



# Massachusetts Cannabis Control Commission

## Public Record Request

### Marijuana Retailer

#### General Information:

License Number: MR281867  
Original Issued Date: 01/28/2020  
Issued Date: 01/28/2020  
Expiration Date: 01/28/2021  
Payment Received: \$10000      Payment Required: \$10000

### ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: HAMPSHIRE HEMP LLC      Federal Tax Identification Number EIN/TIN: [REDACTED]  
Phone Number: 413-221-3636      Email Address: MARKC@CDINDUSTRIES.COM  
Business Address 1: 371 DAMON ROAD      Business Address 2:  
Business City: NORTHAMPTON      Business State: MA      Business Zip Code: 01060  
Mailing Address 1: 28 APPLETON ST      Mailing Address 2:  
Mailing City: HOLYOKE      Mailing State: MA      Mailing Zip Code: 01040

### CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

### PRIORITY APPLICANT

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

### RMD INFORMATION

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

## PERSONS WITH DIRECT OR INDIRECT AUTHORITY

### Person with Direct or Indirect Authority 1

Percentage Of Ownership: 40	Percentage Of Control: 40		
Role: Manager	Other Role:		
First Name: MARK	Middle Name:	Last Name: CUTTING	Suffix:
Gender: Male	User Defined Gender:		
What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)			
Specify Race or Ethnicity:			

### Person with Direct or Indirect Authority 2

Percentage Of Ownership: 30	Percentage Of Control: 30		
Role: Manager	Other Role:		
First Name: NICHOLAS	Middle Name:	Last Name: YEE	Suffix:
Gender: Male	User Defined Gender:		
What is this person's race or ethnicity?: Native Hawaiian or Other Pacific Islander (Native Hawaiian, Samoan, Chamorro, Tongan, Fijian, Marshallese)			
Specify Race or Ethnicity:			

### Person with Direct or Indirect Authority 3

Percentage Of Ownership: 30	Percentage Of Control: 30		
Role: Board Member	Other Role:		
First Name: PETER	Middle Name:	Last Name: PICKNELLY	Suffix:
Gender: Male	User Defined Gender:		
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)			
Specify Race or Ethnicity:			

## ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

No records found

## CLOSE ASSOCIATES AND MEMBERS

No records found

## CAPITAL RESOURCES - INDIVIDUALS

### Individual Contributing Capital 1

First Name: MARK	Middle Name:	Last Name: CUTTING	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$100000	Percentage of Initial Capital: 40
Capital Attestation: Yes			

### Individual Contributing Capital 2

First Name: NICHOLAS	Middle Name:	Last Name: YEE	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$75000	Percentage of Initial Capital: 30
Capital Attestation: Yes			

### Individual Contributing Capital 3

First Name: PETER	Middle Name:	Last Name: PICKNELLY	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$75000	Percentage of Initial Capital: 30
Capital Attestation: Yes			

### CAPITAL RESOURCES - ENTITIES

#### Entity Contributing Capital 1

Entity Legal Name: HAMPSHIRE MANAGEMENT LLC

Entity DBA:

Email: NYEE33@COMCAST.NET Phone: 413-531-8756

Address 1: 28 APPLETON ST

Address 2:

City: HOLYOKE

State: MA

Zip Code: 01040

Types of Capital: Monetary/Equity Other Type of Capital: Total Value of Capital Provided: \$250000 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: 371-391 Damon Road

Establishment Address 2:

Establishment City: Northampton

Establishment Zip Code: 01060

Approximate square footage of the establishment: 2500 How many abutters does this property have?: 10

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	HCA Certification.pdf	pdf	5dd07515a9ef3857c4459c1b	11/16/2019
Community Outreach Meeting Documentation	COM Documents Final.pdf	pdf	5dd07a81ea4df3530e644afb	11/16/2019
Plan to Remain Compliant with Local Zoning	Plan to remain compliant with zoning.pdf	pdf	5dd0908cea4df3530e644b14	11/16/2019

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

### PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Hampshire Hemp Plan to Positively Impact Areas of Disproportionate Impact_Final_V2.0.pdf	pdf	5d88166ffda609036ddaaf2a	09/22/2019

### ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

### INDIVIDUAL BACKGROUND INFORMATION

#### Individual Background Information 1

Role: Manager

Other Role:

First Name: MARK Middle Name: Last Name: CUTTING Suffix:

RMD Association: Not associated with an RMD

Background Question: no

#### Individual Background Information 2

Role: Manager

Other Role:

First Name: NICHOLAS

Middle Name: Last Name: YEE Suffix:

RMD Association: Not associated with an RMD

Background Question: no

#### Individual Background Information 3

Role: Director

Other Role:

First Name: PETER

Middle Name: Last Name: PICKNELLY Suffix:

RMD Association: Not associated with an RMD

Background Question: no

#### ENTITY BACKGROUND CHECK INFORMATION

##### Entity Background Check Information 1

Role: Investor/Contributor

Other Role:

Entity Legal Name: Hampshire Management, LLC.

Entity DBA:

Federal Tax Identification Number EIN/  
TIN: [REDACTED]

Entity Description: Capital Holding Company

Phone: 413-531-8756

Email: NYEE33@Comcast.net

Primary Business Address 1: 28 Appleton Street

Primary Business Address 2:

Primary Business City: Holyoke

Primary Business State: MA

Principal Business Zip  
Code: 01040

Additional Information: Hampshire Management, LLC. is a capital holding company for Hampshire Hemp, LLC. and holds no ownership or control in Hampshire Hemp, LLC.

#### MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	20190118140040.pdf	pdf	5c42200e8d16491b5c0f40ad	01/18/2019
Department of Revenue - Certificate of Good standing	20190118140051.pdf	pdf	5c42201eeadf341230f6396f	01/18/2019
Articles of Organization	20190118140225.pdf	pdf	5c4220a72724e81b5255748e	01/18/2019
Bylaws	20190118140249.pdf	pdf	5c4220b98d16491b5c0f40b1	01/18/2019

No documents uploaded

Massachusetts Business Identification Number: 001327557

Doing-Business-As Name:

DBA Registration City:

#### BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Business Plan	20190118140801.pdf	pdf	5c4221f41e71bd126232747b	01/18/2019
Proposed Timeline	20190128104411.pdf	pdf	5c4f216f3779161b2a86fe09	01/28/2019
Plan for Liability Insurance	20190128104431.pdf	pdf	5c4f21848d16491b5c0f4cd8	01/28/2019

### OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for obtaining marijuana or marijuana products	20190128110510.pdf	pdf	5c4f2605d7a931124edffd93	01/28/2019
Restricting Access to age 21 and older	20190128110524.pdf	pdf	5c4f261b8d16491b5c0f4cec	01/28/2019
Security plan	20190128110916.pdf	pdf	5c4f26f22724e81b525580ea	01/28/2019
Prevention of diversion	20190128110929.pdf	pdf	5c4f2708293a5312448e5d6a	01/28/2019
Storage of marijuana	20190128111303.pdf	pdf	5c4f27e1d7a931124edffda2	01/28/2019
Inventory procedures	20190128111550.pdf	pdf	5c4f2882edbb73122a6135b1	01/28/2019
Quality control and testing	20190128111604.pdf	pdf	5c4f28953779161b2a86fe2a	01/28/2019
Dispensing procedures	20190128111857.pdf	pdf	5c4f29b9b411c1126ceff71f	01/28/2019
Personnel policies including background checks	20190128111908.pdf	pdf	5c4f29ce5fd63c1b24eb1e8f	01/28/2019
Record Keeping procedures	20190128112404.pdf	pdf	5c4f2a785d4b0b1b3ebbcca9	01/28/2019
Maintaining of financial records	20190128112439.pdf	pdf	5c4f2a8ac4b7a71b66d0f6d0	01/28/2019
Qualifications and training	Hampshire Hemp Qualifications and Training.pdf	pdf	5d6d8204dfdeea2264a63a58	09/02/2019
Diversity plan	Hampshire Hemp Diversity Plan.pdf	pdf	5d6d841a3567ed1db89e1123	09/02/2019
Transportation of marijuana	Transportation SOP.pdf	pdf	5d8820e27314490880dedaed	09/22/2019

### MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

### ATTESTATIONS

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

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

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

Notification: I Understand

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

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

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

#### ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

#### COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

#### COMPLIANCE WITH DIVERSITY PLAN

No records found

#### HOURS OF OPERATION

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

# **Hampshire Hemp LLC Business Plan**

# Outline

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- 1) Executive Summary
- 2) Market Analysis
- 3) Organization & Management
- 4) Products
- 5) Marketing
- 6) Growth
- 7) Financial Projections

## Executive Summary

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Hampshire Hemp LLC will be located in Northampton, MA. We have been able to lease a facility for 5 years with the option of acquiring the property once the property is put up for sale.

The facility is well positioned and it matches the ideal picture of a community dispensary store. We are not going to spend much to face lift the facility. Before taking over the facility, it was used as a retail shop and remains in new condition. The business will be launching with just one outlet in Northampton, but we have plans to open other outlets in key locations around Massachusetts.

Hampshire Hemp will be involved in the retailing of recreational marijuana once we are able to secure the required license.

We are in recreational marijuana dispensary business as permitted by the law in Massachusetts. Our employees will be trained and qualified to handle the wide range of customers. Hampshire Hemp will be a 7 day a week dispensary store. We are in business to service walk – in customers. Our work force is going to be well trained to operate within the framework of our company's culture and also to meet the needs of all our customers.

Hampshire Hemp will ensure that all our customers are given first class treatment whenever they visit our store. We have a CRM software that will



enable us manage one on one relationships with our customers no matter how large the number of our customer base grows.

Hampshire Hemp is a local business that is managed by Nicholas Yee.

### **Our Products**

Aside from the dispensary of marijuana which is our core products, Hampshire Hemp will retail a wide range of strands like Sativa, Indica, and hybrid Cannabis flowers from different manufacturing brands to customers who are based in the Western Mass area. We will also engage in the sale of, but will not be limited to:

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

### **Our Vision Statement**

Our vision is to become a reliable and safe dispensary for the surrounding areas of Western Massachusetts

### **Our Mission Statement**

Our mission is to establish a first class recreation marijuana dispensary store that will sell a top quality product to the new recreational market.

### **Business Structure**

Hampshire Hemp is a business that will be built on a solid foundation. From the outset, we have decided to recruit only qualified people to man various job positions in our organization. We are quite aware of the rules and regulations governing the recreation industry, which is why we decided to recruit experienced and qualified employees to be the foundational staff of

the organization. We hope to leverage on their expertise to build our business brand as a premiere marijuana dispensary within the local area.

When hiring, we will look for applicants that are not just qualified and experienced, but honest, customer centric and willing to put in the hours it takes to help us build a prosperous business that will benefit all stake holders (the owners, workforce, and customers).

## **Market Analysis**

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### **Market Trends**

The market trend in the recreation industry of which the marijuana dispensary business falls under is directly influenced by a country's healthcare reform policies. The fact that the pharmaceutical industry is highly regulated means that any entrepreneur who wants to run a marijuana dispensary business must be ready to play by the book or they will be out of business.

Several other factors influence market trends in the industry and it is normal to see bigger marijuana dispensary stores.

Undoubtedly, the industry will continue to grow and become more profitable due to the aging baby-boomer generation in the United States which is projected to drive increasing demand for marijuana.

Marijuana dispensary stores are now making use of technology to effectively manage their business by plugging financial leakages which happens to be one of the biggest challenges that retail businesses faces. The use of technology, i.e. CRM software is very effective in helping retail businesses manage their clientele base.

### **Our Target Market**

Hampshire Hemp is in business to service a wide range of customers. We will ensure that we target self – pay customers and walk in customers.

The fact that we are going to open our doors to a wide range of customers does not in any way stop us from demanding and screening patrons as required by the law. Our staff is trained to effectively service our customers and still play by the rules governing the industry.

Our customers can be categorized into the following categories;

- Households
- Corporate Executives
- Business People
- Elderly people
- Sports Men and Women
- Students over the age of 21
- Middle aged people – who are usually working stressed from work and may have insomnia

## **Our Competitive Advantage**

In every business there is competition, however, we believe we possess several strengths that will allow us to remain visible on the business radar at all times. The recreational industry is known to be highly competitive in the U.S. In this industry, most of the competitive dynamics center around the quality of cannabis dispensed, the service offered, the location where the dispensary is at, discounts offered for the products, and to some extent, the branding of the business plays a significant role. Even though competition is stiff especially from the big, well-backed enterprises, smaller enterprises can still get their fair share of the market if they stay true to the competitive dynamics.

Hampshire Hemp is entering into the market well prepared to favorably compete in the industry. Our store is well positioned and visible. We have plenty of parking space available with good security. Our management staff is well groomed in retail market and all of our employees are trained to provide customized customer service to all of our clients.

## **Organization & Management**

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The following managing structure at Hampshire Hemp;

- Mark Cutting- President
- Peter Picknelly- Investor
- Nicholas Yee- General Manager

# Products

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Our core product as a dispensary will be marijuana which will come in a variety of different strains. Hampshire Hemp will retail a wide range of cannabis from different manufacturing brands to customers who are based in Massachusetts.

At Hampshire Hemp, we will ensure that we have a wide range of products. It will be difficult for customers to visit our store and not find the product that they are looking for. One of our business goals is to make our recreation marijuana dispensary store a one stop shop.

