



Massachusetts Cannabis Control Commission

Public Record Request

Marijuana Retailer

General Information:

License Number: MR281814
Original Issued Date: 01/28/2019
Issued Date: 01/16/2020
Expiration Date: 01/28/2021
Payment Received: \$5000 Payment Required: \$10000

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Herbology Group, Inc. Federal Tax Identification Number EIN/TIN: [REDACTED]
Phone Number: 203-491-0091 Email Address: littleharborcanopy@gmail.com
Business Address 1: 55 Kestrel Lane Business Address 2:
Business City: Amherst Business State: MA Business Zip Code: 01002
Mailing Address 1: 55 Kestrel Lane Mailing Address 2:
Mailing City: Amherst Mailing State: MA Mailing Zip Code: 01002

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: yes
Priority Applicant Type: RMD Priority
Economic Empowerment Applicant Certification Number:
RMD Priority Certification Number: RP201924

RMD INFORMATION

Name of RMD: Herbology Group, Inc.
Department of Public Health RMD Registration Number:
Operational and Registration Status: Obtained Provisional Certificate of Registration only
To your knowledge, is the existing RMD certificate of registration in good standing?: yes
If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 100	Percentage Of Control: 33.33		
Role: Executive / Officer	Other Role: CEO, COO, President, Clerk, Director on the Board of Directors		
First Name: Jane	Middle Name:	Last Name: Hawman	Suffix:
Gender: Female	User Defined Gender:		
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)			
Specify Race or Ethnicity:			

Person with Direct or Indirect Authority 2

Percentage Of Ownership:	Percentage Of Control: 33.33		
Role: Executive / Officer	Other Role: CFO, Treasurer, EEO, Director on the Board of Directors		
First Name: Michael	Middle Name:	Last Name: Duku	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 3

Percentage Of Ownership:	Percentage Of Control: 33.33		
Role: Director	Other Role: Board of Directors		
First Name: Stephen	Middle Name:	Last Name: Gotwald	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

Close Associates or Member 1

First Name: Jane	Middle Name:	Last Name: Hawman	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: CEO, COO, President, Clerk, and a Director			

Close Associates or Member 2

First Name: Michael	Middle Name:	Last Name: Duku	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: CFO, EEO, Treasurer, and a Director			

Close Associates or Member 3

First Name: Stephen	Middle Name:	Last Name: Gotwald	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: A Director on the Board of Directors			

Close Associates or Member 4

First Name: Bradford	Middle Name:	Last Name: Baker	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Director of Security			

Close Associates or Member 5

First Name: April Middle Name: Last Name: Hawman Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Chief Administrative Officer

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Herbology Holdings, LLC Entity DBA:
Email: agv@nhmcpa.com Phone: 561-659-3060
Address 1: 515 North Flagler Drive Address 2: Suite 1700
City: West Palm Beach State: FL Zip Code: 33401
Types of Capital: Debt Other Type of Capital: Total Value of Capital Provided: \$500000 Percentage of Initial Capital: 100
Capital Attestation: Yes

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Bradford Middle Name: Last Name: Baker Suffix:
Marijuana Establishment Name: MassGrow, LLC Business Type: Marijuana Cultivator
Marijuana Establishment City: Athol Marijuana Establishment State:
MA

Individual 2

First Name: Bradford Middle Name: Last Name: Baker Suffix:
Marijuana Establishment Name: Verdant Medical, Inc. Business Type: Other
Marijuana Establishment City: Randolph Marijuana Establishment State: MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 8 Woodard Road
Establishment Address 2:
Establishment City: Greenfield Establishment Zip Code: 01301
Approximate square footage of the establishment: 4400 How many abutters does this property have?: 12
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 Greenfield.pdf	pdf	5bb15eaeae24c04c4b19a9a3	09/30/2018
Plan to Remain Compliant with Local Zoning	Herbology_LocalZoning.pdf	pdf	5bb162278e16bb4c37417060	09/30/2018
Community Outreach Meeting	HGI_Community Outreach	pdf	5bb38d4d2c8858559aa3194e	10/02/2018

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Herbology_ADI.pdf	pdf	5bb16055e4655b4c2db20f6b	09/30/2018

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Other Role:
First Name: Jane Middle Name: Last Name: Hawman Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 2

Role: Other Role:
First Name: Michael Middle Name: Last Name: Duku Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 3

Role: Other Role:
First Name: Stephen Middle Name: Last Name: Gotwald Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 4

Role: Other Role:
First Name: Bradford Middle Name: Last Name: Baker Suffix:
RMD Association: RMD Staff
Background Question: no

Individual Background Information 5

Role: Other Role:
First Name: April Middle Name: Last Name: Hawman Suffix:
RMD Association: RMD Staff
Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

No records found

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	Herbology_Articles of Organization.pdf	pdf	5b79ea9f89bc002d9918a647	08/19/2018
Bylaws	Herbology_Bylaws.pdf	pdf	5b79eab3cea8212d4c7b5028	08/19/2018
Department of Revenue - Certificate of Good standing	Herbology_DoR Cert of Good Standing.pdf	pdf	5b79eabc5e9b3d2d528a762e	08/19/2018
Secretary of Commonwealth - Certificate of Good Standing	Herbology_SoC Cert of Good Standing.pdf	pdf	5b79eac818807b2d67c3fcba	08/19/2018

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	2019 Certificate of Good Standing Dept of Revenue.pdf	pdf	5de6d08a26aa77532085e314	12/03/2019
Secretary of Commonwealth - Certificate of Good Standing	Cert of Good Standing HGI.pdf	pdf	5de6d092fd468857b99bf004	12/03/2019
Department of Unemployment Assistance - Certificate of Good standing	HGI Attestation Good Standing Unemployment Assistance.pdf	pdf	5de6d0adfd468857b99bf008	12/03/2019

Massachusetts Business Identification Number: 001180219

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	Liability Insurance HGI.pdf	pdf	5de6df8a0f35e05798b39f8b	12/03/2019
Proposed Timeline	herbology group propsed timeline greenfield.pdf	pdf	5de6e5b140e348579197f68d	12/03/2019
Business Plan	greenfield business plan.pdf	pdf	5de6f7db0f35e05798b39fcd	12/03/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Qualifications and training	HGI Qualifications and Training.pdf	pdf	5de6e7b3ea4df3530e6475d7	12/03/2019
Maintaining of financial records	HGI Maintaining of Financial Records.pdf	pdf	5de6e7b40f35e05798b39fb3	12/03/2019
Record Keeping procedures	HGI Recordkeeping Procedures.pdf	pdf	5de6e7b5170b4c5353e3d0cf	12/03/2019
Personnel policies including background checks	HGI Personnel Policies Including Background Checks.pdf	pdf	5de6e7b626aa77532085e399	12/03/2019

Dispensing procedures	HGI Dispensing Procedures.pdf	pdf	5de6e7b7160e3b57a3dd51dc	12/03/2019
Diversity plan	HGI- Diversity Plan.pdf	pdf	5de6e7d39c1081532b9a8341	12/03/2019
Quality control and testing	HGI Quality Control and Testing.pdf	pdf	5de6e811d5b0805341c64e04	12/03/2019
Inventory procedures	HGI Inventory Procedures.pdf	pdf	5de6e81240e348579197f69b	12/03/2019
Transportation of marijuana	Transportation of Marijuana.pdf	pdf	5de6e8140f35e05798b39fb7	12/03/2019
Storage of marijuana	HGI Storage of Marijuana.pdf	pdf	5de6e816170b4c5353e3d0d7	12/03/2019
Prevention of diversion	HGI Prevention of Diversion.pdf	pdf	5de6e817160e3b57a3dd51e0	12/03/2019
Security plan	Security Plan.pdf	pdf	5de6ea219c1081532b9a834a	12/03/2019
Restricting Access to age 21 and older	Plan for Restricting Access to Age 21 and Older.pdf	pdf	5de6ea28a9ef3857c445c5f8	12/03/2019
Separating recreational from medical operations, if applicable	Herbology plan for seperating medical and recreational marijuana products.pdf	pdf	5de6ea3066a32657cfbddd09	12/03/2019
Plan for obtaining marijuana or marijuana products	Herbology Plan for obtaining Marijuana products.pdf	pdf	5de6ea3474bb15534cd4f4d2	12/03/2019

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

Adequate Patient Supply Documentation:

Document Category	Document Name	Type	ID	Upload Date
	Policies procedures adequate patient supply.pdf	pdf	5de6eb57bcb01253152f8d5b	12/03/2019

Reasonable Substitutions of Marijuana Types and Strains Documentation:

Document Category	Document Name	Type	ID	Upload Date
	Policies and procedures for determining reasonable substitutions.pdf	pdf	5de6eb6a9c1081532b9a8352	12/03/2019

ATTESTATIONS

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

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

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

Notification: I Understand

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

COMPLIANCE WITH POSITIVE IMPACT PLAN

Progress or Success Goal 1

Description of Progress or Success: Goal

Hire and maintain 30% of individuals that currently reside in an area of disproportionate impact or have lived for five of the preceding ten years in an area of Herbology Group.

Program/Plan Progress

HGI's proposed retail marijuana establishment is in Greenfield, MA which is an identified area of disproportionate impact. HGI plans to focus efforts on Greenfield, which is not only a local community, but it is also an area of disproportionate impact. However, HGI's efforts will not be limited to Greenfield, as our positive impact plan will be as expansive as possible to support as multiple areas which have had historically high rates of arrest, conviction, and incarceration related to marijuana crimes.

Herbology Group remains committed to hiring at least 30% percent of individuals that currently reside within or near an area of disproportionate impact or have lived in the area of our Greenfield establishment for the last five years. We will target our hiring efforts to the local community as well as surrounding rural and commercial areas of historically high rates of arrest, conviction and incarceration related to marijuana crimes. As we are not yet operational, we have not begun the hiring process. We plan to begin hiring during build out, through local job boards and career fairs. Boosting the economy of our neighboring areas of impact by hiring local community members to good paying jobs with benefits is a priority for our company. We have remained in close communication with local authorities and in good faith to the local communities with our plans to do so.

Measurement

Quarterly review and check in performed by the Chief Operating Officer of HGI. Each quarter the COO will review hiring reports to check that local community residents are being hired at the 30% rate, to evaluate the success of our plan and better adapt our strategies to benefit the Areas of Impact. Staffing reports will break down employees into the following groups to evaluate our numbers:

- Areas of Impact Local Residents
 - o Employees with drug-related CORI backgrounds.
- Outside Areas of Impact Employees
 - o Employees with drug-related CORI backgrounds.

Progress or Success Goal 2

Description of Progress or Success: Goal

HGI will also strive to maintain a staff comprised of at least 20% of individuals that have a drug-related CORI but are otherwise legally employable in a cannabis-related enterprise.

Program/Plan Progress

HGI remains fully committed to maintain a staff of at least 20% of individuals that have a drug-related CORI but are otherwise legally employable in a cannabis-related enterprise. As we are not yet operational, we have not begun the hiring process. We plan to begin hiring during build out. We will not deny applicants with past marijuana convictions on their records; instead, we plan to give them an opportunity to contribute to the economic growth of their local communities and businesses. We value their unique perspective on the industry, and they will be treated equally to all other employees. We will supervise management and all employees to ensure these employees are treated with respect and equal opportunity. Our educational efforts through community outreach, seminars, fundraising, will get the word out that we welcome past drug conviction records and will provide equal employment opportunity.

Measurement

HGI will perform quarterly review and check in of staffing reports to ensure we are meeting our 20% goal and adapting our strategies to better serve the local Areas of Impact. HGI will use qualitative & quantitative surveys during the hiring process to check background information of employees. The staffing reports will break employees into the following groups to evaluate our numbers:

- Areas of Impact Local Residents
 - o Employees with drug-related CORI backgrounds.
- Outside Areas of Impact Employees

- o Employees with drug-related CORI backgrounds.

Progress or Success Goal 3

Description of Progress or Success: Goal

To provide continuing service and reinvestment into areas of disproportionate impact, HGI is committed programming, restorative justice, jail diversion, workforce development, industry specific technical assistance, and mentoring services in areas of disproportionate impact. HGI is committed to hosting and participating in events that will support Greenfield, Amherst, and other surrounding areas of disproportionate impact such as community service days, charity events, and educational seminars.

Program/Plan Progress

HGI has started our efforts to reinvest and serve areas of disproportionate impact through our work over the past two years with Treehouse Foundation, based in Easthampton, which serves surrounding areas of impact. Treehouse Foundation is a foster care and family care community whom we are committed to assisting through volunteer efforts and remaining a positive financial supporter. Jane Hawman, CEO, has personally attended their fundraising events and monthly community outreach events to create a lasting relationship with the program. Treehouse consists of diverse families and families with drug related backgrounds. Their impact on foster children and commitment to rehabilitation of families is the main reason we decided to provide them with a yearly donation of \$10,000. We also helped raised money for one of their families during a tragic event to cover funeral expenses. Our relationship with Treehouse is one example of HGI's efforts to remain committed to restorative justice and the local community. We will be targeting hiring to their families when hiring begins, to provide more job opportunities for families in need.

Once we are further along in build out, we plan to begin more participation and hosting of events that support Greenfield and surrounding areas of impact, including Amherst and Easthampton where our other two locations will be. These efforts will include community service days, charity events and educational seminars that will provide guidance towards working in the marijuana industry, education on the positive impact the industry can have on local communities, and the new job opportunities that await. We plan to fundraise to help pay for registered agent fees for new employees who qualify. HGI remains open to all opportunities to help the local impact area as we value our partnership with these communities.

Measurement Plan

Monthly check-in meetings with executive and establishment management to discuss our event coordination and progress. HGI will adapt best strategies on how to extend the reach of these programs and implement them in the local areas of impact.

Progress or Success Goal 4

Description of Progress or Success: Goal

HGI will require all executives, managers, and employees to participate quarterly in a community service day. Each community service day will be organized with a charitable or local organization in an area of disproportionate impact.

Program/Plan Progress

As we begin more hiring once we approach operational capability, HGI will require executives, managers and all employees to participate in quarterly community service days in areas of disproportionate impact. We will work with local charitable organizations to organize community events. We will record all participation at each quarterly even by using a sign-in sheet and filing a summary of each community service day.

HGI has worked closely with Treehouse Foundation of Easthampton, to begin a relationship with a local organization, that will help us organize events in the local community. We have developed a relationship with Treehouse through two different community days and donations to their foundation. It is an honor to work with Treehouse in providing safe and quality foster care to children and families in need.

Measurement Plan

- Monthly check-in meetings with executive and establishment management to discuss our event coordination and progress. HGI will adapt best strategies on how to extend the reach of these programs and implement them in the local areas of impact.
- HGI will meet monthly with employees to discuss the upcoming community events and hear feedback from employees on past events to allow us to evolve our outreach techniques and events.
- Attendance sign-in records kept ensuring all employees are participating in events.

Progress or Success Goal 5

Description of Progress or Success: Goal

Conducting industry specific educational seminars in one or more of the following: marijuana cultivation, marijuana product manufacturing, marijuana

retailing, or marijuana business training.

Program/Plan Progress

As we approach operational status, HGI will begin to participate and host educational seminars in the areas of marijuana cultivation, manufacturing, retailing, and business training. These seminars will include hiring materials and educational materials, along with personalized guidance for prospective employees and patients/consumers. We want the local impact area to be well educated on the marijuana industries and its regulations, in order to provide a safer and accessible establishment for the local communities. HGI will get the word out about these seminars through multiple sources of advertising and target communities of disproportionate impact and diversity.

We have hosted local community outreach meetings in Greenfield, to hear thoughts and concerns and answer questions about HGI operations in the local community.

Measurement Plan

Monthly check-in meetings with executive and establishment management to discuss our event coordination and progress. HGI will adapt best strategies on how to extend the reach of these programs and implement them in the local areas of impact.

Progress or Success Goal 6

Description of Progress or Success: Goal

Donate 1% of gross revenue to the Social Equity Training and Technical Assistance Fund.

Program/Plan Progress

When we begin operations, Herbology Group remains committed to donating 1% of gross revenue to the Social Equity Training and Technical Assistance Fund. This fund is essential to the Social Equity Program to provide equal opportunity in the marijuana industry.

Measurement Plan

HGI will measure the total amount donated by performing monthly quarterly reports for gross revenue. These reports will include a section for the amount donated to programs and charitable causes, including the 1% of gross revenue to the Social Equity Training & Technical Assistance Fund.

Progress or Success Goal 7

Description of Progress or Success: Goal

Providing financial mentoring services or hosting organizations providing such services.

Program/Plan Progress

Herbology Group plans to host organizations with expertise in providing financial mentoring services to the communities with our area of disproportionate impact. We want our consumer and employee base to understand responsible financial management in order to help them succeed.

Measurement Plan

Monthly check-in meetings with executive and establishment management to discuss our financial mentoring services. HGI will adapt best strategies on how to extend the reach of this service and implement them in the local areas of impact.

Progress or Success Goal 8

Description of Progress or Success:

Goal

Monthly informational sessions regarding the process for sealing and expunging criminal records. Partnership and support for organizations providing jail diversion and restorative justice programs.

