



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR282601
Original Issued Date: 06/29/2020
Issued Date: 06/08/2023
Expiration Date: 06/29/2024

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: ToroVerde (Massachusetts), Inc.

Phone Number: 508-641-6971 Email Address: pathikp82@gmail.com

Business Address 1: 26-28 King Street

Business Address 2: Unit 2

Business City: Northampton Business State: MA

Business Zip Code: 01060

Mailing Address 1: 26-28 North King Street

Mailing Address 2: Unit 2

Mailing City: Northampton Mailing State: MA

Mailing Zip Code: 01060

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: N/A

Department of Public Health RMD Registration Number:

Operational and Registration Status:

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

If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 100
Percentage Of Control: 97

Role: Director Other Role: Sole Director, Chief Executive Officer, President, Treasurer and Secretary of the licensee TV1.

Sole Member and Sole Manager of Nectarize LLC, which will own 100% of the licensee TV1.

First Name: Pathik

Last Name: Patel

Suffix:

Gender: Male

User Defined Gender:

What is this person's race or ethnicity?: Decline to Answer

Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100

Percentage of Ownership: 99

Entity Legal Name: Nectarize LLC

Entity DBA:

DBA City:

Entity Description:

Foreign Subsidiary Narrative:

Entity Phone: 508-641-6971

Entity Email: pathikp82@gmail.com

Entity Website:

Entity Address 1: 105 Lowell Road

Entity Address 2: Apt 201

Entity City: North Reading

Entity State: MA

Entity Zip Code: 01864

Entity Mailing Address 1: 105 Lowell Road

Entity Mailing Address 2: Apt 201

Entity Mailing City: North Reading

Entity Mailing State: MA

Entity Mailing Zip Code: 01864

Relationship Description:

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: ToroVerde Inc.

Entity DBA:

Email: info@toroverde.com

Phone: 416-602-4869

Address 1: 2100-40 King St. W

Address 2:

City: Toronto, Ontario M5H 3C2

State: MA

Zip Code: 00000

Types of Capital: Debt

Other Type of Capital: Total Value of Capital Provided: \$100000 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: 26-28 North King Street

Establishment Address 2: Unit 2

Establishment City: Northampton

Establishment Zip Code: 01060

Approximate square footage of the establishment: 3000

How many abutters does this property have?: 15

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

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	ToroVerde (Massachusetts), Inc. - HCA Certification Form (exec).pdf	pdf	5cb4c6598e20fa4c3aba6134	04/15/2019
Community Outreach Meeting Documentation	ToroVerde - Northampton Community Outreach Meeting Documents.pdf	pdf	5cb4c688b10c2044c5596c00	04/15/2019
Plan to Remain Compliant with Local Zoning	ToroVerde (Massachusetts)_Plan to Remain Compliant with Local Ordinances (Northampton) 4846-9426-7311 v.1.pdf	pdf	5e05023038f8ab571d6e292d	12/26/2019
Community Outreach Meeting Documentation	ToroVerde (Massachusetts) Inc. _ Attestation Explaining Relationship with Richard Evans (exec).pdf	pdf	5e0a2991fe65bd5750702509	12/30/2019

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	ToroVerde (Massachusetts) _ Positive Impact Plan (Updated 12.9.19) 4811-7073-8606 v.1.pdf	pdf	5e04fed65e2d54535a9c23f8	12/26/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Director **Other Role:** i. Sole Director, Chief Executive Officer, President, Treasurer and Secretary of the licensee TV1 ii. Sole Member and Sole Manager of Nectarize LLC, which will own 100% of the licensee TV1

First Name: Pathik **Last Name:** Patel **Suffix:**

RMD

Association:

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: **Other Role:** Sole Shareholder / 100% Owner of the licensee TV1

Entity Legal Name: Nectarize LLC **Entity DBA:**

Entity Description:

Phone: 508-641-6971 **Email:** pathikp82@gmail.com

Primary Business Address 1: 105 Lowell Road **Primary Business Address 2:** Apt 201

Primary Business City: North Reading **Primary Business State:** MA **Principal Business Zip Code:** 01864

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	ToroVerde (Massachusetts), Inc. - Certificate of Good Standing from the SoC (2.28.19).pdf	pdf	5cb4970d0a957444d5907ef6	04/15/2019
Articles of Organization	Articles of Domestication.aspx.pdf	pdf	5cb4970e6b08e34c76328908	04/15/2019
Articles of Organization	ToroVerde (Massachusetts), Inc. - 2018 Annual Report Filing.pdf	pdf	5cb623d5df25934c58f84d1e	04/16/2019
Articles of Organization	ToroVerde (Massachusetts), Inc. _ Attestation Explaining Relationship with Rob Chalmers (exec).pdf	pdf	5e0f582838f8ab571d6e3876	01/03/2020
Department of Revenue - Certificate of Good standing	ToroVerde (Massachusetts)_Certificate of Good Standing from DOR (11.19.19).pdf	pdf	5e0f591e2f1a065311397d9e	01/03/2020

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	Toroverde I DOR Certificate of Good standing 4.10.23.pdf	pdf	644693cf0dd43c00070b1515	04/24/2023
Department of Unemployment Assistance - Certificate of Good standing	Toroverde DUA Attestation 4.20.23.pdf	pdf	644694080509d60009878681	04/24/2023
Secretary of Commonwealth - Certificate of Good Standing	TV1 SoC COGS 4.5.2023.pdf	pdf	6447deef0dd43c00070c870a	04/25/2023

Massachusetts Business Identification Number: 001343676

Doing-Business-As Name: Happy Feelings

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Business Plan	TV1 Business Plan.pdf	pdf	6446942a0509d60009878735	04/24/2023
Proposed Timeline	Proposed Timeline.pdf	pdf	6446943a0509d60009878811	04/24/2023
Plan for Liability Insurance	Plan for Obtaining Liability Insurance.pdf	pdf	644694430dd43c00070b1674	04/24/2023

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for obtaining marijuana or marijuana products	TV1 Plan for Obtaining Marijuana or Marijuana Products.pdf	pdf	6446948c0509d600098788ce	04/24/2023
Restricting Access to age 21 and older	TV1 Plan for Restricting Access to Age 21 and Older.pdf	pdf	644694a80dd43c00070b17d1	04/24/2023
Security plan	TV1 Security Plan.pdf	pdf	644694ba0dd43c00070b1816	04/24/2023

Prevention of diversion	TV1 Prevention of Diversion.pdf	pdf	644694c60dd43c00070b1832	04/24/2023
Storage of marijuana	TV1 Storage of Marijuana.pdf	pdf	644694d40dd43c00070b1857	04/24/2023
Transportation of marijuana	TV1 Transportation of Marijuana.pdf	pdf	644694d60dd43c00070b186b	04/24/2023
Inventory procedures	TV1 Inventory Procedures.pdf	pdf	644694e80dd43c00070b18fd	04/24/2023
Quality control and testing	TV1 Quality Control and Testing.pdf	pdf	644694ed0dd43c00070b191b	04/24/2023
Dispensing procedures	TV1 Dispensing Procedures.pdf	pdf	644695000509d60009878ad9	04/24/2023
Personnel policies including background checks	TV1 Personnel Policies Including Background Checks.pdf	pdf	644695090dd43c00070b19d4	04/24/2023
Record Keeping procedures	TV1 Recordkeeping Procedures.pdf	pdf	644695110dd43c00070b19f2	04/24/2023
Maintaining of financial records	TV1 Maintaining of Financial Records.pdf	pdf	644695200509d60009878b5e	04/24/2023
Qualifications and training	TV1 Qualifications and Training.pdf	pdf	644695450dd43c00070b1b49	04/24/2023
Energy Compliance Plan	TV1 Energy Compliance Plan.pdf	pdf	644695470509d60009878bc3	04/24/2023
Diversity plan	ToroVerde_Diversity Plan.pdf	pdf	646582809c23790008c119a9	05/17/2023

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

Adequate Patient Supply Documentation:

Document Category	Document Name	Type	ID	Upload Date
	TV1 Maintaining Adequate Patient Supply.pdf	pdf	6446956f0dd43c00070b1c02	04/24/2023

Reasonable Substitutions of Marijuana Types and Strains Documentation:

Document Category	Document Name	Type	ID	Upload Date
	TV1 Reasonable Substitutions.pdf	pdf	6446957d0509d60009878c92	04/24/2023

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: ToroVerde has not yet completed the build out and inspections process, and is not yet operational. The company is not currently in a position to successfully carry out its proposed Positive Impact Plan programs but has begun preparing its efforts towards its Positive Impact Plan. A sample of some of the materials relative to ToroVerde’s Positive Impact Plan is included below.

COMPLIANCE WITH DIVERSITY PLAN
Diversity Progress or Success 1

Description of Progress or Success: ToroVerde has not yet completed the build out and inspections process, and is not yet operational. The company is not currently in a position to successfully carry out its proposed Diversity Plan programs but has begun preparing its efforts towards its Diversity Plan. A sample of some of the materials relative to ToroVerde’s Diversity Plan is included below.

HOURS OF OPERATION

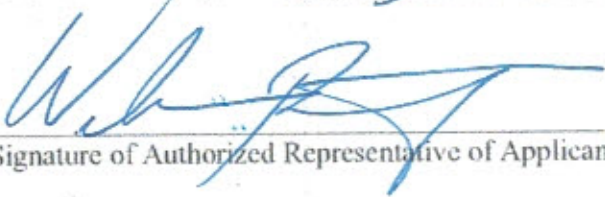
Monday From: 8:00 AM	Monday To: 10:00 PM
Tuesday From: 8:00 AM	Tuesday To: 10:00 PM
Wednesday From: 8:00 AM	Wednesday To: 10:00 PM
Thursday From: 8:00 AM	Thursday To: 10:00 PM
Friday From: 8:00 AM	Friday To: 10:00 PM
Saturday From: 8:00 AM	Saturday To: 10:00 PM
Sunday From: 8:00 AM	Sunday To: 10:00 PM

Host Community Agreement Certification Form

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

Applicant

I, William Beetz, (insert name) certify as an authorized representative of Toroverde (Massachusetts) Inc. (insert name of applicant) that the applicant has executed a host community agreement with Northampton (insert name of host community) pursuant to G.L.c. 94G § 3(d) on 5th December 2018 (insert date).



Signature of Authorized Representative of Applicant

Host Community

I, David Narkewicz, Mayor, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for Northampton (insert name of host community) to certify that the applicant and Northampton (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on DEC 20, 2018 (insert date).



Signature of Contracting Authority or
Authorized Representative of Host Community



Community Outreach Meeting Attestation Form

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

I, Richard Evans, (insert name) attest as an authorized representative of **TOROVERDE (MASSACHUSETTS), Inc.** (insert name of applicant) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on 10/24/18 (insert date).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on 10/10/18 (insert date), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document).
3. A copy of the meeting notice was also filed on 10/11/18 (insert date) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on 10/7/18 (insert date), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee).

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

BUSINESS & SERVICE DIRECTORY

YOUR CONNECTION TO LOCAL SERVICES

Call 586.1700
Stop by 115 Conz St., Northampton, MA
8am-5pm Visit www.gazettenet.com
classifieds@gazettenet.com

Reach over 50,000 homes for as little as \$205.32 for 5 weeks (30 publishing days) with the Gazette, Amherst Bulletin, Home Magazine, The Summit... and on the internet at www.gazettenet.com. Lower contract rate \$186.03.