- 1.) Topical Salves
- 2.) Creams/Lotions
- 3.) Patches
- 4.) Oral Mucosal/Sublingual Dissolving Tablets
- 5.) Tinctures
- 6.) Sprays
- 7.) Inhalation Ready to us C02 Extracted Hash Oils
- 8.) Pre-Dosed Oil Vaporizers
- 9.) Ingestion Capsules
- 10.) Food/Beverages.

## **Sales**

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The sales strategy of Hampshire Hemp will be based on generating long-term personalized relationships with customers. All of our employees will be well trained and equipped to provide excellent and knowledgeable customer service. We know that if we are consistent with offering high quality marijuana and excellent customer service, we will increase the number of our customers by more than 25% for the first year and then more than 30% subsequently.

Before choosing a location for our marijuana dispensary store, we conducted a market survey and feasibility studies in order for us to be able to penetrate the available market and become the preferred choice for residence of Northampton. We have detailed information and data that we were able to utilize to structure our business to attract the numbers of customers we want to attract at a given time.

We have hired experts who have a solid understanding of the retail industry to help us develop strategies that will allow us to achieve our business goal of winning a larger percentage of the available market in Northampton.

### **Payment Options**

At Hampshire Hemp, our payment policy is all inclusive because we are quite aware that different people prefer different payment options as it suits

them. Here are the payment options that will be available in all of our outlets;

- Payment by cash
- Payment via Point of Sale (POS) Machine
- Payment via online bank transfer (online payment portal)
- Payment via Mobile money

In light of the above, we have chosen banking platforms that will help us achieve our payment plans without any hitches. This is very vital so that we do not lose focus.

## **Growth**

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It is the wish of any business to become so successful that there is a good succession plan to act upon. More often than not, having a good succession plan will help you know the direction your business is headed. As such, the future of a business lies in the number of loyal customers, the capacity and competence of the employees, their investment strategy and the business structure.

One of our major goals in starting Hampshire Hemp is to build a business that will survive off its own cash flow without the need for injecting finances from external sources once the business is running. We know that one of the ways of gaining approval and winning customers over is to sell a superior product than what is currently obtainable in the market. We are well prepared to survive on lower profit margin.

Hampshire Hemp will make sure the correct foundation, structures and processes are put in place to ensure that our staff is well taken of. Our company's corporate culture is designed to drive our business to greater heights and training and re – training of our workforce is top of mind.

# Financial Projections

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## Sources of Income

We know that it is vital to state and act on the ways through which we have decided to raise funds. Our source of income will be primarily in the retailing of marijuana.

## Sales Forecast

One of the true marks of an effective entrepreneur is being able to forecast sales based on the magnitude of work that has been put into the business. It is important to state that our sales forecast is based on the data gathered during our feasibility studies, market survey and also some of the assumptions readily available in the field.

Below are the sales projections that we were able to come up with for the first three years of operations;

**First Year-:** \$100,000

**Second Year-:** \$250,000

**Third Year-:** \$500,000

**N.B:** This projection is done based on what is obtainable in the industry and with the assumption that there won't be any major economic downturn within the period stated above. Please note that the above projection might be lower but may also be higher.

## Start – Up Expenditure (Budget)

From research, it can be deduced that starting a medical marijuana dispensary business isn't something that comes cheap, neither is it for those that are faint of heart. The first set of money to be spent just to make an application before entering this business is usually non-refundable and is always in thousands of dollars. The start-up cost also depends on the requirements of the state one would be operating in. Some states require that you have a cultivation location while others do not.



The items listed below are the basics that we would need when starting our own medical marijuana dispensary business in the United States, although costs might vary slightly;

- The Total Fee for Registering the Business in Massachusetts – 300
- Cost for Computer and Software (Accounting Software, Payroll Software, CRM Software, Microsoft Office, QuickBooks Pro – 1,000
- Insurance (general liability, workers' compensation and property casualty) coverage at a total premium – 5,000
- Cost for payment of rent for 3 month - 15,000
- Construction of racks and shelves – 30,000
- Operational cost for the first 3 months (salaries of employees, payments of bills et al) – 50,000
- The cost for Start-up inventory – 50,000
- Cost of purchase and installation of CCTVs: 2,000
- Miscellaneous: 2,000

We would need an estimate of 155,300 to successfully set up our recreation marijuana dispensary store in Northampton. Please note that this amount includes the salaries of all of the staff for the first month of operation.

### **Plan for Obtaining Liability Insurance**


Hampshire Hemp LLC (“Company”) plans to contract with Insurance Marketing Agencies based in Holyoke, Massachusetts 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 & \$2,000,000 in aggregate annually. The policy deductible will be no higher than \$5,000 per occurrence. Company will consider additional coverage based on availability & cost-benefit analysis. If adequate coverage is unavailable at a reasonable rate, Company will place in escrow at least \$250,000 to be expended for liabilities coverage. Any withdrawal from such escrow replenished within 10 business days. Company will keep reports documenting compliance with 935 CMR 500.105(10).

## 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, Nicholas Yee, (insert name) certify as an authorized representative of Hampshire Hemp LLC (insert name of applicant) that the applicant has executed a host community agreement with City of Northampton (insert name of host community) pursuant to G.L.c. 94G § 3(d) on November 6, 2019 (insert date).

  
Signature of Authorized Representative of Applicant

### Host Community

I, DAVID J. NARZKEWICZ, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for CITY OF NORTHAMPTON (insert name of host community) to certify that the applicant and CITY OF NORTHAMPTON (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on NOVEMBER 6, 2019 (insert date).

  
Signature of Contracting Authority or  
Authorized Representative of Host Community

## Community Outreach Meeting Attestation Form

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


I, John J. Ferriter, (*insert name*) attest as an authorized representative of Hampshire Hemp, LLC. (*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 October 31, 2019 (*insert date*).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on October 19, 2019 (*insert date*), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (*please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document*).
3. A copy of the meeting notice was also filed on October 16, 2019 (*insert date*) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (*please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document*).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on October 16, 2019 (*insert date*), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (*please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee*).

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.

**AFFIDAVIT**

I hereby attest that at the Community Outreach Meeting on October 31, 2019, the community members were permitted to ask questions and receive answers from representatives of the Marijuana Establishment, Hampshire Hemp LLC.



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Hampshire Hemp LLC  
By: Nicholas Yee, Manager

**Attachment A**

Publication Name:

**Daily Hampshire Gazette**

Publication URL:

[www.gazettenet.com/](http://www.gazettenet.com/)

Publication City and State:

**Northampton, MA**

Publication County:

**Hampshire**

Notice Popular Keyword Category:

Notice Keywords:

**marijuana**

Notice Authentication Number:

**201911161547493156283****1239071861**

Notice URL:

[Back](#)

Notice Publish Date:

Saturday, October 19, 2019

**Notice Content**

NOTICE Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment operated by Hampshire Hemp LLC is scheduled for October 31, 2019 at 12:00-1:00 p.m. at Forbes Library, 20 West Street, Northampton, MA. The proposed Marijuana Retailer is anticipated to be located at 371-391 Damon Road, Northampton, MA (Assessor Parcels 25A-015-001 and 25A-013-001). There will be an opportunity for the public to ask questions. October 19 36200

[Back](#)

**Debbie A. Beaudry**

**From:** legals@gazettenet.com  
**Sent:** Wednesday, October 16, 2019 4:07 PM  
**To:** Debbie A. Beaudry  
**Subject:** legal notice proof

# The Daily Hampshire Gazette

115 Conz Street, Northampton, MA

413-584-5000 | Fax: 413-584-5299 | Customer Service 413-586-1925

## Advertising Invoice

FERRITER & FERRITER  
1669 NORTHAMPTON ST  
HOLYOKE, MA 01040

Cust#:81291  
Ad#:36200  
Phone#:555-555-5555  
Date:10/16/2019

Salesperson: DANE KUTTLER

Classification: Legals

Ad Size: 1.0 x 2.40

### Advertisement Information:

Description	Start	Stop	Ins.	Cost/Day	Total
Daily Hampshire Gazette	10/19/2019	10/19/2019	1	109.22	109.22

### Payment Information:

**Date:** 10/16/2019      **Order#** 36200      **Type** BILLED ACCOUNT

**Total Amount:** 109.22

**Tax:** 0.00

**Amount Due:** 109.22

### Ad Copy

#### NOTICE

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment operated by Hampshire Hemp LLC is scheduled for October 31, 2019 at 12:00-1:00 p.m. at Forbes Library, 20 West Street, Northampton, MA. The proposed Marijuana Retailer is anticipated to be located at 371-391 Damon Road, Northampton, MA (Assessor Parcels 25A-015-001 and 25A-013-001). There will be an opportunity for the public to ask questions.

- Thank you for your business!



FERRITER & FERRITER  
LLC  
ATTORNEYS AT LAW

1669 NORTHAMPTON STREET • HOLYOKE, MA 01040  
TEL 413.535.4200 FAX 413.535.4201

Attachment B

COPY

October 16, 2019

Honorable David J. Narkewicz, Mayor  
City of Northampton  
210 Main Street  
Northampton, MA 01060

RE: Notice of Community Outreach Meeting  
Hampshire Hemp LLC – 371-391 Damon Road

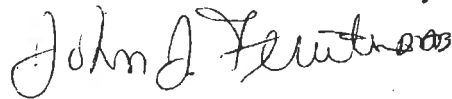
Dear Mayor Narkewicz:

Please accept this letter, and the attached Notice of Community Outreach Meeting, as notice that Hampshire Hemp LLC is holding a community outreach meeting on Thursday, October 31, 2019 at 12:00-1:00 p.m. at Forbes Library, 20 West Street, Northampton, MA relative to a proposed Marijuana Establishment to be located at 371-391 Damon Road in Northampton.

Should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

FERRITER & FERRITER LLC by



John J. Ferriter, Esquire

JJF:DAB:P\JJF\C\Cutting\Hamp Hemp\Damon Rd\LtCityOfficials 10-16-19.docx

Enclosure

FERRITER & FERRITER  
LLC  
ATTORNEYS AT LAW

1669 NORTHAMPTON STREET • HOLYOKE, MA 01040  
TEL 413.535.4200 FAX 413.535.4201

Attachment B

October 16, 2019

Honorable Pamela L. Powers, City Clerk  
City of Northampton  
210 Main Street, Room 4  
Northampton, MA 01060

RE: Notice of Community Outreach Meeting  
Hampshire Hemp LLC – 371-391 Damon Road

Dear City Clerk Powers:

Please accept this letter, and the attached Notice of Community Outreach Meeting, as notice that Hampshire Hemp LLC is holding a community outreach meeting on Thursday, October 31, 2019 at 12:00-1:00 p.m. at Forbes Library, 20 West Street, Northampton, MA relative to a proposed Marijuana Establishment to be located at 371-391 Damon Road in Northampton.

Should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

FERRITER & FERRITER LLC by



John J. Ferriter, Esquire

JJF:DAB:P:\JJFC\Cutting\Hamp Hemp\Damon Rd\LtCityOfficials 10-16-19.docx

Enclosure

FERRITER & FERRITER  
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TEL 413.535.4200 FAX 413.535.4201

Attachment B

October 16, 2019

Ms. Carolyn Misch, Senior Planner  
Planning Board  
210 Main Street, Room 11  
Northampton, MA 01060

RE: Notice of Community Outreach Meeting  
Hampshire Hemp LLC – 371-391 Damon Road

Dear Ms. Misch:

Please accept this letter, and the attached Notice of Community Outreach Meeting, as notice that Hampshire Hemp LLC is holding a community outreach meeting on Thursday, October 31, 2019 at 12:00-1:00 p.m. at Forbes Library, 20 West Street, Northampton, MA relative to a proposed Marijuana Establishment to be located at 371-391 Damon Road in Northampton.

Should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

FERRITER & FERRITER LLC by



John J. Ferriter, Esquire

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Enclosure

FERRITER & FERRITER  
LLC  
ATTORNEYS AT LAW

1669 NORTHAMPTON STREET • HOLYOKE, MA 01040  
TEL 413.535.4200 FAX 413.535.4201

Attachment B

October 16, 2019

Carolyn Misch, Senior Planner  
Northampton Zoning Board of Appeals  
210 Main Street, Room 11  
Northampton, MA 01060

RE: Notice of Community Outreach Meeting  
Hampshire Hemp LLC – 371-391 Damon Road

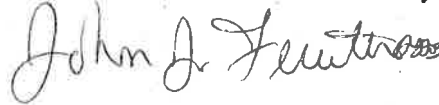
Dear Ms. Misch:

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Should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

FERRITER & FERRITER LLC by



John J. Ferriter, Esquire

JJF:DAB:P:\JJFC\Cutting\Hamp Hemp\Damon Rd\Lt\CityOfficials 10-16-19.docx

Enclosure

FERRITER & FERRITER  
LLC  
ATTORNEYS AT LAW

1669 NORTHAMPTON STREET • HOLYOKE, MA 01040  
TEL 413.535.4200 FAX 413.535.4201

October 16, 2019

Ms. Laura Krutzler, Administrative Assistant  
Northampton City Council  
210 Main Street, Room 16  
Northampton, MA 01060

RE: Notice of Community Outreach Meeting  
Hampshire Hemp LLC – 371-391 Damon Road

Dear Ms. Krutzler:

Please accept this letter, and the attached Notice of Community Outreach Meeting, as notice that Hampshire Hemp LLC is holding a community outreach meeting on Thursday, October 31, 2019 at 12:00-1:00 p.m. at Forbes Library, 20 West Street, Northampton, MA relative to a proposed Marijuana Establishment to be located at 371-391 Damon Road in Northampton.