Program/Plan Progress

After we begin the hiring phase, HGI will host monthly informational sessions to help employees or members of areas of impact with criminal records, understand the process of sealing and expunging criminal drug related records. We will also provide guidance on applying for jobs in the marijuana industry. We want community members of areas of impact to remain educated on the topic so they can spread the word that the marijuana industry is inclusive and provides new opportunities. These events will remain in partnership with organizations that provide support in jail diversion and restorative justice. HGI is

committed to helping the areas of impact that we serve to remain good citizens and provide a pathway to restorative justice with new job opportunities, education, and community events where they can be an active participant in their communities. Show success / say we have built out some of the research and are in the process of developing the agendas for the first few sessions

Measurement Plan

HGI management will check-in with monthly meetings to discuss plan implantation and organize events to evolve our strategies to include new best practices. Records from events will include the following information:

- Attendance records
- Number of topics discuss and topic description
- Number of records sealed and expunged
- Number of public information sessions performed
- Areas of concern to consider for next session

Progress or Success Goal 9

Description of Progress or Success: Goal

Transportation support for employees in areas of impact. Any necessary accommodations that will be provided for individuals coming from areas of disproportionate impact.

Program/Plan Progress

Herbology Group will provide transportation support to employees in areas of disproportionate impact to ensure they have safe and affordable transportation to work. Employees that have no transportation or cannot afford it will receive a monthly transportation stipend towards the local bus or Uber/Lyft. Lyft now offers a program for applicants to have free transportation to apply for jobs, interview and their first few weeks on the job. We will communicate this program and our ability to help with transportation costs to each prospective employee that needs it.

Accommodations for employees in need will be provided on a case by case basis. We are happy to assist in providing accommodations or temporary housing to employees for a three-month period, until they can afford their own accommodations near their place of work. HGI will ensure all employees have a safe roof over their head when they begin work in order to assist in the transition.

Measurement Plan

HGI will perform monthly reviews of staffing records to provide the efficient assistance to employees in need. Monthly review of staffing records which will include:

- Number of employees who need transportation
- Transportation type needed and amount
- Number employees who need accommodations
- Accommodation type and amount needed
- Three-month plan for employees to obtain transportation or accommodations
- Amount of assistance needed after the three-month program

Progress or Success Goal 10

Description of Progress or Success: Goal

In-store donation drives including direct giving and ongoing food and clothing drives; Donation jars in HGI's facilities where customers can donate directly to the Social Equity Training and Technical Assistance Fund.

Program/Plan Progress

When HGI opens its doors to the public, we will host on-going donation drives for direct giving of food and clothing to local charities. We plan to have an area dedicated to donation drives, and employees will participate in the delivering of goods to local charitable programs. We plan to host donations for our current charitable organization relationship, Treehouse Foundation, among other local organizations designed to assists families and individuals in areas of impact. Donations jars will remain in HGI establishments for customers to donate directly to the Social Equity Training and Technical Assistance Fund. All donations will assist in the implementation of the Social Equity program to help build stronger communities.

Measurement Plan

Daily reports performed by HGI management will include:

- Amounts collected in donation jars and program/fund name.
- Donation drive tally of goods and organization name.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: Goal: Diversity Recruitment & Sourcing

HGI will establish and maintain a steady flow of inclusive and diverse applicants to serve its customers through innovative corporate recruitment of underrepresented and minority communities.

Program/Plan Update

HGI has developed strategic corporate initiatives to ensure a diverse and qualified staff stands ready to serve HGI customers' needs. These strategic corporate initiatives include:

- Hosting career fairs in underrepresented and minority communities.
- Provide cultural training on cultural sensitivity and recognizing unconscious bias.
- Using suppliers who are also committed to diversity and inclusion.
- Focus hiring and education efforts on diverse populations including individuals from Black, African American, Hispanic or Latino descent.
- Non-discriminatory hiring efforts of LGBTQ, all genders, veterans, all ages, all religions, and minorities.
- Developing relationships with organizations serving minorities, women, people of all gender identities and sexual orientations, veterans, and persons with disabilities for employment referrals.
- Providing briefings to representatives from recruitment sources concerning current and future job openings.
- Encouraging employees from diverse groups to refer applicants for employment;
- Participating in career day programs and encouraging HGI's diverse employees to participate whenever possible.
- Establishing recruitment efforts at higher learning institutions, and institutions with special programs that reach diverse people.
- Developing relationships with community childcare, housing, transportation, and other programs designed to improve employment opportunities for diverse persons.
- Ensuring that job openings are sent to community partners.
- Utilizing Zip Recruiter to reach over 100 online career and job websites, as well as social media.

Herbology Group has not yet started hiring. We will begin to hire once we approach operational ability. Once we begin hiring, we will remain dedicated to maintaining an inclusive and diverse workforce to serve its customers through innovative corporate initiatives. HGI will host career fairs in underrepresented and minority communities. HGI will implement cultural training on cultural sensitivity and recognizing unconscious bias that all employees must participate in. Our suppliers will be vetted to ensure they are also committed to diversity and inclusion. Having a diverse leadership team of minorities and Veterans, HGI recognizes the importance of having a diverse work force and employing people from diverse underserved communities. It is of the utmost importance that our suppliers match this mission for inclusivity. Herbology Group remains committed to fulfill our mission outlined in our Diversity Plan by focusing our hiring and educational efforts for diverse populations including Black, African American, Latino, and Hispanic descent, minorities, LGBTQ, women, veterans, all religious affiliations and ages. When we begin the hiring phase we will not discriminate on applicants of color, or based on their gender, religion, sexual orientation, veteran status, age, or disabilities. We welcome all backgrounds to work with us to create a more diverse marijuana industry.

To maintain a steady flow of diverse applicants HGI will develop relationships with organizations for employee referrals which serve minorities, women, people of all gender identities and sexual orientations, veterans, all ages, and persons with disabilities. When it is time to hire, HGI will brief recruitment representatives on our mission to outreach to all backgrounds concerning current and future job openings. While we target hiring in diverse communities, we will encourage employees to refer applicants for employment. HGI will encourage our diverse employees to participate whenever possible in career day activities. To reach more diverse people, HGI will host hiring events at local educational institutions and organizations with rich cultural diversity programs. HGI has established an open and honest track record with the local communities we serve, and we intend to continue our good faith to work more closely with local programs such as childcare, housing, transportation, sports, charities to encourage more diverse employment opportunities. HGI is currently scouting for such organizations and programs that fit this narrative. To reach more diverse communities and prospective employees, HGI will utilize Zip Recruiter to reach over 100 online career boards, and social media to extend our reach. All job openings will be sent to community partners. HGI is committed to diverse hiring techniques to reach these goals and provide equal employment opportunity in a safe and inclusive workplace for all.

Since we last submitted our Diversity Plan, we added religious affiliation and age to our list of diverse applicants to remain the most inclusive as possible. Our EEO Officer will administer the Diversity Plan and Zero-Tolerance Policy while evaluating equal opportunity employment on a quarterly basis. The EEO Officer is responsible for developing measurable outcomes to ensure HGI continues to meet its commitment to the community. The EEO Officer is also responsible for forming philanthropic partnerships in the community to implement and enhance the Diversity Plan.

As we approach our hiring phase during build out, continued outreach will increase. Our executive team has begun the vetting process through research of local vendors/contractors and organizations that match our commitment to a diverse workforce, with focus on small businesses managed by diverse professionals. Our targeted educational efforts through community outreach, seminars, fundraising, and career recruiting events in diverse communities such as Holyoke, Amherst, Springfield, will get the word out that we welcome all backgrounds and will provide equal employment opportunity. Our EEO shares a personal connection with communities of color, as a first generation Ghanaian American, and understands the importance in their participation and inclusion within the workplace and moreover, the need for increased diversity in the marijuana industry which has disproportionately impacted communities of color. We want to remain close to the local community by providing more opportunity to those who are often overlooked due to drug related criminal records, socio-economic backgrounds, ethnicity, sexual orientation, religion, age or gender. As a female, veteran and minority owned business, HGI is committed and passionate about our goals on our Diversity Plan and creating the most inclusive and equal workforce in the local industry. We strongly believe our platform will benefit the local communities with economic revitalization through job creation, extended opportunities for career development, education, inclusive resources and support, and the creation of a safe and equal workplace.

Measurement

Monthly meeting and check-ins with management to discuss and plan upcoming career and recruitment events, training events and plans, potential supplier vetting, and review of our employee demographics. Discuss issues or concerns that have developed, if any, with employees of diverse backgrounds to adapt necessary changes to our strategies and use new best practices for program development. Demographics of employees will include the following to ensure we are reaching the goals of Diversity Plan to create an inclusive and fair workplace, if employees choose to provide this information:

- The total number of persons employed
- The total number of men employed
- The total number of women employed
- The total number of veterans employed
- The total number of service-disabled veterans
- The total number of members of each racial minority employed
- The total number of each religious affiliation employed
- The total number of LGBTQ members
- Ages listed for all employees

Diversity Progress or Success 2

Description of Progress or Success: Goal: Employee Retention, Training, and Development

HGI will offer promotions, career counseling, and training to provide all employees with equal opportunity for growth and to decrease turnover.

Program/Plan Update

- HGI will ensure that all employees are given equal opportunities for promotion by communicating opportunities, training programs, and clearly defined job descriptions. HGI will ensure that all employees receive equal opportunity for career counseling, counsel employees on advancement opportunities, and provide training programs to assist them in career development.
- HGI will instruct managers and supervisors to refer employees seeking career counseling to the Human Resources Manager.
- HGI's diversity awareness training emphasizes HGI's zero-tolerance commitment of harassment and discrimination and HGI's strict adherence to take corrective action should any issues, concerns, or complaints arise.
- All HGI employees are required to complete the diversity awareness training program during employee orientation. Training will begin immediately upon hiring, and all new employees will be required to participate in an orientation program that will introduce and stress the importance of the Diversity Plan. 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.

HGI is committed to reach this goal when we are operational. HGI will offer a variety of promotions, career counseling, and training to ensure no employee is

left behind. HGI will ensure all employees are given equal opportunities for promotions by having open communication on these opportunities and providing extensive training programs to assist employees with career development. Having clear definitions to job descriptions, inclusive career counseling and training programs will assist employees to succeed at HGI and in life. Our training program will ensure all HGI managers and supervisors will refer employees seeking career counseling to the Human Resources Manager. HGI will remain 100% committed to a zero-tolerance policy for harassment and discrimination. HGI will take strict corrective action if any issues or concerns arise concerning our zero-tolerance policy. Our diversity awareness program is always evolving. All employees will be required to participate in this training program that will stress the importance of our Diversity Plan. Following completion of this orientation program, employees will participate in scheduled ongoing diversity training specific to their job function and to ensure newly best practices and policies are implemented in compliance with our Diversity Plan.

Measurement

Monthly review performed by management will include the following measures:

- Potential promotional opportunities.
- Career development session planning and organization.
- Training program strategies and development.
- Attendance records of employee participation.
- Review of employee and management feedback.
- Implantation plans of any new changes or strategies.
- Nominations of employees for promotional positions.

Diversity Progress or Success 3

Description of Progress or Success: Goal: Awareness

Create an open culture with zero tolerance for discrimination, harassment, or retaliation, is crucial to HGI's success.

Program/ Plan Update

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 HGI's Equal Employment Opportunity and Reasonable Accommodation statement in the Employee Handbook.
- Inclusion of HGI's zero-tolerance policies for harassment, discrimination, bullying, and other actions which oppose HGI's goal for a diverse workforce.
- Postings in suitable areas for employee communication.
- Diversity training programs for all employees.
- Quarterly progress evaluation meetings with appropriate personnel.
- Formal presentations made to management and employees on diversity initiatives.

When HGI becomes fully operational, our employee handbook will include HGI's Zero-tolerance Policy, Equal Employment Opportunity, and Reasonable Accommodation statement. All inclusion and zero-tolerance policies will be clearly stated and defined, as well as posted in suitable areas that all employees will see as a daily reminder, such as the breakroom and behind the counter. These measures along with extensive diversity training programs, quarterly progress evaluation meetings, and formal presentations on diversity initiatives will increase overall awareness and help create a safe, inclusive workplace.

Measurement

Quarterly progress evaluations will be performed by management. Management will evaluate the following criteria to ensure zero-tolerance awareness is being executed properly by HGI:

- Review handbook inventory to ensure each employee has been receiving.
- Discuss best new strategies to enforcing the zero-tolerance policy.
- Progress report to employees that measure their tolerance and participation in the program.
- Diversity training plans and organization, evolution to meet best practices, taking into consideration employee feedback.

Diversity Progress or Success 4

Description of Progress or Success: Goal: Strategic Partnerships, Suppliers and Vendors

HGI will partner with local organizations focused on inclusion and opportunity for minorities, women, veterans, groups concerned with persons with disabilities, and people of all gender identities and sexual orientations. . HGI's goal is to maintain diverse organization, vendor, and contractor spending at or above 20% of total related expenses.

Program/Plan Update

HGI 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, HGI will first contract with small and diverse businesses. External communication efforts that align with HGI's Diversity Plan will include:

- Advertising in employment and business sections of appropriate types of media;
- Participating in employment and business notification programs; and
- Distribution of literature to organizations actively supportive of minorities, women, disabled persons, the LGBTQ community, and veterans.

HGI has partnered with Treehouse Foundation as a first step towards reaching this goal. Treehouse is focused on inclusion of minorities, women, veterans and people of disabilities. Treehouse is a foster and family care community that rehabilitates lives and families through support, outreach and safe housing. We are proud of our work with Treehouse Foundation over the past two year and look forward to our continued relationship.

HGI plans to continue this path forward through vetting our vendors, suppliers, contractors and professional services in order to prioritize groups that are culturally and ethnically diverse. HGI is currently researching and vetting various vendors/contractors/subcontractors to ensure they meet this goal. It is important to HGI to first contract small and diverse businesses and to remain committed to vendor/contractor spending of 20% total related expenses to such diverse business partners.

To reach the most diverse and wide range of prospective employees, HGI will use a variety of advertising methods including social media, radio, newspaper, online, that has potential to reach all communities. HGI will ensure our literature distributed reflects our commitment to diversity and equal opportunity for all groups.

Measurement:

HGI will perform quarterly review of vendor/contractor/subcontractor relationships to ensure we meet the 20% criteria. Review will include:

- Diversity status of each vendor, contractor or subcontractor.
- Number of employees at each vendor, contractor business, with demographic categories.
- Commitment and mission of each vendor, contractor and how it aligns with our Diversity Plan.
- Financial records that include section for vendor/contractor sales and category for diverse vendor sales.
- Vetting of new diverse vendors.

Diversity Progress or Success 5

Description of Progress or Success: Measurement of Diversity Plan Standards

HGI has established a Diversity Committee (the "Committee") to assist the executive management team and the EEO Officer, Michael Duku, 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. Initial Members of the Committee are Michael Duku, April Hawman, and Jane Hawman. Additional members of the Committee may be added at the discretion of HGI's executive management team. Overtime, HGI plans to add more members from the community to represent different disproportionately impacted areas.

The Committee will be responsible for:

- Developing Equal Employment Opportunity (EEO) statements, policies, programs, and internal and external communication procedures in support of the goals of the Diversity Plan.
- Assisting in the identification of problematic areas for EEO, including receiving, reviewing, and resolving any complaints of discrimination or other non-compliance with regards to equal opportunity and fair treatment of all employees.
- Assisting management in arriving at effective solutions to problems regarding issues of diversity and inclusion.
- Designing and implementing internal reporting systems that measure the effectiveness of programs designed to support a company culture that fosters diversity.
- Keeping the company informed of equal opportunity progress through quarterly reports.
- Reviewing the Diversity Plan with management at all levels of HGI to ensure that the Diversity Plan is understood.
- Auditing HGI's internal and external job postings to ensure information follows HGI's diversity policies and procedures.

Auditing Diversity Plan

The Chief Operating Officer at HGI will be responsible for auditing the Diversity Plan. The audit report setting forth the Company's performance in fulfilling the goals of the Plan will contain:

- Employment data, including information on minority, women, disabled, and veteran representation in the workforce in all job classifications; average salary ranges.
- Recruitment and training information (all job categories); and retention and outreach efforts.
- The total number and value of all contracts and/or subcontractors awarded for goods and services.
- An identification of each subcontract awarded to a member of a diverse group and the actual value of such subcontract.
- A comprehensive description of all efforts made by HGI to monitor and enforce the Diversity Plan.
- Information on diverse group investment, equity ownership, and other ownership or employment opportunities initiated or promoted by HGI.
- Other information deemed necessary or desirable by the Commission to ensure compliance with the rules and regulations governing marijuana establishments in Massachusetts.
- When available, a workforce utilization report including the following information for each job category at HGI:
 - o the total number of persons employed
 - o The total number of men employed
 - o The total number of women employed
 - o The total number of veterans
 - o The total number of service-disabled veterans
 - o The total number of members of each racial minority employed

Progress Update

HGI is currently seeking new members to join our Diversity Committee from the local community. The EEO is to be assisted when necessary to ensure HGI is following Diversity Plan guidelines and new best practices. The committee is responsible for ensuring the equal opportunity and fair treatment of all employees regardless of gender, ethnicity, religion, sexual orientation, age, or disabilities. The EEO has established a system of reporting violations to HGI's zero-tolerance policy and Equal Opportunity policies. First the EEO will report all problems that arise to executive management and establishment management to agree upon proper steps forward. Management will work with employees to resolve the situation and implement proper training as necessary. Corrective measures will be taken in a strict manner to adhere to the zero-tolerance policy. The Committee will thoroughly review all issues fairly and without bias or judgement. Quarterly the EEO and the Committee will review reports through our internal reporting system to ensure the effectiveness of diversity training and programs and add changes if decided. Quarterly reports will ensure the company is informed of equal opportunity progress and best practices to support an inclusive company culture. All levels of management will be extensively trained with ongoing training programs to ensure the Diversity Plan and policies are respected and understood. The COO will be responsible for auditing the companies job postings and hiring records to ensure that fair equal opportunity measures are being surpassed. Auditing will begin when hiring starts, but HGI will continue to update our Diversity Plan and strategies to evolve with best new practices and further extend our exclusivity with the local communities we serve.