Antiques

ARTIST TO CRAFTSMAN During Antiques Week, viewing 10 of 162 craft exhibits, 400+ vendors, 100+ food vendors, 100+ live entertainment. 10/10-10/12/18

Driveways

PATRIOT DRIVEWAYS Sealing, repairs, striping 40' of 162' cross repairs with SealCoating 10/10-10/12/18

Dry Wall

S.E. INTERIORS Fire plastering, interior/exterior, drywall, stucco, 10/10-10/12/18

Estate Liquidation

THE DONOR'S ASSET Sale of your home, furniture, jewelry, property, 10/10-10/12/18

Flooring

A. DICK & SON, Floor Contractors, installing, repairing, refinishing, 10/10-10/12/18

Houses

106 WHITTIER STREET, NORTHAMPTON

106 WHITTIER STREET, NORTHAMPTON

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REAL ESTATE

FOR RENT

Apartments Unfurnished

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Legals

ADULTER/PUBLIC NOTICE

DISTRICT COMMISSION

PUBLIC HEARING

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Legals

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ToroVerde (Massachusetts) Inc.
26 N. King Street
Northampton, MA 01060

Mayor's Office

OCT 11 2018

Northampton MA

Mayor Narkewicz
210 Main St.
Northampton, MA 01060

October 7, 2018

Dear Mayor Narkewicz,

ToroVerde (Massachusetts) Inc. is a proposed retail cannabis business located at 26 N. King St, Northampton, MA 01060. It is applying for a license from the Massachusetts Cannabis Control Commission (CCC). Notice is hereby given of a public Community Outreach Meeting at the proposed location at 2pm on October 24th, 2018.

Sincerely,



Ezra Parzybok, cannabis consultant (on behalf of ToroVerde)
413-539-3059 ezra@greenglove.cc

ToroVerde (Massachusetts) Inc.
26 N. King Street
Northampton, MA 01060

October 7, 2018

Dear Abutter to 26 N. King Street,

ToroVerde (Massachusetts) Inc. is a proposed retail cannabis business located at 26 N. King Street, Northampton and we are applying for a license from the Massachusetts Cannabis Control Commission. All abutters are required to be notified of our community outreach meeting to discuss the site, its plans, and its adherence to CCC regulations. All public is welcome to attend the meeting October 24th, 2pm at the proposed site; 26 N. King Street Northampton, 01060. There will be an opportunity for the public to ask questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Ezra Parzybok', with a stylized, flowing script.

Ezra Parzybok
Cannabis Consultant, on behalf ToroVerde,

PLAN TO REMAIN COMPLIANT WITH LOCAL ORDINANCES AND REGULATIONS

ToroVerde (Massachusetts), Inc. (“ToroVerde”) will remain compliant at all times with the local ordinances, regulations and codes applicable to ToroVerde’s proposed Marijuana Retailer Establishment located in the City of Northampton.

In accordance with the Zoning Ordinance, ToroVerde’s proposed Marijuana Retailer Establishment is located at 26 N. King Street in Northampton’s Highway-Business (HB) District designated for retail marijuana establishments. In compliance with 935 CMR 500.110(3) and the Zoning Ordinance, ToroVerde’s proposed facility is not located within 200 feet of a public or private school providing education to children in kindergarten or grades 1 through 12.

As indicated in the Table of Uses in Northampton’s Zoning Ordinance, ToroVerde’s Marijuana Retailer Establishment is allowed by right in the Highway-Business (HB) District. No special permit or site plan approval from any municipal Special Permit Granting Authority or Board is required.

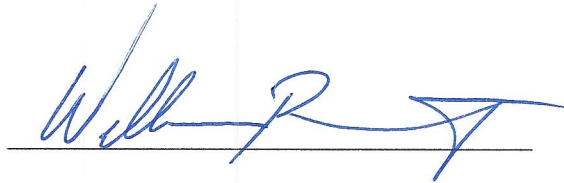
ToroVerde will apply for a Building Permit from the City of Northampton Building Department prior to commencing construction, as well as obtain a Certificate of Occupancy prior to commencing operations. ToroVerde will also apply for any other local permits, approvals, registrations or certificates required to site and operate a Marijuana Retailer Establishment at the proposed location. ToroVerde will comply with all conditions and standards set forth in any required local permit or approval.

ToroVerde has met several times with municipal officials to discuss its Marijuana Establishment plans, and ToroVerde has executed the required Host Community Agreement with the City. ToroVerde will continue to work cooperatively with various municipal departments, boards, and officials to ensure that the establishment is compliant with all local laws, regulations, rules, and codes with respect to design, construction, operation, and security.

**ATTESTATION EXPLAINING RELATIONSHIP BETWEEN
RICHARD EVANS AND TOROVERDE (MASSACHUSETTS), INC.**

I, William Beetz, the President and Chief Executive Officer of ToroVerde (Massachusetts), Inc. ("ToroVerde"), hereby certify and attest that the following information is true and correct:

1. ToroVerde retained Richard Evans to serve as the local legal counsel for the limited purposes of engaging the host municipality to negotiate the Host Community Agreement and coordinating the required Community Outreach Meeting in the host municipality.
2. ToroVerde anticipates that Richard Evans will continue to serve as local legal counsel and liaison between ToroVerde and the host municipality on an as-needed basis. However, Richard Evans: (i) will not have any direct or indirect control over ToroVerde or its operations; (ii) will not have the ability to execute contracts on behalf of ToroVerde, (iii) will not have the right to control or authority to make decisions on behalf of ToroVerde, including regarding operations and strategic planning, capital allocations, acquisitions and divestments, or major marketing, production or financial decisions, or appointment or removal of directors or officers; and (iv) will not have any relevant managerial, operational, or financial interest in the business of ToroVerde that enables Richard Evans to exercise a significant influence over the management, operations or finances, of ToroVerde or its operations.



12/29/2019
Date

Name: William Beetz
Title: President and Chief Executive Officer
Entity: ToroVerde (Massachusetts), Inc.



Taylor P. Lovejoy

P: 617.589.3845 | F: 617.523.6215
tlovejoy@davismalm.com

April 6, 2023

VIA ELECTRONIC MAIL

Mayor Gina-Louise Sciarra
City Hall
210 Main Street, 2nd Fl
Northampton, MA 01060
mayor@northamptonma.gov

Re: Request for Records of Costs Related to ToroVerde (Massachusetts), Inc.'s Northampton Operations

Dear Mayor Sciarra:

I am counsel to ToroVerde (Massachusetts) Inc. ("ToroVerde"), a marijuana establishment licensee with a retail store located in the City of Northampton ("Northampton" or "City"). Please be advised that, as a requirement of ToroVerde's license renewal application for its Marijuana Establishment in the City, the Cannabis Control Commission (the "Commission") is requiring ToroVerde to submit (1) documentation that it requested from its Host Community the records of any cost to the City, whether anticipated or actual, resulting from the licensee's operation within its borders, and (2) any response received from the Host Community in connection with such request, and if no response is received, an attestation to that effect.

Accordingly, please accept this correspondence as ToroVerde's formal request to the City to produce the records of any cost, whether anticipated or actual, resulting from ToroVerde's operation within the City. Please note that a copy of this correspondence along with any response received from the City, or barring receipt of any response, an attestation to that effect, shall be submitted by ToroVerde to the Commission. As the City is aware, in accordance with M.G.L. c. 94G, § 3(d), any cost to the City imposed by the operation of a Marijuana Establishment shall be documented and considered a public record as defined by M.G.L. c. 4, § 7, cl. 26.

Thank you for your attention to this matter, and do not hesitate to contact me with any questions.



April 6, 2023

Page 2

Very truly yours,

/s/ Taylor P. Lovejoy

Taylor P. Lovejoy

Taylor P. Lovejoy

From: Taylor P. Lovejoy
Sent: Thursday, April 6, 2023 8:50 AM
To: 'mayor@northamptonma.gov'
Cc: Joshua S. Grossman (jgrossman@davismalm.com); David Ullian; Phillip Silverman
Subject: Toroverde (Massachusetts), Inc. Cost Request Letter
Attachments: Toroverde (MA), Inc. Cost Request Letter.pdf

Dear Mayor Sciarra:

Good morning, My name is Taylor Lovejoy and I am counsel to Toroverde (Massachusetts), Inc., a provisionally licensed cannabis retailer located in the City of Northampton. As part of the process of renewing Toroverde's license with the Cannabis Control Commission, we are sending the attached letter to your attention seeking a request for any records of costs related to Toroverde's operations in the City.

Please do not hesitate to have your office contact me with questions should they arise.

Very truly yours,
Taylor Lovejoy

Taylor P. Lovejoy

From: Mayor of Northampton Mass. <mayor@northamptonma.gov>
Sent: Thursday, April 6, 2023 9:17 AM
To: Taylor P. Lovejoy
Cc: Joshua S. Grossman; David Ullian; Phillip Silverman
Subject: [EXTERNAL] Re: Toroverde (Massachusetts), Inc. Cost Request Letter

Dear Attorney Lovejoy,

In response to your request, the City of Northampton has no responsive documents or records of any costs incurred by Toroverde's operations.

Best regards,
Annie

Annie Lesko
Administration, Licensing & Economic Development Coordinator

On Thu, Apr 6, 2023 at 8:50 AM Taylor P. Lovejoy <tlovejoy@davismalm.com> wrote:

Dear Mayor Sciarra:

Good morning, My name is Taylor Lovejoy and I am counsel to Toroverde (Massachusetts), Inc., a provisionally licensed cannabis retailer located in the City of Northampton. As part of the process of renewing Toroverde's license with the Cannabis Control Commission, we are sending the attached letter to your attention seeking a request for any records of costs related to Toroverde's operations in the City.

Please do not hesitate to have your office contact me with questions should they arise.

Very truly yours,
Taylor Lovejoy

Taylor P. Lovejoy
Attorney at Law
Davis Malm
One Boston Place, 37th Floor | Boston, MA 02108
P: 617.589.3845 | F: 617.523.6215
tlovejoy@DavisMalm.com | www.davismalm.com



DAVIS MALM
ATTORNEYS

Disclaimer

This e-mail may contain confidential or privileged material and is for use solely by the above referenced recipient. Any review, copying, printing, disclosure, distribution, or other use by any other person or entity is strictly prohibited. If you are not the named recipient, or believe you have received this e-mail in error, please immediately notify Davis, Malm & D'Agostine, P.C. at (617) 367-2500 and delete the copy you received. Thank you.

--
Office of Mayor Gina-Louise Sciarra
City of Northampton
210 Main Street, Room 12
Northampton MA 01060
413-587-1249 phone
413-587-1275 fax
<https://protect-us.mimecast.com/s/BvFUC1wEzoTM8Gz7tpqm8o?domain=northamptonma.gov>

The Green Gateway Positive Impact Program

Introduction

This direct mentor-to-mentee program will be hosted in Greenfield, MA, a community that is an Area of Disproportionate Impact (ADI) as defined by the Commission. ToroVerde (Massachusetts), Inc. has committed to funding the *Green Gateway Positive Impact Program* for a minimum of five years. Execution of this program will commence at the receipt of a provisional Marijuana Establishment license. Quarterly scheduled seminars will be promoted and advertised through print media, social media, poster campaigns, and any other means.

Acknowledgements

The applicant will adhere to the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment.

No actions taken, or programs instituted by the applicant will violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

No donation or program to support any specifically named organizations or the furtherance of their goals have been proposed as this is a direct mentor-to-mentee program.

Goals:

This program will meet the spirit and objectives of state law M.G.L. Ch. 94G §4 that requires Licensed Marijuana Establishments to, “...engage in processes and policies that promote and encourage full participation in the regulated cannabis industry by people from communities that have previously been disproportionately harmed by marijuana prohibition and enforcement and to positively impact those communities.”

The Commission has identified the groups this plan is intended to impact as the following:

- Past or present residents of the geographic ADI, which have been defined by the Commission and identified in its *Guidance for Identifying Areas of Disproportionate Impact*.
- Commission-designated Economic Empowerment Priority applicants;
- Commission-designated Social Equity Program participants;
- Massachusetts residents who have past drug convictions; and
- Massachusetts residents with parents or spouses who have drug convictions.
- The above persons are hereinafter be referred to as the **Primary Target Group (PTG)**.

The goal of the program is to provide ADI communities access to the following training, educational and mentorship resources, with a goal of attracting 25% of attendees from the PTG described above:

- Access to **quarterly** training seminars (see seminar content below)
 - PTG participants will acquire or adapt some of the tools and skills necessary to achieve success as either an entrepreneur or employee within the licensed marijuana industry.
 - PTG participants will be empowered to better understand and recognize if, and where, their interest within the licensed marijuana industry lies.
 - PTG participants will have access to guidance and support in the job-seeking process for those looking to gain employment within the industry.