Should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

FERRITER & FERRITER LLC by



John J. Ferriter, Esquire

JJF:DAB:P:JJF\Cutting\Hamp Hemp\Damon Rd\LtCityOfficials 10-16-19.docx

Enclosure

**NOTICE**

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for October 31, 2019 at 12:00-1:00 p.m. at Forbes Library, 20 West Street, Northampton, MA. The proposed Marijuana Retailer is anticipated to be located at 371-391 Damon Road in Northampton, MA. There will be an opportunity for the public to ask questions.

## Attachment C

## ABUTTERS 371-391 DAMON ROAD, NORTHAMPTON

[REDACTED]

[REDACTED]

[REDACTED] Damon Road  
Northampton, MA 01060

[REDACTED]ts

Damon Road  
Northampton, MA 01060

[REDACTED]

[REDACTED] Crosby Street  
Northampton, MA 01060

[REDACTED]

[REDACTED]

[REDACTED] Crosby Street  
Northampton, MA 01060

[REDACTED]

[REDACTED] Friend Street, 4<sup>th</sup> Floor  
Boston, A 02114

[REDACTED]

[REDACTED] Family Trust  
[REDACTED]erry Street  
Ware, MA 01082

[REDACTED]

[REDACTED] Marshall Street  
Northampton, MA 01060

[REDACTED]

[REDACTED] Crosby Street  
Northampton, MA 01060

[REDACTED]

[REDACTED] Marshall Street  
Northampton, MA 01060

[REDACTED]

[REDACTED] Marshall Street  
Northampton, MA 01060

### **Plan to Remain Compliant with Local Zoning**

Hampshire Hemp LLC (“Company”) will remain compliant at all times with the local zoning requirements set forth in the City of Northampton’s Zoning Ordinance. In accordance with Zoning Ordinance, Company’s proposed Marijuana Retailer facility is located in the Highway Business Zoning District that allows for a Marijuana Storefront Retailer facility. The facility is not within 500 feet of a licensed daycare center, public library, public park or playground, nor is the is it within a 500-foot radius of another Marijuana Storefront Retailer.

In compliance with 935 CMR 500.110(3), the property is not located within 500 feet of an existing public or private school providing education to children in kindergarten or grades 1 through 12.

Company is not required to apply for a Special Permit from the local Planning Board. Company will apply for any other local permits required to operate a Marijuana Retailer facility at the proposed location.

Company has already attended several meetings with various municipal officials and boards to discuss Company’s plans for a proposed Marijuana Retailer facility and has executed a Host Community Agreement with the City of Northampton. Company will continue to work cooperatively with various municipal departments, boards, and officials to ensure that Company’s Marijuana Retailer facility remains compliant with all local laws, regulations, rules, and codes with respect to design, construction, operation, and security.

Company has also retained a law firm to assist with ongoing compliance with local zoning requirements.





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

Minimum Fee: \$500.00

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

**Certificate of Organization**

(General Laws, Chapter )

Identification Number: 001327557

1. The exact name of the limited liability company is: HAMPSHIRE HEMP LLC

**2a. Location of its principal office:**

No. and Street: 28 APPLETON ST  
 City or Town: HOLYOKE State: MA Zip: 01040 Country: USA

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

No. and Street: 28 APPLETON ST  
 City or Town: HOLYOKE State: MA Zip: 01040 Country: USA

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

RETAIL SALES OF MERCHANDISE AND ALL LAWFUL PURPOSES.

**4. The latest date of dissolution, if specified:**

**5. Name and address of the Resident Agent:**

Name: MARK P. CUTTING  
 No. and Street: 28 APPLETON ST  
 City or Town: HOLYOKE State: MA Zip: 01040 Country: USA

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

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
MANAGER	MARK P CUTTING	28 APPLETON ST HOLYOKE, MA 01040 USA
MANAGER	NICHOLAS F YEE	705 MEMORIAL DR CHICOPEE, MA 01020 USA

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

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

SOC SIGNATORY	NICHOLAS F YEE	705 MEMORIAL DR CHICOPEE, MA 01020 USA
SOC SIGNATORY	MARK P CUTTING	28 APPLETON ST HOLYOKE, MA 01040 USA

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

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> (no PO Box) Address, City or Town, State, Zip Code
REAL PROPERTY	NICHOLAS F YEE	705 MEMORIAL DR CHICOPEE, MA 01020 USA
REAL PROPERTY	MARK P CUTTING	28 APPLETON ST HOLYOKE, MA 01040 USA

**9. Additional matters:**

**SIGNED UNDER THE PENALTIES OF PERJURY, this 14 Day of May, 2018,**  
**MARK P. CUTTING**

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

THE COMMONWEALTH OF MASSACHUSETTS

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

May 14, 2018 03:16 PM

A handwritten signature in cursive script, reading "William Francis Galvin". The signature is written in dark ink and is centered on the page.

WILLIAM FRANCIS GALVIN

*Secretary of the Commonwealth*



**BY-LAWS  
of  
HAMPSHIRE HEMP LLC**

**ARTICLE I**

**Members**

Section 1. Membership. The incorporators shall fix the number of, and elect, the members of the corporation and thereafter the members, annually at their annual meeting, shall fix the number of members and shall elect new members to fill any vacancies; or they may decrease the number of members but only to the extent of any vacancies caused by resignation, removal, disqualification or death of one or more members. Unless the members otherwise designate, there shall be no qualifications for members. No such designation shall disqualify a member in office when the designation is made.

Section 2. Annual Meeting. The date and hour of the annual meeting of the members shall be fixed by the Directors. The purposes for which the annual meeting is to be held, in addition to those prescribed by law, by the Articles of Organization or by these By-Laws, may be specified by the members, Directors or the President in the notice of meeting. In the event that no date for the annual meeting is established or if no annual meeting is held in accordance with the foregoing provisions, a special meeting may be held in lieu thereof, and any action taken at such meeting shall have the same effect as if taken at the annual meeting.

Section 3. Special Meetings. Special meetings of the members may be called by the President or by the Directors and shall be called by the Clerk, or in case of the death, absence, incapacity or refusal of the Clerk, by any other officer, upon written application of three or more members entitled to vote thereat. In case none of the officers is able and willing to call a special meeting, three or more members may petition the Supreme Judicial or Superior Court of The Commonwealth of Massachusetts to authorize one or more members to call a meeting by giving such notice as is required by law.

Section 4. Place of Meetings. All meetings of members shall be held at the principal office of the corporation unless a different place (within the United States) is specified in the notice of the meeting.

Section 5. Notices. A written notice, stating the place, day and hour of all meetings of members shall be given by the Clerk or Assistant Clerk (or the person or persons calling the meeting), at least seven days before the meeting, to each member entitled to vote thereat and to each member who, by law, the Articles of Organization, or these By-Laws, is entitled to such notice, by leaving such notice with him or at his residence or usual place of business, or by mailing it, postage prepaid, and addressed to such member at his address as it appears upon the books of the corporation. Such notice, if the meeting is called otherwise than by the Clerk, may be a copy of the call of the meeting. Such notice given by the Clerk shall constitute a call of the meeting

by him. Notices of all meetings of members may state the purposes for which the meetings are called. No notice need be given to any member if a written waiver of notice, executed before or after the meeting by the member or his attorney, thereunto authorized is filed with the records of the meeting.

Section 6. Quorum. Unless the Articles of Organization otherwise provide, at any meeting of members a quorum for the transaction of business shall consist of one or more individuals appearing in person and/or as proxies and owning and/or representing a majority of the members of the corporation entitled to vote, provided that less than such quorum shall have power to adjourn the meeting from time to time.

Section 7. Voting and Proxies. Each member entitled to vote at a meeting shall have one vote. Members may vote either in person or by written proxy dated not more than six months before the meeting named therein. Proxies shall be filed with the Clerk before being voted at any meeting or any adjournment thereof. except as otherwise limited therein, proxy shall entitle the person named therein to vote at the meeting specified therein and at any adjourned session of such meeting but shall not be valid after final adjournment of the meeting. A proxy purporting to be executed by or on behalf of a member shall be deemed valid unless challenged at or prior to its exercise and the burden of proving invalidity shall rest upon the challenger.

Section 8. Action at Meeting. Action of the members on any matter properly brought before a meeting shall require, and may be effected by, the affirmative vote of a majority of the members present or represented and voting on such matter, provided that such majority shall be a least a majority of the members required to constitute a quorum for action on such matter; except where a different vote is required by law, the Articles of Organization or these By-Laws. Any election by members shall be determined by a plurality of the votes cast by the members entitled to vote at the election. No ballot shall be required for such election unless requested by a member present or represented at the meeting and entitled to vote in the election.

Section 9. Action without Meeting by Written Consent. Any action by members may be taken without a meeting if all members entitled to vote on the matter consent to the action by a writing filed with the records of the meetings of members. Such consent shall be treated for all purposes as a vote at a meeting.

## **ARTICLE II**

### **Directors**

Section 1. Powers. The Board of Directors, subject to any action at any time taken by the members of the corporation, shall have the entire charge, control and management of the corporation and its property and may exercise all or any of its powers.

Section 2. Number and Election. Except as otherwise provided by these By-Laws or in the Articles of Organization, the number of Directors that shall constitute the whole Board of Directors shall be fixed, and the Directors elected, by the members at the annual meeting. No

Director need be a member.

Section 3. Vacancies. Any vacancy at any time, existing in the Board of Directors may be filled by the Board of Directors at any meeting. The members having voting power may, at a special meeting called at least in part for the purpose, choose a successor to a Director whose office has become vacant, and the person so chosen shall displace any successor chosen by the Directors.

Section 4. Enlargement of the Board of Directors. The number of the Board of Directors may be increased and one or more additional Directors may be elected at any meeting of the members.

Section 5. Tenure. Except as otherwise provided by law, by the Articles of Organization or by these By-Laws, Directors shall hold office until the next annual meeting of members and thereafter until their successors are chosen and qualified.

Section 6. Resignation. Any Director may resign by delivering his written resignation to the corporation at its principal office or to the President or Clerk. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

Section 7. Removal. A Director may be removed from office (a) with or without cause by vote of a majority of the members entitled to vote in the election of Directors or (b) for cause by vote of a majority of the Directors then in office. A Director may be removed for cause only after reasonable notice and opportunity to be heard before the body proposing to remove him.

Section 8. Annual Meeting. Immediately after each annual meeting of members, or the special meeting held in lieu thereof, and at the place thereof, if a quorum of the Directors is present, there shall be a meeting of the Directors without notice; but if such a quorum of the Directors is not present, or, if present, does not proceed immediately thereafter to hold a meeting of the Directors, the annual meeting of the Directors shall be called in the manner hereinafter provided with respect to the call of special meetings of Directors.

Section 9. Regular Meetings. Regular meetings of the Directors may be held at such times and places as shall from time to time be fixed by resolution of the Board and no notice need be given of regular meetings held at times and places so fixed, provided, however, that any resolution relating to the holding of regular meetings shall remain in force only until the next annual meeting of members, or the special meeting held in lieu thereof, and that if at any meeting of Directors, at which a resolution is adopted fixing the times or place or places for any regular meetings, any director is absent, no meeting shall be held pursuant to such resolution until either each such absent Director has in writing or by telegram approved the resolution or seven days have elapsed after a copy of the resolution certified by the Clerk has been mailed postage prepaid, addressed to each such absent Director at his last known home or business address.

Section 10. Special Meetings. Special meetings of the Directors may be called by the President, by the Clerk, by the Secretary, by any two Directors, or by one Director in the event that

there is only one Director, and shall be held at the place designated in the notice or call thereof.

Section 11. Notices. Notices of any special meeting of the Directors shall be given to each Director by the Clerk or Secretary (a) by mailing, postage prepaid, and addressed at address as registered on the books of the Corporation, or if none at the last known home or business address, a written notice of such meeting at least four days before the meeting or (b) by delivering such notice by hand or by telegram, telecopy or telex to him at least forty-eight hours before the meeting at such address, notice of such meeting or (c) by giving notice to such Director in person or by telephone at least forty-eight hours in advance of the meeting. Such notice, if the meeting is called otherwise than by the Clerk or Secretary, may be a copy of the call of the meeting; and if the meeting is not so otherwise called, such notice given by the Clerk or Secretary shall constitute a call of the meeting by him. If the Clerk or Secretary refuses or neglects for more than 24 hours after receipt of a call to give notice of such special meeting, or if the offices of Clerk and Secretary are vacant or the Clerk and Secretary are absent from the Commonwealth of Massachusetts or incapacitated, such notice may be given by the officer or one of the Directors calling the meeting. Notice need not be given to any Director if a written waiver of notice, executed by him before or after the meeting, is filed with the records of the meeting, or to any Director who attends the meeting without protesting prior thereto or at its commencement the lack of notice to him. A notice or waiver of notice of a Directors' meeting need not specify the purposes of the meeting.

Section 12. Quorum. At any meeting of the Directors, a majority of the Directors then in office shall constitute a quorum for the transaction of business; provided always that any number of Directors (whether one or more and whether or not constituting a quorum) present at any meeting or at any adjourned meeting may make any reasonable adjournment thereof.