HOURS OF OPERATION

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



Herbology Group

Herbology Group, Inc.

Business Plan

Table of Contents

1.	EXECUTIVE SUMMARY.....	3
2.	COMPANY DESCRIPTION.....	5
3.	MARKET RESEARCH.....	8
4.	PRODUCT/SERVICE LINE	9
5.	MARKETING and SALES.....	10
6.	FINANCIAL PROJECTIONS	12
7.	TEAM	15

1. EXECUTIVE SUMMARY

1.1 Mission Statement and Message from the CEO

Herbology Group, Inc. (“**HGI**”) is currently provisionally licensed as a medical Registered Marijuana Dispensary proposing to expand its operations to include a Marijuana Establishment (“**ME**”) committed to creating a safe and clean community environment providing consistent, high quality cannabis to Consumers who over the age of 21.

HGI is a way of life. By definition, Herbology is the scientific study of herbs and how natural herbs can be used as a source of medical healing. Our brand of organic, sustainably grown craft cannabis and gourmet edibles is unmatched in the local market. It is our mission to guarantee customers and connoisseurs receive compassionate service and quality products grown the way nature intended. Integrity is the core value of our organization. Herbology Group is dedicated to creating a strong connection with our community; we want to better the lives of those living in pain, while spreading advocacy for cannabis as a staple to wellness.

1.2 Product

HGI will offer a variety of cannabis products. Products will range from traditional flower to topical and edibles. We will carry a selection of non-euphoric products with high CBD, low THC profiles to target CBD users. Our product line will be compliant with the guidelines and regulations set out by the Commission.

In addition to traditional sativa, indica, and hybrid cannabis flower, HGI will offer a wide range of products and services that will allow HGI to serve customers with a wide variety of needs. Products HGI intends to offer include, but will not be limited to:

1. Topical Salves/ Sprays
2. Creams/Lotions/Bath Oils
3. Transdermal Patches
4. Oral Mucosal/ Sublingual Dissolving Tablets
5. Tinctures
6. Concentrates: Wax/Shatter/Oils/Live Resin
7. Inhalation Ready to Use C02 Extracted Hash Oils
8. Pre-Dosed Oil Vaporizers
9. Ingestion Capsules
10. Edible Food/Beverages

1.3 Customers

HGI’s target customers include local community members, people suffering debilitating conditions, Veterans, seniors, millennials, professionals, lower incomes, working class. HGI plans to attract customers of all races, religions, gender, age, or sexual orientation.

1.4 What Drives Us

HGI’s goals include:

- Creating strong, lasting relationships with our host communities;
- Giving back to our host communities through fundraising, education, and charity;
- Ensuring eco-friendly and sustainable operations;
- Earning the reputation of an iconic cannabis brand through creative and advanced marketing;
- Spreading advocacy for cannabis as a staple to wellness;
- Building a team of dynamic industry professionals and alliances;
- Offering a variety of CBD only products;
- Standing 100% behind products being pesticide and chemical free;
- Creating a network of contributors and exclusive partnerships with top cannabis companies;
- Exceeding customer expectations with fair market prices, compassionate care, product variety, an online order

database, and superior product line.

- Diversifying our offerings and operations as laws and markets change;
- Creating an unmatched and focused veteran program;
- Promoting female and minority leadership in the marijuana industry; and
- Educating customers and community through support services and consoling.

2. COMPANY DESCRIPTION

2.1 Structure

HGI is a Massachusetts domestic non-profit corporation interested in applying for a Certificate of Registration from the Massachusetts Cannabis Control Commission (the “**Commission**”) to operate a ME in the Commonwealth.

HGI will file, in a form and manner specified by the Commission, an application for licensure as a ME consisting of three packets: an Application of Intent packet; a Background Check packet; and a Management and Operations Profile packet.

2.2 Operations

HGI proposes to open dispensaries in Easthampton, Greenfield, and Amherst. HGI intends to lease space in Greenfield that was previously underutilized. The landlord will construct a building on the existing land which will be ideally suited for HGI's proposed use.

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

HGI will tag and track all marijuana seeds, clones, plants, and marijuana products, using a seed-to-sale methodology in a form and manner to be approved by the Commission.

No marijuana product, including marijuana, will be sold or otherwise marketed that is not tested by Independent Testing Laboratories, except as allowed under 935 CMR 500.000.

HGI will maintain records, including all records required in any section of 935 CMR 500.000, which will be available for inspection by the Commission, upon request. The records shall be maintained in accordance with generally accepted accounting principles. Records shall be maintained for at least 12 months.

HGI shall obtain and maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, and product liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, except as provided in 935 CMR 500.105(10)(b) or otherwise approved by the Commission. The deductible for each policy shall be no higher than \$5,000 per occurrence.

HGI shall provide adequate lighting, ventilation, temperature, humidity, space, and equipment, in accordance with applicable provisions of 935 CMR 500.105 and 500.110.

All recyclables and waste, including organic waste composed of or containing finished marijuana and marijuana products, shall be stored, secured, and managed in accordance with applicable state and local statutes, ordinances, and regulations. Organic material, recyclable material, solid waste, and liquid waste containing marijuana or by-products of marijuana

processing shall be disposed of in compliance with all applicable state and federal requirements.

Prior to commencing operations, HGI shall provide proof of having obtained a surety bond in an amount equal to its licensure fee payable to the Marijuana Regulation Fund to ensure payment of the cost incurred for the destruction of cannabis goods necessitated by a violation of St. 2016, c. 334, as amended by St. 2017, c. 55 or 935 CMR 500.000 or the cessation of operation of HGI.

HGI and HGI agents shall comply with all local rules, regulations, ordinances, and bylaws. We

have achieved:

1. RMD Priority Applicant Status
2. Provisional Licensing
3. Letter of Non-Opposition
4. Community Outreach

2.3 Security

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

HGI's state-of-the-art security system will consist of perimeter windows, as well as duress, panic, and holdup alarms connected to local law enforcement for efficient notification and response in the event of a security threat. The system will also include a failure notification system that will immediately alert the executive management team if a system failure occurs.

A redundant alarm system will be installed to ensure that active alarms remain operational if the primary system is compromised.

Interior and exterior HD video surveillance of all areas that contain marijuana, entrances, exits, and parking lots will be operational 24/7 and available to the Greenfield Police Department. These surveillance cameras will remain operational even in the event of a power outage.

The exterior of the dispensary and surrounding area will be sufficiently lit, and foliage will be minimized to ensure clear visibility of the area at all times.

Only HGI's registered agents and other authorized visitors (e.g. contractors, vendors) will be allowed access to the facility, and a visitor log will be maintained in perpetuity.

All agents and visitors will be required to visibly display an ID badge, and HGI will maintain a current list of individuals with access.

On-site consumption of marijuana by HGI's employees and visitors will be prohibited. HGI

will have a security personnel on-site during business hours.

2.4 Benefits to the Municipality

HGI looks forward to working cooperatively with Town of Greenfield to ensure that HGI operates as

responsible, contributing member of the Greenfield community. HGI anticipates establishing a mutually beneficial relationship with the Town in exchange for permitting HGI to site and operate in Greenfield. The Town stands to benefit in various ways, including but not limited to the following:

- **Jobs**
 - The marijuana establishment facility will add 30 full-time jobs, in addition to hiring qualified, local contractors and vendors.
- **Monetary Benefits**
 - A Host Community Agreement with significant monetary donations would provide the Town with additional financial benefits beyond local property taxes.
- **Access to Quality Product**
 - HGI will allow qualified consumers in the Commonwealth to have access to high quality marijuana and marijuana products that are tested for cannabinoid content and contaminants
- **Control**
 - In addition to the Commission, the Greenfield Police Department and other municipal departments will have oversight over HGI's security systems and processes.
- **Responsibility**
 - HGI is comprised of experienced cultivators and professionals who will be thoroughly background checked and scrutinized by the Commission.
- **Economic Development**
 - HGI's utilization of this parcel of underutilized land will contribute to the overall economic development of the local community.

2.5 Zoning

The location at 8 Woodard Road, Greenfield is in the General Commercial zone on a previously underutilized lot. HGI's landlord will construct a state-of-the-art facility that is ideally suited for the proposed use and corresponds with the visual aesthetic of the surrounding community.

As stipulated in the Greenfield Zoning Ordinance, the property is not within 250 feet of a pre-existing public or private school providing education in kindergarten or grades 1 through 12. 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.

3. MARKET RESEARCH

3.1 Industry

HGI's proposed location is located in Greenfield. Surrounding areas include Bernardson, Gill, Colrain, Sherburne Falls, and Deerfield.

3.2 Customers

In Massachusetts, sales are expected to increase from \$106 million in 2017 to \$457 million in 2018, and eventually to \$1.4 billion in 2025, according to New Frontier Data.

3.3 Competitors

HGI's competitors near Greenfield is Patriot Care.

3.4 Competitive Advantage

HGI's competitive advantages over their competition include a dynamic team of industry professionals, women, minorities and veterans. Our management team is made up of the best in the industry and will ensure successful operations.

Our location is central to the business district of *UHHQLHOG, seeing a greater number of traffic and

pedestrians. We are positive that, of the HJKW possible dispensaries in the town, our location will supersede all others in sales, service and design.

Our leadership rating will surpass competition as we will target inclusion of diverse employees and customers. We will focus on equality opportunity for all races, religion, gender, sexual orientations. Our female and veteran leadership will be welcomed in the community and the marijuana industry.

The retail cannabis market is noted for being highly competitive. HGI possesses several strengths that will allow us to stand apart from our competition. The industry is rapidly growing, and customers are scrutinizing the quality of cannabis dispensed, the service offered, the location of the dispensary, discounts offered for the products, and to some extent, the branding of the business.

3.5 Regulations

HGI will be registered to do business in the Commonwealth as a domestic non-profit corporation or another domestic business entity in compliance with 935 CMR 500.000 and maintain the corporation in good standing with the Massachusetts Secretary of the Commonwealth and the Department of Revenue.

HGI will apply for all state and local permits and approvals required to renovate and operate the facility. HGI

will also work cooperatively with various municipal departments to ensure that the proposed facility complies with all state and local codes, rules and regulations with respect to design, renovation, operation and security.

The dispensary will remain under 24/7 security and remain compliant to the Commission regulations. Here we will sell adult-use marijuana products that have been tested and checked for qualities.

4. PRODUCT / SERVICE

4.1 Product and Service

RETAIL OPERATIONS:

HGI is committed to safe, secure, and comfortable dispensing environment for customers and standard operating procedures are Commission compliant.

Marijuana will be stored behind the counter, inaccessible to customers, with samples on display in secure locked cases. All other products will be stored in locked safes or vaults. All sales will be tracked in seed to sale tracking system accessible only to authorized agents, which will ensure the confidentiality, integrity, and availability of protected information as needed.

We reserve right to refuse service if deemed safety risk. Consumption on premises prohibited except for demonstrating/teaching purposes - no samples offered. All sales records kept for at least 2 years and include, but are not limited to, buyer name, quantity, form, cost, and agent name.

4.2 Pricing Structure

HGI pricing structure will be outlined by our management group. Our numbers reflect a 1-ounce flower price starting at \$340.

4.3 Intellectual Property Rights

HGI intellectual property rights for your product or service includes:

- Corporation Name: Herbology Group, Inc.
- All supporting documentation for State of Massachusetts
- Business plans/ financials

- Branding
- Logo
- Website

4.4 Research and Development

HGI research and development activities include market data research, need of use, diversion prevention, population analysis, statistics, financial predictions, healthcare research, outreach. Hosted community outreach meetings for advocacy and customer education.

5. MARKETING and SALES

5.1 Growth Strategy

HGI's plan to grow the company includes:

- Team building of industry professionals
- Expand to three locations across Massachusetts.
- Community leadership and relations
- Increase variety of products and strains
- Marketing and media presence
- Strong board of directors aligned with mission of our non-profit
- Building local alliances
- Hiring locally and diversely
- Marijuana advocacy and education

5.2 Communication

HGI will engage in reasonable marketing, advertising, and branding practices that are not otherwise prohibited in 935 CMR 500.105(4)(b) that do not jeopardize the public health, welfare or safety of the general public or promote the diversion of marijuana or marijuana use in individuals younger than 21 years old. Any such marketing, advertising and branding created for viewing by the public shall include the statement "Please Consume Responsibly," in a conspicuous manner on the face of the advertisement and shall include a minimum of two of the warnings, located at 935 CMR 500.105(4)(a), in their entirety in a conspicuous manner on the face of the advertisement.

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

HGI will communicate with our customers by social media, website, phone, and other communication methods such as email.

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

5.3 Sales

HGI will sell its product and service by excellent customer service and POS systems by Leaf Logix.

HGI shall ensure that all marijuana products that are provided for sale to Consumers are sold in tamper or

child-resistant packaging. Packaging for marijuana products sold or displayed for Consumers, including any label or imprint affixed to any packaging containing marijuana products or any exit packages, shall not be attractive minors.

Packaging for marijuana products sold or displayed for consumers in multiple servings shall allow a consumer to easily perform the division into single servings and include the following statement on the exterior of the package in a printed font that is no smaller than ten-point Times New Roman, Helvetica or Arial, including capitalization: "INCLUDES MULTIPLE SERVINGS." HGI will not sell multiple serving beverages and each single serving of an edible marijuana product contained in a multiple-serving package shall be marked, stamped, or otherwise imprinted with the symbol issued by the Commission under 935 CMR 500.105(5) that indicates that the single serving is a marijuana product. At no point will an individual serving size of any marijuana product contain more than five (5) milligrams of delta-nine tetrahydrocannabinol.

5.4 Logo

HGI has developed a logo to be used in labeling, signage, and other materials such as letterhead and distributed materials.

The logo is discreet, unassuming, and does not use medical symbols, images of marijuana, related paraphernalia, or colloquial references to cannabis or marijuana. The logo is displayed below:



Herbology Group

6. FINANCIAL PROJECTIONS

	FIRST FULL FISCAL YEAR PROJECTIONS 2020	SECOND FULL FISCAL YEAR PROJECTIONS 2021	THIRD FULL FISCAL YEAR PROJECTIONS 2022
Projected Revenue	\$ 1,256,640.00	\$ 1,648,320.00	\$ 2,079,000.00
Projected Expenses	\$ 979,927.87	\$ 1,090,528.51	\$ 1,198,127.70
VARIANCE:	\$ 276,712.13	\$ 557,791.49	\$ 880,872.30
Number of unique patients for the year	308	404	525
Number of patient visits for the year	7392	9696	12600
Projected % of patient growth rate annually	---	31.17%	29.95%
Estimated purchased ounces per visit	0.5	0.5	0.5
Estimated cost per ounce	\$340	\$340	\$330
Total FTEs in staffing	11	14	18
Total marijuana for medical use inventory for the year (in lbs.)	300	400	500
Total marijuana for medical use sold for the year (in lbs)	231	303	394
Total marijuana for medical use left for roll over (in lbs.)	69	97	106

6.1 Financial Assumptions

Recreational Forecast:

- Direct Region is 471,000
- Massachusetts population 6,745,000
- The direct MA-CT Board Region is 2 Million
- The Tri-State Region NY, NJ, PA, CT is 20 Million
- Boarder states VT, NH, RI, and visitors – approximately \$1 Million.
- 14% is the national average for adult use consumers.
- By 2018-2020 there will be approximately 15 competitors in our area of operation.
- Estimated cost of recreational marijuana in Massachusetts is \$250 per ounce, on average each customer purchases .5 ounce per month, \$3,000 per customer per year.

6.2 Cash Flow

The Capitalization Budget and the Pre-Opening and Buildout Budget detailed below reflects the approximate funds required for both the HGI Registered Marijuana Dispensary and the proposed Retail Marijuana Establishment.

