____ Relationship: _____
Company: _____ Phone: _____
Address: _____

Full Name: _____ Relationship: _____
Company: _____ Phone: _____
Address: _____

Previous Employment

Company: _____ Phone: _____
Address: _____ Supervisor: _____
Job Title: _____ Starting Salary: \$ _____ Ending Salary: \$ _____

Responsibilities: _____

From: _____ To: _____ Reason for Leaving: _____

May we contact your previous supervisor for a reference? YES NO
☐ ☐

Company: _____ Phone: _____
Address: _____ Supervisor: _____
Job Title: _____ Starting Salary: \$ _____ Ending Salary: \$ _____

Responsibilities: _____

From: _____ To: _____ Reason for Leaving: _____

May we contact your previous supervisor for a reference? YES NO
☐ ☐

Company: _____ Phone: _____
Address: _____ Supervisor: _____

Job Title: _____ Starting Salary: \$ _____ Ending Salary: \$ _____

Responsibilities: _____

From: _____ To: _____ Reason for Leaving: _____

May we contact your previous supervisor for a reference? YES NO
☐ ☐

Military Service

Branch: _____ From: _____ To: _____

Rank at Discharge: _____ Type of Discharge: _____

If other than honorable, explain: _____

Disclaimer and Signature

I certify that my answers are true and complete to the best of my knowledge.

If this application leads to employment, I understand that false or misleading information in my application or interview may result in my release.

Signature: _____ Date: _____

Addendum B - Employee Evaluation



Employee Evaluation

Employee Information

Name		Employee ID	
Job Title		Date	
Department		Manager	
Review Period			

Ratings

	1 = Poor	2 = Fair	3 = Satisfactory	4 = Good	5 = Excellent
Job Knowledge	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Work Quality	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Attendance/Punctuality	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Initiative	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Communication/Listening Skills	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Dependability	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Overall Rating (average the rating numbers above)					

Evaluation

ADDITIONAL COMMENTS

GOALS

(as agreed upon by employee
and manager)

Verification of Review

By signing this form, you confirm that you have discussed this review in detail with your supervisor. Signing this form does not necessarily indicate that you agree with this evaluation.

Employee Signature		Date	
Manager Signature		Date	

Maintaining Financial Records

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General Overview

Mill Town Agriculture has established policies regarding record-keeping and record-retention in order to ensure the maintenance, safekeeping, and accessibility of critical documents. Electronic and wet signatures are accepted forms of execution of Mill Town Agriculture documents. Records will be stored in a secure electronic cloud as well as at the Mill Town Agriculture corporate office in a locked room designated for record retention maintained by the HR & Policy Liaison. All written records and reports will be available for inspection by the Commission upon request and in compliance with *935 CMR 500.105(9)(e)*.

Record-Keeping

As part of Mill Town Agriculture's quarter-end closing procedures, employees will ensure that Mill Town Agriculture is keeping, retaining, and reviewing all records as noted in this policy to ensure completion, accuracy, and timeliness. In addition, operating procedures will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis.

Financial Records

Financial records will be maintained in compliance with GAAP standards. The company will work with one or more certified public accounting (CPA) firms to ensure that its financial records are maintained in accordance with GAAP, as well as within specific requirements required of marijuana establishments. These records can be electronic or hard copy (preferably electronic copy) and include:

- Assets and liabilities;
- Monetary transactions;
- Books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
- Quarterly Financial Statements
- Annual Budget and rolling comparisons of actual performance vs budget
- Sales records that indicate the name of the registered marijuana establishments to whom marijuana has been sold, including the quantity, form, and cost;
- Salary and wages paid to each employee, stipend paid to each board member, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with Mill Town Agriculture, including members of the entity, if any.
- List of all board members and executives of Mill Town Agriculture, and members, if any, of the nonprofit corporation, must be made available upon request by any individual.

Record Retention Policy

Unless otherwise specified, Mill Town Agriculture will maintain the results of all of its financial records for the life of the company.

Quality Control (QC) and Testing

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General Handling Requirements

Mill Town Agriculture shall ensure that only the leaves and flowers of the female marijuana plant are processed accordingly in a safe and sanitary manner as prescribed below:

- Well cured and generally free of seeds and stems;
- Free of dirt, sand, debris, and other foreign matter;
- Free of contamination by mold, rot, other fungus, and bacterial diseases;
- Prepared and handled on food-grade stainless steel tables; and
- Packaged in a secure area. *935 CMR 500.105(3)*

All agents whose job includes contact with marijuana is subject to the requirements for food handlers specified in *105 CMR 300.000*.

Any agent working in direct contact with marijuana shall conform to sanitary practices while on duty, including:

- Maintaining adequate personal cleanliness; and
- Washing hands appropriately. *935 CMR 500.105(3)*

Hand-washing facilities shall be located in production areas and where good sanitary practices require employees to wash and sanitize their hands. *935 CMR 500.105(3)*

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

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. *935 CMR 500.105(12)*. *935 CMR 500.105(3)*

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

All contact surfaces, shall be maintained, cleaned, and sanitized as frequently as necessary to protect against contamination. *935 CMR 500.105(3)*.

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

Quality Control (QC) and Testing

Pursuant to *935 CMR 500.160*, Mill Town Agriculture will test samples of all marijuana that Mill Town Agriculture cultivates for the presence of contaminants, including but not limited to mold, mildew, heavy metals, plant-growth regulators, and non-organic pesticides. All such testing will be done by an independent laboratory with which Mill Town Agriculture maintains a contractual relationship.

- At the point when all marijuana is batched after being dried and cured, the cultivation agent performing the batching will select a random sample from each batch.
 - The sample should be a gram of the untrimmed flower.
 - The cultivation agent will place the sample in a small container.
 - A barcode of the same batch number as the batch that the sample was taken from should

- be printed and fixed to the sample container.
- The cultivation agent will collect all samples to be sent to the lab in the next shipment and send a transfer request to the Inventory Manager in the vault.
- Inventory Manager will initiate the transfer request, collect the required samples, sign off on the inventory transfer, and bring the samples to the vault.
- Then the Inventory Manager will schedule the testing of the sample material with an accredited lab and coordinate the delivery of the samples to the lab with the Mill Town Agriculture couriers.

In the event that sampling test results indicate contamination, Mill Town Agriculture will initiate its Contamination Investigation Procedure led by the COO and Director of Security.

Contamination Investigation Procedure

1. Document internally the initial contamination information, including:
 - a. The batch number from which the tested sample was taken;
 - b. The contaminant detected; and
 - c. Date of sample test.
2. If the contaminant is a material introduced by Mill Town Agriculture during cultivation or processing, the company will review its protocols and procedures for the application of such chemical to determine the cause of the presence of excessive testing levels. The results of such investigation will be recorded using the company's internal contamination documentation, and any necessary alterations to Mill Town Agriculture procedures or infrastructure will be made to applicable Mill Town Agriculture operational manuals or physically implemented, as necessary. Furthermore, Mill Town Agriculture will implement any training or retraining on protocols related to the contamination, as applicable.
3. If the contaminant is a foreign substance not intentionally introduced by Mill Town Agriculture, the company will undertake an investigation to determine:
 - a. Where the contamination occurred;
 - b. When the contamination occurred;
 - c. The root cause of the introduction of the contaminant; and
 - d. Remedial steps to prevent future contamination.