Section 13. Action at Meeting. At any meeting of the Directors at which a quorum is present, the action of the Directors on any matter brought before the meeting shall be decided by vote of a majority of those present, unless a different vote is required by law, the Articles of Organization, or these By-Laws.

Section 14. Action by Written Consent. Any action by the Directors may be taken without a meeting if a written consent thereto is signed by all the Directors and filed with the records of the Directors' meetings. Such consent shall be treated as a vote of the Directors for all purposes.

Section 15. Committees. The Directors may, by vote of a majority of the number of Directors then in office, elect from their number an executive or other committees and may, by like vote, delegate thereto some or all of their powers except those which by law, the Articles of Organization or these By-Laws they are prohibited from delegating. Except as the Directors may otherwise determine, any such committee may make rules for the conduct of its business, but unless otherwise provided by the Directors or in such rules, its business shall be conducted as nearly as possible in the same manner as provided by these By-Laws for the Directors. The Directors shall have the power to fill vacancies in, change the membership of, or disband, any such committee.



Section 16. Telephone Conference Meetings. The Directors or the members of any committee may participate in a meeting of the Directors of such committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.

### **ARTICLE III**

#### **Officers**

Section 1. Enumeration. The Officers of the Corporation shall be a President, a Treasurer, a Clerk, and such Vice Presidents, Assistant Treasurers, Assistant Clerks, Secretary, Assistant Secretaries and other officers as may from time to time be determined by the Directors. The Board of Directors may appoint one of its Directors to the office of Chairman of the Board and from time to time define the powers and duties of that office.

Section 2. Election and Vacancies. The President, Treasurer and Clerk shall be elected annually by the Directors at their first meeting, following the annual meeting of members, or the special meeting held in lieu thereof. Other officers may be chosen by the Directors at such meeting or at any other meeting. Any vacancy at any time existing in any office may be filled by the Directors at any meeting, and such successor in office shall hold office for the unexpired term of his predecessor.

Section 3. Qualification. The President may, but need not be, a Director. No officer need be a member. Any two or more offices may be held by the same person. The Clerk shall be a resident of Massachusetts unless the corporation has a resident agent appointed for the purpose of service of process. Any officer may be required by the Directors to give bond for the faithful performance of his duties to the corporation in such amount and with such sureties as the Directors may determine. The premiums for such bonds may be paid by the corporation.

Section 4. Tenure. Except as otherwise provided by law, by the Articles of Organization or by these By-Laws, each of the President, Treasurer and Clerk shall hold office until the first meeting of the Directors following the next annual meeting of members, or the special meeting held in lieu thereof, and thereafter until his successor is chosen and qualified. Other officers shall hold office until the first meeting of the Directors following the next annual meeting of members or the special meeting held in lieu thereof, unless a shorter term is specified in the vote choosing or appointing them.

Section 5. Resignation. Any officer may resign by delivering his written resignation to the corporation at its principal office or to the President or Clerk, and such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

Section 6. Removal. The Directors may remove any officer appointed by the Directors with or without cause by a vote of a majority of the entire number of Directors then in office; provided, that an officer may be removed for cause only after reasonable notice and opportunity to be heard by the Board of Directors prior to action thereon.

Section 7. President. The President when present shall preside at all meetings of the members and of the Directors. He shall be the chief executive officer of the corporation except as the Board of Directors may otherwise provide. It shall be his duty, and he shall have the power to see that all orders and resolutions of the Directors are carried into effect. He shall from time to time report to the Directors all matters within his knowledge which the interests of the corporation may require to be brought to its notice. The President shall perform such duties and have such powers additional to the foregoing as the Directors shall designate.

Section 8. Vice Presidents. In the absence or disability of the President, his powers and duties shall be performed by the Vice President, if only one, or, if more than one, by the one designated for the purpose by the Directors. Each Vice President shall have such other powers and perform such other duties as the Directors shall from time to time designate. The Directors may assign to any Vice President the title of Executive Vice President, Senior Vice President and any other title selected by the Directors.

Section 9. Treasurer. The Treasurer shall, subject to the direction of the Directors, have general charge of the financial affairs of the corporation and shall cause to be kept accurate books of accounts. He shall have custody of all funds, securities, and valuable documents of the corporation, except as the Directors may otherwise provide. He shall promptly render to the President and to the Directors such statements of his transactions and accounts as the President and Directors may from time to time require. The Treasurer shall perform such duties and have such powers additional to the foregoing as the Directors may designate.

Section 10. Assistant Treasurers. In the absence or disability of the Treasurer, his powers and duties shall be performed by the Assistant Treasurer, if only one, or, if more than one, by the one designated for the purpose by the Directors. Each Assistant Treasurer shall have such other powers and perform such other duties as the Directors shall from time to time designate.

Section 11. Clerk. The Clerk shall record in books kept for the purpose all votes and proceedings of the members and, if there be no Secretary or Assistant Secretary, of the Directors at their meetings. The Clerk shall perform such duties and have such powers additional to the foregoing as the Directors shall designate.

Section 12. Assistant Clerks. In the absence of the Clerk from any meeting of the members or, if there be no Secretary or Assistant Secretary, from any meeting of the Directors, the Assistant Clerk, if one be elected, or, if there be more than one designated for the purpose by the Directors, otherwise a Temporary Clerk designated by the person presiding at the meeting, shall perform the duties of the Clerk. Each Assistant Clerk shall have such other powers and perform

such other duties as the Directors may from time to time designate.

Section 13. Secretary and Assistant Secretaries. If a Secretary is elected, he shall keep a record of the meetings of the Directors and in his absence, an Assistant Secretary, if one be elected, or, if there be more than one, the one designated for the purpose by the Directors, otherwise a Temporary Secretary designated by the person presiding at the meeting, shall perform the duties of the Secretary. Each Assistant Secretary shall have such other powers and perform such other duties as the Directors may from time to time designate.

## **ARTICLE V**

### **Inspection of Records**

Books, accounts, documents and records of the corporation shall be open to inspection by any Director at all times during the usual hours of business. The original, or attested copies, of the Articles of Organization, By-Laws and records of all meetings of the incorporators and members, and membership records which shall contain the names of all members and their record addresses, shall be kept in Massachusetts at the principal office of the corporation, or at an office of the Clerk or the resident agent, if any, of the corporation. Said copies and records need not all be kept in the same office. They shall be available at all reasonable times for inspection by any member for any proper purpose but not to secure a list of members or other information for the purpose of selling said list or information or copies thereof or of using the same for a purpose other than in the interest of the applicant, as a member, relative to the affairs of the corporation.

## **ARTICLE VI**

### **Checks, Notes, Drafts and Other Instruments**

Checks, notes, drafts and other instruments for the payment of money drawn or endorsed in the name of the corporation may be signed by any officer or officers or person or persons authorized by the Directors to sign the same. No officer or person shall sign any such instrument as aforesaid unless authorized by the Directors to do so.

## **ARTICLE VII**

### **Seal**

The seal of the corporation shall be circular in form, bearing its name, the word "Massachusetts," and the year of its incorporation. The Treasurer shall have custody of the seal and may affix it (as may any other officer if authorized by the Directors) to any instrument requiring the corporate seal.

## **ARTICLE VIII**

### **Fiscal Year**

The fiscal year of the corporation shall be the year ending with December in each year.

## **ARTICLE IX**

### **Interested Members, Directors and Officers**

The Directors shall have the power to fix their compensation from time to time. No contract or transaction between the corporation and one or more of its members, Directors or officers, or between the corporation and any other corporation, partnership, association, or other organization in which one or more of its members, Directors or officers are directors or officers, or have a financial or other interest, shall be void or voidable solely for this reason, or solely because the member, Director or officer is present at or participates in the meeting of the members or the Board of Directors or committee thereof which authorizes the contract or transaction, or solely because his or their votes are counted for such purpose, nor shall any member, Director or officer be under any liability to the corporation on account of any such contract or transaction if:

(1) The Material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the Board of Directors or the committee, and the Board or committee authorized the contract or transaction by the affirmative votes of a majority of the disinterested Directors, even though the disinterested Directors be less than a quorum; or

(2) The material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the members entitled to vote thereon, and the contract or transaction is specifically approved by vote of the members; or

(3) The contract or transaction is fair as to the corporation as of the time it is authorized, approved or ratified, by the Board of Directors, a committee thereof, or the members.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorizes the contract or transaction, and if they are members, their votes may be counted for the purpose of a vote by the members approving such contract or transaction.

## **ARTICLE X**

### **Indemnification**

The corporation shall, to the extent legally permissible, indemnify any person serving or who has served as a Director, officer, employee or other agent of the corporation, or at its request as a Director, officer, employee or other agent of any organization, or at its request in any capacity

with respect to any employee benefit plan, against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while in office or other after, by reason of his being or having been such a Director or officer (or in any capacity with respect to any employee benefit plan), except with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his action was in the best interests of the corporation (or, to the extent that such matter relates to service with respect to an employee benefit plan, in the best interest of the participants or beneficiaries of such employee benefit plan); provided, however, that as to any matter disposed of by a compromise payment by such person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise and indemnification therefor shall be approved:

- (i) by a majority vote of a quorum consisting of disinterested Directors;
- (ii) if such a quorum cannot be obtained, then by a majority vote of a committee of the Board of Directors consisting of all the disinterested Directors;
- (iii) if there are not two or more disinterested Directors in office, then by a majority of the Directors then in office, provided they have obtained a written finding by special independent legal counsel appointed by a majority of the Directors to the effect that, based upon a reasonable investigation of the relevant facts as described in such opinion, the person to be indemnified appears to have acted in good faith in the reasonable belief that his action was in the best interests of the corporation (or, to the extent that such matter relates to service with respect to an employee benefit plan, in the best interests of the participants or beneficiaries of such employee benefit plan);
- (iv) by a majority vote of the members which majority may include interested members, Directors and officers; and
- (v) by a court of competent jurisdiction.

If authorized in the manner specified above for compromise payments, expenses including counsel fees, reasonably incurred by any such person in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the corporation in advance of the final disposition thereof upon receipt of (a) an affidavit of such individual of his good faith belief that he has met the standard of conduct necessary for indemnification under this Article, and (b) an undertaking by such individual to repay the amounts so paid to the corporation if it is ultimately determined that indemnification for such expenses is not authorized by law or under this Article, which undertaking may be accepted without reference to the financial ability of such person to make repayment.

If both the corporation and any person to be indemnified are parties to an action, suit or proceeding (other than an action or suit by or in the right of the corporation to procure a judgment in its favor), counsel representing the corporation therein may also represent such indemnified person (unless such dual representation would involve such counsel in a conflict of interest in violation of applicable principles of professional ethics), and the corporation shall pay all fees and expenses of such counsel incurred during the period of dual representation other than those, if any, as would not have been incurred if counsel were representing only the corporation; and any allocation made in good faith by such counsel of fees and disbursements payable under this paragraph by the corporation versus fees and disbursements payable by any such indemnified person shall be final and binding upon the corporation and such indemnified person.

The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any such indemnified person may be entitled. Nothing contained in this Article shall affect any rights to indemnification to which corporate personnel other than the persons designated in this Article may be entitled by contract, by vote of the Board of Directors, or otherwise under law.

As used in this Article, the terms "person," "Director," "officer," "employee," and "agent" include their respective heirs, executors and administrators, and an "interested" Director or officer is one against whom in such capacity the proceedings in question or other proceedings on the same or similar grounds is then pending.

If any term or provision of this Article, or the application thereof to any person or circumstances, shall to any extent be held invalid or unenforceable, the remainder of this Article, or the application of such term or provision to persons or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected thereby, and each term and provision of this Article shall be held valid and be enforced to the fullest extent permitted by law.

## **ARTICLE XI**

### **Amendments**

These By-Laws may at any time be amended by vote of the members, provided that notice of the substance of the proposed amendment is state din the notice of the meeting. If authorized by the Articles of Organization, the Directors may also make, amend, or repeal these By-Laws, in whole or in part, except with respect to Articles IX and X or any other provision thereof which by law, the Articles or Organization, or these By-Laws requires action by the members. Not later than the time of giving notice of the meeting of members next following the making amending or repealing by the Directors of any By-Law, notice thereof stating the substance of such change shall be given to all members entitled to vote on amending the By-Laws. Any By-Law adopted by the Directors may be amended or repealed by the members.



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

mass.gov/dor

Letter ID: L0561157760  
Notice Date: November 28, 2018  
Case ID: 0-000-565-532



## CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



HAMPSHIRE HEMP LLC  
28 APPLETON ST  
HOLYOKE MA 01040-6417

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

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

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

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

### *What if I have questions?*

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

### *Visit us online!*

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

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

Edward W. Coyle, Jr., Chief  
Collections Bureau



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

William Francis Galvin  
Secretary of the  
Commonwealth

July 24, 2018

TO WHOM IT MAY CONCERN:

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

**HAMPSHIRE HEMP LLC**

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **May 14, 2018.**

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation or withdrawal; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: **MARK P CUTTING, NICHOLAS F YEE**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **MARK P CUTTING, NICHOLAS F YEE**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **MARK P CUTTING, NICHOLAS F YEE**



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth



### **Dispensing Procedures (for Retailers) Plan**

In accordance with 935 CMR 500.140(3), access to Hampshire Hemp LLC's ("Company") facility is limited to individuals 21 years of age and older. Upon a customer's entry into Company premises, a Company agent will immediately inspect the customer's proof of identification and determine the individual's age. An individual will not be admitted to the premises unless the retailer has verified that the individual is 21 years of age or older by an individual's proof of identification. At the door, a designated staff member will collect valid customer identification and confirm a minimum age of 21 years old, failing the confirmation of 21 years of age or older, an individual will be prohibited from entering the premises.