CAPITALIZATION BUDGET	AMOUNT
Application of Intent	\$ 1,500.00
Intent 2	\$ 1,500.00
Intent 3	\$ 1500.00
Management Operations Application	\$ 30,000.00
MOP 2	\$ 30,000.00

MOP 3	\$ 30,000.00
Background Checks	\$ 5,555.00
Siting Profile Location #1PCR	\$ 50,000.00
Siting 2 PCR	\$ 50,000.00
Siting 3 PCR	\$ 50,000.00
Commission Applications x3	\$ 5000.00
Marijuana Establishment retail license 1 x3	\$ 45,000.00
ME Cultivation license	\$ 15,000.00
Special Permit Location 1	\$ 25,000.00
Special Permit Location 2	\$ 5,000.00
Special permit location 3	\$ 5,000.00
Property Lease	\$ 45,000.00
Property Purchase 1 Amherst	\$ 1,500,000.00
Property Easthampton	\$ 2,000,000
Property build Greenfield	\$ 700,000.00
Closing Costs and Taxes	\$ 100,000.00
Architect/ Drawings	\$ 50,000.00
Survey Engineering	\$ 10,000.00
Environmental Survey/ Conservation	\$ 2000.00
Lawyer/ Legal Fees	\$ 100,000.00
Town Meetings / Architect Support	\$ 2,500.00
Novus Community development	\$ 100,000
Traffic Study	\$ 10,000.00
Office/ Postage	\$ 1,000.00
CPA	\$ 50,000.00
Charitable donations/ Community Outreach	\$ 100,000.00
TOTAL	\$ 5,115,555.00
PRE-OPENING and BUILDOUT BUDGET	AMOUNT
Leaf Logix Operation Plans, Handbooks	\$ 88,500.00
State Background Checks	\$ 3500.00
Insurance	\$ 100,000.00
Lawyer/ Legal Fees	\$ 50,000.00
Electric	\$ 14,500.00
Water	\$ 9,000.00
Wifi /Cable/ Phone	\$ 5,000.00
HIPPA Secure Database Protected	\$ 3,000.00
Computer Hardware, Routers	\$ 25,000.00
Computer Software/ POS System	\$ 30,000.00
Website	\$ 5,000.00
Backup Hardware/Storage	\$ 3,000.00
Banking	\$ 15,000.00
Business cards, Print Material, Menus, Pamphlets	\$ 5,000.00

Marketing, Advertisements, Public relations	\$ 6,000.00
T-shirts, Uniforms	\$ 3,000.00
Miscellaneous Supplies	\$ 5,500.00
Initial Retail Product Inventory	\$ 60,000.00
Employees	\$ 388,000.00
Health Care/Benefits	\$ 25,000.00
Management	\$ 200,000.00
Delivery Cars	\$ 70,000.00
Dispensary Remodel ALL IN @ 130. Per sq ft/ 18 sq ft facility	\$ 500,000.00
Dispensary Build out/ remodel	\$ 250,000.00
Dispensary build out	\$ 500,000. 00
Security systems 3 dispensaries	\$ 250,000.00
Cultivation security system	\$ 150,000.00
TOTAL PRE-OPENING	\$ 7,764,000.00
TOTAL STARTUP	\$ 12,879,555.00

7. TEAM

7.1 General

HGI has put together a team to implement the operations of the Marijuana Establishment. HGI intends to create approximately 20-30 full-time staff positions within the first three years of operations in *UHHQLHOG.

HGI's experience team of business, healthcare and marijuana industry professionals will utilize their leadership, skills and knowledge to successfully manage HGI operations. No individual on the HGI team is a controlling person over more than three licenses in a particular class of license.

7.2 Executive Leadership

1. Jane Hawman (President, CEO, COO, and Director)

Ms. Hawman has a multidisciplinary background. Currently she's working at NASDAQ as an IT Lead Quality Assurance Analyst. Ms. Hawman has been highly involved in the development of the new Global Index Calculator and the Global Index Watch a high profile website, which earned her the CEO Award from NASDAQ in 2016 for her dedication to excellence. She enjoys being involved in the design and development process from the very start; she is familiar with the entire process of the product development life cycle and regularly plans, strategizes, and tests with her teammates. Ms. Hawman also works on Mutual Funds Quotation Services (MFQS). MFQS is the largest mutual fund listing and valuation platform in the Nation, vendors like the Wall Street Journal rely on the MFQS to report daily fund data. Recently Ms. Hawman was asked to work on the Exchange Analysis and Compliance Tracking system (ExACT). ExACT is a platform that manages all stock exchange listings applications, IPO's, SEC filings, compliance, and market data for NASDAQ and NYSE. She got her start in IT while serving in the United States Air Force as a Computer Systems Analyst working on space based infrared satellite systems in Colorado. Prior to her IT career she entered the Air Force as a Jet Engine Mechanic.

Ms. Hawman also holds a Master's degree in Acupuncture Oriental Medicine, and a Bachelor's degree in Health Sciences from New York Chiropractic College. She was a licensed Acupuncturist in the state of New York and Connecticut. Throughout her training and practice, she had rotations in a Hospital Stroke Rehabilitation Center, Drug Treatment Center Detox Ward, Hospice facility, Veteran Medical Center, and she volunteered at homeless and battered women groups. Ms. Hawman has experience managing her own business as an Acupuncturist and upheld standards by maintaining professional customer care, compliance with licensure and laws. Ms. Hawman obtained retail business experience selling organic herbal medicines, Chinese herbal medicines, and topical pain relievers. She specialized in non-pharmaceutical management of pain, sport injuries, detox/addiction, and women's health. Ms. Hawman has offered proven procedures with effective natural medicine for numerous conditions. She worked with drug rehab customers and seen the power of alternative medicine in combating hard addiction and alcoholism. The last health care position held was at Greenwich Wellness alongside a team of doctors providing an array of alternative healthcare services in Greenwich, CT. One of the largest requests from customers was the hope for Medical Marijuana to become more conveniently available, inspiring her to do further research. Driven by a passion to provide access to a full course of alternative treatment, she attended a medical marijuana trade school program called Med Grow in Michigan. Here she received training on how to cultivate, process, dispense and follow laws to maintain a successful operation. Ms. Hawman has attended multiple marijuana business seminars to gain knowledge, expertise, and network. She has become an expert through comprehensive study, market analysis, and data research in this industry. Ms. Hawman has integrity, she is effective and resilient from her professional experiences and military service. Aside, she is a proud mom who values her

family and volunteers for animal rights advocacy groups. Ms. Hawman is passionate and wants to lead change towards more acceptance, education and convenience in the field of medical marijuana.

2. Michael Duku (CFO, EEO, Treasurer, Director)

Mr. Duku has a Bachelor's degree from Saint Michael's College in Business and Marketing, and a Master's degree in Management from Barry University. Mr. Duku's professional experience includes three years as a basketball team manager for the Saint Michael's NCAA Division 2 men's team. Michael currently works in Stadium Operations at Mercedes Benz Stadium of Atlanta, and he also completed a Stadium Operations internship in Kansas City. He created personal fitness and nutrition plans for each member of the team so they could perform to their peak and be able to recover quickly after performance. Mr. Duku also managed the stats and record keeping from practices and game days. He planned and implemented game day events while maintaining team budget goals. He has spent the last four years gaining professional accounting and finance experience in the corporate business sector. While at People's United Bank, he mastered accounts receivables, payables, and financial statement analysis. His experiences also included accounting, balancing, equity, loan payment accounts, mortgages, warranty accounts, accounts payable, financial reporting, QuickBooks and excel spreadsheets for high profile corporate clients. His most recent and current position held as a Credit Account Specialist at a top pharmaceutical company in Hartford, CT includes regulating client (hospital, medical office, customer services, etc.) credit and collections accounts to ensure financial excellence of the company. Mr. Duku is currently obtaining his CPA license and is passionate about growing his understanding and experience in financial management. He is bright, motivated, detailed and organized, qualities that make an excellent Chief Financial Officer. Mr. Duku will manage Herbology Group finances and accounting staff while providing expertise to reach financial goals and economic growth. Michael Duku is a first generation African American that is dedicated to his new roll as EEO. He is committed to implementing inclusive policies and enforcing the Diversity Plan. Aside, Mr. Duku is a sports fanatic and huge New England Patriots fan. Michael Duku brings diverse leadership to HGI; he is multi-lingual and speaks the West African language of Twi.

7.3 Head of Security

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

- Provide general training to HGI 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 HGI facility, including cash and product storage vaults, surveillance and network equipment room, and other highly sensitive areas of the HGI facility;
- Lead a working group comprised of the Chief Executive Officer, Chief Operating Officer, Head of Security, and any other designated advisors to ensure the current policies and procedures are properly implemented, integrated, effective, and relevant to ensure the safety of HGI 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 the Greenfield Police and Fire Department.



Plan for Obtaining Liability Insurance

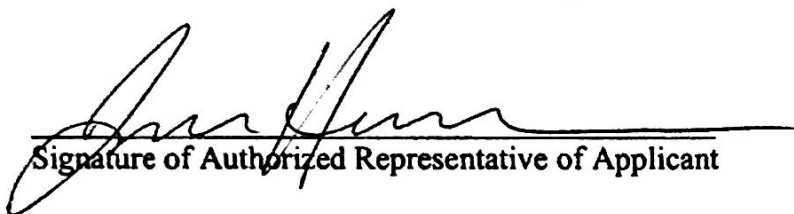
Herbology Group, Inc. (“HGI”) plans to contract with Cannasure to maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually and product liability coverage for no less than \$1,000,000 per occurrence & \$2,000,000 in aggregate annually. The policy deductible will be no higher than \$5,000 per occurrence. HGI will consider additional coverage based on availability & cost-benefit analysis. If adequate coverage is unavailable at a reasonable rate, HGI will place in escrow at least \$250,000 to be expended for liabilities coverage. Any withdrawal from such escrow replenished within 10 business days. HGI 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, JANE HAWMAN, (insert name) certify as an authorized representative of Herbology Group, Inc. (insert name of applicant) that the applicant has executed a host community agreement with Greenfield (insert name of host community) pursuant to G.L.c. 94G § 3(d) on 8-13-18 (insert date).


Signature of Authorized Representative of Applicant

Host Community

I, William F. Martin, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for Greenfield (insert name of host community) to certify that the applicant and Greenfield (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on 8-13-18 (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, Jane Hawman, (*insert name*) attest as an authorized representative of Herbology Group, Inc. (*insert name of applicant*) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on April 11, 2018 (*insert date*).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on April 4, 2018 (*insert date*), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (*please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document*).
3. A copy of the meeting notice was also filed on April 2, 2018 (*insert date*) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (*please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document*).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on April 3, 2018 (*insert date*), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (*please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee*).

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

CLASSIFIED

Greenfield Recorder

Classified

of Will with Appointment of Personal Representative has been	Law and the public is welcome and encouraged to attend.
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Filed by Frank J. Bush, Jr. of Hebron, CT requesting that the Court enter a formal Decree and Order and for such other relief as requested in the Petition. The Petitioner requests that Frank J. Bush, Jr. of Hebron, CT be appointed as Personal Representative(s) of said estate to serve Without Surety on the bond in an unsupervised administration.

NOTICE OF COMMUNITY OUTREACH MEETING:
 Notice is hereby given that Herbiology Group, Inc will hold Community Outreach Meeting

IMPORTANT NOTICE

You have the right to obtain a copy of the Petition from the Petitioner or at the Court. You have a right to object to this proceeding. To do so, you or your attorney must file a written appearance and objection at this Court before: 10:00 a.m. on the return day of 04/23/2018. This is NOT a hearing date, but a deadline by which you must file a written appearance and objection. If you object to this proceeding, If you fail to file a timely written appearance and objection followed by an affidavit of objections within thirty (30) days of the return day, action may be taken without further notice to you.

**UNSUPERVISED
ADMINISTRATION UNDER
THE MASSACHUSETTS
UNIFORM PROBATE CODE
(MUPC)**

A Personal Representative appointed under the MUPC in an unsupervised administration is not required to file an inventory or annual accounts with the Court. Persons interested in the estate are entitled to notice regarding the administration directly from the Personal Representative and may petition the Court in any matter relating to the estate, including the distribution of assets and expenses of administration.

WITNESS, Hon. Beth A. Crawford, First Justice of this Court.
Date: March 26, 2018

JOHN F. MERRIGAN
Register of Probate

Law and the public is welcome
and encouraged to attend.

**Ashfield Conservation
Commission
Philip Lussier, Chair** 3417405

**NOTICE OF COMMUNITY
OUTREACH MEETING:**

Notice is hereby given that Herbology Group, Inc. will hold a Community Outreach Meeting on April 11, 2018 at Seymour the Pub, 5 Bank Row Street, Greenfield, MA 01301 from 5:00 PM - 6:30 PM to discuss the proposed siting of an Adult Use Marijuana Establishment in Greenfield. Herbology Group Inc. intends to apply for a license to operate as a Marijuana Retailer, to be located at 8 Woodward Road, Greenfield, MA in accordance with M.G.L. ch. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 et seq. Topics to be discussed at the meeting will include, but not be limited to: the type(s) of Adult-Use Marijuana Establishment(s) to be located at the proposed address; plans for maintaining a secure facility; plans to prevent diversion to minors; plans to positively impact the community; and plans to ensure the establishment will not constitute a nuisance to the community. Interested members of the community are encouraged to ask questions and receive answers from Herbology Group Inc.'s representatives about Herbology Group Inc.'s proposed facility and operations. A copy of this notice has been published in a local newspaper at least seven (7) calendar days prior to the meeting and filed with the Clerk, the Planning Board, Zoning Board, and the office of the Town Council, and the office of Mayor William F. Martin. This notice was also mailed at least seven (7) calendar days prior to the meeting to abutters of the proposed location and residents within 300 feet of the property line of the proposed location.

order to allow the operation of a commercial daycare center at the U.S. Taekwondo Center at this location.

All interested persons should attend the hearing. For review purposes only, a copy of the application is available at the Greenfield Department of Planning and Development, 114 Main Street, between the hours of 8:30 a.m. and 5:00 p.m. Monday through Friday.

Zoning Board of Appeals
Mark Maloney, Chairman

Lost & Found

If you have lost or found
an animal, we will run
your ad for free.
Call 772-0148

Help Wanted

520

Scholarships & Grant Funding Available

Come to an Information & Application Session:

Monday, April 9

3:00 - 4:30 pm

Franklin Hampshire Career Center
Arch Place (2nd Floor), Greenfield, MA

Sign up on-line to reserve a seat:
www.qcc.mass.edu/manufacturing

Franklin Regional Employment Board, Inc.
the Local Workforce Investment Board

Questions?

Call Andrew Baker
413-774-4361, ext 375

CUSTOMER SERVICE REPRESENTATIVE

Help our readers with their questions! Due to a promotion, the Daily Hampshire Gazette is seeking a new member of our customer service team in the Audience Development Department. Our call center takes calls from our readers in Western Massachusetts and assists them with online access, subscription sales and questions, delivery questions, and payments. This is a full time position and is based in Northampton.

Skills and requirements:

- Strong customer service skills
- Good communication skills
 - Computer skills
- Organizational skills
- Dependability

Miscellaneous

278

MEN'S JEANS size 32x30, 6 pairs. \$15. (413)863-9097

PUZZLES 40-1000pcs, family packs. 50 cents to \$1 each or all for \$100. Details, (413)863-9097

Part Time Help Wanted
525

Part-Time Financial Assistant

The Town of Northfield is seeking to employ a part-time assistant, approximately 3-5 hrs/wk to assist and serve as a clerk to the Town Accountant.

High school diploma or equivalent. Payroll processing and accounting experience in a municipal environment preferred. Incumbent must be able to perform detailed work and efficiently within deadlines, handle confidential information and communicate and organize. Non-benefited position.

Send resume and completed application to Town Hall, 69 Northfield, MA 013
Attention Town Administrator

Job application and descriptive
Town Hall and on the town
www.northfieldma

Applications will be accepted
EOE

BUSINE

NOTICE OF COMMUNITY OUTREACH MEETING: HERBOLOGY GROUP, INC.

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Topics to be discussed at the meeting will include, but not be limited to: the type(s) of Adult-Use Marijuana Establishment(s) to be located at the proposed address; plans for maintaining a secure facility; plans to prevent diversion to minors; plans to positively impact the community; and plans to ensure the establishment will not constitute a nuisance to the community. Interested members of the community are encouraged to ask questions and receive answers from Herbology Group Inc.'s representatives about Herbology Group Inc.'s proposed facility and operations.

A copy of this notice has been published in a local newspaper at least seven (7) calendar days prior to the meeting and filed with the Clerk, the Planning Board, Zoning Board of Appeals, the Town Council, and the office of Mayor William F. Martin. This notice was also mailed at least seven (7) calendar days prior to the meeting to abutters of the proposed location and residents within 300 feet of the property line of the proposed location.

Jane Hawman
President and CEO
Herbology Group, Inc.

GREENFIELD, MASS
2018 APR -2 PM12:38
OFFICE OF THE
TOWN CLERK

Town Clerk

Attachment B

NOTICE OF COMMUNITY OUTREACH MEETING: HERBOLOGY GROUP, INC.

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Jane Hawman
President and CEO
Herbology Group, Inc.

GREENFIELD, MASS
2018 APR -2 PM 12:38
OFFICE OF THE
TOWN CLERK

cc. Town Council



Notice of meeting

2 messages

Annie Nagle <an@novus-grp.com>
To: loriK@greenfield-ma.gov

Thu, Apr 5, 2018 at 2:18 PM

Dear Greenfield Board of License Commissioners:

Pursuant to new regulations for adult-use marijuana, The Herbology Group, Inc. has provided the attached notification regarding its Greenfield community outreach meeting to the Town Clerk, the Planning Board, Zoning Board of Appeals, the Town Council, and the Mayor. The Herbology Group would like to provide this notification to the Board of Licensing Commissioners as a courtesy, as well.

Please reply to this email to acknowledge receipt at your earliest convenience.

Best Regards,
Annie Nagle
On behalf of The Herbology Group, Inc.

--

Annie Nagle
Novus Group
617-391-0065
405-590-8929 (c)



Greenfield - Notice to Town.docx
15K

Lori Krikorian <lori.krikorian@greenfield-ma.gov>
To: Annie Nagle <an@novus-grp.com>

Fri, Apr 6, 2018 at 8:55 AM

Thank you.
[Quoted text hidden]



Notification of meeting

1 message

Annie Nagle <an@novus-grp.com>
To: Jasmine.Ward@greenfield-ma.gov

Thu, Apr 5, 2018 at 2:17 PM

Dear Greenfield Board of Health:

Pursuant to new regulations for adult-use marijuana, The Herbology Group, Inc. has provided the attached notification regarding its Greenfield community outreach meeting to the Town Clerk, the Planning Board, Zoning Board of Appeals, the Town Council, and the Mayor. The Herbology Group would like to provide this notification to the Board of Health as a courtesy, as well.