- Provide PTG participants open access to expert, proactive, post-seminar mentorship and counseling, an online resource center providing links and information of use to both PTG entrepreneurs and those seeking employment in the licensed marijuana industry, and access to weekly group and individual conference calls with leading industry consultants and ancillary professionals
- Promote PTG attendee participation in a wide-reaching quarterly survey designed to identify and overcome the obstacles to success in the industry, and thus make a positive impact on others seeking to contribute or participate in the licensed marijuana industry.

Programs:

The *Green Gateway Positive Impact Program* comprises three main elements:

One day seminar - This free, quarterly seminar will be conducted at a suitable venue in the above ADI. The goal of these seminars is to directly assist members of the PTG by providing participants with knowledge, resources, tools and guidance to strengthen, promote and empower their successful participation in this industry as an entrepreneur, business owner, or employee.

Seminar Content:

- Introduction
- A brief history of Marijuana regulation
- Federal Law, State Law, Regulations and Administrative Decisions
- The Cannabis Control Commission
- Developing your vision
- Developing your business plan
- The Application Process - Threading the needle
- Community Resources for Economic Development
- Home-Grown Cannabis regulations
- Employment in the Marijuana Industry
- Open Forum
- Next steps

Mentorship and Counseling - Seminar participants will be offered free, **ongoing** access to a web-based, “help-desk” facility that provides access to the knowledge and experience of professional industry consultants with expertise in Business Development, Marijuana Licensing, Federal and State law, and Federal and State accounting. This post-seminar mentorship and counseling facility will assist and guide PTG participants by providing the following:

- Exclusive access to an online resource center that provides links to documents, state and local resources, service providers and articles that will benefit the PTG participant.
- Exclusive access to our “Ask me anything” FAQ page, where PTG participants may post questions and receive answers to Marijuana industry related issues.
- A **weekly** telephone conference that comprises a 60-minute check-in with PTG participants, with a Q&A session, followed by a number of, 30-minute, pre-booked individual calls that allow PTG participants to pose or discuss business sensitive or confidential questions and matters without fear of disclosure.

Positive Impact Survey - A goal and measurement of our program progress will be our Positive Impact Survey. All participants in the one-day seminar are required to complete and submit the pre-seminar baseline survey. The goal of the survey is to help identify the “capture” demographics of attendees. A second, follow-up survey will be completed and submitted at the conclusion of the one-day seminar. This will help identify our core survey group.

The goal of the program is to gather a cadre of core survey participants. This group should comprise those participants whose interest in the marijuana industry and the Green Gateway Program extends beyond the initial seminar. Participants in the core survey, while benefiting from ongoing mentorship and counseling, will through a series of in-depth questionnaires, focus groups and feedback opportunities, provide a wealth of data detailing demographics, backgrounds, challenges and advantages encountered or perceived by seminar attendees and survey participants. The qualitative and quantitative findings of our survey will be published in an annual report. This report will be made available to the CCC, state funding agencies, and local business development organizations. This report will help assess and measure the obstacles and routes to success for PTG participants.

Measurements:

Program Progress and Success - The success and impact of this program will be measured through the following means:

- **Attendance** - Attendance will be counted and recorded through both the survey and attendee records. Attendance goals will be achieved if at least 25% of attendees are PTGs from any ADI.
- **Feedback** - All attendees, survey participants, and survey recipients will be asked to complete feedback surveys on the content and delivery of this program. Our feedback goals will be achieved if 75% or more attendees provide feedback and that feedback rating is at least 3.5 out of 5.
- **Sustainability** - One of our benchmarks of success will be sustained participation in our program. We define "sustained participation" as the continued engagement of at least 25% of attendees in our post seminar activities such as mentorship and counseling activities, accessing our online resource center, or participating in our weekly telephone conference during the 3 months following their first seminar
- **Survey Data use** -The success of our survey data efforts may be measured by the circulation of our annual survey data report to at least two state organizations, the governing body of the above ADI, and at least two independent regional workforce development and/or economic development organizations.
- **License Renewal:** A comprehensive annual report that shows the progress or success of this plan will be provided to the CCC prior to annual renewal of the license and each year thereafter, commencing with the date of provisional license.



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

William Francis Galvin
Secretary of the
Commonwealth

Date: February 28, 2019

To Whom It May Concern :

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

TOROVERDE (MASSACHUSETTS), INC.

is a domestic corporation organized on **August 29, 2018** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

A handwritten signature in blue ink, reading "William Francis Galvin".

Secretary of the Commonwealth

Certificate Number: 19020524710

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

Processed by:

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

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Domestication

FORM MUST BE TYPED

(General Laws Chapter 156D, Section 9.22; 950 CMR 113.24)

- (1) Exact name of corporation in the jurisdiction of organization:

TOROVERDE (MASSACHUSETTS), INC.

- (2) A corporate name that satisfies the requirements of G. L. Chapter 156D, Section 4.01, if the name of the corporation is unavailable for use in the commonwealth, or the corporation desires to change its name:

TOROVERDE (MASSACHUSETTS), INC.

- (3) Jurisdiction of incorporation:
- DELAWARE

- (4) Date of incorporation in foreign jurisdiction:
- JULY 31, 2018

- (5) The foreign corporation
- ☐
- is /
- ☒
- is not * authorized to conduct business in the commonwealth.

- (6) The domestication of the foreign corporation to a business corporation in the Commonwealth was duly authorized as required by the laws of the jurisdiction in which the corporation was incorporated.

- (7) The following information is required to be included in the articles of organization pursuant to G.L. Chapter 156D, Section 2.02(a) or permitted to be included in the articles pursuant to G.L. Chapter 156D, Section 2.02(b):

ARTICLE I

The exact name of the corporation upon domestication is:

TOROVERDE (MASSACHUSETTS), INC.**ARTICLE II**

Unless the articles of organization otherwise provide, all corporations formed pursuant to G.L. Chapter 156D have the purpose of engaging in any lawful business. Please specify if you want a more limited purpose:**

* Check the appropriate box

** Professional corporations governed by G.L. Chapter 156A and must specify the professional activities of the corporation.

ARTICLE III

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

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
		COMMON	5,000	\$0.001

ARTICLE IV

Prior to the issuance of shares of any class or series, the articles of organization must set forth the preferences, limitations and relative rights of that class or series. The articles may also limit the type or specify the minimum amount of consideration for which shares of any class or series may be issued. Please set forth the preferences, limitations and relative rights of each class or series and, if desired, the required type and minimum amount of consideration to be received.

Voting shares of common stock with \$0.001 par value. The name of each person owning a share of the corporation's capital stock shall be entered on the books of the corporation together with the number of shares owned, the date or dates of issue and the number or numbers of the certificate or certificates, if any, covering such shares. The corporation shall be entitled to treat the record holder of stock as shown on its books as the owner of such stock for all purposes regardless of any transfer, pledge or other disposition of such stock until the shares have been properly transferred on the books of the corporation as set forth in the bylaws.

ARTICLE V

The restrictions, if any, imposed by the articles or organization upon the transfer of shares of any class or series of stock are:

ARTICLE VI

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

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

*** G.L. Chapter 156D eliminates the concept of par value, however, a corporation may specify par value in Article III. See Section 6.21 and the comments relative thereto.*

ARTICLE VII

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

ARTICLE VIII

The information contained in this article is not a permanent part of the articles of organization.

- a. The street address of the initial registered office of the corporation in the commonwealth:
44 SCHOOL STREET, SUITE 325, BOSTON, MASSACHUSETTS 02108
- b. The name of its initial registered agent at its registered office:
COGENCY GLOBAL INC.
- c. The names and addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

President: ROB CHALMERS

Treasurer: ROB CHALMERS

Secretary: ROB CHALMERS

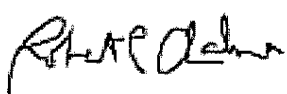
Director(s): ROB CHALMERS

If a professional corporation, include a list of shareholders with residential addresses and attach certificates of the appropriate regulatory board.

- d. The fiscal year end of the corporation:
DECEMBER
- e. A brief description of the type of business in which the corporation intends to engage:
HOLDING COMPANY
- f. The street address of the principal office of the corporation:
2100 - 40 KING ST WEST, TORONTO ONTARIO M5H 3C2
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

C/O COGENCY GLOBAL INC. 44 SCHOOL STREET, SUITE 325, BOSTON, MA 02108, which is
(number, street, city or town, state, zip code)

- ☐ its principal office;
- ☐ an office of its transfer agent;
- ☐ an office of its secretary/assistant secretary;
- ☒ its registered office.

Signed by: ,
(signature of authorized individual)

- ☐ Chairman of the board of directors,
- ☒ President,
- ☐ Other officer,
- ☐ Court-appointed fiduciary,

on this 28 day of August, 2018.

Delaware

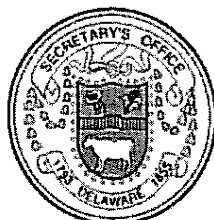
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TOROVERDE (MASSACHUSETTS), INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF AUGUST, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TOROVERDE (MASSACHUSETTS), INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF JULY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL FRANCHISE TAXES HAVE BEEN ASSESSED TO DATE.



6997384 8300

SR# 20186407845

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

Jeffrey W. Bullock, Secretary of State

Authentication: 203331026

Date: 08-29-18

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:

August 29, 2018 11:07 AM

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



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$100.00

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

Annual Report

(General Laws, Chapter 156D, Section 16.22; 950 CMR 113.57)

Identification Number: 001343676

1. Exact name of the corporation: TOROVERDE (MASSACHUSETTS), INC.

2. Jurisdiction of Incorporation: State: MA Country:

3.4. Street address of the corporation registered office in the commonwealth and the name of the registered agent at that office:

Name: COGENCY GLOBAL INC.
 No. and Street: 44 SCHOOL ST., SUITE 325
 City or Town: BOSTON State: MA Zip: 02108 Country: USA

5. Street address of the corporation's principal office:

No. and Street: C/O EVANSCUTLER ATTORNEYS
90 CONZ STREET
 City or Town: NORTHAMPTON State: MA Zip: 01060 Country: USA

6. Provide the name and addresses of the corporation's board of directors and its president, treasurer, secretary, and if different, its chief executive officer and chief financial officer.

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	WILLIAM BEETZ	5411 GOLDDUST ROAD SPRING HILL, FL 34609 USA
TREASURER	WILLIAM BEETZ	5411 GOLDDUST ROAD SPRING HILL, FL 34609 USA
SECRETARY	WILLIAM BEETZ	5411 GOLDDUST ROAD SPRING HILL, FL 34609 USA
DIRECTOR	WILLIAM BEETZ	5411 GOLDDUST ROAD SPRING HILL, FL 34609 USA

7. Briefly describe the business of the corporation:

RETAIL SALE OF CONSUMER GOODS

8. Capital stock of each class and series:

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments <i>Num of Shares</i>	<i>Total Par Value</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP	\$0.00100	5,000	\$5.00	0

9. Check here if the stock of the corporation is publicly traded: ☐

10. Report is filed for fiscal year ending: 12/31/ 2018

Signed by WILLIAM BEETZ , its PRESIDENT
on this 26 Day of March, 2019

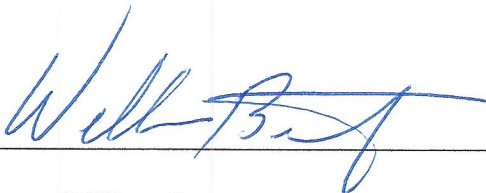
**ATTESTATION EXPLAINING RELATIONSHIP BETWEEN ROB CHALMERS AND TOROVERDE
(MASSACHUSETTS), INC.**

I, William Beetz, the President and Chief Executive Officer of ToroVerde (Massachusetts), Inc. ("ToroVerde"), hereby certify and attest that the following information is true and correct:

1. Rob Chalmers served as the Director, President, Treasurer, and Secretary of ToroVerde when the corporation was initially formed. However, Rob Chalmers resigned from all ToroVerde director and officer positions prior to the filing of the Retailer license application and is not directly involved with ToroVerde in any capacity.
2. Rob Chalmers holds a minority ownership interest in ToroVerde, Inc. ("TVI"), which only serves to provide capital resources indirectly to ToroVerde pursuant to a Revolving Loan Agreement between TVI and Nallim Capital Inc., which is the 100% owner/ultimate parent company of ToroVerde.