Once inside the retail area, customers will enter a queue to obtain individualized service where they may select any of the products available to them with the help of a Company agent. Upon checkout, customers will be required to confirm their identities and age a second time. Check out also activates the seed-to-sale tracking system that is compliant with 935 CMR 500.105(8).

Per M.G.L. c. 94G § 7, sales are limited to one ounce of marijuana flower or five grams of marijuana concentrate per transaction. All required taxes will be collected at the point of sale.

Once a customer has selected a product for purchase, a Company agent will collect the chosen items from the designated product storage area. A Company agent will then scan each product barcode into the point of sale system. In the event of a flower sale, staff will weigh the chosen amount of flower and then place it in a tamper-resistant/child-resistant, resealable package that is compliant with 935 CMR 500.105(5). A Company agent will affix a label, as generated by the point of sale system, indicating the date, strain name, cannabinoid profile, and all applicable warnings detailed in 935 CMR 500.105.

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

Pursuant to 935 CMR 500.140(6)(d), Company will conduct a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate or alter sales data. If any such malware is found, Company will immediately report the occurrence to the Commission and assist in any subsequent investigation into the matter. Company will maintain a record of the monthly analyses and will make it available for inspection by the Commission upon request. Further, Company will cooperate with the Commission and the Department of Revenue to ensure compliance with any and all taxes in accordance with the laws of the Commonwealth and 935 CMR 500.000.

Company places a premium on cleanliness, hygiene, and proper product storage to achieve and maintain successful operation of the business. In addition to regularly sanitizing surfaces with products kept separately and away from marijuana products, Company staff will ensure personal hygiene including washing hands throughout the day and before handling or dispensing any marijuana products. All products available for sale and consumption will be tested for impurities and subjected to Company's policies governing quality control per 935 CMR 500.105.

In compliance with 935 CMR 5001.140(8), Company will provide educational materials designed to help consumers make informed marijuana product purchases. Company's educational materials will describe the varying types of products available at Company, as well as the types and methods of consumption. The materials will offer education on cannabis titration: the method of using the smallest amount of a given marijuana product necessary to bring about the desired effect. Additional topics discussed in consumer materials will include potency; proper dosing; the delayed effects of edible marijuana products; and substance abuse and related treatment programs, marijuana tolerance, dependence, and withdrawal.

## **Diversity Plan**

Hampshire Hemp LLC (“Company”) believes in creating and sustaining a robust policy of inclusivity and diversity. Company recognizes that diversity in the workforce is key to the integrity of a company’s commitment to its community. Company is dedicated to creating a diverse culture with a commitment to equitable employment opportunity for all individuals. Company’s diversity plan is designed to promote equity among minorities, women, veterans, people with disabilities, and people of all gender identities and sexual orientations. Company will make every effort to employ and advance in employment qualified and diverse people at all levels within the company.

Company will comply with the requirements of 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 Company will not violate the Commission’s regulations with respect to limitations on ownership or control or other applicable state laws.

## **PROGRAMS**

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### **1. Diversity Recruitment and Sourcing Program**

Company will establish and maintain an inclusive and diverse workforce to serve its customers through innovative corporate recruitment of underrepresented and minority communities. Company has developed strategic corporate initiatives to ensure a diverse and qualified staff stands ready to serve Company customers’ needs. These strategic corporate initiatives include:

Company will give hiring preference to minorities, women, people who identify as LBGTQ/Alternative Sexual Identities, veterans, and persons with disabilities. All of our job posting will clearly state our hiring preferences and include a meaningful diversity and inclusion statement. We will take the following measures in pursuit of this program:

- Developing relationships with organizations serving minorities, women, LBGTQ/Alternative Sexual Identities, veterans, and persons with disabilities for employment referrals. These organizations include MassHire Holyoke and Springfield Career Centers, The City of Holyoke Veterans Services Department and the Holyoke Community College Workforce Development Program;
- Providing briefings to representatives from the above-mentioned recruitment sources concerning current and future job openings;
- Encouraging employees from diverse groups to refer applicants for employment;
- Hosting career fairs in underrepresented and minority communities including Holyoke, Springfield and Chicopee
  - Our first job fairs will be held approximately 60 day prior to our expected opening.
  - Subsequent job fairs will be held as needed
- Establishing recruitment efforts at higher learning institutions such as the Holyoke Community College and other institutions with special programs that reach diverse people; and
- Utilizing Zip Recruiter to reach over 100 online career and job websites, as well as social media sites such as LinkedIn, Twitter, Facebook and Company’s website.

This Program will be instituted 60 days prior to our expected opening date.

**Goals-** The goals for Company’s Diversity Recruitment and Sourcing Program are as follows:

- 50% of our workforce will be woman;
- 30% of our workforce will be comprised of minorities, people who identify as LBGTQ/Alternative Sexual Identities, veterans, and persons with disabilities.

**Measurements-** Company has established a Diversity Committee (the “Committee”) to assist the executive management team and the Human Resources Manager with the implementation and growth of the Diversity

Plan. The initial members of the Committee were selected based on their diverse status and their personal commitments to diversity. The Committee will track and report following metrics that will be used to measure the success of this Program.

- Employment data, including the number and percentage of all minority, women, disabled, and veteran applicants and hires for all job classifications;
  - The salaries for all hires; and
  - Recruitment information including the number of all job postings, where they were posted and the number and percentage of all applicants and hires generated by each posting.
- 

## **2. Employee Retention, Training and Development Program**

Company will offer promotions, career counseling, and training to provide all employees with equitable opportunity for growth and to decrease turnover. Company will ensure that all employees are given opportunities for promotion by communicating opportunities, training programs, and clearly defined job descriptions. Company will ensure that all employees receive opportunity for career counseling, counseling on advancement opportunities and provide training programs to assist them in career development. Company will instruct managers and supervisors to refer employees seeking career counseling to the Human Resources Manager.

Company's diversity awareness training emphasizes Company's zero-tolerance commitment of harassment and discrimination and Company's strict adherence to take corrective action should any issues, concerns, or complaints arise. All Company employees are required to complete the diversity awareness training program during employee orientation and annually thereafter.

Upon completion of the orientation program, new hires will be equipped to describe, discuss, and implement the Diversity Plan. Following successful completion of the general orientation program, employees will undergo additional diversity training that will be tailored to the employee's specific job function. All employees will also be required to undergo ongoing diversity training to ensure knowledge of newly determined best practices and policies and continued familiarity and compliance with the Diversity Plan.

Awareness of Diversity Plan goals and Company's efforts to create an open culture with zero tolerance for discrimination, harassment, or retaliation, is crucial to Company's success. Management, staff, associates, vendors, contractors, and the general public all benefit from being informed of the Diversity Plan objectives and procedures. Dissemination of information of the Diversity Plan includes the following:

- Inclusion of Company's Equitable Employment Opportunity and Reasonable Accommodation statement in the Employee Handbook;
- Inclusion of Company's zero-tolerance policies for harassment, discrimination, bullying, and other actions which oppose Company's goal for a diverse workforce;
- Postings in suitable areas for employee communication;
- Diversity training programs for all employees;
  - These trainings will be conducted during the employee onboarding process and annually thereafter during in-service training.
- Quarterly progress evaluation meetings with appropriate personnel; and
- Formal presentations made to management and employees on diversity initiatives.

**Goals-** The goals for the Company's Employee Retention, Training and Development Program are as follows:

- 80% annual retention rate for all employees;
- 100% of our employees will complete all required training outlined in this Program;

- Zero Harassment and/or Discrimination complaints filed;
- 60% of all diverse employees utilize the career counseling/development and/or training initiatives; and
- 30% of all promotions are awarded to diverse employees.

**Measurements-** The Company's Diversity Committee will track and report following metrics that will be used to measure the success of this Program.

- The retention rate for the preceding 12-month period;
  - Information derived from employee exit interviews regarding reasons for leaving the Company and the diversity climate of the Company;
  - Feedback from employees on diversity training and our career counseling/development and training initiatives;
  - Company training records showing all training completed and the number and percentage of employees who completed the training;
  - The number of Harassment and/or Discrimination complaints filed;
  - The number and percentage of all employees and diverse employees who utilized the Company's career counseling/development and/or training initiatives; and
  - The number and percentage of all employees and diverse employees who applied for and received promotions within the Company.
- 

### **3. Supplier and Vendor Program**

Company will promote diversity and support the local economy through purchasing goods and services from vendors, contractors, and professional service providers that are owned and operated by individuals that have cultural and ethnically diverse characteristics. In selecting potential contractors, subcontractors, vendors and suppliers, Company will give preference to diverse businesses that are owned by or employ a majority of individuals who are Minorities, Woman, Veterans, People with disabilities; and and/or people who identify as LGBTQ/Alternative Sexual Identities.

All suppliers and vendors will report to the Company the makeup of the ownership and workforce when looking to engage with Company.

To promote this Program Company will include our Supplier and Vendor priority in all marketing materials and request diversity data from all companies and individuals that we engage with for these services. We will also promote this priority status on social media sites including LinkedIn, Twitter, Facebook and Company's website. Additionally, we will promote this priority by advertising in employment and business sections of appropriate types of media including the Daily Hampshire Gazette, The Rainbow Times and Masslive.com.

**Goals-** The goal for the Company's, Supplier and Vendor Program are as follows:

- 20% of all Company's expenses for suppliers and vendors will go to diverse businesses that are owned by or employ a majority of individuals who are Minorities, Woman, Veterans, People with disabilities; and and/or People who identify as LGBTQ/Alternative Sexual Identities.

**Measurements-** The Company's Diversity Committee will track and report following metrics that will be used to measure the success of this Program.

- The number and percentage of suppliers and vendors that the Company engages with that are owned by or employ a majority of individuals who are Minorities, Woman, Veterans, People with disabilities; and and/or People who identify as LGBTQ/Alternative Sexual Identities.

- The amount and percentage of the Company's expenses for supplier and vendor services that went to companies owned by or employ a majority of individuals who are Minorities, Woman, Veterans, People with disabilities; and and/or People who identify as LGBTQ/Alternative Sexual Identities.

## REPORTING

60 days prior to the Company's License Renewal the Company will draft a comprehensive report that will be presented to the Commission for review during the License Renewal Process. This report will include the metrics outlined in the three Programs outlines in this Plan along with an analysis of each Program and the success, or progress of each Programs goals.

Additionally, the Company's Diversity Committee will report on the following:

- Internal and external communications in support of the goals of the Diversity Plan;
- Information regarding the receipt, review, and resolution of any complaints of discrimination or other non-compliance with regards to equitable opportunity and fair treatment of all employees;
- Information regarding the internal reporting systems that measure the effectiveness of programs designed to support a company culture that fosters diversity;
- A Review of the Diversity Plan ensuring that the Diversity Plan is understood; and
- A review of the Company's internal and external job postings to ensure information is in compliance with Company's Diversity Plan

The Human Resources Manager will be responsible for an audit report setting forth the Company's performance in fulfilling the goals of the Plan. This will include:

- Retention and outreach efforts;
- The total number and value of all contracts and/or subcontractors awarded for goods and services;
- An identification of each contract actually awarded to a member of a diverse group and the actual value of such subcontract;
- A comprehensive description of all efforts made by Company to monitor and enforce the Diversity Plan;
- Information on diverse group investment, equity ownership, and other ownership or employment opportunities initiated or promoted by Company;
- Other information deemed necessary or desirable by the Commission to ensure compliance with the regulations; and
- A workforce utilization report including the following information for each job category at Company:
  - The number of persons employed;
  - The number and percentage of men employed;
  - The number and percentage of women employed;
  - The number and percentage of veterans;
  - The number and percentage of service-disabled veterans;
  - The number and percentage of each racial minority employed; and
  - The number and percentage of people who identify as LGBTQ/Alternative Sexual Identities.

### **Maintaining of Financial Records Plan**

Hampshire Hemp LLC's ("Company") 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 and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with a marijuana establishment, including members, if any.
- All sales recording requirements under 935 CMR 500.140(6) 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;
  - 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;
  - 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; and
  - 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 500.550 or any other section of the Commission's regulations.

## **Personnel Policies Including Background Checks**

### **Overview**

Hampshire Hemp LLC (“Company”) will maintain personnel records as a separate category of records due to the sensitivity and importance of information concerning agents, including registration status and background check records. Company 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 conditions;
- Personnel policies and procedures; and
- All background check reports obtained in accordance with 935 CMR 500.030.