The results of such investigation will be recorded using the internal contamination documentation, and any necessary alterations to Mill Town Agriculture procedure or infrastructure will be made to applicable operating manuals and physically implemented, as necessary.

Furthermore, Mill Town Agriculture will implement any training or retraining on protocols related to the contamination, as applicable.

Based on Mill Town Agriculture's investigations of any contamination, the company will identify all affected adult-use marijuana, and immediately segregate and destroy all contaminated adult marijuana in accordance with Mill Town Agriculture's marijuana waste disposal procedures contained in the operating manual entitled "Inventory Procedures."

Quality Control Samples

Field duplicate samples will be collected by the cultivation agent taking samples, as directed by the Director of Cultivation and/or Director of Operations at least annually. One (1) field duplicate sample will

be collected for every twenty (20) field samples to provide verification of field and laboratory procedures. Field duplicate samples will be collected and analyzed for each analytical method performed on the samples. Field duplicate samples will not be identified to the laboratory (blind Quality Control).

Blank samples are required to provide important information on potential positive bias on any positive results in field samples.

Water Samples

Water will not be sampled, because water is from a Public Water Source (PWS) used in solids-based cultivation. Public water analysis records will be maintained by Mill Town Agriculture and will be made available to inspectors upon request to demonstrate adequate analysis of the water and exemption from analysis.

Marijuana Testing

All marijuana will be tested for the cannabinoid profile and for contaminants, including but not limited to mold, mildew, heavy metals, plant-growth regulators, and non-organic pesticides in compliance with Commission regulations and protocols in *935 CMR 500.160(2)*. All testing records will be maintained for at least one (1) year. In the event that testing reveals unacceptable levels of contaminants or undesirable cannabinoid profiles, the Director of Cultivation will be responsible for establishing corrective procedures in response to such test results. Mill Town Agriculture's testing response policy will be available to registered patients and personal caregivers upon request. Frequency of testing will be compliant with all Commission protocols and guidance.

In collecting samples of marijuana after harvest, cultivation agents will:

- Wear disposable gloves to mitigate potential for contamination of samples.
- Ensure that the sampling area is clean and decontaminated and lay out any tools and equipment needed.
- Collect the sample using an appropriate tool and use caution to not touch the sample with hands or allow the sample to touch anything that might cause cross contamination.
- Place the sample in a stainless steel bowl or on a decontaminated cutting surface for homogenizing the sample using either the sample collection tool or a separate clean, sanitized implement.
- Record the time each sample was collected and record any difficulties, inconsistencies with the sampling plan, or other remarks (e.g., environmental conditions) that might be relevant to data analysis or quality assurance.
- Avoid cross contamination of samples; any tools or equipment that comes in contact with the finished plant material or other marijuana products should be cleaned and sanitized before collecting the next sample.
- Place all samples in clean, airtight sample containers that are large enough to hold the prescribed sample quantity with minimal headspace; sample containers will be firmly closed and appropriately labeled, with respective barcode, which includes batch number, sample ID number, date and time of collection, and name of Cultivation Agent collecting sample.
- Preserve the chemical and biological composition of the samples; the samples should be refrigerated or maintained on ice until shipped to the analytical laboratory.
- Complete chain-of-custody paperwork immediately prior to shipment to the Independent Testing laboratory.
- Homogenize samples properly prior to analysis.

Laboratory analysis will be performed by an independent laboratory that is accredited to International Organization for Standardization (ISO) 17025 by a third party accrediting body such as A2LA or ACLASS, or Certified, registered, or accredited by an organization approved by the Commission. Mill Town Agriculture will maintain a contractual relationship with an approved independent testing laboratory, and ensure that independent laboratory employees performing testing will be registered as employees. All storage and transportation of testing samples will comply with Commission regulations, including but not limited to the provisions of *935 CMR 500.105(3)(b)(15)*. Mill Town Agriculture will ensure that all excess marijuana from testing is returned to Mill Town Agriculture and disposed of pursuant to *935 CMR 500.105(12)* and Mill Town Agriculture's disposal plan outlined in detail below.

Laboratory data package must include: case narrative describing any sample receipt, preparation or analytical issues encountered during custody and analysis, a method nonconformance or exceedance of QA/QC criteria, preparation and analytical methods used, signed statement by lab rep, CoC paperwork, summary of analytical results of samples including sample identifier, methods performed, target analyses analyzed for, result or reporting limit, units of measure, preparation date(s) and analysis date(s).

A log of sample collections for finished marijuana will be provided to Marijuana Establishments for team training and for registered patient reference upon request, which will include sample collection date, start time, participating personnel, description of product type, batch number sampled, description of sampling procedures, record of impacted batches and sample IDs.

All test results will be collected in a binder at the Marijuana Establishments for team training and for registered patient reference upon request. Any results indicating contamination need to be communicated to the Commission by the Marijuana Establishment and independent test laboratory within seventy-two (72) hours.

The establishment shall notify the Commission within seventy-two (72) hours of any laboratory testing results indicating contamination if contamination cannot be remediated and disposal of the production batch is necessary. *935 CMR 500.160(3)(a)(1)*.

Facility Considerations to Enable Testing Compliance

Facility design is an important consideration for both the efficiency of operations as well as sanitary considerations that will be helpful in maintaining an operation that is conducive to clearing strict testing standards imposed by the Commission. Mill Town Agriculture will ensure that its facilities meet the following requirements as outlined in *935 CMR 500.105(3)*.

- Mill Town Agriculture will allocate sufficient equipment space as is necessary for sanitary operations. *935 CMR 500.105(3)(b)(4)*.
- Building construction will be implemented to allow for adequate cleaning/repair. *935 CMR 500.105(3)(b)(6)*.
- There will be adequate space to enable proper contact surface/utensil/equipment sanitization. *935 CMR 500.105(3)(b)(9)*.
- All toxic items shall be identified, held, and stored in a manner that protects against contamination of marijuana. *935 CMR 500.105(3)(b)(10)*.
- Mill Town Agriculture had confirmed that water supply is sufficient for necessary operations. *935 CMR 500.105(3)(b)(11)*.
- Plumbing for the establishment has been confirmed to be of adequate size and design and maintained to carry sufficient quantities of water to required locations throughout the establishment, and the company will take the required steps if additional plumbing capacity is required. *935 CMR 500.105(3)(b)(12)*.

- Mill Town Agriculture has constructed adequate toilet facilities and will maintain these facilities in sanitary and useful condition. *935 CMR 500.105(3)(b)(13)*.
- Storage facilities and transportation vehicles will be designed to protect Mill Town Agriculture's products against physical, chemical, and microbial contamination. *935 CMR 500.105(3)(b)(15)*.