Under the Revolving Loan Agreement, TVI: (i) will not have any direct or indirect control over ToroVerde or its operations; (ii) will not have the ability to execute contracts on behalf of ToroVerde, (iii) will not have the right to control or authority to make decisions on behalf of ToroVerde, including regarding operations and strategic planning, capital allocations, acquisitions and divestments, or major marketing, production or financial decisions, or appointment or removal of directors or officers; and (iv) will not have any relevant managerial, operational, or financial interest in the business of ToroVerde that enables TVI to exercise a significant influence over the management, operations or finances, of ToroVerde or its operations.

As simply a minority shareholder of TVI, Rob Chalmers: (i) will not have any direct or indirect control over ToroVerde or its operations; (ii) will not have the ability to execute contracts on behalf of ToroVerde, (iii) will not have the right to control or authority to make decisions on behalf of ToroVerde, including regarding operations and strategic planning, capital allocations, acquisitions and divestments, or major marketing, production or financial decisions, or appointment or removal of directors or officers; and (iv) will not have any relevant managerial, operational, or financial interest in the business of ToroVerde that enables Rob Chalmers to exercise a significant influence over the management, operations or finances, of ToroVerde or its operations.



12/20/19
Date

Name: William Beetz
Title: President and Chief Executive Officer
Entity: ToroVerde (Massachusetts), Inc.



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

mass.gov/dor

Letter ID: L1985785920
Notice Date: November 19, 2019
Case ID: 0-000-627-946



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



RICHARD EVANS
TOROVERDE MASS INC
90 CONZ ST STE 213
NORTHAMPTON MA 01060-3868

Why did I receive this notice?

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

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

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

What if I have questions?

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

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau

TOROVERDE (MASSACHUSETTS), INC.

Business Plan

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1. EXECUTIVE SUMMARY

1.1 Mission Statement

ToroVerde (Massachusetts), Inc. (“**ToroVerde**”) is a Massachusetts business corporation that is committed to operating a compliant, safe, and high-quality Marijuana Retailer Establishment (“**MRE**”) in the Commonwealth of Massachusetts. ToroVerde seeks to establish itself as an industry leader through excellence in operational protocol, security systems, product quality, and community integration.

1.2 Product

ToroVerde will offer high-grade cannabis and extract products compliant with the guidelines and regulations set out by the Commission. In addition to traditional sativa, indica, and hybrid cannabis flower, ToroVerde will offer a wide range of products that will allow ToroVerde to serve customers with a wide variety of needs and preferences. The products ToroVerde intends to offer include, but will not be limited to:

1. Topical Salves
2. Creams and Lotion
3. Patches
4. Oral Mucosal/Sublingual Dissolving Tablets
5. Tinctures
6. Oral Sprays
7. Inhalation Ready to Use CO2 Extracted Hash Oils
8. Pre-Dosed Oil Vaporizers
9. Ingestion Capsules
10. Food and Beverages

1.3 Customers

ToroVerde’s target customers are consumers 21 years of age or older who live and work in the City of Northampton and surrounding communities in Hampshire County and who are seeking to purchase high-quality marijuana and marijuana products in a secure, professional, welcoming and conveniently-located retail establishment.

1.4 What Drives Us

ToroVerde’s goals include providing safe and high-grade cannabis and extract products to eligible consumers above the age of 21. ToroVerde also strives to contribute to the local economy and community by providing jobs, organizing employee volunteer days and industry specific training classes to prospective employees.

2. COMPANY DESCRIPTION

2.1 Corporate and Application Status

ToroVerde is a Massachusetts business corporation in good standing that is applying for a license from the Massachusetts Cannabis Control Commission (the “**Commission**”) to operate an adult use Marijuana Retailer Establishment (“**MRE**”) in the Commonwealth.

ToroVerde will file, in a form and manner specified by the Commission, an application for licensure as an MRE consisting of three (3) packets: an Application of Intent packet; a Background Check packet; and a Management and Operations Profile packet, in addition to submission of the required fees.

2.2 Operations

ToroVerde has executed a Lease Agreement for 26-28 N. King Street, Unit 2 in Northampton for use as a Marijuana Retailer Establishment. The property includes an existing 3,000 square foot commercial/retail space that will be renovated to improve exterior and interior conditions and install state-of-the-art security systems. There is ample existing parking on site for customers and staff.

ToroVerde’s facility will be designed with the specific intentions of ensuring consumer safety; promoting a smooth flow of business throughout the facility; eliminating queuing; and incorporating design nuance that is intended to facilitate one-on-one conversations between customer service representatives and customers. ToroVerde will meticulously invest in security, interior design, quality control, product testing, and staff training.

ToroVerde plans to obtain the marijuana flower and marijuana products to be sold at its Retailer Establishment from other licensed Marijuana Cultivator and Product Manufacturer Establishments in the Commonwealth.

2.3 Inventory Procedures

ToroVerde will establish inventory controls and procedures for reviewing comprehensive inventories of marijuana products; conduct a monthly inventory of finished and stored marijuana; conduct a comprehensive inventory at least once every year after the date of the previous comprehensive inventory; and promptly transcribe inventories if taken by use of an oral recording device.

ToroVerde will track all marijuana products using a seed-to-sale methodology in a form and manner approved by the Commission. Such procedures have a well-established track record in the industry of preventing internal diversion of product.

ToroVerde will maintain records that will be available for inspection by the Commission and host upon request. The records will be maintained in accordance with generally accepted accounting principles (GAAP). Records will be maintained for at least 12 months.

Additional information on ToroVerde's inventory procedures are available in the Inventory Procedures document included with this submission.

2.4 Security

ToroVerde will contract with a professional security and alarm company to design, implement, and monitor a comprehensive security plan to ensure that the facility is a safe and secure environment for customers, employees and the local community.

ToroVerde's state-of-the-art security system will consist of perimeter windows, as well as duress, panic, and holdup alarms connected to local law enforcement for efficient notification and response in the event of a security threat. The system will also include a failure notification system that will immediately alert the executive management team if a system failure occurs. A redundant alarm system will be installed to ensure that active alarms remain operational if the primary system is compromised.

Interior and exterior HD video surveillance of all areas that contain marijuana, entrances, exits, and parking lots will be operational 24/7 and available to the Northampton Police Department. These surveillance cameras will remain operational even in the event of a power outage. The exterior of the dispensary and surrounding area will be sufficiently lit, and foliage will be minimized to ensure clear visibility of the area at all times.

Only eligible consumers 21 years of age and older with a valid government-issued ID and ToroVerde's registered agents and other authorized visitors (e.g. contractors, vendors) will be allowed access to the facility, and a visitor log will be maintained in perpetuity. All agents and visitors will be required to visibly display an ID badge, and ToroVerde will maintain a current list of individuals with access.

On-site consumption of marijuana by customers, ToroVerde's employees and visitors will be prohibited. ToroVerde will have security personnel on-site during business hours.

Additional information on ToroVerde's security plan is available in the Security Plan document included with this submission.

2.5 Benefits to the City of Northampton

ToroVerde looks forward to working cooperatively with the City of Northampton to ensure that ToroVerde operates as a responsible, contributing member of the Northampton community. ToroVerde anticipates establishing a mutually beneficial relationship with the City in exchange for permitting ToroVerde to site and operate in Northampton. The City stands to benefit in various ways, including but not limited to the following:

- a. **Jobs.** ToroVerde estimates adding 15 - 25 full-time jobs for qualified Northampton residents, in addition to hiring qualified local contractors and vendors.
- b. **Host Community Agreement.** A Host Community Agreement, under which ToroVerde will make significant community impact payments to the City, will provide additional financial benefits beyond local property taxes.
- c. **Access to Quality Legal Product for Consumers.** ToroVerde will ensure only qualified consumers ages 21 and over are able to purchase consistent, high-quality marijuana and marijuana products that are regulated and tested for cannabinoid content and contaminants. This will help to eliminate the current black market, in which consumers and patients are not required to verify their age and marijuana products are not tested.
- d. **Local Sales Tax Revenue.** The City will receive additional tax revenue through the adoption of a local sales tax of up to 3% on each retail sale to consumers.
- e. **Control.** In addition to the Commission, the Northampton Police Department and other municipal departments will have oversight over ToroVerde's security systems and processes.
- f. **Responsibility.** ToroVerde is comprised of experienced professionals who will be thoroughly background checked and vetted by the Commission.
- g. **Economic Development.** ToroVerde's project will revitalize the surrounding area and contribute to the overall economic development of the local community.

2.6 Zoning and Local Compliance

ToroVerde will remain compliant at all times with the local zoning requirements set forth in the City of Northampton Zoning Ordinance. In accordance with the Zoning Ordinance, ToroVerde's proposed Marijuana Retail Establishment is located in the Highway-Business (HB) Zoning District designated for Marijuana Retail Establishments.

In compliance with 935 CMR 500.110(3) and the Zoning Ordinance, ToroVerde's proposed facility is not located within five hundred (500) feet of a public or private school providing education to children in kindergarten or grades 1 through 12 or within two hundred (200) feet daycare center or any facility in which children commonly congregate.

ToroVerde will apply for any other local permits, approvals, registrations or certificates required to site and operate a Marijuana Retailer Establishment at the proposed location. ToroVerde will comply with all conditions and standards set forth in any required local permit or approval.

ToroVerde has met with local officials and community members to discuss its plans for a proposed Marijuana Retailer Establishment, and ToroVerde has executed the required Host Community Agreement with the City. ToroVerde will continue to work cooperatively with various municipal departments, boards, and officials to ensure that the establishment is compliant with all local laws, regulations, rules, and codes with respect to design, construction, operation, and security.

ToroVerde has also retained two law firms specializing in marijuana businesses to assist with ongoing compliance with local zoning requirements.

3. MARKET RESEARCH

3.1 Industry

33 States and Washington D.C have laws broadly legalizing marijuana use. Approximately 60% of Americans support the legalization of marijuana, with 89% of Americans supporting the legalization of marijuana use for medical purposes.

According to a recent study released by the Massachusetts Department of Public Health, over 21 percent of adults in Massachusetts have used marijuana within the last 30 days. In Massachusetts, marijuana sales are expected to increase from \$106 million in 2017 to \$457 million in 2018, and eventually to \$1.4 billion in 2025, according to New Frontier Data.

3.2 Customers

The City of Northampton's population is approximately 28,500, and the population of Hampshire County is approximately 161,800.

ToroVerde's target customers are consumers 21 years of age or older who live in, work in and visit the City of Northampton and the surrounding communities in Hampshire County and who are seeking to purchase high-quality marijuana and marijuana products in a secure, professional, welcoming and conveniently-located retail establishment.

3.3 Competitors

ToroVerde's main competitors will include other licensed Retailer Establishments in the City of Northampton and in other municipalities in Hampshire County.

3.4 Competitive Advantage

ToroVerde is in the process of engaging experienced cannabis industry professionals to provide advice on best practices for retail marijuana operations on a consultant basis.

ToroVerde feels confident that a consultant partner with experience in effective cannabis retail operations, superior product quality and selection, and attention to customer experience will yield a positive reputation for ToroVerde within the Northampton community that competitor retailer establishments may not be able to achieve. ToroVerde will leverage its partner's experience to ensure a premiere dispensing experience.