Please reply to this email to acknowledge receipt at your earliest convenience.

Best Regards,
Annie Nagle
On behalf of The Herbology Group, Inc.

Annie Nagle
Novus Group
617-391-0065
405-590-8929 (c)

 **Greenfield - Notice to Town.docx**
15K

**NOTICE OF COMMUNITY OUTREACH MEETING:
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Jane Hawman
President and CEO
Herbology Group, Inc.

GREENFIELD, MASS
2018 APR -2 PM12:38
OFFICE OF THE
TOWN CLERK

Town Clerk

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Jane Hawman
President and CEO
Herbiology Group, Inc.

7017 3040 0000 6852 7134

U.S. Postal Service™ CERTIFIED MAIL® RECEIPT Domestic Mail Only	
For delivery information, visit our website at www.usps.com ®	
OFFICIAL USE	
Certified Mail Fee \$3.45	0113 14
Extra Services & Fees (check box, add fee as appropriate)	
<input type="checkbox"/> Return Receipt (hardcopy) \$0.00	
<input type="checkbox"/> Return Receipt (electronic) \$0.00	
<input type="checkbox"/> Certified Mail Restricted Delivery \$0.00	
<input type="checkbox"/> Adult Signature Required \$0.00	
<input type="checkbox"/> Adult Signature Restricted Delivery \$0.00	
Postage \$0.50	Postmark Here
Total Postage and Fees \$6.70	04/03/2018

01301

7017 3040 0000 6852 2732

U.S. Postal Service™ CERTIFIED MAIL® RECEIPT Domestic Mail Only	
For delivery information, visit our website at www.usps.com ®	
OFFICIAL USE	
Certified Mail Fee \$3.45	0113 14
Extra Services & Fees (check box, add fee as appropriate)	
<input type="checkbox"/> Return Receipt (hardcopy) \$0.00	
<input type="checkbox"/> Return Receipt (electronic) \$0.00	
<input type="checkbox"/> Certified Mail Restricted Delivery \$0.00	
<input type="checkbox"/> Adult Signature Required \$0.00	
<input type="checkbox"/> Adult Signature Restricted Delivery \$0.00	
Postage \$0.50	Postmark Here
Total Postage and Fees \$6.70	04/03/2018



Herbology Group

Plan to Remain Compliant with Local Zoning

Herbology Group, Inc. (“HGI”) will remain compliant at all times with the local zoning requirements set forth in the Town of Greenfield's Zoning Ordinance. In accordance with Zoning Ordinance Article 4, Section 200-7.17.4, HGI’s proposed Marijuana Retail establishment is located in the General Commercial Zoning District designated for a Marijuana Establishment by Special Permit and Site Plan Review.

In accordance with the Town of Greenfield's Zoning Ordinance Section 200-7.17 (E) (6), HGI’s location is not located within transient housing housing such as motels or dormitories or inside a movable or mobile structure such as a van or truck.

As stipulated in the Greenfield Zoning Ordinance, the property is not within 250 feet of a pre-existing public or private school providing education in kindergarten or grades 1 through 12. 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.

HGI will comply with all state and local signage requirements and not allow cannabis plants, products and paraphernalia to be visible from the outside of the building, store cannabis in any form outside or create nuisance conditions. No smoking, burning, or consumption or any product containing marijuana or marijuana-related products shall be permitted on the premises.

As required by the Town of Greenfield’s Zoning Ordinance, HGI will apply for a Special Permit and Site Plan Review from the Zoning Board of Appeals. HGI will apply for any other local permits required to operate a Marijuana Retailer at the proposed location. HGI will comply with all conditions and standards set forth in any local permit required to operate a Marijuana Retailer at HGI’s proposed location.

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

HGI has also retained the law firm Vicente Sederberg LLC to assist with ongoing compliance with local zoning requirements.



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$35.00

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

Special Filing Instructions

Articles of Organization

(General Laws, Chapter 180)

Identification Number: 001180219

ARTICLE I

The exact name of the corporation is:

HERBOLOGY GROUP, INC.

ARTICLE II

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

THE PURPOSE OF THE CORPORATION IS TO PROMOTE ACCESS TO HEALTH CARE, AND ENGAGE IN ANY ACTIVITY IN WHICH A CORPORATION ORGANIZED UNDER MGL CHAPTER 180 (4) OF THE LAWS OF THE COMMONWEALTH OF MASSACHUSETTS MAY LAWFULLY ENGAGE. (A) FOR CIVIC, EDUCATIONAL, CHARITABLE, AND BENEVOLENT PURPOSES; (B) FOR THE PROSECUTION OF ANY ANTIQUARIAN, HISTORICAL, LITERARY, SCIENTIFIC, MEDICAL, CHIROPRACTIC, ARTISTIC, MONUMENTAL OR MUSICAL PURPOSES.

ARTICLE III

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

THE CORPORATION SHALL HAVE NO MEMBERS AND NO MEMBERSHIP.

ARTICLE IV

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

(If there are no provisions state "NONE")

THE HERBOLOGY GROUP, INC. ARTICLES OF ORGANIZATION OTHER LAWFUL PROVISIONS:

1. THE CORPORATION SHALL HAVE, AND MAY EXERCISE IN FURTHERANCE OF ITS CORPORATE PURPOSES, THE FOLLOWING POWERS: (A) THE CORPORATION SHALL HAVE PERPETUAL SUCCESSION IN ITS CORPORATE NAME. (B) THE CORPORATION MAY SUE AND BE SUE D. (C) THE CORPORATION MAY HAVE A CORPORATE SEAL WHICH IT MAY ALTER AT ITS PLEASURE. (D) THE CORPORATION MAY ELECT OR APPOINT DIRECTORS, OFFICERS, EMPLOYEES AND OTHER AGENTS, FIX THEIR COMPENSATION AND DEFINE THEIR DUTIES AND OBLIGATIONS. (E) THE CORPORATION MAY PURCHASE, RECEIVE OR TAKE BY GRANT, GIFT, DEVISE, BEQUEST OR OTHERWISE, LEASE, OR OTHERWISE ACQUIRE, OWN, HOLD, IMPROVE, EMPLOY, USE AND OTHERWISE DEAL IN AND WITH, REAL OR PERSONAL PROPERTY, OR AN

Y INTEREST THEREIN, WHEREVER SITUATED, IN AN UNLIMITED AMOUNT. (F) THE CORPORATION MAY MAKE DONATIONS IN SUCH AMOUNTS AS THE DIRECTORS SHALL DETERMINE, IRRESPECTIVE OF CORPORATE BENEFIT, FOR THE PUBLIC WELFARE, FOR COMMUNITY FUND, CHARITABLE, EDUCATIONAL OR CIVIC PURPOSES. (G) THE CORPORATION MAY BE A PARTNER IN ANY BUSINESS ENTERPRISE OR ACTIVITY WHICH IT WOULD HAVE POWER TO CONDUCT BY ITSELF. (H) THE CORPORATION MAY BE AN INCORPORATOR OF OTHER CORPORATIONS OF ANY TYPE OR KIND. I) THE CORPORATION MAY SELL, CONVEY, LEASE, EXCHANGE, TRANSFER OR OTHERWISE DISPOSE OF, OR MORTGAGE, PLEDGE, ENCUMBER OR CREATE A SECURITY INTEREST IN, ALL OR ANY OF ITS PROPERTY, OR ANY INTEREST THEREIN, WHEREVER SITUATED. (J) THE CORPORATION MAY PURCHASE, TAKE, RECEIVE, SUBSCRIBE FOR, OR OTHERWISE ACQUIRE, OWN, HOLD, VOTE, EMPLOY, SELL, LEND, LEASE, EXCHANGE, TRANSFER, OR OTHERWISE DISPOSE OF, MORTGAGE, PLEDGE, USE AND OTHERWISE DEAL IN AND WITH, BONDS AND OTHER OBLIGATIONS, SHARES, OR OTHER SECURITIES OR INTERESTS ISSUED BY OTHERS, WHETHER ENGAGED IN SIMILAR OR DIFFERENT BUSINESSES, GOVERNMENTAL, OR OTHER ACTIVITIES. (K) THE CORPORATION MAY LEND MONEY, INVEST AND REINVEST ITS FUNDS, AND TAKE AND HOLD REAL AND PERSONAL PROPERTY AS SECURITY FOR THE PAYMENT OF FUNDS SO LOANED OR INVESTED. (L) THE CORPORATION MAY PAY PENSIONS, ESTABLISH AND CARRY OUT PENSION, SAVINGS, THRIFT AND OTHER RETIREMENT AND BENEFIT PLANS, TRUSTS AND PROVISIONS FOR ANY OR ALL OF ITS DIRECTORS, OFFICERS AND EMPLOYEES. (M) THE CORPORATION MAY MAKE CONTRACTS, GIVE GUARANTEES, INCUR LIABILITIES, BORROW MONEY AT SUCH RATES OF INTEREST AS THE CORPORATION MAY DETERMINE, ISSUE ITS NOTES, BONDS AND OTHER OBLIGATIONS AND SECURE ANY OF ITS OBLIGATIONS BY MORTGAGE, PLEDGE, OR ENCUMBRANCE OF, OR SECURITY INTEREST IN, ALL OR ANY OF ITS PROPERTY OR ANY INTEREST THEREIN, WHEREVER SITUATED. (N) THE CORPORATION MAY DO BUSINESS, CARRY ON ITS OPERATIONS, AND HAVE OFFICES AND EXERCISE ALL THE POWERS GRANTED BY MASSACHUSETTS GENERAL LAWS, CHAPTER 180, AS NOW IN FORCE OR AS HEREAFTER AMENDED, IN ANY JURISDICTION WITHIN OR WITHOUT THE UNITED STATES. (O) THE CORPORATION MAY PURCHASE AND MAINTAIN INSURANCE ON BEHALF OF ANY PERSON WHO IS OR WAS A DIRECTOR, OFFICER, EMPLOYEE OR OTHER AGENT OF THE CORPORATION, OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR OTHER AGENT OF ANOTHER ORGANIZATION IN WHICH IT HAS AN INTEREST, AGAINST ANY LIABILITY INCURRED BY HIM IN ANY SUCH CAPACITY, OR ARISING OUT OF HIS STATUS AS SUCH, WHETHER OR NOT THE CORPORATION WOULD HAVE THE POWER TO INDEMNIFY. (P) ANY ACTION OR VOTE REQUIRED BY CHAPTER 180 OF THE GENERAL LAWS TO BE TAKEN BY MEMBERS OF THE CORPORATION SHALL BE TAKEN BY ACTION OR VOTE OF THE SAME PERCENTAGE OF THE DIRECTORS OF THE CORPORATION. 2. MEETINGS OF THE DIRECTORS MAY BE HELD ANYWHERE IN THE UNITED STATES. 3. THE DIRECTORS MAY MAKE, AMEND OR REPEAL THE BYLAWS OF THE CORPORATION IN WHOLE OR IN PART. 4. THE CORPORATION MAY HAVE AND EXERCISE ALL POWERS NECESSARY OR CONVENIENT TO EFFECT ANY OR ALL OF THE PURPOSES FOR WHICH THE CORPORATION IS FORMED, PROVIDED THAT NO SUCH POWER SHALL BE EXERCISED IN A MANNER INCONSISTENT WITH MASSACHUSETTS GENERAL LAWS, CHAPTER 180, AS NOW IN FORCE OR HEREAFTER AMENDED, OR WHICH IS UNLAWFUL UNDER ANY OTHER CHAPTER OF THE GENERAL LAWS OF THE COMMONWEALTH. 5. NO DIRECTOR OR OFFICER SHALL BE PERSONALLY LIABLE TO THE CORPORATION OR ITS DIRECTORS FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS AN DIRECTOR OR OFFICER NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY, EXCEPT THAT, TO THE EXTENT EXISTING OR FUTURE APPLICABLE LAW PROVIDES THAT THE FOLLOWING LIABILITY MAY NOT BE ELIMINATED OR LIMITED, THIS PROVISION SHALL NOT ELIMINATE OR LIMIT THE LIABILITY OF AN DIRECTOR OR OFFICER FOR ANY OF THE FOLLOWING ACTS: (I) BREACH OF THE DIRECTOR'S OR OFFICER'S DUTY OF LOYALTY TO THE CORPORATION, (II) ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW OR (III) A TRANSACTION FROM WHICH THE OFFICER OR DIRECTOR DERIVED AN IMPROPER PERSON

AL BENEFIT. NO AMENDMENT TO OR REPEAL OF THIS PROVISION SHALL APPLY TO OR HAVE ANY EFFECT ON THE LIABILITY OR ALLEGED LIABILITY OF AN DIRECTOR OR OFFICER OR OR WITH RESPECT TO ANY ACTS OR OMISSIONS OF SUCH DIRECTOR OR OFFICER OCCURRING PRIOR TO SUCH AMENDMENT OR REPEAL. 6. NO PERSON SHALL BE DISQUALIFIED FROM HOLDING ANY OFFICE BY REASON OF ANY INTEREST. IN THE ABSENCE OF FRAUD, ANY DIRECTOR OR OFFICER OF THIS CORPORATION, OR ANY CONCERN IN WHICH ANY SUCH DIRECTOR OR OFFICER HAS ANY INTEREST, OR ANY INDIVIDUAL HAVING ANY INTEREST IN ANY SUCH CONCERN, MAY BE A PARTY TO, OR MAY BE PECUNIARILY OR OTHERWISE INTERESTED IN, ANY CONTRACT, TRANSACTION OR OTHER ACT (COLLECTIVELY CALLED A "TRANSACTION") OF THIS CORPORATION, AND (I) SUCH TRANSACTION SHALL NOT BE IN ANY WAY INVALIDATED OR OTHERWISE AFFECTED BY THAT FACT; AND (II) NO SUCH DIRECTOR, OFFICER, MEMBER, CONCERN OR INDIVIDUAL SHALL BE LIABLE TO ACCOUNT TO THIS CORPORATION FOR ANY PROFIT OR BENEFIT REALIZED THROUGH ANY SUCH TRANSACTION; PROVIDED HOWEVER, THAT SUCH TRANSACTION EITHER WAS FAIR AT THE TIME IT WAS ENTERED INTO OR IS AUTHORIZED OR RATIFIED BY A MAJORITY OF THE DIRECTORS WHO ARE NOT SO INTERESTED AND TO WHOM THE NATURE OF SUCH INTEREST HAS BEEN DISCLOSED AND WHO HAVE MADE ANY FINDINGS REQUIRED BY LAW. EXCEPT TO THE EXTENT OTHERWISE PROVIDED BY LAW, ANY INTERESTED DIRECTOR OR MEMBER OF THIS CORPORATION MAY BE COUNTED IN DETERMINING THE EXISTENCE OF A QUORUM AT ANY MEETING AT WHICH SUCH TRANSACTION SHALL BE AUTHORIZED AND MAY VOTE TO AUTHORIZE SUCH TRANSACTION. FOR THE PURPOSES OF THIS SECTION, THE TERM "INTEREST" SHALL INCLUDE PERSONAL INTEREST AND ALSO INTEREST AS A DIRECTOR, OFFICER, STOCKHOLDER, SHAREHOLDER, TRUSTEE, MEMBER OR BENEFICIARY OF ANY CONCERN AND THE TERM "CONCERN" SHALL MEAN ANY CORPORATION, ASSOCIATION, TRUST, PARTNERSHIP, FIRM, PERSON OR OTHER ENTITY OTHER THAN THIS CORPORATION. 7. THE DIRECTORS AND OFFICERS OF THE CORPORATION SHALL NOT BE PERSONALLY LIABLE FOR ANY DEBT, LIABILITY OR OBLIGATION OF THE CORPORATION. ALL PERSONS, CORPORATIONS OR OTHER ENTITIES EXTENDING CREDIT TO, CONTRACTING WITH, OR HAVING ANY CLAIM AGAINST, THE CORPORATION, MAY LOOK ONLY TO THE FUNDS AND PROPERTY OF THE CORPORATION FOR THE PAYMENT OF ANY SUCH CONTRACT OR CLAIM, OR FOR THE PAYMENT OF ANY DEBT, DAMAGES, JUDGMENT OR DECREE, OR OF ANY MONEY THAT MAY OTHERWISE BECOME DUE OR PAYABLE TO THEM FROM THE CORPORATION. 8. NEITHER ANY AMENDMENT NOR REPEAL OF THIS ARTICLE IV, NOR THE ADOPTION OF ANY PROVISION OF THE CORPORATION'S ARTICLES OF ORGANIZATION INCONSISTENT WITH THIS ARTICLE IV, SHALL ELIMINATE OR REDUCE THE EFFECT OF THIS ARTICLE IV IN RESPECT OF ANY MATTER OCCURRING, OR ANY ACTION OR PROCEEDING ACCRUING OR ARISING OR THAT, BUT FOR THIS ARTICLE IV, WOULD ACCRUE OR ARISE, PRIOR TO SUCH AMENDMENT, REPEAL OR ADOPTION OF AN INCONSISTENT PROVISION. 9. NO PERSON SHALL BE DISQUALIFIED FROM HOLDING ANY OFFICE BY REASON OF ANY INTEREST IN THE CORPORATION. IN THE ABSENCE OF FRAUD, ANY DIRECTOR OR OFFICER OF THE CORPORATION INDIVIDUALLY, OR ANY INDIVIDUAL HAVING ANY INTEREST IN ANY CONCERN IN WHICH ANY DIRECTORS, OFFICERS OR INDIVIDUALS HAVE ANY INTEREST, MAY, UNLESS OTHERWISE DETERMINED BY DIRECTORS, BE A PARTY TO, OR MAY BE PECUNIARILY OR OTHERWISE INTERESTED IN, ANY CONTRACT TRANSACTION OR OTHER ACTION OF THE CORPORATION, AND (A) SUCH CONTRACT, TRANSACTION OR ACT SHALL NOT BE IN ANY WAY INVALIDATED OR OTHERWISE AFFECTED BY THAT FACT; (B) NO SUCH DIRECTOR, OFFICER OR OTHER INDIVIDUAL SHALL BE LIABLE TO ACCOUNT TO THIS CORPORATION FOR ANY PROFIT OR BENEFIT REALIZED THROUGH ANY SUCH CONTRACT, TRANSACTION OR ACT; (C) UNLESS OTHERWISE DETERMINED BY THE DIRECTORS, ANY SUCH DIRECTOR OF THE CORPORATION MAY BE COUNTED IN DETERMINING THE EXISTENCE OF A QUORUM AT ANY MEETING OF THE DIRECTORS OR ANY COMMITTEE THEREOF WHICH SHALL AUTHORIZE ANY SUCH CONTRACT, TRANSACTION OR ACT, AND VOTE TO AUTHORIZE THE SAME; AND (D) ANY DIRECTOR MAY ASK FOR A VOTE TO BE TAKEN BY THE NON-INTERESTED DIRECTORS AND EXCLUDE ANY DIRECTOR WHO HAS A POTENTIAL CONFLICT FROM PARTICIPATING IN SUCH