Solid Growing Media Sampling

Sources of solid growing media including soils must be sampled and analyzed prior to use in cultivation and upon any change in the source of solids. Once cleared for use in cultivation, cultivation soils must be sampled and analyzed at least annually and within the quarter that soils are amended. The spatial distribution of samples must be considered to ensure accurate representation across the entire cultivation operation. Sampling and analysis frequency, sample locations, and quality control (QC) samples shall comply with all guidance issued by the Commission, and periodically reviewed and amended to ensure such compliance.

Minimum Sampling and Analysis Frequency

Source Soils and Solids:

All source soils and solids shall be sampled and analyzed prior to use in cultivation. All source soils and solids shall be sampled and analyzed whenever a new source material is used (e.g., different source soil location or different source solid manufacturer).

All source soils and solids for initial use must be sampled at the rate of one (1) sample per cubic yard of solid media/soil.

Source soils and solids passing initial testing requirements may be stockpiled for later use without requiring re-analysis unless the stockpile has been contaminated or altered while stored. Situations for re-analysis may include but are not limited to soils that have been amended, mixed with other source soils/solids, subject to pesticide application, used for other purposes, or inundated by flood waters.

Cultivation Soils or Solids:

All cultivation soils and solid materials shall be analyzed at least annually during the calendar year of use. Solids tested initially as source soils or solids prior to use in cultivation do not require retesting until the following year (or quarter if amended as described below).

If amended, the solid growing media/soil used in cultivation shall be sampled and analyzed during the quarter in which it was amended. Note that soil amendment includes any material added to a soil, including other soils, to improve its physical properties, such as water retention, permeability, water infiltration, drainage, aeration, or structure. Note that soil amendment does not include addition of water or fertilizers added solely for nutrients. Materials such as compost or manure that is added for both nutrients and to change the character of the soil and that are added in bulk are considered soil amendments for the purpose of this protocol. Application of soil preparations must be consistent with all requirements of *935 CMR 500.120(9)*.

For cultivation that utilizes beds or other broad area cultivation, solid growing media/soil samples shall be collected at the rate of one (1) sample per discrete cultivation unit or at least one (1) sample per 100 square feet of soil area for larger discrete cultivation units.

For cultivation that utilizes individual plant containers (as opposed to beds or in-ground cultivation), solid growing media/soil samples shall be collected from a minimum of 5 percent of the total number of growing containers.

Soil for cultivation will meet the US Agency for Toxic Substances and Disease Registry Environmental Media Guidelines for residential soil levels.

Mill Town Agriculture will ensure that only the leaves and flowers of the female marijuana plant are processed accordingly in a safe and sanitary manner as prescribed below: *935 CMR 500.105(3)*.

- Well cured and generally free of seeds and stems;
- Free of dirt, sand, debris, and other foreign matter;
- Free of contamination by mold, rot, other fungus, and bacterial diseases;
- Prepared and handled on food-grade stainless steel tables; and
- Packaged in a secure area.

Sample Locations

Solid growing media samples shall be collected to be representative of the horizontal and vertical conditions of the growing configuration.

When collected prior to distribution among beds or containers, source soil or solids samples shall be taken to best represent the overall source soils (e.g., collected from different areas and depths of a stockpile).

Cultivation soil and solid samples shall be collected to represent the broad range of cultivation units, growth stages, and soil and solid types whether from beds or containers.

Samples shall be analyzed individually as grab samples unless the analysis methods used allow analytical reporting limits to be achieved on composite sample analyses that would demonstrate that any single sample in the composite would not exceed the contaminant limits described later in this protocol. In no case may more than five (5) primary samples be composited into a single sample for analysis. When analyzed as a composite, the laboratory results of the composite must demonstrate that each composite subsample is below the relevant contaminant limits, not just the composite itself. For example, if the results of a five sample composite are reported as 1.0 mg/kg, any one subsample (20% of the total composite) could contain up to 5 mg/kg when accounting for the effective dilution of the other four subsamples (i.e., 1 sample at 5 mg/kg + 4 samples at 0 mg/kg = average of 1 mg/kg).

Composite samples are not recommended but are allowable to scale sampling and analysis to fit the cultivation scale and approach. However, use of composite samples to demonstrate compliance would

require corrective actions on all individual samples should the composite sample fail to achieve acceptable limits on any target analyte.

A diagram of the cultivation area, the sampling design, and the horizontal and vertical location of each sample shall be created for each sampling event and maintained on file for review by inspection authorities.

Equipment rinsate blanks are required whenever non-disposable sampling equipment is used to collect samples at multiple locations such as in source soil testing or testing of hydroponic nutrient solutions. Equipment rinsate blanks must be collected at the rate of one (1) per sampling event per sampling equipment type with at least one (1) equipment rinsate blank for every twenty (20) field samples of the same matrix. Where equipment rinsate blanks are not appropriate (e.g. use of disposable sampling equipment, collection of just one sample location, or direct collection into the sampling container), field blanks may be used to evaluate potential for contamination and potential positive bias at the same frequency of one (1) per sampling event per sampling equipment type with at least one (1) for every twenty (20) field samples of the same matrix.

Sample collection forms will be provided and properly filled out identifying: sample collection date, start time, participating personnel, description of the media and locations sampled, relevant environmental conditions, description of sampling procedures and equipment decontamination/cleaning used, and record of impacted batches/plants.

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General Overview

Mill Town Agriculture has established policies regarding record-keeping and record-retention in order to ensure the maintenance, safekeeping, and accessibility of critical documents. Electronic and wet signatures are accepted forms of execution of Mill Town Agriculture documents. Records will be stored in a secure electronic cloud as well as at the Mill Town Agriculture corporate office in a locked room designated for record retention maintained by the HR & Policy Liaison. All written records and reports will be available for inspection by the Commission upon request and in compliance with *935 CMR 500.105(9)*.

Record-Keeping

As part of Mill Town Agriculture's quarter-end closing procedures, employees will ensure that Mill Town Agriculture is keeping, retaining, and reviewing all records as noted in this policy to ensure completion, accuracy, and timeliness. In addition, operating procedures will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis.

Mill Town Agriculture shall maintain their records in accordance with generally accepted accounting principles. *935 CMR 500.105(9)*

Written operating procedures shall be maintained as required by *935 CMR 500.105(1)*. *935 CMR 500.105(9)*

Corporate Records

Corporate records are defined as those records which require, at a minimum, annual reviews, updates and renewals. Corporate records include:

- Insurance Coverage:
 - Directors & Officers Policy
 - Product Liability Policy
 - General Liability Policy
 - Umbrella Policy
 - Workers Compensation Policy
 - Employer Professional Liability Policy
- Commission Requirements:
 - Annual employee Registration
 - Annual Marijuana Establishment Registration
 - Third-Party Laboratory Contracts
- Local Compliance:
 - Certificate of Occupancy
 - Special Permits
 - Variances
 - Site Plan Approvals

- As-Built Drawings:
 - Architect
 - HVAC Contractor
 - Plumbing Contractor
 - Electrical Contractor
 - MEP Engineer
- Corporate Governance
 - Annual Report
 - Secretary of State Filings
 - Board of Directors Meetings
 - Minutes from Board of Directors Meetings

General business records shall be maintained and shall include the following:

- Assets and liabilities;
- Monetary transactions;
- Books of accounts;
- Sales records; and
- Salary and wages paid to each employee. *935 CMR 500.105(9)*

Human Resources Records

Due to the importance of the background checks on employees as well as employee registration status, human resources records are maintained as a separate category from business records or corporate records.