4. PRODUCT / SERVICE

4.1 Products

ToroVerde intends to offer a variety of marijuana strains, concentrates and infused products to meet the wide-ranging needs and preferences of its customer base. The products available for purchase will include, but will not be limited to:

1. Topical Salves
2. Creams and Lotion
3. Patches
4. Oral Mucosal/Sublingual Dissolving Tablets
5. Tinctures
6. Oral Sprays
7. Inhalation Ready to Use CO2 Extracted Hash Oils
8. Pre-Dosed Oil Vaporizers
9. Ingestion Capsules
10. Food and Beverages

4.2 Dispensary Procedures

In accordance with 935 CMR 500.140(3), access to ToroVerde's establishment will be limited to verified individuals 21 years of age and older. Prior to entering the dispensary, a customer must present a valid, government-issued photo identification to a ToroVerde security agent to determine whether the customer is 21 years of age or older. Once the customer's identity and age are verified, the security agent will permit the customer to enter the establishment's sales area.

Once inside the sales area, the customer will enter a queue to obtain individualized service from a ToroVerde agent who will help the customer select from the available products and complete the transaction. Prior to checkout, customers will be required to confirm their identities and ages a second time. The checkout also activates the seed-to-sale tracking system that will be compliant with 935 CMR 500.105(8). Sales will be limited to one (1) ounce of marijuana flower or five (5) grams of marijuana concentrate per adult use consumer transaction. All required taxes will be collected at the point of sale.

Once a customer has selected products for purchase, a ToroVerde agent will collect the requested items from a secure product storage area. The agent will then scan each product's barcode into

the Commission-approved point of sale system. All products will be packaged in tamper and child-resistant, resealable packaging that is compliant with 935 CMR 500.105(5) and properly labeled with warnings, strain information, cannabinoid profile, and other information detailed in 935 CMR 500.105.

In the event a ToroVerde agent determines a consumer would place themselves or the public at risk, the agent will refuse to sell any marijuana products to the consumer. ToroVerde will use the point of sale system to accept payment and complete the sale. The system will back up and securely cache each sale for inspection.

In compliance with 935 CMR 500.140(8), ToroVerde will provide educational materials designed to help consumers make informed marijuana product purchases. The educational materials will describe the various types of products available, as well as the types and methods of responsible consumption. The materials will offer education on titration, which is the method of using the smallest amount of product necessary to achieve the desired effect. Additional topics discussed in the education materials will include potency, proper dosing, the delayed effects of edible marijuana products, substance abuse and related treatment programs, and marijuana tolerance, dependence, and withdrawal.

Additional information on ToroVerde's retail policies and procedures is available in the Dispensing Procedures document included with this submission.

4.3 Pricing Structure

When determining the appropriate pricing structure, ToroVerde will continually strive to find the perfect balance between affordability for consumers and preventing the diversion of product to the black market.

5. MARKETING & SALES

5.1 Growth Strategy

ToroVerde's plan to grow the company includes:

1. Strong and consistent branding;
2. Intelligent, targeted, and compliant marketing programs;
3. An exemplary customer in-store experience; and
4. A caring and thoughtful staff made of highly-trained, consummate professionals

5.2 Communication

ToroVerde will engage in reasonable marketing, advertising, and branding practices that do not jeopardize the public health, welfare, or safety of the general public, or promote the diversion of

marijuana or marijuana use in individuals younger than 21 years old. Any such marketing, advertising, and branding created for viewing by the public will include the statement: “Please Consume Responsibly,” in a conspicuous manner on the face of the advertisement and will include a minimum of two of the warnings, located at 935 CMR 500.105(4)(a), in their entirety in a conspicuous manner on the advertisement.

All marketing, advertising, and branding produced by or on behalf of ToroVerde will include the following warning, including capitalization, in accordance with M.G.L. c. 94G, § 4(a½)(xxvi): “This product has not been analyzed or approved by the Food and Drug Administration (FDA). There is limited information on the side effects of using this product, and there may be associated health risks. Marijuana use during pregnancy and breast-feeding may pose potential harms. It is against the law to drive or operate machinery when under the influence of this product. KEEP THIS PRODUCT AWAY FROM CHILDREN. There may be health risks associated with consumption of this product. Marijuana can impair concentration, coordination, and judgment. The impairment effects of edible marijuana may be delayed by two hours or more. In case of accidental ingestion, contact poison control hotline 1-800-222-1222 or 9-1-1. This product may be illegal outside of MA.”

ToroVerde will communicate with customers through:

1. A company run website;
2. A company blog;
3. Popular online information platforms such as WeedMaps and Leafly;
4. Popular social media platforms such as Instagram and Facebook;
5. Opt-in direct communications; and
6. Partnership with local businesses.

ToroVerde will provide a catalogue and a printed list of the prices and strains of marijuana available to consumers and will post the same catalogue and list on its website and in the retail store.

ToroVerde will seek events where 85% or more of the audience is reasonably expected to be 21 years of age or older, as determined by reliable, current audience composition data. At these events, ToroVerde will market its products and services to reach a wide range of qualified consumers.

5.3 Product Packaging

ToroVerde will ensure that all marijuana products that are provided for sale to consumers are sold in tamper or child-resistant packaging. Packaging for marijuana products sold or displayed for consumers, including any label or imprint affixed to any packaging containing marijuana products or any exit packages, will not be attractive to minors.

Packaging for marijuana products sold or displayed for consumers in multiple servings will allow a consumer to easily perform the division into single servings and include the following statement on the exterior of the package in a printed font that is no smaller than ten-point Times New Roman, Helvetica, or Arial, including capitalization: “INCLUDES MULTIPLE

SERVINGS.” ToroVerde will not sell multiple serving beverages and each single serving of an edible marijuana product contained in a multiple-serving package will be marked, stamped, or otherwise imprinted with the symbol issued by the Commission under 935 CMR 500.105(5) that indicates that the single serving is a marijuana product. At no point will an individual serving size of any marijuana product contain more than five (5) milligrams of delta-nine tetrahydrocannabinol.

5.4 Branding and Logos

ToroVerde will develop logos and branding that complies with state regulations and that will distinguish ToroVerde from its competitors. ToroVerde will file for trademark protection at the state level, and when permissible, at the federal level.

6. FINANCIAL SUMMARY

ToroVerde is well-funded and is expected to have the ability to leverage its consultant’s operational experience to establish a successful, compliant retail operation in a timely manner.

ToroVerde’s proposed facility in Northampton is an existing structure that will not require large amounts of capital and time-intensive construction.

6.1 Financial Projections

Fiscal Year (US\$000s)	FIRST FULL FISCAL YEAR PROJECTIONS 2019	SECOND FULL FISCAL YEAR PROJECTIONS 2020	THIRD FULL FISCAL YEAR PROJECTIONS 2021
Projected Revenue	\$234	\$6,926	\$8,977
Projected Expenses	\$320	\$5,111	\$6,415
Profit:	(\$86)	\$1,815	\$2,562
Number of unique customers for the year	143	4,083	5,057
Number of customer visits for the year	3,331	95,136	117,832
Projected % of customer growth rate annually	---	2,756%	24%
Estimated purchased ounces per visit	0.2	0.2	0.2

Estimated cost per ounce	\$176	\$196	\$217
Total FTEs in staffing	12	15	16
Total marijuana inventory for the year (in lbs.)	44	1,258	1,559

6.2 Financial Assumptions

ToroVerde has based its revenue forecasts on a top-down model that accounts for the local population (of both the City of Northampton and Hampshire County). While initial estimates assume a higher proportion of revenue from the sale of dried flower, ToroVerde assumes that revenue will shift in favor of derivative products (including topicals, tinctures, concentrates, and edibles) in subsequent years.

ToroVerde expects to employ at least 13 full-time equivalents (FTEs) in Northampton, plus a salaried General Manager and Assistant General Manager. Additionally, ToroVerde will employ a minimum of two Security Officers, one of which will be present on the premises during all operating hours.

In these financial projections, ToroVerde assumes operations as a Marijuana Retail Establishment will commence on these premises in November 2019. However, the applicant understands that the opening of the business is requisite on receipt of full licensure from the Commonwealth of Massachusetts and full compliance with all laws and regulations governing the operation of such business.

7. TEAM

7.1 General

ToroVerde has assembled a team of experienced cannabis industry professionals with a diverse set of talents to operate a Marijuana Retailer Establishment, including business management, retail operations, public safety and security.

7.1 Executive Management Team

7.1.1 William Beetz, *Director, President, Treasurer, Secretary, Chief Executive Officer*

William Beetz is a retired police captain, after 24 years of service, who managed a staff of over 600 sworn and civilian personnel at the agency of Hernando County sheriff's office in the state of Florida. Since retirement in 2011, Mr. Beetz has followed several successful entrepreneur opportunities as well as consulting contracts within the business world of restaurants, retail, and the marijuana industry. Mr. Beetz is married for over 28 years with three adult children, who all have professional careers in medical, law, and business ownership.

William Beetz has successfully completed a bachelor's degree in Business Management and a master's degree in Criminal Justice with a Cum Laude certificate maintaining a 3.8 GPA. William Beetz holds the position of a Chairman of a board of directors for a not-for-profit organization to assist in providing the needs for disabled children and families as well as fulfilling many requests in organizing charity fundraising and volunteering at a local 1,500 member Christian church.

7.1.2 Damian Solomon, *Chief Operations Officer*

7.1.3 Hidemi Ena, *Chief Retail Officer*

8. CONCLUSION

ToroVerde is expected to have the ability to leverage its operations consultant's experience and know-how to safely and efficiently serve customers with high quality, consistent, laboratory-tested marijuana and marijuana products in Northampton and the surrounding communities in Hampshire County.

ToroVerde is well-funded and well-positioned in the Massachusetts market and will contribute to the growth of the industry through a highly experienced team of successful operators working under an established framework of high quality standard operating procedures, research and development plans, and growth strategies. In doing so, ToroVerde looks forward to working cooperatively with the City of Northampton to help spread the benefits this market will yield.

PLAN FOR OBTAINING LIABILITY INSURANCE

ToroVerde (Massachusetts), Inc. (“ToroVerde”) will contract with an insurance provider to maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually and product liability coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually. The policy deductible will be no higher than \$5,000 per occurrence. ToroVerde will consider additional coverage based on availability and cost-benefit analysis.

If adequate coverage is unavailable at a reasonable rate, ToroVerde will place in escrow at least \$250,000 to be expended for liabilities coverage (or such other amount approved by the Commission). Any withdrawal from such escrow will be replenished within 10 business days of any expenditure. ToroVerde will keep reports documenting compliance with 935 CMR 500.105(10): *Liability Insurance Coverage or Maintenance of Escrow* in a manner and form determined by the Commission pursuant to 935 CMR 500.000.

PLAN FOR RESTRICTING ACCESS TO AGE 21 AND OLDER

Pursuant to 935 CMR 500.050(8)(b), ToroVerde (Massachusetts), Inc. (“ToroVerde”) will only be accessible to individuals, visitors, and agents who are 21 years of age or older with a verified and valid government-issued photo ID. Upon entry into the premises of the marijuana establishment by an individual, visitor, or agent, a ToroVerde agent will immediately inspect the person’s proof of identification and determine the person’s age, in accordance with 935 CMR 500.140(2).

In the event ToroVerde discovers any of its agents intentionally or negligently sold marijuana to an individual under the age of 21, the agent will be immediately terminated, and the Commission will be promptly notified, pursuant to 935 CMR 500.105(1)(m). ToroVerde will not hire any individuals who are under the age of 21 or who have been convicted of distribution of controlled substances to minors in the Commonwealth or a like violation of the laws in other jurisdictions, pursuant to 935 CMR 500.030(1).