DISCUSSION OR VOTE, AND FROM BEING COUNTED TO DETERMINE THE EXISTENCE OF A QUORUM IN CONNECTION WITH SUCH VOTE. AS USED HEREIN, THE TERM "INTEREST" INCLUDES PERSONAL INTEREST AND INTEREST AS A DIRECTOR, OFFICER, STOCKHOLDER, SHAREHOLDER, TRUSTEE, MEMBER OR BENEFICIARY OF ANY CONCERN; AND THE TERM "CONCERN" MEANS CORPORATION, ASSOCIATION, TRUST, PARTNERSHIP, FIRM, PERSON OR OTHER ENTITY OTHER THAN THIS CORPORATION. 10. THE CORPORATION SHALL, TO THE EXTENT LEGALLY PERMISSIBLE, INDEMNIFY EACH PERSON WHO MAY SERVE OR WHO HAS SERVED AT ANY TIME AS A TRUSTEE, DIRECTOR OR OFFICER OF THE CORPORATION OR OF ANY OF ITS SUBSIDIARIES, OR WHO AT THE REQUEST OF THE CORPORATION MAY SERVE OR AT ANY TIME HAS SERVED AS A TRUSTEE, DIRECTOR OR OFFICER OF, OR IN A SIMILAR CAPACITY WITH, ANOTHER ORGANIZATION OR AN EMPLOYEE BENEFIT PLAN, AGAINST ALL EXPENSES AND LIABILITIES (INCLUDING COUNSEL FEES, JUDGMENTS, FINES, EXCISE TAXES, PENALTIES AND AMOUNTS PAYABLE IN SETTLEMENTS) REASONABLY INCURRED BY OR IMPOSED UPON SUCH PERSON IN CONNECTION WITH ANY THREATENED, PENDING OR COMPLETED ACTION, SUIT OR OTHER PROCEEDING, WHETHER CIVIL, CRIMINAL, ADMINISTRATIVE OR INVESTIGATIVE, IN WHICH SUCH PERSON MAY BECOME INVOLVED BY REASON OF SERVING OR HAVING SERVED IN SUCH CAPACITY (OTHER THAN A PROCEEDING VOLUNTARILY INITIATED BY SUCH PERSON UNLESS HE OR SHE IS SUCCESSFUL ON THE MERITS, THE PROCEEDING WAS AUTHORIZED BY THE CORPORATION OR THE PROCEEDING SEEKS A DECLARATORY JUDGMENT REGARDING HIS OR HER OWN CONDUCT); PROVIDED THAT NO INDEMNIFICATION SHALL BE PROVIDED FOR ANY SUCH PERSON WITH RESPECT TO ANY MATTER AS TO WHICH HE OR SHE SHALL HAVE BEEN FINALLY ADJUDICATED IN ANY PROCEEDING NOT TO HAVE ACTED IN GOOD FAITH IN THE REASONABLE BELIEF THAT HIS OR HER ACTION WAS IN THE BEST INTERESTS OF THE CORPORATION OR, TO THE EXTENT SUCH MATTER RELATES TO SERVICE WITH RESPECT TO ANY EMPLOYEE BENEFIT PLAN, IN THE BEST INTEREST OF THE PARTICIPANTS OR BENEFICIARIES OF SUCH EMPLOYEE BENEFIT PLAN; AND PROVIDED, FURTHER, THAT AS TO ANY MATTER DISPOSED OF BY A COMPROMISE PAYMENT BY SUCH PERSON, PURSUANT TO A CONSENT DECREE OR OTHERWISE, THE PAYMENT AND INDEMNIFICATION THEREOF HAVE BEEN APPROVED BY THE CORPORATION, WHICH APPROVAL SHALL NOT UNREASONABLY BE WITHHELD, OR BY A COURT OF COMPETENT JURISDICTION. SUCH INDEMNIFICATION SHALL INCLUDE PAYMENT BY THE CORPORATION OF EXPENSES INCURRED IN DEFENDING A CIVIL OR CRIMINAL ACTION OR PROCEEDING IN ADVANCE OF THE FINAL DISPOSITION OF SUCH ACTION OR PROCEEDING, UPON RECEIPT OF AN UNDERTAKING BY THE PERSON INDEMNIFIED TO REPAY SUCH PAYMENT IF HE OR SHE SHALL BE ADJUDICATED TO BE NOT ENTITLED TO INDEMNIFICATION UNDER THIS SECTION, WHICH UNDERTAKING MAY BE ACCEPTED WITHOUT REGARD TO THE FINANCIAL ABILITY OF SUCH PERSON TO MAKE REPAYMENT. A PERSON ENTITLED TO INDEMNIFICATION HEREUNDER WHOSE DUTIES INCLUDE SERVICE OR RESPONSIBILITIES AS A FIDUCIARY WITH RESPECT TO A SUBSIDIARY OR OTHER ORGANIZATION SHALL BE DEEMED TO HAVE ACTED IN GOOD FAITH IN THE REASONABLE BELIEF THAT HIS ACTION WAS IN THE BEST INTERESTS OF THE CORPORATION IF HE ACTED IN GOOD FAITH IN THE REASONABLE BELIEF THAT HIS ACTION WAS IN THE BEST INTERESTS OF SUCH SUBSIDIARY OR ORGANIZATION OR OF THE PARTICIPANTS OR BENEFICIARIES OF, OR OTHER PERSONS WITH INTERESTS IN, SUCH SUBSIDIARY OR ORGANIZATION TO WHOM HE HAD A FIDUCIARY DUTY. WHERE INDEMNIFICATION HERE UNDER REQUIRES AUTHORIZATION OR APPROVAL BY THE CORPORATION, SUCH AUTHORIZATION OR APPROVAL SHALL BE CONCLUSIVELY DEEMED TO HAVE BEEN OBTAINED, AND IN ANY CASE WHERE A TRUSTEE OF THE CORPORATION APPROVES THE PAYMENT OF INDEMNIFICATION, SUCH TRUSTEE SHALL BE WHOLLY PROTECTED, IF: (I) THE PAYMENT HAS BEEN APPROVED OR RATIFIED (1) BY MAJORITY VOTE OF A QUORUM OF THE TRUSTEES CONSISTING OF PERSONS WHO ARE NOT AT THAT TIME PARTIES TO THE PROCEEDING, OR (2) BY A MAJORITY VOTE OF A COMMITTEE OF ONE OR MORE TRUSTEES WHO ARE NOT AT THAT TIME PARTIES TO THE PROCEEDING AND ARE SELECTED FOR THIS PURPOSE BY THE FULL BOARD (IN WHICH SELECTION TRUSTEES WHO ARE PARTIES MAY PARTICIPATE); OR (II) THE ACTION IS TAKEN IN RELIANCE UPON T

HE OPINION OF INDEPENDENT LEGAL COUNSEL (WHO MAY BE COUNSEL TO THE CORPORATION) APPOINTED FOR THE PURPOSE BY VOTE OF THE TRUSTEES OR IN THE MANNER SPECIFIED IN CLAUSES (1) OR (2) OF SUBPARAGRAPH (I); OR (III) THE PAYMENT IS APPROVED BY A COURT OF COMPETENT JURISDICTION; OR (IV) THE TRUSTEES HAVE OTHERWISE ACTED IN ACCORDANCE WITH THE APPLICABLE LEGAL STANDARD OF CONDUCT. ANY INDEMNIFICATION OR ADVANCE OF EXPENSES UNDER THIS SECTION SHALL BE PAID PROMPTLY, AND IN ANY EVENT WITHIN 30 DAYS, AFTER THE RECEIPT BY THE CORPORATION OF A WRITTEN REQUEST THEREFORE FROM THE PERSON TO BE INDEMNIFIED, UNLESS WITH RESPECT TO A CLAIM FOR INDEMNIFICATION THE CORPORATION SHALL HAVE DETERMINED THAT THE PERSON IS NOT ENTITLED TO INDEMNIFICATION. IF THE CORPORATION DENIES THE REQUEST OR IF PAYMENT IS NOT MADE WITHIN SUCH 30-DAY PERIOD, THE PERSON SEEKING TO BE INDEMNIFIED MAY AT ANY TIME THEREAFTER SEEK TO ENFORCE HIS OR HER RIGHTS HEREUNDER IN A COURT OF COMPETENT JURISDICTION AND, IF SUCCESSFUL IN WHOLE OR IN PART, HE OR SHE SHALL BE ENTITLED ALSO TO INDEMNIFICATION FOR THE EXPENSES OF PROSECUTING SUCH ACTION. UNLESS OTHERWISE PROVIDED BY LAW, THE BURDEN OF PROVING THAT THE PERSON IS NOT ENTITLED TO INDEMNIFICATION SHALL BE ON THE CORPORATION. THE RIGHT OF INDEMNIFICATION UNDER THIS SECTION SHALL BE A CONTRACT RIGHT INURING TO THE BENEFIT OF THE TRUSTEES, DIRECTORS, OFFICERS AND OTHER PERSONS ENTITLED TO BE INDEMNIFIED HEREUNDER AND NO AMENDMENT OR REPEAL OF THIS SECTION SHALL ADVERSELY AFFECT ANY RIGHT OF SUCH TRUSTEE, DIRECTOR, OFFICER OR OTHER PERSON EXISTING AT THE TIME OF SUCH AMENDMENT OR REPEAL. THE INDEMNIFICATION PROVIDED HEREUNDER SHALL INURE TO THE BENEFIT OF THE HEIRS, EXECUTORS AND ADMINISTRATORS OF A TRUSTEE, DIRECTOR, OFFICER OR OTHER PERSON ENTITLED TO INDEMNIFICATION HEREUNDER. THE INDEMNIFICATION PROVIDED HEREUNDER MAY, TO THE EXTENT AUTHORIZED BY THE CORPORATION APPLY TO THE TRUSTEES, DIRECTORS, OFFICERS AND OTHER PERSONS ASSOCIATED WITH CONSTITUENT CORPORATIONS THAT HAVE BEEN MERGED INTO OR CONSOLIDATED WITH THE CORPORATION WHO WOULD HAVE BEEN ENTITLED TO INDEMNIFICATION HEREUNDER HAD THEY SERVED IN SUCH CAPACITY WITH OR AT THE REQUEST OF THE CORPORATION. THE RIGHT OF INDEMNIFICATION UNDER THIS SECTION SHALL BE IN ADDITION TO, AND NOT EXCLUSIVE OF, ALL OTHER RIGHTS TO WHICH SUCH TRUSTEE, DIRECTOR, OFFICER OR OTHER PERSONS MAY BE ENTITLED. NOTHING CONTAINED IN THIS SECTION SHALL AFFECT ANY RIGHTS TO INDEMNIFICATION TO WHICH CORPORATION EMPLOYEES OR AGENTS, OTHER THAN TRUSTEES, DIRECTORS, OFFICERS AND OTHER PERSONS ENTITLED TO INDEMNIFICATION HEREUNDER, MAY BE ENTITLED BY CONTRACT OR OTHERWISE BY LAW.

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

ARTICLE V

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

ARTICLE VI

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

07/07/2015

ARTICLE VII

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

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

No. and Street: 82 WENDELL AVENUE
STE 100
City or Town: PITTSFIELD State: MA Zip: 01201 Country: USA

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	JANE HAWMAN	9 NUTMEG LANE SANDY HOOK, CT 06482 USA 5 COMMERCE RD. NEWTOWN, CT 06470 USA	12/31/2017
TREASURER	JANE HAWMAN	9 NUTMEG LANE SANDY HOOK, CT 06482 USA 5 COMMERCE RD. NEWTOWN, CT 06470 USA	12/31/2017
CEO	JANE HAWMAN	9 NUTMEG LANE SANDY HOOK, CT 06482 USA 5 COMMERCE RD. NEWTOWN, CT 06470 USA	12/31/2017
COO	APRIL HAWMAN	2321 NW 33RD ST. APT.214 OAKLAND PARK, FL 33309 USA 1900 W OAKLAND PARK BLVD. FORT LAUDERDALE, FL 33310 USA	12/31/2017
VICE PRESIDENT	APRIL HAWMAN	2321 NW 33RD ST. APT.214 OAKLAND PARK, FL 33309 USA 1900 W OAKLAND PARK BLVD. FORT LAUDERDALE, FL 33310 USA	12/31/2017
CLERK	APRIL HAWMAN	2321 NW 33RD ST. APT.214 OAKLAND PARK, FL 33309 USA 1900 W OAKLAND PARK BLVD. FORT LAUDERDALE, FL 33310 USA	12/31/2017
DIRECTOR	JANE HAWMAN	9 NUTMEG LANE SANDY HOOK, CT 06482 USA 5 COMMERCE RD. NEWTOWN, CT 06470 USA	12/31/2017
DIRECTOR	APRIL HAWMAN	2321 NW 33RD ST. APT.214 OAKLAND PARK, FL 33309 USA 1900 W OAKLAND PARK BLVD. FORT LAUDERDALE, FL 33310 USA	12/31/2017

c. The fiscal year (i.e., tax year) of the business entity shall end on the last day of the month of:
December

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

Name: REGISTERED AGENT INC.
No. and Street: 82 WENDELL AVENUE
STE 100
City or Town: 82 WENDELL AVENUE State: MA Zip: 01201 Country: USA

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

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 7 Day of July, 2015. *(If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)*

JANE HAWMAN 82 WENDELL AVE. STE 100 PITTSFIELD, MA 01201 APRIL HAWMAN 82 WENDELL AVE. STE 100 PITTSFIELD, MA 01201

THE COMMONWEALTH OF MASSACHUSETTS

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

July 07, 2015 10:50 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

By-laws Herbology Group, Inc.

Article I – NAME AND PRINCIPLE OFFICE

The name of our corporation shall be Herbology Group, Inc.; also known as HGI.

Article II – PURPOSE OF CORPORATION

The purpose of the corporation is to promote access to health care, and engage in any activity in which a corporation organized under MGL Chapter 180(4) of the Laws of the Commonwealth of Massachusetts may lawfully engage. (A) For civic, educational, charitable, and benevolent purposes; (B) for the prosecution of any antiquarian, historical, literary, scientific, medical, chiropractic, artistic, monumental or musical purposes.

Article III – MEMBERS AND MEMBERSHIP

HGI shall have no membership, no voting corporate members, and any action or vote required or permitted by Massachusetts General Laws Chapter 180, as amended, or any other law, rule or regulation to be taken by corporate members shall be taken by action or vote of the same percentage of the Directors of HGI.

Article IV – BOARD OF DIRECTORS

1. **Powers** – The affairs of HGI shall be managed by a Board of Directors, who shall exercise all of the Corporation. In the event of a vacancy in the Board of Directors, except as otherwise provided by law, may exercise the powers of the full Board until the vacancy is filled.
2. **Number and Classes** – The Board of Directors shall consist of a minimum of three and a maximum of eleven members. There shall be two classes of Directors: (1) Elected Directors; and (2) Appointed Directors. Appointed Directors shall be those Directors who hold office pursuant to contractual Board appointment rights. Elected Directors shall be all other Directors.
3. **Qualification of Directors** – All Appointed and Elected Directors shall be chosen with a view toward maintaining a balanced Board of Directors having in aggregate the kinds of skills and experience which can contribute to the purposes and mission of HGI. These qualifications may include expertise in medicine, education, horticulture, business, law, finance, development, public relations and a cross section of the community served. Each Director must be in position to attend Board of Director meetings regularly, in person or teleconference, to serve on committees, to devote a substantial amount of time to the affairs of HGI, and to become and remain acquainted with current developments.
4. **Election, Appointment, and Term of Office of Directors** – Elected Directors shall be elected solely by other Elected Directors. The initial Elected Directors shall be those persons holding

office on July 7th, 2015. Those Elected Directors then holding office shall designate among themselves approximately one-third of their members as having a one year term, approximately one-third as having a two year term, and approximately one-third as having a three year term. Thereafter, Elected Directors shall be elected at the Annual Meeting of the Corporation. Each Elected Director shall be elected for a term of three years and shall hold office until a successor has been elected. Terms of Elected Directors are intended to be staggered so that approximately one-third of the Directors are elected each year at the annual meeting. Appointed Directors shall be appointed to the Board pursuant to contractual appointment rights as such rights shall, from time to time, be in effect.