Human resources (personnel) records will include:

- Job descriptions for each agent;
- A personnel record for each agent.
- A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
- Personnel policies and procedures.
- All background check reports obtained in accordance with *935 CMR 500.030*. *935 CMR 500.105(9)*
- Mill Town Agriculture Employee Application.
- Organizational charts consistent with job descriptions.

Personnel records will be maintained for at least twelve (12) months after termination of the employee's affiliation with Mill Town Agriculture and will include, at a minimum, the following:

- All documents submitted to the Commission pursuant to *935 CMR 500.030(B)*;
- Documentation of verification of references;
- The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
- A copy of the application that Mill Town Agriculture submitted to the Commission on behalf of any prospective Mill Town Agriculture employee;

- Documentation of annual performance evaluations; and
- A record of any performance counseling taken.
 - A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
 - Human resources policies and procedures; and
 - All CORI and background reports obtained in accordance with *935 CMR 500.030(C)*, *M.G.L.c.6, s. 172* and *803 CMR 2.00* will be kept with the Director of Security in a secure file cabinet separate from general personnel records.

Inventory Records

The record of each inventory will include, at a minimum, the date of the inventory, a summary of the inventory findings, and the names, signatures, and titles of the employees who conducted the inventory.

Seed-to-Sale Tracking Records

Mill Town Agriculture will use the state mandated METRC tracking system to maintain real-time inventory. The METRC tracking system inventory reporting meets the requirements specified by the Commission and *935 CMR 500.105(8)(e)*, including, at a minimum, an inventory of marijuana plants; marijuana plant-clones in any phase of development such as propagation, vegetation, and flowering; marijuana ready for wholesale; and all damaged, defective, expired, or contaminated marijuana awaiting disposal. Mill Town Agriculture will limit its inventory of seeds, plants, and usable marijuana to reflect the projected needs of registered marijuana establishments. As a result, inventory levels will be reviewed and adjusted on an ongoing basis. In addition, Mill Town Agriculture has developed an internal control environment which mitigates the risk of inventory loss, using proper harvest production schedules updated monthly based off forecasting with actual sales data included from previous months ensuring that we are properly meeting the demand.

Incident Reporting Records

Mill Town Agriculture will immediately notify the appropriate local police department and the Commission within twenty-four (24) hours after discovering the following:

- Discrepancies identified during inventory, diversion, theft, loss, and any criminal action involving Mill Town Agriculture or an employee;
- Any suspicious act involving the sale, cultivation, distribution, processing, or production of marijuana by any person;
- Unauthorized destruction of marijuana;
- Any loss or unauthorized alteration of records related to marijuana, wholesale customers, or employees;
- An alarm activation or other event that requires response by public safety personnel;
- The failure of any security alarm system due to loss of electrical power or mechanical malfunction that is expected to last longer than eight (8) hours; and
- Any other breach that jeopardizes inventory.

Within ten (10) calendar days, Mill Town Agriculture will provide written notice to the Commission of any incident by submitting an incident report which will detail the incident, the investigation, the findings, the resolution (if any), confirmation that the local police department was notified, and any other relevant information.

Reports and supporting documents, including photos and surveillance video related to a reportable incident, will be maintained by Mill Town Agriculture for a minimum of two (2) years and made available to the Commission and to law enforcement authorities acting within their lawful jurisdiction upon request.

Visitor Logs

A visitor sign-in and sign out log will be maintained at the security office. The log will include the visitor's name, address, organization or firm, date, time in and out, and the name of the authorized employee who will be escorting the visitor.

Waste Disposal Records

When marijuana is disposed of, Mill Town Agriculture will create and maintain a written record of the date, the type and quantity disposed of, the manner of disposal, and the persons present during the disposal, with their signatures.

Mill Town Agriculture will keep these records for at least three years. This period shall automatically be extended for the duration of any enforcement action and may be extended by an order of the Commission.

Security Records

A current list of authorized employees and service personnel that have access to the surveillance room will be available to the Commission upon request.

Twenty-four (24) hour recordings from all video cameras will be available for immediate viewing by the Commission upon request and will be retained for at least ninety (90) calendar days.

Employee Training Records

Employee training records will include documentation of all required training, including training regarding privacy and confidentiality requirements, and a signed statement from the employee indicating the date, time, and place he or she received the training, the topics discussed and the name and title of the presenter(s).

Mill Town Agriculture will maintain its employee training records at its principal place of business in Holyoke during the applicable year and for the following three years.

Transportation Records

Mill Town Agriculture will retain all shipping manifests for a minimum of one (1) year and make them available to the Commission upon request.

Closure

In the event that Mill Town Agriculture ceases to operate, all records will be kept for at least two (2) years at Mill Town Agriculture's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, Mill Town Agriculture will communicate with the Commission during the closure process and accommodate any reasonable additional requests the Commission or other agencies may have.

Record Retention Policy

Unless otherwise specified, Mill Town Agriculture will maintain the results of all of the following records for a minimum of two (2) years.

Sales Records

All wholesale sales Records will be kept in a secure file cabinet at Mill Town Agriculture's primary location.

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Staffing Plan

Mill Town Agriculture will be starting as a small operation and growing over time. As such, early staffing will involve team members filling several roles. As the company grows, we will segregate roles further and often dedicated team members to filling single roles as we are able.

Marijuana Establishment Agent Training.

Mill Town Agriculture shall ensure that all Mill Town Agriculture agents complete training prior to performing job functions. Training shall be tailored to the roles and responsibilities of the job function of each Mill Town Agriculture agent, and at a minimum must include a Responsible Vendor Training Program under *935 CMR 500.105(2)(b)*. Agents responsible for tracking and entering product into METRC must receive training on the system. At a minimum, staff shall receive eight hours of on-going training annually. This shall be done in conformance with *935 CMR 500.105(2)(a)*.

Responsible Vendor Training

In accordance with *935 CMR 500.105(2)(b)*, Mill Town Agriculture is committed to ensuring that its employees are trained in key aspects of the adult-use regulations, and the company is committed to Responsible Vendor Training as outlined by the Commission.