Pursuant to 935 CMR 500.105(4), ToroVerde will not engage in any advertising practices that are targeted to, deemed to appeal to or portray minors under the age of 21. ToroVerde will not engage in any advertising by means of television, radio, internet, mobile applications, social media, or other electronic communication, billboard or other outdoor advertising, including sponsorship of charitable, sporting or similar events, unless at least 85% of the audience is reasonably expected to be 21 years of age or older as determined by reliable and current audience composition data. ToroVerde will not manufacture or sell any edible products that resemble a realistic or fictional human, animal, fruit, or sporting-equipment item including artistic, caricature or cartoon renderings, pursuant to 935 CMR 500.150(1)(b). In accordance with 935 CMR 500.105(4)(a)(5), any advertising created for public viewing will include a warning stating, **“For use only by adults 21 years of age or older. Keep out of the reach of children. Marijuana can impair concentration, coordination and judgment. Do not operate a vehicle or machinery under the influence of marijuana. Please Consume Responsibly.”** Pursuant to 935 CMR 500.105(6)(b), ToroVerde packaging for any marijuana or marijuana products will not use bright colors, defined as colors that are “neon” in appearance, resemble existing branded products, feature cartoons, a design, brand or name that resembles a non-cannabis consumer or celebrities commonly used to market products to minors, feature images of minors or other words that refer to products commonly associated with minors or otherwise be marketed to minors. ToroVerde’s website will require all online visitors to verify they are 21 years of age or older prior to accessing the website, in accordance with 935 CMR 500.105(4)(b)(13).

QUALITY CONTROL AND TESTING

Quality Control

ToroVerde (Massachusetts), Inc. (“ToroVerde”) will comply with the following sanitary requirements:

1. Any ToroVerde agent whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, is subject to the requirements for food handlers specified in 105 CMR 300.000, and all edible marijuana products will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 590.000, and with the requirements for food handlers specified in 105 CMR 300.000.
2. Any ToroVerde agent working in direct contact with preparation of marijuana or nonedible marijuana products will conform to sanitary practices while on duty, including:
 - a. Maintaining adequate personal cleanliness; and
 - b. Washing hands thoroughly in an adequate hand-washing area before starting work, and at any other time when hands may have become soiled or contaminated.
3. ToroVerde’s hand-washing facilities will be adequate and convenient and will be furnished with running water at a suitable temperature. Hand-washing facilities will be located in ToroVerde’s production areas and where good sanitary practices require employees to wash and sanitize their hands, and will provide effective hand-cleaning and sanitizing preparations and sanitary towel service or suitable drying devices;
4. ToroVerde’s facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. ToroVerde will ensure that litter and waste is properly removed and disposed of so as to minimize the development of odor and minimize the potential for the waste attracting and harboring pests. The operating systems for waste disposal will be maintained in an adequate manner pursuant to 935 CMR 500.105(12);
6. ToroVerde’s floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. ToroVerde’s facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. ToroVerde’s buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. ToroVerde will ensure that all contact surfaces, including utensils and equipment, will be maintained in a clean and sanitary condition. Such surfaces will be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils will be so designed and of such material and workmanship as to be adequately cleanable;
10. All toxic items will be identified, held, and stored in a manner that protects against contamination of marijuana products. Toxic items will not be stored in an area containing products used in the cultivation of marijuana. ToroVerde acknowledges and understands that the Commission may require ToroVerde to demonstrate the intended and actual use of any toxic items found on ToroVerde’s premises;

11. ToroVerde will ensure that its water supply is sufficient for necessary operations, and that any private water source will be capable of providing a safe, potable, and adequate supply of water to meet ToroVerde's needs;
12. ToroVerde's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the marijuana establishment. Plumbing will properly convey sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and wastewater lines;
13. ToroVerde will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. ToroVerde will hold all products that can support the rapid growth of undesirable microorganisms in a manner that prevents the growth of these microorganisms; and
15. ToroVerde will store and transport finished products under conditions that will protect them against physical, chemical, and microbial contamination, as well as against deterioration of finished products or their containers.

ToroVerde's vehicles and transportation equipment used in the transportation of marijuana products or edibles requiring temperature control for safety will be designed, maintained, and equipped as necessary to provide adequate temperature control to prevent the marijuana products or edibles from becoming unsafe during transportation, consistent with applicable requirements pursuant to 21 CFR 1.908(c).

ToroVerde will ensure that ToroVerde's facility is always maintained in a sanitary fashion and will comply with all applicable sanitary requirements.

ToroVerde will follow established policies and procedures for handling voluntary and mandatory recalls of marijuana products. Such procedures are sufficient to deal with recalls due to any action initiated at the request or order of the Commission, and any voluntary action by ToroVerde to remove defective or potentially defective marijuana products from the market, as well as any action undertaken to promote public health and safety.

Any inventory that becomes outdated, spoiled, damaged, deteriorated, mislabeled, or contaminated will be disposed of in accordance with the provisions of 935 CMR 500.105(12), and any such waste will be stored, secured, and managed in accordance with applicable state and local statutes, ordinances, and regulations.

Testing

ToroVerde will not sell or otherwise market marijuana or marijuana products that are not capable of being tested by Independent Testing Laboratories, except as allowed under 935 CMR 500.000. No marijuana product will be sold or otherwise marketed for adult use that has not first been tested by an Independent Testing Laboratory and deemed to comply with the standards required under 935 CMR 500.160.

Any Independent Testing Laboratory relied upon by ToroVerde for testing will be licensed or registered by the Commission and (i) currently and validly licensed under 935 CMR 500.101: *Application Requirements*, or formerly and validly registered by the Commission; (ii) accredited

to ISO 17025:2017 or the most current International Organization for Standardization 17025 by a third-party accrediting body that is a signatory to the International Laboratory Accreditation Accrediting Cooperation mutual recognition arrangement or that is otherwise approved by the Commission; (iii) independent financially from any Medical Marijuana Treatment Center, Marijuana Establishment or Licensee; and (iv) qualified to test marijuana and marijuana products, including marijuana-infused products, in compliance with M.G.L. c. 94C, § 34; M.G.L. c. 94G, § 15; 935 CMR 500.000: *Adult Use of Marijuana*; 935 CMR 501.000: *Medical Use of Marijuana*; and Commission protocol(s).

Testing of ToroVerde's marijuana products will be performed by an Independent Testing Laboratory in compliance with a protocol(s) established in accordance with M.G.L. c. 94G, § 15 and in a form and manner determined by the Commission, including but not limited to, the *Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana-infused Products*. Testing of ToroVerde's environmental media will be performed in compliance with the *Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries* published by the Commission.

ToroVerde's marijuana will be tested for the cannabinoid profile and for contaminants as specified by the Commission including, but not limited to, mold, mildew, heavy metals, plant-growth regulators, and the presence of pesticides. In addition to these contaminant tests, final ready-to-sell Marijuana Vaporizer Products shall be screened for heavy metals and Vitamin E Acetate (VEA) in accordance with the relevant provisions of the *Protocol for Sampling and Analysis of Finished Marijuana and Marijuana Products for Marijuana Establishments, Medical Marijuana Treatment Centers and Colocated Marijuana Operations*. ToroVerde acknowledges and understands that the Commission may require additional testing.

ToroVerde's policy of responding to laboratory results that indicate contaminant levels are above acceptable limits established in the protocols identified in 935 CMR 500.160(1) will include notifying the Commission (i) within 72 hours of any laboratory testing results indicating that the contamination cannot be remediated and disposing of the production batch and (ii) of any information regarding contamination as specified by the Commission immediately upon request by the Commission. Such notification will be from both ToroVerde and the Independent Testing Laboratory, separately and directly, and will describe a proposed plan of action for both the destruction of the contaminated product and the assessment of the source of contamination.

ToroVerde will maintain testing results in compliance with 935 CMR 500.000 *et seq* and the record keeping policies described herein and will maintain the results of all testing for no less than one year. ToroVerde acknowledges and understands that testing results will be valid for a period of one year, and that marijuana or marijuana products with testing dates in excess of one year shall be deemed expired and may not be dispensed, sold, transferred or otherwise conveyed until retested.

All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services will comply with 935 CMR 500.105(13). All storage of ToroVerde's marijuana at a laboratory providing marijuana testing services will comply with 935 CMR 500.105(11). All excess marijuana will be disposed in compliance with 935 CMR 500.105(12),

either by the Independent Testing Laboratory returning excess marijuana to ToroVerde for disposal or by the Independent Testing Laboratory disposing of it directly. All Single-servings of marijuana products will be tested for potency in accordance with 935 CMR 500.150(4)(a) and subject to a potency variance of no greater than plus/minus ten percent (+/- 10%).

Any marijuana or marijuana products that fail any test for contaminants must either be reanalyzed without remediation, remediated or disposed of. In the event marijuana or marijuana products are reanalyzed, a sample from the same batch shall be submitted for reanalysis at the ITL that provided the original failed result. If the sample passes all previously failed tests at the initial ITL, an additional sample from the same batch previously tested shall be submitted to a second ITL other than the initial ITL for a Second Confirmatory Test. To be considered passing and therefore safe for sale, the sample must have passed the Second Confirmatory Test at a second ITL. Any Marijuana or Marijuana Product that fails the Second Confirmatory Test will not be sold, transferred or otherwise dispensed to Consumers, Patients or Licensees without first being remediated. Otherwise, any such product shall be destroyed in compliance with 935 CMR 500.105(12): *Waste Disposal*.

If marijuana or marijuana products are destined for remediation, a new test sample will be submitted to a licensed ITL, which may include the initial ITL for a full-panel test. Any failing Marijuana or Marijuana Product may be remediated a maximum of two times. Any Marijuana or Marijuana Product that fails any test after the second remediation attempt will not be sold, transferred or otherwise dispensed to Consumers, Patients or Licensees and will be destroyed in compliance with 935 CMR 500.105(12): *Waste Disposal*.

PERSONNEL POLICIES INCLUDING BACKGROUND CHECKS

Overview

ToroVerde (Massachusetts), Inc. (“ToroVerde”) will securely maintain personnel records, including registration status and background check records. ToroVerde will keep, at a minimum, the following personnel records:

- Job descriptions for each employee and volunteer position, as well as organizational charts consistent with the job descriptions;
- A personnel record for each marijuana establishment agent;
- A staffing plan that will demonstrate accessible business hours and safe operating conditions;
- Personnel policies and procedures; and
- All background check reports obtained in accordance with 935 CMR 500.030.

Agent Personnel Records

In compliance with 935 CMR 500.105(9), personnel records for each agent will be maintained for at least twelve (12) months after termination of the agent’s affiliation with ToroVerde and will include, at a minimum, the following:

- All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
- Documentation of verification of references;
- The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
- Documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
- Documentation of periodic performance evaluations;
- A record of any disciplinary action taken;
- Notice of completed responsible vendor and eight-hour related duty training; and
- Results of initial background investigation, including CORI reports.

Personnel records will be kept in a secure location to maintain confidentiality and be only accessible to the agent’s manager or members of the executive management team.

Agent Background Checks

- In addition to completing the Commission’s agent registration process, all agents hired to work for ToroVerde will undergo a detailed background investigation prior to being granted access to a ToroVerde facility or beginning work duties.
- Background checks will be conducted on all agents in their capacity as employees or volunteers for ToroVerde pursuant to 935 CMR 500.030 and will be used by the Director of Security, who will be registered with the Department of Criminal Justice Information Systems pursuant to 803 CMR 2.04: iCORI Registration and the Commission for purposes of determining the suitability of individuals for registration as a marijuana establishment agent with the licensee.
- For purposes of determining suitability based on background checks performed in accordance with 935 CMR 500.030, ToroVerde will consider:

- a. All conditions, offenses, and violations are construed to include Massachusetts law or like or similar law(s) of another state, the United States or foreign jurisdiction, a military, territorial or Native American tribal authority, or any other jurisdiction.
- b. All criminal disqualifying conditions, offenses, and violations include the crimes of attempt, accessory, conspiracy, and solicitation. Juvenile dispositions will not be considered as a factor for determining suitability.
- c. Where applicable, all look-back periods for criminal conditions, offenses, and violations included in 935 CMR 500.802 commence upon the date of disposition; provided, however, that if disposition results in incarceration in any institution, the look-back period will commence upon release from incarceration.
- Suitability determinations will be made in accordance with the procedures set forth in 935 CMR 500.800. In addition to the requirements established in 935 CMR 500.800, ToroVerde will:
 - a. Comply with all guidance provided by the Commission and 935 CMR 500.802: Tables B through D to determine if the results of the background are grounds for Mandatory Disqualification or Presumptive Negative Suitability Determination.
 - b. Consider whether offense(s) or information that would result in a Presumptive Negative Suitability Determination under 935 CMR 500.802. In the event a Presumptive Negative Suitability Determination is made, ToroVerde will consider the following factors:
 - i. Time since the offense or incident;
 - ii. Age of the subject at the time of the offense or incident;
 - iii. Nature and specific circumstances of the offense or incident;
 - iv. Sentence imposed and length, if any, of incarceration, if criminal;
 - v. Penalty or discipline imposed, including damages awarded, if civil or administrative;
 - vi. Relationship of offense or incident to nature of work to be performed;
 - vii. Number of offenses or incidents;
 - viii. Whether offenses or incidents were committed in association with dependence on drugs or alcohol from which the subject has since recovered;
 - ix. 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 subject's conduct and experience since the time of the offense including, but not limited to, professional or educational certifications obtained; and
 - x. Any other relevant information, including information submitted by the subject.
 - c. Consider appeals of determinations of unsuitability based on claims of erroneous information received as part of the background check during the application process in accordance with 803 CMR 2.17: Requirement to Maintain a Secondary Dissemination Log and 2.18: Adverse Employment Decision Based on CORI or

Other Types of Criminal History Information Received from a Source Other than the DCJIS.