### **Job Descriptions**

**Director of Security:** Under the supervision of the Chief Executive Officer, the Director of Security is responsible for the development and overall management of the Security Policies and Procedures for Company, while implementing, administering, and revising the policies as needed. In addition, the Director of Security will perform the following duties:

- Provide general training to Company agents during new hire orientation or re-current trainings throughout the year;
- Provide training specific for Security Agents prior to the Security Agent commencing job functions;
- Review and approve incident reports and other reports written by Security Agents prior to submitting to the executive management team—follow up with security agent if needed;
- Maintain lists of agents authorized to access designated areas of the Company facility, including cash and product storage vaults, the surveillance and network equipment room, and other highly sensitive areas of the Company facility;
- Lead a working group comprised of the Chief Executive Officer, Chief Operating Officer, and any other designated advisors to ensure the current policies and procedures are properly implemented, integrated, effective, and relevant to ensure the safety of Company agents and assets;
- Ensure that all required background checks have been completed and documented prior to an agent performing job functions; ensure agent is granted appropriate level of access to the facility necessary to complete his/her job functions;
- Maintain all security-related records, incident reports and other reports written by security agents;
- Evaluate and determine the number of Security Agents assigned to each shift and proper shift change times; and
- Maintain frequent contact with local law enforcement authorities.

**Security Agent:** Security Agents monitor Company’s security systems including alarms, video surveillance, and motion detectors. Security Agents are responsible for ensuring that only authorized individuals are permitted access to the Company facility by verifying appropriate ID



cards and other forms of identification. In addition, Security Agents perform the following duties and other duties upon request:

- Investigate, communicate, and provide leadership in the event of an emergency such as an intrusion, fire, or other threat that jeopardizes customers, authorized visitors, and Company agents;
- Respond and investigate security situations and alarm calls; clearly document the incident and details surrounding the incident in a written report for the Director of Security;
- Oversee the entrance to the facility and verify credentials of each person seeking access to the Company facility;
- Answer routine inquiries;
- Log entries, and maintain visitor log;
- Escort authorized visitors in restricted access areas; and
- Escort Company agents from the facility during non-business hours and perform security checks at designated intervals.

Inventory Manager: The Inventory Manager is responsible for inventory on a day-to-day basis as well as the weekly and monthly inventory counts and waste disposal requirements. The inventory manager will perform the comprehensive annual inventory in conjunction with the executive management team. Additional duties include, but are not limited to:

- Implementing inventory controls to track and account for all dispensary inventory;
- Implementing procedures and notification policies for proper disposal;
- Maintaining records, including operating procedures, inventory records, audit records, storage and transfer records;
- Maintaining documents with each day's beginning, acquisitions, sales, disposal, and ending inventory; and
- Proper storing, labeling, tracking, and reporting of inventory.

Inventory Associate: Inventory Associates support the Inventory Manager during day-to-day operations. Responsibilities include, but are not limited to:

- Maintaining records, including operating procedures, inventory records, audit records, storage and transfer records;
- Maintaining documents with each day's beginning, acquisitions, sales, disposal and ending inventory;
- Ensuring products are properly stored, labeled, and recorded in the point-of-sale software system;
- Ensuring waste is properly stored; and
- Coordinating the waste disposal schedule and ensuring Company's policies and procedures for waste disposal are adhered to.

Human Resources Manager: The Human Resources Manager at Company will support the executive management team on a day-to-day basis to effectively implement all personnel policies and procedures for Company, including hiring processes. The Human Resources Manager will:

- Oversee hiring and release of Company agents;

- Review and revise Company personnel policies and procedures in consultation with the executive management team and department managers;
- Develop training schedules and policies for Company agents under the supervision of the executive management team and department managers;
- Handle any and all agent discipline as necessary;
- Ensure compliance with any and all workplace policy laws and requirements; and
- Be responsible for such additional human resources tasks as determined by the executive management team.

Retail Manager: Responsible for overseeing all Member Services Agents and managing day-to-day operations of the retail facility. This includes, but is not limited to:

- Implementing inventory tracking;
- Training retail staff;
- Ensuring customer satisfaction through feedback tools;
- Reporting all incidents and complaints to the executive team; and
- Working with bookkeeping to ensure precise data flow.

Member Services Agent: Member Services Agents ensure that each customer is treated with respect while at a Company facility and that each customer receives the appropriate amount of individualized attention in order to address his/her specific needs and questions. Member Services Agent responsibilities include, but are not limited to:

- Maintaining a clean, safe, healthy, and productive environment ensuring that customers have a positive experience at a Company facility;
- Answering customer questions regarding products including, but not limited to, flowers, concentrates, tinctures, and edibles;
- Being knowledgeable of strains and various types of products offered by Company;
- Properly setting up product displays pursuant to Company policies and procedures;
- Executing and enforcing compliance with Commission regulations and Company policies and procedures;
- Understanding sales transactions using point-of-sale software;
- Understanding individual customer goals;
- Reconciling cash from sales transactions, sales reports, and other forms of task management daily; and
- Participating in ongoing education and professional development as required.

### Agent Personnel Records

Personnel records for each agent will be maintained for at least twelve (12) months after termination of the agent's affiliation with Company 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;
- Results of initial background investigation, including CORI reports; and
- Documentation of all security related events (including violations) and the results of any investigations and description of remedial actions, restrictions, or additional training required as a result of an incident.

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

### Staffing Plan and Business Hours

#### Hiring and Recruitment

Company's Human Resource Manager will engage the executive management team and management staff on a regular basis to determine if vacancies are anticipated and whether specific positions need to be created in response to company needs. Company's personnel practices will comply with the following, which will apply to all types of employment situations, including, but not limited to, hiring, terminations, promotions, training, wages and benefits:

- State anti-discrimination statutes and Equal Employment Opportunity Commission (EEOC) requirements;
- Company's Diversity Plan and Community Initiatives;
- Company's Plan to Positively Impact Areas of Disproportionate Impact;
- Background Checks and References;
- Mandatory reporting of criminal convictions (and termination if necessary);
- State and Federal Family Leave Act;
- Workplace Safety Laws;
- Workers' Compensation;
- State and Federal Minimum Wage Requirements;
- Non-Disclosure and Non-Complete Agreements; and
- Any other applicable local, state, or federal employment laws, rules, or regulations.

#### Standards of Conduct

Company is committed to maintaining an environment conducive to the health and well-being of customers and employees. It is Company's mission to provide a professional workplace free from harassment and discrimination for employees. Company will not tolerate harassment or discrimination on the basis of sex, race, color, national origin, age, religion, disability, sexual orientation, gender identity, gender expression, or any other trait or characteristic protected by any applicable federal, state, or local law or ordinance. Harassment or discrimination on the basis of any protected trait or characteristic is contrary to Company's values and is a violation of the Company Code of Conduct. Harassment is a form of discrimination. There is a broad range of

behavior that could constitute harassment. In general, harassment is any verbal or physical conduct that:

- Has the purpose or effect of creating an intimidating, hostile, or offensive working environment;
- Has the purpose or effect of unreasonably interfering with an individual's work performance; or
- Adversely affects an individual's employment opportunities.

Employees are expected to maintain the highest degree of professional behavior. Any harassment or discrimination by employees is strictly prohibited. Further, harassing or discriminatory behavior of non-employees directed at Company employees or customers is also condemned and will be promptly addressed.

#### *Violence and Weapons in the Workplace*

Any and all acts of violence in the workplace will result in immediate dismissal of the employee, customer, or parties involved. Law enforcement will be contacted immediately in the case of a violent event. Weapons are not permitted to be brought on site by employees, customers, or other parties. Any employee found carrying a weapon on the premises of a Company facility will be immediately terminated, and any customer found carrying a weapon on the premises will be asked to leave and/or the police will be notified accordingly.

#### *At-Will Employment*

In the state of Massachusetts, employment is assumed to be at-will unless otherwise stated. At-will employment implies that employer and employee alike may terminate the work relationship at any given moment and for any legitimate purpose. Wrongful termination may be more difficult to prove in an at-will arrangement because of the freedom that each party has to end the employment. However, there are still many instances wherein a termination or discharge can be called wrongful, even in an at-will employment.

#### *Workplace Attire*

The required attire for registered agents at Company varies based upon required duties. New hire training and the onboarding process will go over the workplace attire specific to each role and the department manager will be responsible for ensuring compliance with all requirements is met.

#### Business Hours for Marijuana Retailer facility

Monday:	8 AM – 10 PM
Tuesday:	8 AM – 10 PM
Wednesday:	8 AM – 10 PM
Thursday:	8 AM – 10 PM
Friday:	8 AM – 10 PM
Saturday:	8 AM – 10 PM
Sunday:	8 AM – 10 PM

## Overview of Personnel Policies and Procedures

### Standard Employment Practices

Company values the contributions of its management and staff positions. Company will strive to be the industry leader in workplace satisfaction by offering highly competitive wage and benefits packages and developing a culture that values a proper work-life balance, boasts a transparent and accessible executive management team, and fosters a work ethic that focuses on the mission of the company and spirit of the adult-use marijuana program in Massachusetts.

### *Advancement*

The organization will be structured in a relatively flat manner, with promotional opportunities within each department. Participation in training and bi-annual performance evaluations will be critical for any promotions or pay increases.

### *Written Policies*

Company's written policies will address, inter alia, the Family and Medical Leave Act (FMLA), the Consolidated Omnibus Budget Reconciliation Act (COBRA), equal employment opportunity, discrimination, harassment, the Employee Retirement Income Security Act (ERISA), disabilities, workers' compensation, maintenance of personnel files, privacy, email policy, 935 CMR 500.000 et seq., holidays, hours, sick time, personal time, overtime, performance reviews, disciplinary procedures, working hours, pay rates, overtime, bonuses, veteran preferences, drug testing, personnel policies, military leaves of absence, bereavement leave, jury duty, CORI checks, smoking, HIPAA, patient confidentiality, and compliance hotline.

### *Investigations*

Company will set forth policies and procedures to investigate any complaints or concerns identified or raised internally or externally in order to stay in compliance with 935 CMR 500.000 et seq.

### *Designated Outside Counsel*

Company may retain counsel for employment law to assist the Human Resources Manager with any issues and questions.

### Job Status

#### *Job Classifications*

Positions at Company are categorized by rank and by department. The executive management team oversees the overall success of mission of the company; the CEO is responsible for implementation of the mission and the executive management team as a whole is responsible for ensuring that all departments are properly executing their functions and responsibilities. Job classification is comprised of three rank tiers: Executive Management, Management, and Non-Management Employee.

#### *Work Schedules*

Work schedules will be either part-time, full-time, or salaried, depending of the specific position. Schedules will be set according to the needs of each department as determined by the department

manager and the executive manager they report to. It is the department manager's responsibility to develop and implement a work schedule that provides necessary duty and personnel coverage but does not exceed what is required for full implementation of operations. It is also the department manager's responsibility to ensure that adequate coverage occurs on a daily basis and does not lead to unnecessary utilization of overtime coverage.

#### *Mandatory Meetings and Community Service Days*

There will be a mandatory, reoccurring company-wide meeting on a monthly basis. All personnel will be notified if their attendance is required. Certain personnel, such as housekeeping staff, may not be required to attend. Each department will have a mandatory weekly meeting scheduled by the department manager. The department managers will provide agendas for all meetings and will report to their executive manager.

#### *Breaks*

Daily breaks, including lunch breaks, will comply with the laws of the Commonwealth.

#### *Performance Reviews*

Performance reviews will be conducted by executive or department managers. Reviews will be conducted following a 90 day probationary period, and semi-annually thereafter. A written synopsis must be provided to, and signed by, the employee under review. Reviews must be retained in each employee's employment file. Performance reviews must take into account positive performance factors and areas requiring improvement. Scoring systems may be utilized to help reflect an employee's overall performance.

#### *Leave Policies*

Leave policies will comport with all state and federal statutes.

All full-time employees will receive two 40-hour weeks of paid vacation per annum. Additional leave must be requested at least two weeks in advance and approved by the employee's department manager. Company will determine which holidays will be observed and which departments will not be required to work. Additional leave will not be paid and must be approved by the department manager.

Company anticipates observing the following holidays:

- New Year's Day;
- Martin Luther King Day;
- Presidents' Day;
- Memorial Day;
- Independence Day;
- Labor Day;
- Thanksgiving; and
- Christmas Day.

## Disciplinary Policies

### Purpose

Company's progressive discipline policies and procedures are designed to provide a structured corrective action process to improve and prevent a recurrence of undesirable behavior and/or performance issues. The steps outlined below of Company's progressive discipline policies and procedures have been designed consistent with Company's organizational values, best practices, and state and federal employment laws.

Company reserves the right to combine or skip steps depending upon the facts of each situation and the nature of the offense. The level of disciplinary intervention may also vary. Some of the factors that will be considered are whether the offense is repeated despite coaching, counseling, and/or training; the employee's work record; and the impact the employee's performance, conduct and/or attendance issues have on Company as an organization.

### Procedure

#### Step 1: Counseling and Verbal Warning

Step 1 creates an opportunity for the immediate supervisor to schedule a meeting with an employee to bring attention to the existing performance, conduct, or attendance issue. The supervisor should discuss with the employee the nature of the problem and/or violation of company policies and procedures. The supervisor is expected to clearly outline expectations and steps the employee must take to improve performance or resolve the problem.

Within five business days, the supervisor will prepare written documentation of a Step 1 meeting. The employee will be asked to sign the written documentation. The employee's signature is needed to demonstrate the employee's understanding of the issues and the corrective action needed.

#### Step 2: Written Warning

While it is hoped that the performance, conduct, or attendance issues that were identified in Step 1 have been corrected, Company recognizes that this may not always be the case. A written warning involves a more formal documentation of the performance, conduct, or attendance issues and consequences.