1. All current owners, managers and employees of Mill Town Agriculture that are involved in the handling and sale 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 to be designated a “Responsible Vendor.”
2. Once Mill Town Agriculture is designated a “Responsible Vendor,” all new employees involved in the handling and sale of Marijuana for adult use shall successfully complete a Responsible Vendor Training Program within 90 days of hire.
3. After the initial successful completion of a Responsible Vendor Training Program, each owner, manager, and employee involved in the handling and sale of Marijuana for adult use shall successfully complete the program once every year thereafter to maintain designation as a “Responsible Vendor.” Mill Town Agriculture shall ensure that employees receive a minimum of eight (8) hours of ongoing training annually. *935 CMR 500.105(2)*
4. Mill Town Agriculture must maintain records of Responsible Vendor Training Program compliance for at least four (4) years and will make them available to inspection by the Commission and any other applicable licensing authority on request during normal business hours.
5. Certification Training Program Standards.
 - a. No owner, manager or employee of a Responsible Vendor program shall have an interest in a licensed Marijuana Establishment.
 - b. Program providers shall submit their programs to the Commission every two years for approval as a Responsible Vendor program.
 - c. The program shall include at least two hours of instruction time.
 - d. The program shall be taught in a real-time, interactive classroom setting where the instructor is able to verify the identification of each individual attending the program and certify completion of the program by the individual identified.
 - e. The program provider shall maintain its training records at its principal place of

business during the applicable year and for the following three years.

f. The program provider shall make the records available for inspection by the Commission and any other applicable licensing authority on request during normal business hours.

g. The program shall provide written documentation of attendance and successful passage of a test on the knowledge of the required curriculum for each attendee.

h. Attendees who can speak and write English must successfully pass a written test with a score of 70% or better.

i. Attendees who cannot speak or write English may be offered a verbal test, provided that the same questions are given as are on the written test and the results of the verbal test are documented with a passing score of 70% or better.

j. Program providers shall solicit effectiveness evaluations from individuals who have completed their program.

6. Certification Training Class Core Curriculum. Mill Town Agriculture will ensure that any certification training attended by its employees include the following core topics:

a. Discussion concerning Marijuana's effect on the human body. Training shall include:

- i. Scientifically based evidence on the physical and mental health effects based on the type of Marijuana Product;
- ii. The amount of time to feel impairment;
- iii. Visible signs of impairment; and
- iv. Recognizing the signs of impairment.

b. Diversion prevention and prevention of sales to minors, including best practices.

c. Compliance with all tracking requirements.

d. Acceptable forms of identification. Training shall include:

- i. How to check identification;
- ii. Spotting false identification;
- iii. Patient registration cards formerly and validly issued by the Department of Public Health or currently and validly issued by the commission;
- iv. Provisions for confiscating fraudulent identifications; and
- v. Common mistakes made in verification.

e. Other key state laws and rules affecting owners, managers, and employees, which shall include:

- i. Local and state licensing and enforcement;
- ii. Incident and notification requirements
- iii. Administrative and criminal liability;
- iv. License sanctions;
- v. Waste disposal;
- vi. Health and safety standards;
- vii. Patrons prohibited from bringing marijuana onto licensed premises;
- viii. Permitted hours of sale;
- ix. Conduct of establishment;
- x. Permitting inspections by state and local licensing and enforcement authorities;
- xi. Licensee responsibilities for activities occurring within licensed premises;
- xii. Maintenance of records;
- xiii. Privacy issues; and
- xiv. Prohibited purchases and practices.

f. Such other areas of training determined by the Commission to be included in a Responsible Vendor Training Program.

Performance Evaluations

Mill Town Agriculture is committed to hiring the best employees. Each employee will receive an annual performance evaluation by his/her direct supervisor. The performance evaluation [See Addendum B] will be based on the following principles:

1. Employees must understand their role and strive to competently execute their job duties.
2. Responsible Vendor Training is a critical part of Mill Town Agriculture's success, and each employee must take ownership of his/her role in helping Mill Town Agriculture maintain its status as a Responsible Vendor
3. Mill Town Agriculture is constantly striving to improve quality, yield, and consistency, and employees are expected to identify areas in the company that need improvement.
4. Mill Town Agriculture is committed to creating a positive environment for its employees, and to be a good "citizen" of Holyoke, MA. All employees are expected to help contribute to these objectives.

Individual Development Plan (IDP)

Mill Town Agriculture hires employees with the employees' growth and development in mind. The company tracks employees' progress through its Individual Development Plan. This plan is employee-driven and is meant for the employee to develop an elevated skill set for growth, with the guidance of Performance Evaluations and his/her respective Manager.

Performance Counseling/Termination Process

While Mill Town Agriculture places a high priority on hiring high quality employees that are expected to fit the company culture, there will be a need to provide counsel on employee performance. Any and all employee counseling must be documented using the Mill Town Ag General Counseling Forms. There are specific forms for different counseling objectives (performance, dress code, attendance, security & loss prevention, etc.). These forms must be:

- Completed by the employee's supervisor and submitted to the employee no more than (14) days from the alleged infraction of a Mill Town Agriculture policy;
- Counselling will be administered by no more and no fewer than two (2) Mill Town Agriculture employees;
 - These two (2) counseling Mill Town Agriculture employees must consist of the employee's Direct Supervisor submitting the counsel and another member of Mill Town Agriculture's leadership team to act as witness to the counsel with the employee.
- All written counseling will have a section for the employee to freely comment on the policy infraction being described in counselling discussions;
- Employees being documented are not required to sign in agreement of the documentation;
- Administrator of documentation and witness must sign and date the documentation for the documentation to be valid;
- Mill Town Agriculture will retain a copy of all documentation and additionally supply the employee with a copy for his/her own personal records; and
- Each counseling form shall establish specific dates for improvement or behavioral change as identified in the counselling process.

The following process needs to take place before any general termination:

1. Verbal counseling: Employee should receive at least one (1) verbal notice from Direct Supervisor regarding Mill Town Agriculture performance, policy, or procedure infraction. This needs to be documented on the Mill Town Agriculture General Counseling Form and placed in the

employee's Personnel file. Further verbal counseling could be given, should there be different issues that need to be addressed.

2. Written counseling: In the event that verbal counseling is not effective, the Direct Supervisor would need to move to written counseling. The employee will be put on a 60-day action plan s that progress/improvement can be measured and documented.
3. Termination: In the event that written counseling is not result in behavioral or performance improvement, the Direct Supervisor needs to contact the Human Resources department and have a final payroll check issued, before terminating an employee. The CEO or COO will have the final say on the final reason(s) for termination described in any termination correspondence.

Any employee who has diverted marijuana and/or engaged in unsafe practices with regard to the operation of the Marijuana Establishment may be terminated immediately and without warning.

Mill Town Agriculture will notify the Commission no more than one business day after a Mill Town Agriculture agent ceases to be employed by Mill Town Agriculture. The employee's Mill Town Agriculture agent registration shall be immediately void when he or she is no longer an employee of Mill Town Agriculture.

Job Descriptions / Roles

As Mill Town Agriculture will start small and grow over time. This document is intended to generally describe roles instead of discrete positions, since multiple roles may be filled by individuals during the company's early development stages.