- All suitability determinations will be documented in compliance with all requirements set forth in 935 CMR 500 et seq. and guidance provided by the Commission.
- Background screening will be conducted by an investigative firm holding the National Association of Professional Background Screeners (NAPBS®) Background Screening Credentialing Council (BSCC) accreditation and capable of performing the searches required by the regulations and guidance provided by the Commission.
- References provided by the agent will be verified at the time of hire.
- As a condition of their continued employment, agents, volunteers, contractors, and subcontractors are required to renew their Program ID cards annually and submit to other background screening as may be required by ToroVerde or the Commission.

Personnel Policies and Training

As outlined in ToroVerde's Record Keeping Procedures, a staffing plan and staffing records will be maintained in compliance with 935 CMR 500.105(9) and will be made available to the Commission, upon request. All ToroVerde agents are required to complete training as detailed in ToroVerde's Qualifications and Training plan which includes but is not limited to ToroVerde's strict alcohol, smoke and drug-free workplace policy, job specific training, Responsible Vendor Training Program, confidentiality training including how confidential information is maintained at the marijuana establishment and a comprehensive discussion regarding the marijuana establishment's policy for immediate dismissal. All training will be documented in accordance with 935 CMR 105(9)(d)(2)(d).

ToroVerde will have a policy for the immediate dismissal of any dispensary agent who has:

- Diverted marijuana, which will be reported the Police Department and to the Commission;
- Engaged in unsafe practices with regard to ToroVerde operations, which will be reported to the Commission; or
- Been convicted or entered a guilty plea, plea of *nolo contendere*, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority.

RECORDKEEPING PROCEDURES

General Overview

ToroVerde (Massachusetts), Inc. (“ToroVerde”) has established policies regarding recordkeeping and record-retention in order to ensure the maintenance, safe keeping, and accessibility of critical documents. Electronic and wet signatures are accepted forms of execution of ToroVerde documents. Records will be stored at ToroVerde in a locked room designated for record retention. All written records will be available for inspection by the Commission upon request.

Recordkeeping

To ensure that ToroVerde is keeping and retaining all records as noted in this policy, reviewing Corporate Records, Business Records, and Personnel Records to ensure completeness, accuracy, and timeliness of such documents will occur as part of ToroVerde’s quarter-end closing procedures. In addition, ToroVerde’s operating procedures will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis.

- **Corporate Records**

Corporate Records are defined as those records that require, at a minimum, annual reviews, updates, and renewals, including:

- Insurance Coverage:
 - Directors & Officers Policy
 - Product Liability Policy
 - General Liability Policy
 - Umbrella Policy
 - Workers Compensation Policy
 - Employer Professional Liability Policy
- Third-Party Laboratory Contracts
- Commission Requirements:
 - Annual Agent Registration
 - Annual Marijuana Establishment Registration
- Local Compliance:
 - Certificate of Occupancy
 - Special Permits
 - Variances
 - Site Plan Approvals
 - As-Built Drawings
- Corporate Governance:
 - Annual Report
 - Secretary of Commonwealth Filings

- **Business Records**

Business Records require ongoing maintenance and updates. These records can be electronic or hard copy (preferably electronic) and at minimum include:

- Assets and liabilities;
- Monetary transactions;
- Books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
- Sales records including the quantity, form, and cost of marijuana products;

- Salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over ToroVerde.
- Personnel Records

At a minimum, Personnel Records will include:

 - Job descriptions for each agent and volunteer position, as well as organizational charts consistent with the job descriptions;
 - A personnel record for each marijuana establishment agent. Such records will be maintained for at least twelve (12) months after termination of the agent's affiliation with ToroVerde and will include, at a minimum, the following:
 - All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
 - Documentation of verification of references;
 - The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
 - Documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
 - Documentation of periodic performance evaluations; and
 - A record of any disciplinary action taken.
 - Notice of completed responsible vendor and eight-hour related duty training.
 - A staffing plan that will demonstrate accessible business hours and safe operating conditions;
 - Personnel policies and procedures; and
 - All background check reports obtained in accordance with 935 CMR 500.030: Registration of Marijuana Establishment Agents 803 CMR 2.00: Criminal Offender Record Information (CORI).
- Handling and Testing of Marijuana Records
 - ToroVerde will maintain the results of all testing for a minimum of one (1) year.
- 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 agents who conducted the inventory.
- Seed-to-Sale Tracking Records
 - ToroVerde will use Metrc as the seed-to-sale tracking software to maintain real-time inventory. The seed-to-sale tracking software inventory reporting will meet the requirements specified by the Commission and 935 CMR 500.105(8)(e), including, at a minimum, an inventory of marijuana plants; marijuana plant-seeds and clones in any phase of development such as propagation, vegetation, flowering; marijuana ready for dispensing; all marijuana products; and all damaged, defective, expired, or contaminated marijuana and marijuana products awaiting disposal.
- Sales Records for Marijuana Retailer

- ToroVerde will maintain records that it has performed a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate the sales data and produce such records on request to the Commission.
- Incident Reporting Records
 - Within ten (10) calendar days, ToroVerde will provide notice to the Commission of any incident described in 935 CMR 500.110(9)(a), by submitting an incident report in the form and manner determined by the Commission which details the circumstances of the event, any corrective action taken, and confirmation that the appropriate law enforcement authorities were notified within twenty-four (24) hours of discovering the breach or incident.
 - All documentation related to an incident that is reportable pursuant to 935 CMR 500.110(9)(a) will be maintained by ToroVerde for no less than one year or the duration of an open investigation, whichever is longer, and made available to the Commission and law enforcement authorities within ToroVerde's jurisdiction on request.
- Visitor Records
 - 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 agent who will be escorting the visitor.
- Waste Disposal Records
 - When marijuana or marijuana products are disposed of, ToroVerde will create and maintain an electronic record of the date, the type and quantity disposed of or handled, the manner of disposal or other handling, the location of disposal or other handling, and the names of the two ToroVerde agents present during the disposal or other handling, with their signatures. ToroVerde will keep disposal records for at least three (3) years. This period will 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 agents and service personnel that have access to the surveillance room will be available to the Commission upon request.
 - Recordings from all video cameras which shall be enabled to record twenty-four (24) hours each day shall be available for immediate viewing by the Commission on request for at least the preceding ninety (90) calendar days or the duration of a request to preserve the recordings for a specified period of time made by the Commission, whichever is longer.
 - Recordings shall not be destroyed or altered and shall be retained as long as necessary if ToroVerde is aware of pending criminal, civil or administrative investigation or legal proceeding for which the recording may contain relevant information.
- Transportation Records
 - ToroVerde will retain all transportation manifests for a minimum of one (1) year and make them available to the Commission upon request.
- Vehicle Records (as applicable)

- Records that any and all of ToroVerde's vehicles are properly registered, inspected, and insured in the Commonwealth and shall be made available to the Commission on request.
- Agent Training Records
 - Documentation of all required training, including training regarding privacy and confidentiality requirements, and a signed statement of the individual indicating the date, time, and place he or she received the training, the topics discussed and the name and title of the presenter(s).
- Responsible Vendor Training
 - ToroVerde shall maintain records of Responsible Vendor Training Program compliance for four (4) years and make them available to inspection by the Commission and any other applicable licensing authority on request during normal business hours.
- Closure
 - In the event ToroVerde closes, all records will be kept for at least two (2) years at ToroVerde's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, ToroVerde will communicate with the Commission during the closure process and accommodate any additional requests the Commission or other agencies may have.
- Written Operating Policies and Procedures

Policies and Procedures related to ToroVerde's operations will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis. Policies and Procedures will include the following:

 - Security measures in compliance with 935 CMR 500.110;
 - Employee security policies, including personal safety and crime prevention techniques;
 - A description of ToroVerde's hours of operation and after-hours contact information, which will be provided to the Commission, made available to law enforcement officials upon request, and updated pursuant to 935 CMR 500.000.
 - Storage of marijuana in compliance with 935 CMR 500.105(11);
 - Description of the various strains of marijuana to be cultivated, processed or sold, as applicable, and the form(s) in which marijuana will be sold;
 - Price list for Marijuana and Marijuana Products, and alternate price lists for patients with documented Verified Financial Hardship as defined in 501.002: *Definitions*, as required by 935 CMR 501.100(1)(f);
 - Procedures to ensure accurate recordkeeping, including inventory protocols in compliance with 935 CMR 500.105(8) and (9);
 - Plans for quality control, including product testing for contaminants in compliance with 935 CMR 500.160;
 - A staffing plan and staffing records in compliance with 935 CMR 500.105(9)(d);
 - Emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
 - Alcohol, smoke, and drug-free workplace policies;
 - A plan describing how confidential information will be maintained;
 - Policy for the immediate dismissal of any dispensary agent who has:

- Diverted marijuana, which will be reported to Law Enforcement Authorities and to the Commission;
 - Engaged in unsafe practices with regard to ToroVerde operations, which will be reported to the Commission; or
 - Been convicted or entered a guilty plea, plea of *nolo contendere*, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority.
- A list of all board of directors, members, and executives of ToroVerde, and members, if any, of the licensee must be made available upon request by any individual. This requirement may be fulfilled by placing this information on ToroVerde's website.
- Policies and procedures for the handling of cash on ToroVerde premises including but not limited to storage, collection frequency and transport to financial institution(s), to be available upon inspection.
- Policies and procedures to prevent the diversion of marijuana to individuals younger than 21 years old.
- Policies and procedures for energy efficiency and conservation that will include:
 - Identification of potential energy use reduction opportunities (including but not limited to natural lighting, heat recovery ventilation and energy efficiency measures), and a plan for implementation of such opportunities;
 - Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on site, and an explanation of why the identified opportunities were not pursued, if applicable;
 - Strategies to reduce electric demand (such as lighting schedules, active load management and energy storage); and
 - Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25 § 21, or through municipal lighting plants.
- Policies and procedures to promote workplace safety consistent with applicable standards set by the Occupational Safety and Health Administration, including plans to identify and address any biological, chemical or physical hazards. Such policies and procedures shall include, at a minimum, a hazard communication plan, personal protective equipment assessment, a fire protection plan, and an emergency action plan.
- License Renewal Records
 - ToroVerde shall keep and submit as a component of the renewal application documentation that the establishment requested from its Host Community the records of any cost to a city or town reasonably related to the operation of the establishment, which would include the city's or town's anticipated and actual expenses resulting from the operation of the establishment in its community. The applicant shall provide a copy of the electronic or written request, which should include the date of the request, and either the substantive response(s) received or an attestation that no response was received from the city or town. The request should state that, in accordance with M.G.L. c. 94G, § 3(d), any cost to a city or

town imposed by the operation of a Marijuana Establishment or MTC shall be documented and considered a public record as defined by M.G.L. c. 4, § 7, cl. 26.