During Step 2, the immediate supervisor and a department manager or director will meet with the employee and review any additional incidents or information about the performance, conduct, or attendance issues as well as any prior relevant corrective action plans. Management will outline the consequences for the employee of his or her continued failure to meet performance, conduct and/or attendance expectations. A formal performance improvement plan (PIP) requiring the employee's immediate and sustained corrective action will be issued within five business days of a Step 2 meeting. A warning outlining that the employee may be subject to additional discipline up to and including termination if immediate and sustained corrective action is not taken may also be included in the PIP.

### Step 3: Suspension and Final Written Warning

There may be performance, conduct, or safety incidents so problematic and harmful that the most effective action may be the temporary removal of the employee from the workplace. When immediate action is necessary to ensure the safety of the employee or others, the immediate supervisor may suspend the employee pending the results of an investigation.

Suspensions that are recommended as part of the normal progression of the progressive discipline policies and procedures are subject to approval from a next-level manager and the Human Resources Manager.

Depending upon the seriousness of the infraction, an employee may be suspended without pay in full-day increments consistent with federal, state and local wage-and-hour employment laws. Nonexempt/hourly employees may not substitute or use an accrued paid vacation or sick day in lieu of the unpaid suspension. Due to Fair Labor Standards Act (FLSA) compliance issues, unpaid suspension of salaried/exempt employees is reserved for serious workplace safety or conduct issues. The Human Resources Manager will provide guidance so that discipline is administered without jeopardizing the FLSA exemption status.

Pay may be restored to an employee if an investigation of the incident or infraction absolves the employee.

### Step 4: Recommendation for Termination of Employment

The last and most serious step in the progressive discipline procedures is a recommendation to terminate employment. Generally, Company will try to utilize the progressive steps of this policy by first providing warnings, a final written warning, and/or suspension from the workplace before proceeding to a recommendation to terminate employment. However, Company reserves the right to combine and skip steps depending upon the circumstances of each situation and the nature of the offense, and an employee may be terminated without prior notice or disciplinary action.

Management's recommendation to terminate employment must be approved by the Human Resources Manager and department manager or designee. Final approval may be required from the CEO or designee.

Nothing in this policy provides any contractual rights regarding employee discipline or counseling nor should anything in this policy be read or construed as modifying or altering the employment-at-will relationship between Company and its employees.

### Appeal Process

Any employee subject to a disciplinary action will have the opportunity to present information on their own behalf that may challenge information management relied upon in making the decision to issue the disciplinary action. The purpose of this appeal process is to provide insight



into extenuating circumstances that may have contributed to the employee's performance, conduct and/or attendance issues, while allowing for an equitable solution.

If an employee does not present information on their own behalf during a step meeting, they will have five business days after the meeting to present such information to the supervisor who conducted the meeting.

#### Performance and Conduct Issues Not Subject to Progressive Discipline

Behavior that is illegal is not subject to progressive discipline and may be reported to local law enforcement. Theft, intoxication at work, fighting and other acts of violence are also not subject to progressive discipline and may be grounds for immediate termination.

#### Documentation

Any employee subject to progressive discipline will be provided with copies of all relevant documentation related to the progressive discipline process, including all PIPs. The employee will be asked to sign copies of this documentation attesting to their receipt and understanding of the corrective action outlined in these documents. Copies of these documents will be placed in the employee's official personnel file.

#### Separation of Employment

Separation of employment within an organization can occur for several different reasons. Employment may end as a result of resignation, retirement, release (end of season or assignment), reduction in workforce, or termination. When an employee separates from Company, the employee's supervisor must contact the Human Resources Manager to schedule an exit interview, which will typically take place on the employee's last workday.

#### Types of Separation

##### 1. Resignation

Resignation is a voluntary act initiated by the employee to end employment with Company. The employee must provide a minimum of two (2) weeks' notice prior to resignation. If an employee does not provide advance notice or fails to actually work the remaining two weeks, the employee will be ineligible for rehire. The resignation date must not fall on the day after a holiday.

##### 2. Retirement

An employee who wishes to retire is required to notify their department director and the Human Resources Manager in writing at least one (1) month before planned retirement date. It is the practice of Company to give special recognition to employees at the time of their retirement.

##### 3. Job Abandonment

An employee who fails to report to work or contact their supervisor for two (2) consecutive workdays will be considered to have abandoned their job without notice effective at the end of the employee's normal shift on the second day. The department

manager will notify the Human Resources Manager at the expiration of the second workday and initiate the paperwork to terminate the employee. Employees who are separated due to job abandonment are ineligible for rehire.

4. Termination

Employees of Company are employed on an at-will basis, and the company retains the right to terminate an employee at any time.

5. Reduction in Workforce

An employee may be laid off due to changes in duties, organizational changes, lack of funds, or lack of work. Employees who are laid off may not appeal the layoff decision through the appeal process.

6. Release

Release is the end of temporary or seasonal employment. The Human Resources Manager, in consultation with the department manager, will inform the temporary or seasonal worker of their release according to the terms of the individual's temporary employment.

*Exit Interview*

The separating employee will contact the HR department as soon as notice is given to schedule an exit interview. The interview will be held on the employee's last day of work or another day, as mutually agreed upon.

*Return of Property*

The separating employee must return all company property at the time of separation, including but not limited to, uniforms, cell phones, keys, computers, and identification cards. Failure to return certain items may result in deductions from the employee's final paycheck. All separating employees will be required to sign a Wage Deduction Authorization Agreement, allowing Company to deduct the costs of such items from their final paycheck.

*Termination of Benefits*

An employee separating from Company is eligible to receive benefits as long as the appropriate procedures are followed as stated above. Two weeks' notice must be given, and the employee must work the full two work weeks. Accrued vacation leave will be paid in the last paycheck. Accrued sick leave will be paid in the last paycheck.

*Health Insurance*

Health insurance terminates on the last day of the month of employment, unless employee requests immediate termination of benefits. Information about the Consolidated Omnibus Budget Reconciliation Act (COBRA) continued health coverage will be provided. Employees will be required to pay their share of the dependent health and dental premiums through the end of the month.

### *Rehire*

Former employees who left in good standing and were classified as eligible for rehire may be considered for reemployment. An application must be submitted to the Human Resources Manager, and the applicant must meet all minimum qualifications and requirements of the position, including any qualifying exam, when required.

Department managers must obtain approval from the Human Resources Manager or designee prior to rehiring a former employee. Rehired employees begin benefits just as any other new employee. Previous tenure will not be considered in calculating longevity, leave accruals, or any other benefits.

An applicant or employee who is terminated for violating policy or who resigned in lieu of termination from employment due to a policy violation will be ineligible for rehire.

### Compensation

As an employer, Company believes that it is in the best interest of both the organization and Company's employees to fairly compensate its workforce for the value of the work provided. It is Company's intention to use a compensation system that will determine the current market value of a position based on the skills, knowledge, and behaviors required of a fully-competent incumbent. The system used for determining compensation will be objective and non-discriminatory in theory, application and practice. The company has determined that this can best be accomplished by using a professional compensation consultant, as needed, and a system recommended and approved by the executive management team.

### Selection Criteria

1. The compensation system will price positions to market by using local, national, and industry specific survey data.
2. The market data will primarily include marijuana-related businesses and will include survey data for more specialized positions and will address significant market differences due to geographical location.
3. The system will evaluate external equity, which is the relative marketplace job worth of every marijuana industry job directly comparable to similar jobs at Company, factored for general economic variances, and adjusted to reflect the local economic marketplace.
4. The system will evaluate internal equity, which is the relative worth of each job in the organization when comparing the required level of job competencies, formal training and experience, responsibility and accountability of one job to another, and arranging all jobs in a formal job-grading structure.
5. Professional support and consultation will be available to evaluate the compensation system and provide on-going assistance in the administration of the program.
6. The compensation system must be flexible enough to ensure that the company is able to recruit and retain a highly-qualified workforce, while providing the structure necessary to effectively manage the overall compensation program.

### *Responsibilities*

The executive management team will give final approval for the compensation system that will be used by Company.

1. On an annual basis the executive management team will review and approve, as appropriate, recommended changes to position-range movement as determined through the vendor's market analysis process.
2. As part of the annual budgeting process, the executive management team will review and approve, as appropriate, funds to be allocated for total compensation, which would include base salaries, bonuses, variable based or incentive-based pay, and all other related expenses, including benefit plans.

### *Management Responsibility*

1. The CEO is charged with ensuring that Company is staffed with highly-qualified, fully-competent employees and that all programs are administered within appropriate guidelines and within the approved budget.
2. The salary budget will include a gross figure for the following budget adjustments, but the individual determinations for each employee's salary adjustment will be the exclusive domain of the CEO: determining the appropriate head count, titles, position levels, merit and promotional increases and compensation consisting of salary, incentive, bonus, and other discretionary pay for all positions.
3. The CEO will ensure that salary ranges are updated at least annually, that all individual jobs are market priced at least once every two years, and that pay equity adjustments are administered in a fair and equitable manner.

### Agent Background Checks

- In addition to completing the Commission's agent registration process, all agents hired to work for Company will undergo a detailed background investigation prior to being granted access to a Company facility or beginning work duties.
- Background checks will be conducted on all agents in their capacity as employees or volunteers for Company pursuant to 935 CMR 500.100 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 500.101(1), Company will consider:
  - 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.
  - 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.

- 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, Company will:
  - 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.
  - 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, Company will consider the following factors:
    - Time since the offense or incident;
    - Age of the subject at the time of the offense or incident;
    - Nature and specific circumstances of the offense or incident;
    - Sentence imposed and length, if any, of incarceration, if criminal;
    - Penalty or discipline imposed, including damages awarded, if civil or administrative;
    - Relationship of offense or incident to nature of work to be performed;
    - Number of offenses or incidents;
    - Whether offenses or incidents were committed in association with dependence on drugs or alcohol from which the subject has since recovered;
    - 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
    - Any other relevant information, including information submitted by the subject.
  - 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.
- Upon adverse determination, Company will provide the applicant a copy of their background screening report and a pre-adverse determination letter providing the applicant with a copy of their right to dispute the contents of the report, who to contact to do so and the opportunity to provide a supplemental statement.
  - After 10 business days, if the applicant is not disputing the contents of the report and any provided statement does not alter the suitability determination, an adverse action letter will be issued providing the applicant information on the final determination made by Company along with any legal notices required.

- 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 deemed necessary, individuals in key positions with unique and sensitive access (e.g. members of the executive management team) will undergo additional screening, which may include interviews with prior employers or colleagues.
- 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 Company or the Commission.

## **Qualifications and Training Plan**

Hampshire Hemp LLC ("Company") will ensure that all employees hired to work at a Company facility will be qualified to work as a marijuana establishment agent and properly trained to serve in their respective roles in a compliant manner.

### **Roles**

Aside from the Executive Management team, Company will have the following roles at our retail establishment; General Manager, Team Leads, Customer Support Agents and Security Agents. The minimum qualifications for these roles are outlined below.

### **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.

Company will also ensure that its employees are suitable for registration consistent with the provisions of 935 CMR 500.802. In the event that Company discovers any of its agents are not suitable for registration as a marijuana establishment agent, the agent's employment will be terminated, and Company 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 Company's agents will successfully complete a comprehensive training program that is tailored to the roles and responsibilities of the agent's job function. Agent training will at least include the Responsible Vendor Program and eight (8) hours of on-going training annually.

Pursuant to 935 CMR 500.105(2)(b) All of Company's owners, managers, and employees will attend and successfully complete a Responsible Vendor Program operated by an education provider accredited by the Commission to provide the annual minimum of two hours of responsible vendor training to marijuana establishment agents. Company's new, non-administrative employees will complete the Responsible Vendor Program within 90 days of the date they are hired. Company's owners, managers, and employees will then successfully complete the program once every year thereafter. Company will also encourage administrative employees who do not handle or sell marijuana to take the responsible vendor program on a voluntary basis to help ensure compliance. Company'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 state licensing authority upon request.

As part of the Responsible Vendor program, Company's agents will receive training on a variety of topics relevant to marijuana establishment operations, including but not limited to the following:

1. Marijuana's effect on the human body, including physical effects based on different types of marijuana products and methods of administration, and recognizing the visible signs of impairment;
2. Best practices for diversion prevention and prevention of sales to minors;
3. Compliance with tracking requirements;
4. Acceptable forms of identification, including verification of valid photo identification and medical marijuana registration and confiscation of fraudulent identifications;
5. Such other areas of training determined by the Commission to be included; and
6. Other significant state laws and rules affecting operators, such as:
  - Local and state licensing and enforcement;
  - Incident and notification requirements;
  - Administrative and criminal liability and license sanctions and court sanctions;
  - Waste disposal and health and safety standards;
  - Patrons prohibited from bringing marijuana onto licensed premises;
  - Permitted hours of sale and conduct of establishment;
  - Permitting inspections by state and local licensing and enforcement authorities;
  - Licensee responsibilities for activities occurring within licensed premises;
  - Maintenance of records and privacy issues; and
  - Prohibited purchases and practices.