The positions described below shall be filled based on business conditions at the time of hire. All personnel shall demonstrate appropriate qualifications for the position, including:

- Relevant experience in the industry or related industries.
- Ability to provide relevant references from prior employers, confirming their ability to perform the tasks required by the position.
- Proven track record of performance of both job duties and regulatory compliance requirements, as appropriate.
- An employment record free of termination for cause, specifically pertaining to cause for things like employee conduct, illegal activity, inability to show up to work on time, etc.

These qualifications shall be in conformance with *935 CMR 500.105*

Chief Executive Officer

The primary responsibilities of the Chief Executive Office ("CEO") include making major corporate decisions, managing the overall operations and resources of a company, and acting as the main point of communication between the board of directors and corporate operations. The CEO's leadership role also entails being ultimately responsible for all day-to-day management decisions and for implementing Mill Town Agriculture's long and short term plans.

Chief Operating Officer

The Chief Operating Officer ("COO") reports to the CEO and is ultimately responsible for the finance, HR, Legal, and compliance responsibilities. The CEO's tasks include:

- Design and implement business strategies, plans and procedures;
- Set comprehensive goals for performance and growth;
- Establish policies that promote company culture and vision;
- Oversight of daily operations of the company and the work of executives;
- Leading employees to encourage maximum performance and dedication;
- Evaluate company performance by analyzing and interpreting data and metrics;
- Write and submit reports to the CEO in all matters of importance;
- Manage relationships with partners/vendors; and
- Demonstrate competency in strategic planning and business development.

HR Director

The HR Director will report directly with COO and will be responsible for acting as lead policy expert and responsible for acting as HR liaison with the rest of Mill Town Agriculture's employees. The HR Director will perform the following duties:

- Inform and communicate with executive team about Commission policy updates;
- Consult on medical marijuana program regulations;
- Prepare reports and analysis on policy and regulatory issues and updates;
- Attend community and policy public meetings;
- Participate in trade association activities;
- Organize and maintaining corporate documents on e-file system;
- Facilitate onboarding process for new employees; and
- Maintain HR records on all employees.

Controller

The Controller reports directly to the COO and will perform the following duties:

- Recommend benchmarks against which to measure the performance of company operations;
- Calculate and issuing financial and operating metrics;
- Manage the production of the annual budget and forecasts;
- Calculate variances from the budget and report significant issues to management;
- Provide for a system of management cost reports;
- Provide financial analyses as needed, in particular for capital investments, pricing decisions, and contract negotiations;
- Maintain a documented system of accounting policies and procedures;
- Manage outsourced functions in the fields of HR, accounting, legal, and facilities;
- Oversee the operations of the accounting department, including the design of an organizational structure adequate for achieving the department's goals and objectives; and
- Oversee the accounting operations of subsidiary corporations, especially their control systems, transaction-processing operations, and policies and procedures.

Sr. Accountant

The Sr. Accountant reports to the Controller and will perform the following duties:

- Ensure that accounts payable are paid in a timely manner;
- Ensure that all reasonable discounts are taken on accounts payable;
- Ensure that accounts receivable are collected promptly;
- Process payroll in a timely manner;
- Ensure that periodic bank reconciliations are completed;
- Ensure that required debt payments are made on a timely basis;
- Maintain the chart of accounts;
- Maintain an orderly accounting filing system;
- Maintain a system of controls over accounting transactions;
- Issue timely and complete financial statements; and
- Coordinate the preparation of the periodic Board presentations.

Inventory Manager

The Inventory Manager reports directly to the Controller and will perform the following duties:

- Implement inventory controls to track and account for all Mill Town Agriculture inventory;
- Implement procedures and notification policies for proper disposal;
- Coordinate with Operations Manager for daily order fulfillment needs and execute fulfillment of orders with the Production Manager;
- Maintain records, including operating procedures, inventory records, audit records, storage records, delivery records, and transfer records;
- Maintain documents with each day's beginning balance, acquisitions, sales, disposal and ending inventory; and
- Manage proper storage, labeling, tracking and reporting of inventory.

Inventory Specialist

The Inventory Specialist reports directly to the Inventory Manager will perform the following duties:

- Track all facility products and supplies;
- Analyze production records and reconcile them to physical inventory counts;
- Report any discrepancies to the Inventory Manager;
- Maintain cleanliness and organize the stockroom/vault;
- Order new supplies;
- Pack up defective items for return, create shipping labels, and mail items/packages for Mill Town Agriculture;
- Work with Inventory Manager to brainstorm ways to reduce inventory discrepancy and possible theft or "shrink;"
- Use computerized inventory software to record, track, and maintain all inventory related data;
- Accept and sign for deliveries;
- Unload deliveries and store them appropriately in the stockroom/vault;
- Adjust inventory reports to account for new deliveries;
- Ensure that all stock on the facility is organized, properly stored, and in good condition; and
- Assist in maintaining the cleanliness of the facility.

Director of Security

Under the supervision of the COO, the Director of Security is responsible for the development and overall management of the Security Policies and Procedures for Mill Town Agriculture, as well as implementing, administering, and revising the policies as needed. In addition, the Director of Security will perform the following duties:

- Provide general training to employees during new hire orientation or re-current trainings throughout the year as needed to stay compliant with the most recent Commission guidelines;
- Provide training specific for Security Agents prior to the Security Agent commencing job functions;
- Review and approve incident reports and other reports written by Security Agents prior to submitting to the executive management team – follow up with Security Agent if needed;
- Maintain lists of employees authorized to access designated areas of the Mill Town Ag facilities, including cash safes and product storage vaults, surveillance and network equipment room, and other limited access areas (LAA) of all Mill Town Agriculture facilities;
- Lead a working group comprised of the CEO, COO, Director of Operations, Director of Security, Director of Cultivation, Inventory Manager and any other designated advisors to ensure the current policies and procedures are properly implemented, integrated, effective, and relevant to ensure the safety of employees and assets;
- Ensure that all required CORI as well as internal Mill Town Agriculture background/reference checks have been completed and documented prior to an agent performing job functions;
- Ensure employee is granted an appropriate level of access to the facility necessary to complete his/her job functions including necessary access to the METRC tracking system;
- Oversee the Mill Town Agriculture delivery process and all employees/contractors working on product deliveries;
- Perform daily audits of all transactions involving delivery as they occur;
- Maintain all security related records, incident reports, and other reports written by security agents;
- Evaluate and determine the number of security agents assigned to each shift and proper shift change times; and
- Maintain frequent contact with the Holyoke Police and Fire Departments.

Security Agent

Security Agents monitor the state-of-the-art security systems including alarms, video surveillance, room access systems, motion detectors, and the METRC tracking system. Security Agents are responsible for ensuring that only authorized individuals are permitted access to any Mill Town Agriculture facility by verifying appropriate ID cards and other forms of identification. In addition, Security Agents will perform the following duties and other duties upon request:

- Investigate, communicate, and provide leadership in the event of an emergency such as an intrusion, fire, or other threat which jeopardizes customers, authorized visitors, and/or employees;
- Respond and investigate security situations and alarm calls; clearly document the incident and details surrounding the incident in a written report for the Director of Security;
- Oversee the entrance to the Marijuana Establishment and verify the credentials of each person seeking access to the Mill Town Agriculture facility;
- Answer routine inquiries;
- Log entries and maintain visitor log;

- Escort authorized visitors in limited access areas; and
- Escort Marijuana Establishment Agents from the facility during non-business hours and performing security checks at designated intervals.