Record-Retention

ToroVerde will meet Commission recordkeeping requirements and retain a copy of all records for two (2) years, unless otherwise specified in the regulations.

MAINTAINING OF FINANCIAL RECORDS

ToroVerde (Massachusetts), Inc.'s ("ToroVerde") operating policies and procedures ensure financial records are accurate and maintained in compliance with the Commission's Adult Use of Marijuana regulations (935 CMR 500). Financial records maintenance measures include policies and procedures requiring that:

- Confidential information will be maintained in a secure location, kept separate from all other records, and will not be disclosed without the written consent of the individual to whom the information applies, or as required under law or pursuant to an order from a court of competent jurisdiction; provided however, the Commission may access this information to carry out its official duties.
- All recordkeeping requirements under 935 CMR 500.105(9) are followed, including:
 - Keeping written business records, available for inspection, and in accordance with generally accepted accounting principles, which will include manual or computerized records of:
 - Assets and liabilities;
 - Monetary transactions;
 - Books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
 - Sales records including the quantity, form, and cost of marijuana products; and
 - Salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over ToroVerde.
- All sales recording requirements under 935 CMR 500.140(5) are followed, including:
 - Utilizing a point-of-sale (POS) system approved by the Commission, in consultation with the DOR, and a sales recording module approved by DOR;
 - Prohibiting the use of software or other methods to manipulate or alter sales data;
 - Conducting a monthly analysis of its equipment and sales data, and maintaining records, available to the Commission upon request, that the monthly analysis has been performed;
 - If ToroVerde determines that software has been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data: 1. it shall immediately disclose the information to the Commission; 2. it shall cooperate with the Commission in any investigation regarding manipulation or alteration of sales data; and 3. take such other action directed by the Commission to comply with 935 CMR 500.105.
 - Complying with 830 CMR 62C.25.1: *Record Retention* and DOR Directive 16-1 regarding recordkeeping requirements;
 - Adopting separate accounting practices at the point-of-sale for marijuana and marijuana product sales, and non-marijuana sales;
 - Maintaining such records that would allow for the Commission and the DOR to audit and examine the point-of-sale system used in order to ensure compliance with Massachusetts tax laws and 935 CMR 500.
- Additional written business records will be kept, including, but not limited to, records of:

- Compliance with liability insurance coverage or maintenance of escrow requirements under 935 CMR 500.105(10) and all bond or escrow requirements under 935 CMR 500.105(16);
 - Fees paid under 935 CMR 500.005 or any other section of the Commission's regulations; and
 - Fines or penalties, if any, paid under 935 CMR 500.360 or any other section of the Commission's regulations.
- License Renewal Records
 - ToroVerde shall keep and submit as a component of the renewal application documentation that the establishment requested from its Host Community the records of any cost to a city or town reasonably related to the operation of the establishment, which would include the city's or town's anticipated and actual expenses resulting from the operation of the establishment in its community. The applicant shall provide a copy of the electronic or written request, which should include the date of the request, and either the substantive response(s) received or an attestation that no response was received from the city or town. The request should state that, in accordance with M.G.L. c. 94G, § 3(d), any cost to a city or town imposed by the operation of a Marijuana Establishment or MTC shall be documented and considered a public record as defined by M.G.L. c. 4, § 7, cl. 26.

QUALIFICATIONS AND TRAINING

ToroVerde (Massachusetts), Inc. (“ToroVerde”) will ensure that all employees hired to work at a ToroVerde facility will be qualified to work as a marijuana establishment agent and properly trained to serve in their respective roles in a compliant manner.

Qualifications

In accordance with 935 CMR 500.030, a candidate for employment as a marijuana establishment agent must be 21 years of age or older. In addition, the candidate cannot have been convicted of a criminal offense in the Commonwealth involving the distribution of controlled substances to minors, or a like violation of the laws of another state, the United States, or foreign jurisdiction, or a military, territorial, or Native American tribal authority.

ToroVerde will also ensure that its employees are suitable for registration consistent with the provisions of 935 CMR 500.802. In the event that ToroVerde discovers any of its agents are not suitable for registration as a marijuana establishment agent, the agent’s employment will be terminated, and ToroVerde will notify the Commission within one (1) business day that the agent is no longer associated with the establishment.

Training

As required by 935 CMR 500.105(2), and prior to performing job functions, each of ToroVerde’s agents will successfully complete a comprehensive training program that is tailored to the roles and responsibilities of the agent’s job function. A ToroVerde Agent will receive a total of eight (8) hours of training annually. A minimum of four (4) hours of training will be from Responsible Vendor Training Program (“RVT”) courses established under 935 CMR 500.105(2)(b). Any additional RVT over four (4) hours may count towards the required eight (8) hours of training.

Non-RVT may be conducted in-house by ToroVerde or by a third-party vendor engaged by the ToroVerde. Basic on-the-job training in the ordinary course of business may also be counted towards the required eight (8) hour training.

All ToroVerde Agents that are involved in the handling or sale of marijuana at the time of licensure or renewal of licensure will have attended and successfully completed the mandatory Responsible Vendor Training Program operated by an education provider accredited by the Commission.

Basic Core Curriculum

ToroVerde Agents must first take the Basic Core Curriculum within 90 days of hire, which includes the following subject matter:

- Marijuana's effect on the human body, including:
 - Scientifically based evidence on the physical and mental health effects based on the type of Marijuana Product;
 - The amount of time to feel impairment;
 - Visible signs of impairment; and
 - Recognizing the signs of impairment.

- Diversion prevention and prevention of sales to minors, including best practices.
- Compliance with all tracking requirements.
- Acceptable forms of identification. Training must include:
 - How to check identification;
 - Spotting and confiscating fraudulent identification;
 - Common mistakes made in identification verification.
 - Prohibited purchases and practices, including purchases by persons under the age of 21 in violation of M.G.L. c. 94G, § 13.
- Other key state laws and rules affecting ToroVerde Agents which shall include:
 - Conduct of ToroVerde Agents;
 - Permitting inspections by state and local licensing and enforcement authorities;
 - Local and state licensing and enforcement, including registration and license sanctions;
 - Incident and notification requirements;
 - Administrative, civil, and criminal liability;
 - Health and safety standards, including waste disposal;
 - Patrons prohibited from bringing marijuana and marijuana products onto licensed premises;
 - Permitted hours of sale;
 - Licensee responsibilities for activities occurring within licensed premises; xix. Maintenance of records, including confidentiality and privacy; and
 - Such other areas of training determined by the Commission to be included in a Responsible Vendor Training Program.

ToroVerde will encourage administrative employees who do not handle or sell marijuana to take the “Responsible Vendor” program on a voluntary basis to help ensure compliance. ToroVerde’s records of Responsible Vendor Training Program compliance will be maintained for at least four (4) years and made available during normal business hours for inspection by the Commission and any other applicable licensing authority on request.

After successful completion of the Basic Core Curriculum, each ToroVerde Agent involved in the handling or sale of marijuana will fulfill the four-hour RVT requirement every year thereafter for ToroVerde to maintain designation as a Responsible Vendor. Once the ToroVerde Agent has completed the Basic Core Curriculum, the Agent is eligible to take the Advanced Core Curriculum. Failure to maintain Responsible Vendor status is grounds for action by the Commission.

ENERGY COMPLIANCE PLAN

ToroVerde (Massachusetts), Inc. (“ToroVerde”) is currently exploring potential energy-use reduction opportunities such as natural lighting and energy efficiency measures and a plan for implementation of such opportunities. ToroVerde will update this plan as necessary and will further provide relevant documentation to the Commission during Architectural Review and during inspections processes.

Potential Energy-Use Reduction Opportunities

ToroVerde is considering the following potential opportunities for energy-use reduction and plans for implementation of such opportunities.

1. Natural Lighting;
2. Energy efficient exterior wall construction, which may include batt insulation, continuous rigid insulation, and air and vapor barriers; and
3. Plumbing fixtures that are Water Sense rated for reduced water consumption.

As the need and opportunity for facility upgrades and maintenance arise in the future and the company becomes cash flow positive, ToroVerde will continue to evaluate energy-use reduction opportunities.

Renewable Energy Generation Opportunities

ToroVerde is in the process of considering opportunities for renewable energy generation (including wind and solar options). ToroVerde’s preliminary examination of renewable energy generation has determined that the upfront costs of such options are too expensive at this time, although ToroVerde may reconsider at a future date. ToroVerde will also consult with its architects and engineers when designing the facility to determine the building’s capacity for renewable energy options (e.g. whether or not the roof can support the weight of solar panels). Nevertheless, our team is dedicated to consistently strive for sustainability and emissions reduction.

Strategies to Reduce Electric Demand

ToroVerde is considering the following strategies to reduce electric demand:

1. Exterior and interior glazing on windows such that maximum natural daylight can enter the building without compromising security, reducing the reliance on artificial light during daytime hours;
2. Lighting fixtures that are energy efficient and used with Energy Star rated bulbs; and
3. Room lighting and switching will have occupancy sensors to reduce electrical consumption when rooms are unoccupied.

As the need and opportunity for facility upgrades and maintenance arise in the future and the company becomes cash flow positive, ToroVerde will continue to evaluate strategies to reduce electric demand.

Opportunities for Engagement with Energy Efficiency Programs

ToroVerde also plans on engaging with energy efficiency programs offered by Mass Save and the Massachusetts Clean Energy Center and will coordinate with municipal officials to identify

other potential energy saving programs and initiatives. ToroVerde will also coordinate with its utility companies to explore any energy efficiency options available to ToroVerde.

DIVERSITY PLAN

Introduction

ToroVerde (Massachusetts), Inc. ("ToroVerde") is dedicated to promoting equity in its operations for diverse populations, which the Commission has identified as the following:

1. Minorities;
2. Women;
3. Veterans;
4. People with disabilities; and
5. People who identify as LGBTQ+.

To support such populations, ToroVerde has created the following Diversity Plan (the "Plan") and has identified and created goals/programs to promote equity in ToroVerde's operations.

Goals

1. We will promote equity by hiring so our staff is comprised of the following percentages:
 - a. 40% Minorities
 - b. 40% Women
 - c. 10% Veterans
 - d. 10% People with disabilities
 - e. 10% Individuals whom self-identify as LGBTQ+
2. We will create a DEI committee that implements and oversees ToroVerde's DEI efforts and receives quantifiable feedback from employees with respect to such efforts, such that employees report an 85% satisfaction rate with DEI initiatives and outcomes.

Programs

The following programs will help effectuate the above goals:

1. Employment opportunities, when available, will be published no less frequently than annually in diverse media with the focus on the individuals from the above-mentioned groups. Resources used will include DiversityJobs.com;
2. We will distribute internal workplace information sheets, bi-annually, aimed at encouraging current employees to recommend individuals from the above-mentioned groups;
3. ToroVerde will participate in job and recruitment fairs (as jobs become available but not less than annually) that focus on the individuals from the above-mentioned groups; and
4. Completing an annual, anonymous employee survey with respect to the effectiveness of DEI initiatives at ToroVerde. Employees will be asked to score ToroVerde's DEI initiatives, and ToroVerde will use this feedback to inform adjustments to such initiatives.

Measurement

The General Manager will administer the Diversity Plan and will be responsible for developing measurable outcomes to ensure ToroVerde continues to meet its commitments. Such measurable outcomes, in accordance with ToroVerde's goals and programs described above, include:

1. Employee audits no less than twice annually to ensure the above-mentioned hiring goals have been met for individuals that identify as Minorities, Women, Veterans, Persons with Disability, and/or LGBTQ+.
2. Review and update employee opportunities listed in diverse publications.
3. Document participation in job and recruitment fairs that focus on hiring individuals that identify as Minorities, Women, Veterans, Persons with Disability, and/or LGBTQ+.
4. Document the results of each employee DEI survey.

Acknowledgment

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