## **Quality Control and Testing Plan**

### **Quality Control**

Hampshire Hemp LLC ("Company") will comply with the following sanitary requirements:

1. Any Company agent whose job includes contact with marijuana or nonedible marijuana products, is subject to the requirements for food handlers specified in 105 CMR 300.000, and all edible marijuana products will be handled, and stored in compliance with the sanitation requirements in 105 CMR 500.000, and with the requirements for food handlers specified in 105 CMR 300.000.
2. Any Company agent working in direct contact with 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. Company's hand-washing facilities will be adequate and convenient and will be furnished with running water at a suitable temperature. Hand-washing facilities will be located in Company's production areas and where good sanitary practices require employees to wash and sanitize their hands, and will provide effective hand-cleaning and sanitizing preparations and sanitary towel service or suitable drying devices;
4. Company's facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. Company will ensure that litter and waste is properly removed and disposed of so as to minimize the development of odor and minimize the potential for the waste attracting and harboring pests. The operating systems for waste disposal will be maintained in an adequate manner pursuant to 935 CMR 500.105(12);
6. Company's floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. Company's facility will have adequate safety lighting in all storage areas, as well as areas where equipment or utensils are cleaned;
8. Company's buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. Company will ensure that all contact surfaces, including utensils and equipment, will be maintained in a clean and sanitary condition. Such surfaces will be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils will be so designed and of such material and workmanship as to be adequately cleanable;
10. All toxic items will be identified, held, and stored in a manner that protects against contamination of marijuana products;
11. Company will ensure that its water supply is sufficient for necessary operations, and that such water supply is safe and potable;
12. Company's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the marijuana establishment. Plumbing will properly convey sewage and liquid disposable

waste from the marijuana establishment. There will be no cross-connections between the potable and waste water lines;

13. Company will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. Company will hold all products that can support the rapid growth of undesirable microorganisms in a manner that prevents the growth of these microorganisms; and
15. Company will store and transport finished products under conditions that will protect them against physical, chemical, and microbial contamination, as well as against deterioration of finished products or their containers.

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

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

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

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

Company 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. Testing of Company's marijuana products will be performed by an Independent Testing Laboratory in compliance with the Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana-infused Products, as amended in November 2016, published by the DPH. Testing of Company'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 DPH.

Company's policy of responding to laboratory results that indicate contaminant levels are above acceptable limits established in the DPH protocols identified in 935 CMR 500.160(1) include notifying the Commission within 72 hours of any laboratory testing results indicating that the

contamination cannot be remediated and disposing of the production batch. Such notification will describe a proposed plan of action for both the destruction of the contaminated product and the assessment of the source of contamination.

Company 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.

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 Company'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 Company for disposal or by the Independent Testing Laboratory disposing of it directly.

## Recordkeeping Procedures Plan

### General Overview

Hampshire Hemp LLC (“Company”) 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 Company documents. Records will be stored at Company 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 Company 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 Company’s quarter-end closing procedures. In addition, Company’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: 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 State Filings
- Business Records: Records that 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 agent, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with Company, including members, if any.
- Personnel Records: At a minimum 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 Company 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 cultivation conditions;
  - Personnel policies and procedures; and
  - All background check reports obtained in accordance with 935 CMR 500.030.
- Handling and Testing of Marijuana Records
  - Company 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
  - Company may use Viridian Sciences SAP ERP to maintain real-time inventory. The ERP inventory reporting meets the requirements specified by the Commission and 935 CMR 500.105(8)(c) and (d), including, at a minimum, an inventory of; marijuana ready for dispensing; all marijuana products; and all damaged, defective, expired, or contaminated marijuana and marijuana products awaiting disposal.
  - Inventory records will include, at a minimum, the date of the inventory, a summary of the inventory findings, and the names, signatures, and titles of the individuals who conducted the inventory.
- Incident Reporting Records
  - Within ten (10) calendar days, Company will provide written notice to the Commission of any incident described in 935 CMR 500.110(7)(a), by submitting

an incident report, detailing the incident, the investigation, the findings, resolution (if any), confirmation that the Police Department and Commission were notified within twenty-four (24) hours of discovering the breach, and any other relevant information. Reports and supporting documents, including photos and surveillance video related to a reportable incident, will be maintained by Company 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 upon request.

- Visitor Records
  - A visitor sign-in and sign-out record will be maintained at the security office. The record 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, Company will create and maintain a written 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 Company agents present during the disposal or handling, with their signatures. Company 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.
  - Twenty-four (24) hour recordings from all video cameras that are available for immediate viewing by the Commission upon request and that are retained for at least ninety (90) calendar days.
- Transportation Records
  - Company will retain all shipping manifests for a minimum of one (1) year and make them available to the Commission upon 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).
- Closure
  - In the event Company closes, all records will be kept for at least two (2) years at Company's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, Company 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 Company'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;

- Agent security policies, including personal safety and crime prevention techniques;
- A description of Company'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 sold, and the form(s) in which marijuana will be dispensed;
- Procedures to ensure accurate recordkeeping, including inventory protocols in compliance with 935 CMR 500.160;
- 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);
- 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 the Police Department and to the Commission;
  - Engaged in unsafe practices with regard to Company 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 executives of Company, and members, if any, of the licensee must be made available upon request by any individual. 935 CMR 500.105(1)(m) requirement may be fulfilled by placing this information on Company's website.
- Policies and procedures for the handling of cash on Company premises including but not limited to storage, collection frequency and transport to financial institution(s).
- 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.

#### Record-Retention

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



### Plan for Restricting Access to Age 21 and Older

Pursuant to 935 CMR 500.050(5)(b), Hampshire Hemp LLC (“Company”) will only be accessible to consumers 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, a Company agent will immediately inspect the individual’s proof of identification and determine the individual’s age, in accordance with 935 CMR 500.140(2).

In the event Company discovers any of its agents intentionally or negligently sold marijuana to an individual under the age of 21, the agent will be terminated and the Commission will be promptly notified, pursuant to 935 CMR 500.105(1)(l). Company will not hire any individuals who are under the age of 21 or who have been convicted of distribution of controlled substances to minors, pursuant to 935 CMR 500.030(1).

Pursuant to 935 CMR 500.105(4), Company will not engage in any marketing, advertising or branding practices that are targeted to, deemed to appeal to or portray minors under the age of 21. Company will not engage in any advertising, marketing and branding by means of television, radio, internet, mobile applications, social media, or other electronic communication, billboard or other outdoor advertising, including 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. Company will not manufacture or sell any edible products that resemble a realistic or fictional human, animal or fruit, 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 marketing, advertising and branding materials 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.”** Pursuant to 935 CMR 500.105(6)(b), Company packaging for any marijuana or marijuana products will not use bright colors, resemble existing branded products, feature cartoons 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 attractive to minors. Company’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).

## **Plan to Positively Impact Areas of Disproportionate Impact**

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

Company will comply with the requirements of 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 Company will not violate the Commission’s regulations with respect to limitations on ownership or control or other applicable state laws.

The specifically named organization has been contacted and can receive the donations we plan on making and will work with the Company in the furthering of its goals. A letter from this organization is attached to this Positive Impact Plan.

## **PROGRAMS**

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### **1. Recruitment and Hiring Program**

Company is planning to employ individuals who reside in areas of disproportionate impact. Company’s Principals all reside in “areas of disproportionate impact” specifically Holyoke and Springfield and our prospective team consists of individuals who have previously held positions in organizations that serve areas of disproportionate impact or where primary responsibilities included economic education, resource provision, or empowerment to disproportionately impacted individuals or communities.

Company plans to use several strategies to employ individuals who reside in areas of disproportionate impact which includes giving hiring preference to:

- Past or present residents of the geographic “areas of disproportionate impact,” specifically the Cities of Holyoke and Springfield;
- Commission-designated Social Equity Program participants;
- Massachusetts residents who have past drug convictions; and
- Massachusetts residents with parents or spouses who have drug convictions.

We will take the following measures in pursuit of this program:

- Company will engage with the MassHire Holyoke and Springfield Career Centers and the Greater Holyoke Chamber of Commerce’s FutureWorks to promote and post all of our employment opportunities;
- We will host a career fair approximately 60 days before our expected opening and additional job fairs as needed;
- All of our job postings and career fair materials will clearly outline our hiring priority for individuals who meet the above listed criteria;
- In an effort to reach applicants from areas of disproportionate impact, Company will assist with transportation to and from the workplace on a daily basis. This program will provide opportunities for applicants that otherwise wouldn’t have been able to apply and obtain transportation on their own; and

- To the extent possible and allowable, Company will source information from the Commission regarding contact information or other resources to contact Commission-designated Social Equity Program participants. With this information we will send job postings and career fair information to these individuals.

This Program will be instituted 60 days prior to our expected opening date.

**Goals-** The goals for Company's Recruitment and Hiring Program are as follows:

- 50% of our workforce will be: 1) Past or present residents of the geographic areas of disproportionate impact; 2) Commission-designated Social Equity Program participants; 3) Massachusetts residents who have past drug convictions; and 4) Massachusetts residents with parents or spouses who have drug convictions.

**Measurements-** Our Human Resources Manager will track and report following metrics that will be used to measure the success of this Program.

- Employment data, including the number and percentage of all applicants and hires that meet the following criteria: 1) Past or present residents of the geographic areas of disproportionate impact; 2) Commission-designated Social Equity Program participants; 3) Massachusetts residents who have past drug convictions; and 4) Massachusetts residents with parents or spouses who have drug convictions;
  - The salaries for all hires; and
  - Recruitment information including the number of all job postings, where they were posted and the number and percentage of all applicants and hires generated by each posting.
- 

## **2. Community Partnership Program**

Company has chosen to partner with Margaret's Pantry, a full service food pantry operated by the Sisters of Providence Ministries of Holyoke <http://www.provministries.org/locations/margarets-pantry/>. Margaret's Pantry is located in the City of Holyoke which is an area of disproportionate impact. Margaret's Pantry provides food to residents of Holyoke and the surrounding area. Presently the pantry provides food to upward of 180 families each month and average approximately 1,000,000 pounds per month which is distributed to the needy of the community. We have met with Margaret's Pantry and they have agreed to accept Company's donation of money and time (See attached letter).

Our partnership with Margaret's Pantry will include monetary donations from Company as well as a donation of volunteer hours from our executive management staff and employees. We will also participate in four food drives at our Retail Marijuana Establishment. Our first food drive will take place within 60 days after our opening date and every quarter thereafter. Our first monetary donation of \$5,000 will take place within 90 days of our receipt of Final Licensure from the Commission. The amount and timing of additional donations will be dependent on Company finances.

**Goals-** The goals for Company's Community Partnership Program are as follows:

- Donate a minimum for \$5,000 annually to Margaret's Pantry;
- Company employees will each donate 8 community service hours to Margaret's Pantry; and
- Company will hold at least 4 food drives annually to help further the goals of Margaret's Pantry

**Measurements-** Our Human Resources Manager will track and report following metrics that will be used to measure the success of this Program.

- The number and amounts of monetary donations to Margaret's Pantry;
  - The number of volunteer hours that Company employees have donated to Margaret's Pantry; and
  - The number and dates of donation, clothing and/or food drives held by Company along with the amounts of donations received and/or the approximate value of donations received at any clothing or food drive.
- 

## **REPORTING**

60 days prior to the Company's License Renewal the Company will draft a comprehensive report that will be presented to the Commission for review during the License Renewal Process. This report will include the metrics outlined in the two Programs outlined in this Plan along with an analysis of each Program and the success, or progress of each Programs goals.

Additionally, the Company will report on the following:

- Internal and external communications in support of the goals of the Plan;
- Information regarding the internal reporting systems that measure the effectiveness of programs designed to support a company culture that promotes positive impact on areas of disproportionate impact;
- A review of the Company's internal and external job postings to ensure information is in compliance with Company's Positive Impact Plan

The Human Resources Manager will be responsible for an audit report setting forth the Company's performance in fulfilling the goals of the Plan. This will include:

- A comprehensive description of all efforts made by Company to monitor and enforce the Positive Impact Plan;
- Other information deemed necessary or desirable by the Commission to ensure compliance with the regulations; and
- A workforce utilization report including the following information for each job category at Company:
  - The number of persons employed;
  - The number and percentage of Past or present residents of the geographic "areas of disproportionate impact," specifically the Cities of Holyoke and Springfield who are employed by the Company;
  - The number and percentage of Commission-designated Social Equity Program participants employed by the Company;
  - The number and percentage of Massachusetts residents who have past drug convictions that are employed by the Company; and
  - The number and percentage of Massachusetts residents with parents or spouses who have drug convictions that are employed by the Company.



August 14, 2019

Mr. Nicholas Yee, Manager  
Hampshire Hemp LLC  
41 Briarwood Dr.  
Holyoke, MA 01040

Dear Mr. Yee:

Thank you for your interest in supporting Providence Ministries. In 1980 Our Founder, Sr. Margaret McCleary, had the idea of a community kitchen that would serve a warm meal to anyone, no questions asked and opened Kate's Kitchen. Over the past 39 years, what started with a simple idea, has blossomed into Providence Ministries, one of the largest networks of social services in the Pioneer Valley. Our food pantry alone distributes over 1,000,000 pounds of food annually to families in the region.

We are excited about the opportunities that the cannabis industry will bring to Western Mass and would gladly accept any donation your company offers. We would also love the opportunity to give you a tour of our programs, so you can see first-hand the work we do every day. Please let me know if you have any questions.

Sincerely,

Rory Casey  
Director of Development & Marketing

**Kate's Kitchen | Margaret's Pantry | St. Jude's Clothing Center | foodWorks | Loreto House | Broderick House | McCleary Manor**

40 Brightside Drive • Holyoke, MA 01040 • 413-536-9109 • F 413-536-1137 • [provministries.org](http://provministries.org)

*Founded by the Sisters of Providence*