Production Lead

Production Lead, reporting to the Director of Operations. Production Leads will perform the following duties::

- Maintain records, including operating procedures, inventory records, audit records, storage records, and transfer records;
- Maintain documents with each day's beginning balances, acquisitions, sales, disposal and ending inventory;
- Ensure products are properly stored, labeled, and recorded in the METRC tracking system;
- Ensure waste is properly stored, either in the Plant Trash Bins or the General/Non-Plant Trash Bins; and
- Coordinate waste disposal schedule and ensure Mill Town Ag's policies and procedures for waste disposal are adhered to as described in *935 CMR 500.105(12)*.

Packagers

Packagers support and report to the Production Manager during day-to- day operations. Packagers will perform the following duties:

- Weigh, package, and label all marijuana and extraction products for Marijuana Establishment fulfillment;
- Package all orders for product to be distributed to our customers;
- Ensure that all proper labeling has been executed on all finished product;
- Perform detailed record keeping, including waste product, during the packaging process; and
- Maintain a clean, safe, and sanitized work environment

Director of Operations

The Director of Operations is responsible for all daily operations and maintenance of the Cultivation Facility and reports to the COO. The Director of Operations will perform the following duties:

- Implement policies for the Cultivation Facility;
- Coordinate space assignments for all materials;
- Receive and review work requests;
- Coordinate repairs and maintenance of the Cultivation Facility;
- Supervise and train employees;
- Provide mandatory training for new employees;
- Maintain a record of space allocations;
- Work with Security and Inventory teams to ensure compliance at all times; and
- Work with cultivation consultants to promote successful operations in the Cultivation Facility.

Director of Cultivation

The Director of Cultivation, reporting to the COO, supervises and participates in all aspects of the day-to-day Cultivation Facility tasks. The Director of Cultivation will perform the following duties:

- Instruct Cultivation Agents on cultivation procedures;
- Train and supervise cultivation agents;
- Assist with the activities performed by all cultivation agents;
- Instruct cultivation agents to apply organic pesticides with guidance from cultivation consultants;

- Perform routine maintenance of the cultivation facility;
- Maintain inventory of all cultivation supplies and order such supplies;
- Report daily to the cultivation consultants;
- Coordinate with Inventory Manager regarding harvest schedules based on dispensary sales trends and supply needs;
- Program and monitor Environmental Control System;
- Maintain a database of environmental controls and conditions;
- Adjust Environmental Control System for optimum efficiency of operation; and
- Provide pesticide recommendations and ensure Integrated Pest Management (IPM) Program is sufficient.

Cultivation Lead

Cultivation Leads are responsible for all daily tasks in their assigned areas within the Cultivation Facility and report directly to the Director of Cultivation. The Cultivation Lead will perform the following duties:

- Supervise Cultivation Agents;
- Irrigation;
- Pruning;
- Pesticide application in compliance with *935 CMR 500.120(5)*;
- Potting/Repotting;
- Propagation;
- Light construction; and
- Janitorial duties (i.e. cleaning, disinfecting, sterilizing).

Cultivation Agent

Cultivation Agents are responsible for all daily tasks in their assigned areas within the Cultivation Facility and report directly to the Director of Cultivation. The Cultivation Agent will perform the following duties:

- Irrigation;
- Pruning;
- Pesticide application;
- Potting/Repotting;
- Propagation;
- Light construction; and
- Janitorial duties (i.e. cleaning, disinfecting, sterilizing).

Production Manager

The Production Manager reports to the Director of Operations and is responsible for all post-harvest handling of marijuana. The Production Manager coordinates directly with the Director of Cultivation regarding harvest schedules. The Production Manager will perform the following duties:

- Transition harvested plant material from cultivation rooms to the Trim Room where marijuana is trimmed via machine and manually;
- Oversee Trim Technicians and delegates daily tasks to production agents;
- Quality control of finished marijuana flowers;
- Monitor status of Dry Room and of marijuana flowers that are drying;

- Enter wet and dry weights of all product including flowers and trim into METRC tracking system;
- Work with cultivation agents to ensure prompt delivery of marijuana trim to Processing Lab
- Bulk wholesale packaging and storing in dedicated vault; and
- Relay information to the Inventory Manager for wholesale sales purposes.

Trim Lead

Trim Lead reports to the Production Manager and are responsible for post-harvest trimming of marijuana plants, both mechanical and manual, as well as packing of all adult-use product for distribution to the wholesale customers. Trim Leads report to the Production Manager and will perform the following duties:

- Supervise the Trim Technicians;
- Receives and executes daily tasks assigned by the Production Manager;
- Assist in harvest of marijuana;
- Trim marijuana plant;
- Maintain a sterile environment in Trim Room;
- General maintenance/cleaning of scissors and trim machines; and
- Ensure that all changes in weights including waste and shake during the packaging process are logged and accounted for.

Trimmers

Trimmers are responsible for post-harvest trimming of marijuana plants, both mechanical and manual, as well as packing of all adult use product for distribution to the wholesale customers. Trim Technicians report to the Production Manager and will perform the following duties:

- Assist in harvest of marijuana;
- Trim marijuana plants;
- Maintain a sterile environment in Trim Room;
- General maintenance/cleaning of scissors and trim machines; and
- Ensure that all changes in weights including waste and shake during the packaging process are logged and accounted for.

Extraction Manager

The Extraction Manager reports to the Director of Operations and is responsible for the following:

- Creation of raw ethanol extracted concentrate;
- Creation of distilled, high-purity concentrate for wholesale customers;
- Organization of extraction schedule based on availability of cultivated material;
- Maintaining a rigid cleaning schedule that all lab agents must adhere to;
- Ensuring the extraction lab safety pursuant to established safety protocols;
- Coordinating facility repairs and maintenance;
- Responsible for supervision and training of lab technicians; and
- Providing mandatory training for new lab technicians.

Lab Technician

The Lab Technician reports to the Extraction Manager and is responsible for supporting day-to-day operations. Responsibilities include but are not limited to:

- Dry and grind cultivated material in preparation for ethanol extraction;

- Unpack and clean the ethanol extractor;
- Clean and sanitize of all lab glassware;
- Clean and sanitize all kitchen cookware and utensils;
- Clean and sanitize the distillation still;
- Routine scheduled maintenance of all equipment in Production Lab;
- Assist with packaging of all products to be sold; and
- Assist the cultivation team with trimming when needed.

Courier

The Courier reports directly to the Director of Security and is responsible for the following duties include, but are not limited to:

- Understand and Execute Mill Town Agriculture’s transportation protocols in compliance with *935 CMR 500.105(13)*
- Delivery: Providing fast, discreet delivery to other marijuana establishments;
- Customer Service: Greeting customers with a helpful, pleasant attitude;
- Making every interaction with a customer a positive experience;
- Weighing and loading product into delivery vehicle;
- Proficient with GPS and maintaining transportation logs; and
- Has a valid driver’s license and clean driving history

Addendum B - Employee Evaluation



**Mill Town
Agriculture, LLC**

Employee Evaluation

Employee Information

Name		Employee ID	
Job Title		Date	
Department		Manager	
Review Period			

Ratings

	1 = Poor	2 = Fair	3 = Satisfactory	4 = Good	5 = Excellent
Job Knowledge	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Work Quality	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Comments					
Attendance/Punctuality	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Initiative	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Communication/Listening Skills	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Dependability	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments					
Overall Rating (average the rating numbers above)					

Evaluation

ADDITIONAL COMMENTS

GOALS

(Confirmation that employee has completed all applicable Responsible Vendor Training programs.)

Verification of Review

By signing this form, you confirm that you have discussed this review in detail with your supervisor. Signing this form does not necessarily indicate that you agree with this evaluation.

Employee Signature		Date	
Manager Signature		Date	

Diversity Plan

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INTRODUCTION

Mill Town Agriculture is committed to developing and maintaining a robust policy of inclusivity and diversity at its Holyoke cultivation and manufacturing facility and to hiring a workforce that is representative and as diverse as the surrounding community. Driving this institutional commitment is the recognition that diversity in the workforce is a critical aspect of Mill Town Agriculture's contribution to the city of Holyoke. Mill Town Agriculture will foster a diverse culture and pledges to promote equity among minorities, women, veterans, people with disabilities, and people that identify as LGBTQ+. In addition, it will make best efforts to employ and advance in employment qualified and diverse people at all levels within the company. Mill Town Agriculture is especially aware of the strong and vibrant Latino community in Holyoke. As of the 2010 census, almost 50% of the city's residents identified as Hispanic/Latino. Diversity policies will, of course, seek to empower and support this significant community in Holyoke.

DIVERSITY GOALS

Mill Town Agriculture will develop a diverse and representative workforce through community partnerships and community engagement efforts. Mill Town Agriculture will develop and maintain a diverse, aware and inclusive working environment through its:

- 1) hiring practices;
- 2) employee retention and advancement policies; and
- 3) new employee training program.

These policies, in concert with community partnerships, should ensure that Mill Town Agriculture is able to hire, at its Holyoke cultivation and manufacturing facility, a non-executive workforce comprised of at least 50% Diverse Individuals. Mill Town Agriculture's goal is to hire:

- 30-50% Latino Employees
- 40-50% Women Employees
- 5-10% LGBTQ+ Employees
- 5-10% Veteran Employees
- 0-10% African American Employees

PROGRAMS TO PROMOTE DIVERSITY

As part of its diversity hiring initiative, Mill Town Agriculture will regularly assess the language barriers to entry for both job applicants and persons expressing interest in employment opportunities. Notably, almost 50% of Holyoke residents speak a language other than English at home. As our business grows, Mill Town Agriculture will engage local resources to help enable us to hire from the full pool of available employees in town, regardless of the natural language of the employees.

In addition, Mill Town Agriculture will regularly participate at community job fairs in Holyoke and the surrounding communities will also ensure that a diverse pool of applicants is aware of employment

opportunities within the company. Within Mill Town Agriculture's first year of operations in Holyoke, it will participate in at least 3 job fairs in either Holyoke or nearby areas.

Mill Town Agriculture is also committed to promoting equity in Holyoke. Although Mill Town Agriculture cannot yet forecast its future job postings, it will make all such postings available through local newspapers (The Republican, The Sun). In order to ensure and maintain a diverse staff of employees, Mill Town Agriculture will offer promotions, career counseling, and training to provide all employees with equal opportunities for growth and to decrease turnover. Mill Town Agriculture will ensure that all employees are given equal opportunities for promotion by not only communicating opportunities, training programs, and clearly-defined job descriptions, but ensuring that its hiring and promotional practices demonstrate fair and equal opportunity. The HR Director will ensure that such opportunities are communicated to diverse employees and that diverse employees are developing the skills and institutional knowledge necessary to advance within the company.

Mill Town Agriculture will emphasize diversity and anti-bias communications in its communications with employees, and the company will maintain a zero-tolerance policy against harassment and discrimination in the workplace. Mill Town Agriculture will take corrective action should any issues, concerns, or complaints arise. All employees will be required to undergo diversity and anti-bias training at least annually.

To ensure an inclusive and aware workforce, all employees will be encouraged to report all incidents of harassment and discrimination to Mill Town Agriculture HR Director. The Mill Town Agriculture HR Director shall report all complaints to the Mill Town Agriculture executive team. The Mill Town Agriculture executive team will take any necessary action to enforce the company's zero-tolerance commitment against harassment and discrimination in the workplace.

MEASUREMENT

Mill Town Agriculture will develop policies to regularly analyze the effectiveness of its diversity training and diversity hiring/employee advancement programs. As part of that regular analysis, Mill Town Agriculture HR Director will annually audit all job applications received by the company to ensure that the company is attracting interest from a diverse population of applicants which includes minorities, women, veterans, individuals with disabilities, and individuals that identify as LGBTQ+. The HR Director will also audit all new hiring decisions to ensure that the company's commitment to a diverse and inclusive work environment is reflected in its hiring decisions and employee profile. The HR Director will report the results of these audits to the Mill Town Agriculture executive team at least once per year in the form of an Annual Diversity Audit Report. The executive team will annually review the results of the report and determine whether the company's diversity policies have yielded a staff that reflects the diverse community of Holyoke, and give special attention to ensuring that Mill Town Agriculture workforce reflects the substantial Latino community in the city. The executive team shall amend and update Mill Town Agriculture diversity training and/or diversity hiring/employee advancement programs as necessary to ensure that the policies have yielded a diverse workforce.

Furthermore, the HR Director is responsible for ensuring that Mill Town Agriculture meets the following intermediate goals in years 1-4 of operation:

Commencement of Operations: minimum 10% diverse individual employment.

End of Year 1: minimum 25% diverse individual employment.

End of Year 2: minimum 30% diverse individual employment.

End of Year 3: minimum 40% diverse individual employment.

End of Year 4: minimum 50% diverse individual employment.

These short-term metrics and oversight by Mill Town Agriculture's HR Director will ensure that Mill Town Agriculture is regularly evaluating progress toward its diversity hiring goals for its Holyoke cultivation and manufacturing facility and employing corrective actions if intermediary targets are not met.

DIVERSITY PLAN ACKNOWLEDGMENTS

Mill Town Agriculture pledges to adhere to the requirements set forth in *935 CMR 500.105(4)(a)* which provides the permitted advertising, branding, marketing and sponsorship practices for all Marijuana Establishments. Mill Town Agriculture likewise pledges not to employ any of the prohibited practices articulated in *935 CMR 500.105(4)(b)*. Finally, none of the actions taken or programs Instituted Mill Town Agriculture by will violate the Commission's regulations with respect to limitations on ownership or control or any other applicable state laws.