5. **Vacancies** – Any vacancy of an Elected Director, however occurring, may be filled for the unexpired portion of the term by vote of a majority of the Elected Directors then in office. Any vacancy of an Appointed Director, however occurring, shall be filled pursuant to contractual appointment procedures, if any, that are in effect at the time of such vacancy.
6. **Resignation** – Any Director may resign by delivering his or her written resignation to HGI at its principal office, or to the President or Secretary/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. Any Director, who fails to attend two consecutive meetings of the Board of Directors without adequate reason and approval of the President, shall be deemed to have delivered his or her resignation as a Director as of the close of business of the meeting of the Board at which such second consecutive failure to attend shall have occurred.
7. **Removal** – A Director may be removed from office with or without cause by vote of two-thirds (2/3) of the Directors then in office. A Director may be removed for cause only after reasonable notice and opportunity to be heard before the Board of Directors.
8. **Annual Meeting of the Board of Directors** – The Annual Meeting of the Board of Directors will be held in June of each year at such time and place as the Board shall determine. In addition to those prescribed by law, the Articles of Organization, or these By-laws, further purposes for which an Annual Meeting is to be held may be specified by the Board of Directors or by the President. If an Annual Meeting is not held in accordance with foregoing provisions, a special meeting may be held in place thereof with all the force and effect of an Annual Meeting.
9. **Other Meetings** – Regular meetings of the Board of Directors shall be held without call or notice at such places and at such times as the Board of Directors may from time to time determine, provided that any Directors who is absent when such determination is made shall be given notice of the determination. Special meetings of the Directors may be held upon the written call by the President, or two or more Directors, designating the date, hour and place thereof.
10. **Notice of Special Meetings** – Notice of the date, hour and place of all special meetings of the Board of Directors shall be given to each Director by the Secretary/Clerk, or in case of the death, absence, incapacity, or refusal of such person, by the President or one of the Directors calling the meeting. Notice shall be given to each Director either in person, by telephone, e-mail, or by telegram sent to the Directors business or home address at least twenty-four hours in advance of the meeting, or by written notice mailed postage-prepaid to such business or home address at least seventy-two hours in advance of the meeting, or to any Director who attends the meeting without protesting prior thereto or at its commencement of the lack of notice to such

Director. A notice or waiver of notice of a meeting of the Board of Directors need not specify the purposes of the meeting.

11. **Quorum** – At any meeting of the Board of Directors, a majority of the Directors then in office shall constitute a quorum. Less than a quorum may adjourn any meeting from time to time, and the meeting may be held as adjourned without further notice. Unless otherwise provided by law or the Articles of Organization, Directors may participate in a meeting by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can communicate with each other at the same time. Participation in a meeting pursuant to the foregoing sentence shall constitute presence in person at such meeting.
12. **Action at Meeting** – At any meeting of the Board of Directors at which a quorum is present, a majority of those present and voting shall decide any question, including election of Officers, unless otherwise provided by law, the Articles of Organization, or these By-laws.
13. **Action Without Meeting** – Any action by the Board of Directors may be taken without a meeting if a written consent thereto is signed by all the Directors then in office and filed with the records of the meetings of the Board of Directors. Such consents shall be treated as a vote of the Board of Directors for all purposes.
14. **Honorary Directors** – The Board of Directors may designate persons and groups of persons as honorary Directors, advisors, sponsors, benefactors, contributors, advisors or friends of HGI or such other title as it deems appropriate. In such capacity these persons and groups shall have no right to notice of, or vote at any meeting, shall not be considered for purposes of establishing a quorum, and shall have no fiduciary duties, other rights or responsibilities.
15. **Committees** – The Board of Directors may elect or appoint one or more committees as it sees fit and shall, by vote of a majority of the Directors then in office, elect as Standing Committees of the Board an Audit and Finance Committee, Executive Compensation and Evaluation Committee, and a Governance Committee. Unless otherwise specified below, the Chair of each committee shall be a Director. Each Committee shall have only such power and authority as the Board, in its discretion, shall choose to delegate, provided, however, that the Board shall not delegate its powers to any committee not solely comprised of Directors. Each Committee shall conduct its business as nearly as may be in the same manner as is provided by these By-laws for the Board of Directors.
16. **Duties** – A Director shall perform the duties of a Director, including duties as a member of any Board Committee on which the Director may serve, in good faith, in a manner such Director believes to be in the best interest of HGI, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances. In performing the duties of a Director, a Director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared under the supervision of, or presented by:
 - (A) one or more Officers or employees of HGI whom the Director believes to be reliable and competent as to the matters presented;
 - (B) counsel, independent accountants, or other person as to matters which the Director believes to be within such persons professional or expert competence; or
 - (C) a Committee upon which the Director does not serve, as to matters within its designated authority, provided that the Director believes such committee

merits confidence; so long as in each such case, the Director acts in good faith after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

Except as provided in the Articles of Organization, a person who performs the duties of a Director in accordance with this Section shall have no liability based upon any failure or alleged failure to discharge that person's obligations as a Director, including, without limiting the generality of the foregoing, any actions or omissions which exceed or defeat a public or non-profit purpose to which the corporation, or assets held by it, are dedicated.

17. **Inspection** – Every Director shall have the right upon reasonable notice and at any reasonable time to inspect all books, records, and documents, and to inspect the physical properties of HGI.
18. **Compensation** – The Board of Directors may authorize, by resolution, the payment to a Director of a reasonable fee for services and expenses as a Director and for attending meetings of the Board and Board Committees. Nothing herein precludes payment of reasonable compensation to the Directors for services rendered the corporation in another capacity.

ARTICLE V – OFFICERS

1. **Enumeration** – The Officers of HGI shall be a President, Vice President, Assistant Vice President, Treasurer, Secretary/Clerk, and Assistant Secretary/Clerk. The Officers of HGI may also include such other Officers as the Board of Directors may determine shall serve the best interests of the organization.
2. **Election** – The President, Vice President, Treasurer, and Secretary/Clerk shall be elected annually by the Board of Directors at the Annual Meeting of the Corporation. Other Officers may be chosen and their terms designated by the Board of Directors at such meeting or at any other meeting.
3. **Qualification** – An officer may be, but need not be a Director. One person may hold more than one office, except no person may simultaneously hold the offices of President and Treasurer. The Secretary/Clerk shall be a resident of Massachusetts, unless HGI has a resident agent appointed for the purpose of services of process.
4. **Tenure** – The President, Treasurer, Secretary/Clerk and any other Officer shall hold office until the next Annual Meeting of the Corporation and until their respective successors are chosen and qualified, unless a different term is specified in the vote choosing or appointing them.
5. **Resignation** – Any Officer may resign by delivering his or her written resignation to HGI at its principal office, or to the President or Secretary/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.
6. **Removal** – The Board of Directors may remove any Officer with or without cause, upon a two thirds (2/3) vote of the 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.
7. **Vacancies** – Any vacancy, however arising, in any office, may be filled for the un-expired portion of the term thereof by the Board of Directors.

8. **President** – The President shall preside at all meetings of the Board except as the directors shall otherwise determine. The President shall have any such other powers and duties as may be determined by the Directors. Unless otherwise determined by the Directors, the President shall be the Chief Executive Officer of the corporation and, subject to the control of the Directors, shall have general charge and supervision of the affairs of the corporation. The President shall have any such other powers as may be designated from time to time by the Board of Directors. The President may serve as a voting member of any committee of the Board to which he may be appointed or elected and shall serve as an ex officio (without vote) member of all other committees of HGI.
9. **Treasurer** – The Treasurer shall, subject to the direction of the Board of Directors, have general charge of the financial affairs of HGI and shall cause to be kept accurate books of account. The Treasurer shall chair the Audit and Finance Committee and shall have custody of all funds, securities, and valuable documents of HGI, except as the Board of Directors may otherwise provide. If HGI employs a CFO or other Senior Financial Manager, then the duties of the Treasurer shall be to work with such person in connection with the conduct and recording of the financial affairs of the corporation.
10. **Secretary/Clerk** – The Secretary/Clerk shall attend and shall cause to be kept a record of all the meetings of the Board of Directors. In addition, the Secretary/Clerk shall perform such other duties and have such other powers as may be designated from time to time by the Board of Directors. The Secretary/Clerk shall keep or cause to be kept, the records of HGI.
11. **Vice President** – The Vice-President shall perform such duties and have such powers as may be designated from time to time by the Board of Directors. In the event that the President is absent, the Vice President shall preside over meetings of the Board of Directors. The Vice President may be, but need not be a Director.
12. **Other Officers** – Each other Officer that may be chosen by the Board of Directors shall perform such duties and have such powers as may be designated from time to time by the Board of Directors. Other Officers may be, but need not be a Director.
13. **Other Powers and Duties** – Each Officer shall, subject to these By-laws, and in addition to the duties and powers specifically set forth in these By-laws, have such duties and powers as are customarily incident to his or her office.

ARTICLE VI – CONFLICT OF INTEREST

The Board of Directors shall adopt a Conflict of Interest policy and procedures consistent with the requirements of state and federal law and best practices governing nonprofit corporations operating in Massachusetts.

ARTICLE VII – NO PERSONAL LIABILITY AND INDEMNIFICATION

1. **No Personal Liability** – The Directors and Officers of HGI shall not be personally liable for any debt, liability, or other obligation of HGI.

2. Indemnification

- (A) HGI shall, to the extent legally permissible, indemnify any Director or Officer, or former Director or Officer, of HGI against all expenses and liabilities including court costs, attorney's fees, judgments, fines, excise taxes, penalties, and the amount of any judgment or reasonable settlement reasonably incurred by such person in connect with any threatened, pending or completed action, suit, or other proceeding, whether civil, criminal, administrative, or investigative, in which such person may become involved by reason of serving or having served in such capacity.
- (B) This provision does not apply to a proceeding voluntarily initiated by such person unless he or she is successful on the merits and the proceeding was authorized in advance by HGI.
- (C) No Indemnification shall be provided with respect to any matter in which such person is finally adjudicated not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the corporation; or, with respect to a claim of willful misconduct, default, or gross negligence in the conduct of the office of such Director or Officer, unless there be an adjudication of freedom there from.
- (D) Indemnification and payment hereunder shall include payment of expenses incurred in defending a civil or criminal action, or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an undertaking by the person indemnified to repay such payment if he or she shall be adjudicated to be not entitled to indemnification under this section, which undertaking may be accepted without regard to the financial ability of such person to make repayment.
- (E) Any payment hereunder in connection with a matter disposed of by a compromise payment (pursuant to a consent decree or otherwise) shall have been approved by HGI in advance, which approval shall not be unreasonably withheld, or by a court of competent jurisdiction.
- (F) The right of indemnification hereunder shall inure to the benefit of the heirs, executors or administrators of each such Director or Officer indemnified hereunder and shall be in addition to, and not exclusive of all, any other rights to which such persons might have. Nothing herein shall affect any other rights to indemnification which may be available by contract, or otherwise by law.
- (G) The corporation may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee or other agent of the corporation, against any liability incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the corporation might indemnify him/her against such liability. No vote of the Directors to purchase or maintain any such insurance shall be invalid solely because any Director participating therein is or may be a person insured by any such insurance.

ARTICLE VIII – MISCELLANEOUS PROVISIONS

1. **Fiscal Year** – Except as from time to time otherwise determined by the Board of Directors, the fiscal year of HGI shall end on the last day of December in each year.
2. **Seal** – If the Board of Directors determines to adopt a seal of HGI, such seal shall, subject to alteration by the Board of Directors, bear its name, the word “Massachusetts” and year of its Incorporation.
3. **Execution of Instruments** – All deeds, leases, transfers, contracts, bonds, notes and other obligations authorized to be executed by an Officer of HGI in its behalf shall be signed by the President or the Treasurer except as the Board of Directors may generally, or in particular cases, otherwise determine.
4. **Corporate Records** – The original, or attested copies, of the Articles of Organization, these By-laws, and records of all meetings of Directors, which shall contain the names and record address of all Directors and Officers, and any other legally required records shall be kept in Massachusetts at the principal office of HGI or at an office of its Secretary/Clerk, or Resident Agent. Said copies and records need not all be kept in the same office.
5. **Evidence of Authority** – A certificate by the Secretary/Clerk as to any action taken by the Directors or any Officer or representative of HGI shall, as to all who rely thereon in good faith, be conclusive evidence of such action.
6. **Ratification** – Any action taken on behalf of HGI by a Director or any Officer or representative of HGI, which requires authorization by the Board of Directors, shall be deemed to have been duly authorized if subsequently ratified by the Board of Directors, if actions by it were necessary for authorization.

ARTICLE X – EFFECTIVE DATE

These By-laws were adopted on July 7, 2015, and shall remain in full force and effect, unless and until further amended by the Board of Directors as provided in Article IX above.



Herbology Group, Inc. Conflict of Interest Policy

Introduction

The purpose of the conflict of interest policy of Herbology Group, Inc. nonprofit organization (the Organization) is to protect the Organizations interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of the director, officer, member of a committee with governing board delegated powers, or senior employee of the Organization or where a director, officer, member of a committee with governing board delegated powers, or senior employee otherwise has an outside interest that might affect his or her independence of judgement.

Anyone making decisions on behalf of the Organization should always act based on the best interests of the Organization; and no individual associated with the Organization should use his or her position for personal financial benefit. The conflict of interest policies are designed to help ensure that the interests of the Organization remain a top priority for all with decision making responsibilities for the Organization. The policy is intended to guide everyone at the Organization in performing their duties with the highest ethical standards regarding conflict. It is a proactive and affirmative policy that creates transparency and opportunity to determine conflict and appropriate procedure.

In furtherance of the protection of the Organization interests, it is the Organization's policy, in addition to the requirements set forth elsewhere herein, that:

- A. A director, officer, committee member, or employee shall not, except in compliance with the requirements and procedures below, receive gifts or favors that might influence, or form which it could be reasonable inferred that the gift or favor was intended to influence, the individual in the performance of Organization duties (a "Gift Transaction");
- B. A director, officer, committee member, or employee shall not disclose or use Organization (an "Information Use Transaction"); and
- C. A director, officer, committee member, or employee shall not use Organization transactional or financial opportunity for the profit, advantage, or benefit of anyone other than the Organization (an "Organization Opportunity Transaction").

Definitions

1. Interested Person

Any director, officer, member of a committee with governing board delegated powers, or senior employee who has a direct or indirect financial or duality interest, as defined below, is an



“Interested person”. Some aspects of the conflict of interest policy may apply to consultants and these should be handled case-by-case in consulting contracts.

2. Financial or Duality Interest

- a. A person has a “financial interest” if the person has, directly or indirectly, through business, investment, or family:
 - i. An ownership or investment interest in any entity with which the Organization has or is considering a transaction or arrangement;
 - ii. a compensation arrangement with the Organization or with any entity or individual with which the Organization has or is considering a transaction or arrangement;
 - iii. a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is considering or negotiating a transaction or arrangement; or
 - iv. engaged in a Gift Transaction, an Information Use Transaction, or an Organization Opportunity Transaction, as defined in the Introduction, above.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

- b. A person has a “duality interest” if the person serves as an officer, director, trustee, senior employee, or corporation member of an Organization or entity, for-profit or non-profit, with which the Organization has or is considering a transaction or arrangement, including a grant or funding arrangement.
- c. “Senior employee” means a chief management or administrative official, such as executive director or department head.
- d. A financial or duality interest is not necessarily a conflict of interest. A person who has a financial or duality interest has a conflict of interest if the appropriate governing board or committee decides that a conflict of interest exists. Please see below under Procedures - Determining Whether a Conflict of Interest Exists for more information.
- e. Conflicts of interest most frequently arise in (but are in no way limited to) the context of:
 - i. Decisions about an interested persons compensation (as a contractor or employee);
 - ii. Decisions about transactions with entities in which an interested person holds an ownership or financially-based interest;
 - iii. Decisions about transitions with an entity by which an interested person is employed.
- f. Conflicts (or the appearance of conflicts) may also arise when the Organization is contemplating a transaction with a close relative or domestic partner of an interested person, or any entity in which such a related person has an ownership interest or which employs such a person.



Procedures

1. The Board

- a. A Director who is an employee of the corporation shall not vote on matters before the Board of Directors concerning specific issues of his or her employment.
- b. A Director who is an employee may be counted for purpose of determining a quorum. The affirmative vote of a majority of the disinterested Directors shall be required on all matters before the Board concerning the employment of an employee who is a Director.
- c. A Director shall not vote on any matter before the Board of Directors where any personal conflict of interest may exist unless fully disclosed and waived by the Board.
- d. The Corporation will have one or more Board of Directors that are not compensated to ensure the ability of the Director to make unbiased decisions. This is to ensure Individuals with a personal financial interest in the non-profit Organization may be less likely to question the decisions of the Organization's management who also determine their compensation or fees, or give unbiased consideration to changes in management or activities.

2. Staff

- a. Annually, all staff members of the Organization will review a list of current vendors and major partners and declare any conflicts or potential conflicts. This will accompany the annual distribution of the conflict or interest policy.
- b. All staff shall sign an annual acknowledgement that they have received a copy of this policy, understand it, and agree to abide by its terms.

3. Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
- d. The Board of Directors that are not employed and not compensated by the corporation for their time, can be reimbursed for expenses incurred on behalf of the Corporation, such as travel costs to and from Board meetings.



4. Duty to Disclose

In Connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial or duality interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

5. Determining Whether a Conflict of Interest Exists

After disclosure of the financial or duality interest and all material facts, and after any discussion with the interested person, he or she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists. For this and other purposes under this Policy, if the number of directors or trustees without a potential conflict of interest is less than the normal number for a quorum, then the number of directors or trustees without a potential conflict of interest shall constitute a quorum.

6. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall by a majority vote of disinterested directors or committee members do the following:
 - i. Determine whether the transaction or arrangement is in the Organization's best interest and for its own benefit, is fair and reasonable to the Organization, and is based on appropriate comparability information, if any; and
 - ii. Make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.

7. Violations of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe an interested person has failed to disclose actual or possible conflicts of interest, it shall inform the interested person of the basis for such belief and afford the interested person an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the interested person's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the



interested person has failed to disclose an actual or possible conflict of interest, it shall appropriate disciplinary and corrective action.

Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial or duality interest in connection with an actual or possible conflict of interest, the nature of the financial or duality interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed; and
- b. the names of the persons who were present for discussion and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceeding.

Annual Statements

Each director, officer, member of a committee with governing board delegated powers, and senior employee shall annually sign a statement which affirms that such person:

- a. Has received a copy of the conflict of interest policy,
- b. Has read and understands the policy, and
- c. Has agreed to comply with the policy.

The statement shall include information relating to any actual or potential financial or duality interest as to such person.

Periodic Reviews

To ensure the Organization operates in a manner consistent with its charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Adequacy of this Conflict of Interest Policy and sufficiency of the Organization's compliance with the Policy;
- b. Whether compensation arrangements and benefits are reasonable and are approved pursuant to appropriate procedures;
- c. Whether any other financial or duality interests with respect to directors, trustees, officers, members of a committee with governing board delegated powers, and senior



employees are in the best interest of the Organization and approved pursuant to appropriate procedures; and

- d. Whether partnerships, joint ventures, and arrangements with management Organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further the Organization's non-profit purposes and do not result in any private benefits not permitted under state law.

Use of Outside Experts

When Conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

I (Print Full Name), _____ have received the above Conflict of Interest Policy of Herbology Group, Inc. and agree with the terms.

Signature

Date



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

mass.gov/dor

Letter ID: L1221828736
Notice Date: April 9, 2018
Case ID: 0-000-469-104



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



HERBOLOGY GROUP INC
82 WENDELL AVE STE 1
PITTSFIELD MA 01201-6324

Why did I receive this notice?

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

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

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

What if I have questions?

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

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



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

William Francis Galvin
Secretary of the
Commonwealth

Date: April 05, 2018

To Whom It May Concern :

I hereby certify that according to the records of this office,
HERBOLOGY GROUP, INC.

is a domestic corporation organized on **July 07, 2015**

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



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

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 18040126410

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

Processed by:



Dispensing Procedures

In accordance with 935 CMR 500.140(3), access to Herbology Group, Inc.'s ("HGI") facility is limited to individuals 21 years of age and older. If the individual is younger than 21 years old but 18 years of age or older, he or she will not be admitted unless he or she is a registered qualifying patient or caregiver and produces an active Program ID Card issued by the DPH. If the individual is younger than 18 years old, he or she will not be allowed on the premises unless he or she is a registered qualifying patient and produces an active medical registration card and he or she is accompanied by a personal caregiver with an active Program ID Card. In addition to the Program ID Card, registered qualifying patients under the age of 21 and personal caregivers must also produce proof of identification. Upon a customer's entry into HGI premises, an HGI 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 an HGI agent. Point of sale stations for adult-use and medical sales will be physically separated as described below. 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, an HGI agent will collect the chosen items from the designated product storage area. An HGI 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). An HGI 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 an HGI agent determines an individual would place themselves or the public at risk, the agent will refuse to sell any marijuana products to the consumer. HGI 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), HGI 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, HGI will immediately report the occurrence to the Commission and assist in any subsequent investigation into the matter. HGI will maintain a record of the monthly analyses and will make it available for inspection by the Commission upon request. Further, HGI 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. HGI will maintain and provide to the Commission on a biannual basis accurate sales data collected during the six months immediately preceding this application for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(10).

HGI will utilize a temporary or semi-permanent physical barrier to provide a physical separation between the medical and adult-use sales areas. HGI will only utilize a barrier that, in the opinion of the Commission, provides adequate separation of the sales areas of marijuana product for medical use and adult use. HGI will provide for separate queues for sales of marijuana products for medical use from marijuana products for adult use within the sales area; provided, however, that the holder of a Program ID Card may use either line and will not be limited only to the medical use queue. HGI retail locations will provide an area that is separate from the sales floor to allow for confidential patient consultation.

HGI will utilize separate accounting practices at the point of sale to track marijuana product sales and non-marijuana sales.

HGI 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, HGI 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 HGI's policies governing quality control per 935 CMR 500.105.

In compliance with 935 CMR 5001.140(8), HGI will provide educational materials designed to help consumers make informed marijuana product purchases. HGI's educational materials will describe the varying types of products available at HGI, 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

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

HGI’s executives and leadership are committed to successful implementation of HGI’s Diversity Plan. HGI’s executive management team believes that increased diversity will provide HGI with a richer perspective and approach to its business. HGI executive team consists of women, minorities, and veterans who are dedicated to serving underserved communities and inclusion.

HGI believes in creating and sustaining a robust policy of inclusivity and diversity because HGI recognizes that diversity in the workforce is key to the integrity of a company’s commitment to the community where it is established. Coupled with that vision, HGI also wants to ensure that its customers see themselves in the makeup of HGI’s employees.

Unique identities and perspectives are essential to moving this company forward, driving innovation, and serving the diverse communities of Massachusetts. HGI’s comprehensive diversity empowerment plan is a pillar of its purpose-driven company. To better serve HGI’s customers, HGI aims to create an environment where personal identities, race, military service, sexual orientation, and heritage are utilized, celebrated, and valued. HGI’s diversity initiatives and strategies are designed to attract, develop, and advance the most talented individuals regardless of their race, sexual orientation, religion, age, gender, disability status, or any other dimension of diversity.

Diversity Recruitment and Sourcing

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

- Hosting career fairs in underrepresented and minority communities;
- Provide cultural training on cultural sensitivity and recognizing unconscious bias; and
- Using suppliers who are also committed to diversity and inclusion.
- HGI will focus hiring and education efforts on diverse populations including individuals from Black, African American, Hispanic or Latino descent.

HGI’s recruitment efforts are designed to maintain a steady flow of qualified diverse applicants and includes the following steps:

- Developing relationships with organizations serving minorities, women, people of all gender identities and sexual orientations, veterans, and persons with disabilities for employment



referrals.

- Providing briefings to representatives from recruitment sources concerning current and future job openings.
- Encouraging employees from diverse groups to refer applicants for employment;
- Participating in career day programs and encouraging HGI's diverse employees to participate whenever possible.
- Establishing recruitment efforts at higher learning institutions, and institutions with special programs that reach diverse people.
- Developing relationships with community childcare, housing, transportation, and other programs designed to improve employment opportunities for diverse persons;
- Ensuring that job openings are sent to community partners.
- Utilizing Zip Recruiter to reach over 100 online career and job websites, as well as social media.

Employee Retention, Training and Development

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

HGI's diversity awareness training emphasizes HGI's zero-tolerance commitment of harassment and discrimination and HGI's strict adherence to take corrective action should any issues, concerns, or complaints arise. All HGI employees are required to complete the diversity awareness training program during employee orientation. Training will begin immediately upon hiring, and all new employees will be required to participate in an orientation program that will introduce and stress the importance of the Diversity Plan.

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 HGI's efforts to create an open culture with zero tolerance for discrimination, harassment, or retaliation, is crucial to HGI'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 HGI's Equal Employment Opportunity and Reasonable Accommodation statement in the Employee Handbook.
- Inclusion of HGI's zero-tolerance policies for harassment, discrimination, bullying, and other actions which oppose HGI's goal for a diverse workforce;



- Postings in suitable areas for employee communication;
- Diversity training programs for all employees;
- Quarterly progress evaluation meetings with appropriate personnel; and
- Formal presentations made to management and employees on diversity initiatives.

Strategic Partnerships, Suppliers and Vendors

HGI will partner with local organizations focused on inclusion and opportunity for minorities, women, veterans, groups concerned with persons with disabilities, and people of all gender identities and sexual orientations.

HGI 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, HGI will first contract with small and diverse businesses. HGI's goal is to maintain diverse organization, vendor, and contractor spending at or above 20% of total related expenses.

External communication efforts that align with HGI's Diversity Plan will include:

- Advertising in employment and business sections of appropriate types of media;
- Participating in employment and business notification programs; and
- Distribution of literature to organizations actively supportive of minorities, women, disabled persons, the LGBTQ community, and veterans.

Measuring Progress

HGI has established a Diversity Committee (the "Committee") to assist the executive management team and the EEO Officer, Michael Duku, 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. Initial Members of the Committee are Michael Duku, April Hawman, and Jane Hawman. Additional members of the Committee may be added at the discretion of HGI's executive management team. Overtime, HGI plans to add more members from the community to represent different disproportionately impacted areas.

The Committee will be responsible for:

- Developing Equal Employment Opportunity (EEO) statements, policies, programs, and internal and external communication procedures in support of the goals of the Diversity Plan.
- Assisting in the identification of problematic areas for EEO, including receiving, reviewing, and resolving any complaints of discrimination or other non-compliance with regards to equal opportunity and fair treatment of all employees.
- Assisting management in arriving at effective solutions to problems regarding issues of diversity and inclusion.
- Designing and implementing internal reporting systems that measure the effectiveness of programs designed to support a company culture that fosters diversity.
- Keeping the company informed of equal opportunity progress through quarterly reports.



- Reviewing the Diversity Plan with management at all levels of HGI to ensure that the Diversity Plan is understood.
- Auditing HGI's internal and external job postings to ensure information follows HGI's diversity policies and procedures.

The Chief Operating Officer at HGI will be responsible for auditing the Diversity Plan. The audit report setting forth the Company's performance in fulfilling the goals of the Plan will contain:

- Employment data, including information on minority, women, disabled, and veteran representation in the workforce in all job classifications; average salary ranges; recruitment and training information (all job categories); and retention and outreach efforts;
- The total number and value of all contracts and/or subcontractors awarded for goods and services;
- An identification of each subcontract awarded to a member of a diverse group and the actual value of such subcontract;
- A comprehensive description of all efforts made by HGI to monitor and enforce the Diversity Plan;
- Information on diverse group investment, equity ownership, and other ownership or employment opportunities initiated or promoted by HGI;
- Other information deemed necessary or desirable by the Commission to ensure compliance with the rules and regulations governing marijuana establishments in Massachusetts; and
- Quarterly, a workforce utilization report including the following information for each job category at HGI:
 - The total number of persons employed
 - The total number of men employed
 - The total number of women employed
 - The total number of veterans
 - The total number of service-disabled veterans
 - The total number of members of each racial minority employed.
 - The total number of LGBTQ members employed.
 - Ages of all employees.
 - Religious affiliation of all employees.





Maintaining of Financial Records

Herbology Group, Inc.'s (“HGI”) 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;
 - 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; and
 - If co-located with a medical marijuana treatment center, maintaining and providing the Commission on a biannual basis accurate sales data collected by the licensee during the six months immediately preceding this application for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(10).



- 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

Herbology Group, Inc. (“HGI”) 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. HGI 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 HGI, while implementing, administering, and revising the policies as needed. In addition, the Director of Security will perform the following duties:

- Provide general training to HGI 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 HGI facility, including cash and product storage vaults, the surveillance and network equipment room, and other highly sensitive areas of the HGI 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 HGI 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 HGI'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 HGI 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 HGI 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 HGI facility;
- Answer routine inquiries;
- Log entries, and maintain visitor log;
- Escort authorized visitors in restricted access areas; and
- Escort HGI 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 [POS Software] system;
- Ensuring waste is properly stored; and
- Coordinating the waste disposal schedule and ensuring HGI's policies and procedures for waste disposal are adhered to.



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

- Oversee hiring and release of HGI agents;
- Review and revise HGI personnel policies and procedures in consultation with the executive management team and department managers;
- Develop training schedules and policies for HGI 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 an HGI 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 an HGI 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 HGI;
- Properly setting up product displays pursuant to HGI policies and procedures;
- Executing and enforcing compliance with Commission regulations and HGI policies and procedures;
- Understanding sales transactions using [POS 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 HGI 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 be only accessible to the agent's manager or members of the executive management team.

Staffing Plan and Business Hours

Hiring and Recruitment

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

- Equal Employment Opportunity Commission (EEOC) Compliance;
- HGI's Diversity Plan and Community Initiatives;
- HGI'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;
- State and Federal Minimum Wage Requirements; and
- Non-Disclosure and Non-Complete Agreements

Standards of Conduct

HGI is committed to maintaining an environment conducive to the health and wellbeing of customers and employees. It is HGI's mission to provide a professional workplace free from harassment and discrimination for employees. HGI 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 HGI'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. All harassment or discrimination by employees is strictly prohibited. Further, harassing or discriminatory behavior of non-employees directed at HGI employees or customers also is 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 on site by employees, customers, or other parties. Employees found carrying weapons on HGI facilities will be immediately terminated. Customers found carrying weapons 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 HGI 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 Adult Use Marijuana Retail Establishment

Monday: 9:00 a.m. -10:00 p.m.
Tuesday: 9:00 a.m. -10:00 p.m.
Wednesday: 9:00 a.m. -10:00 p.m.



Thursday: 9:00 a.m. -10:00 p.m.
Friday: 9:00 a.m. -10:00 p.m.
Saturday: 9:00 a.m. -11:00 p.m.
Sunday: 9:00 a.m. -10:00 p.m.

Note: Hours are subject to change and are dependent on Commission and municipal approvals.

Overview of Personnel Policies and Procedures

Standard Employment Practices

HGI values the contributions of its management and staff positions. HGI 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

HGI'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, maintenance of personnel files, privacy, email policy, 935 CMR 500.000 et. Sq., 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

HGI 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

HGI may retain counsel specializing in employment law to assist the Human Resources Manager with any issues and questions.

Job Status

Job Classifications



Positions at HGI 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 required personnel will be notified of their required attendance. Certain personnel, such as house-keeping staff, may not be required to attend. Each department will have a mandatory weekly meeting schedule by the department manager. The department managers will provide agendas for all meeting 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 at three-month intervals for new employees during the first year and at 6-month intervals 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 the employee's overall performance.

Leave Policies

HGI 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 2 weeks in advance and approved by the employee's department manager. HGI will determine which holidays will be observed and which departments will not be required to work. HGI will offer paid maternity leave. Additional leave will not be paid and must be approved by the department manager.



HGI 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

HGI's discipline policy and procedure is 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 HGI's discipline policy and procedure have been designed consistent with HGI's organizational values, best practices, and employment laws.

HGI reserves the right to combine or skip steps depending upon 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 depend upon whether the offense is repeated despite coaching, counseling, and/or training; the employee's work record; and the impact the conduct and performance issues have on HGI's 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 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, HGI 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 and/or conduct 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 written warning.

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 this progressive discipline policy and procedure are subject to approval from a next-level manager and the Human Resources Manager.

Depending upon the seriousness of the infraction, the 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 the discipline is administered without jeopardizing the FLSA exemption status.

Pay may be restored to the 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 procedure is a recommendation to terminate employment. Generally, HGI will try to exercise the progressive nature 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, HGI reserves the right to combine and skip steps



depending upon the circumstances of each situation and the nature of the offense. Furthermore, employees 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 HGI and its employees.

Appeal Process

Employees will have the opportunity to present information that may challenge information management has used to issue disciplinary action. The purpose of this process is to provide insight into extenuating circumstances that may have contributed to the employee performance and/or conduct issues while allowing for an equitable solution.

If the employee does not present this information during any of the step meetings, he or she will have five business days after that meeting to present information.

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

The employee will be provided copies of all progressive discipline documentation, including all performance improvement plans. 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 HGI, his or her supervisor must contact the Human Resources Manager to schedule an exit interview, typically to take place on employee's last workday.

Types of Separation

1. Resignation



Resignation is a voluntary act initiated by the employee to end employment with HGI. 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 his or her department director and the Human Resources Manager in writing at least one (1) month before planned retirement date. It is the practice of HGI 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 his or her supervisor for two (2) consecutive workdays will be considered to have abandoned the 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 HGI 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 on the employee's last day of work or other 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 some items may result in deductions from final paycheck. An employee will be required to sign the Wage Deduction Authorization Agreement to deduct the costs of such items from the final paycheck.

Termination of Benefits

An employee separating from HGI 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, HGI believes that it is in the best interest of both the organization and HGI's employees to fairly compensate its workforce for the value of the work provided. It is HGI'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 HGI, 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 and will give final approval for the compensation system that will be used by HGI.

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, bonus, variable based or incentive-based pay, and all other related expenses, including benefit plans.

Management Responsibility

1. The CEO is charged with ensuring that HGI 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 HGI will undergo a detailed background investigation prior to being granted access to an HGI facility or beginning work duties.
- Background checks will be conducted on all agents in their capacity as employees or volunteers for HGI 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), HGI will consider:
 - a. All conditions, offenses, and violations are construed to include Massachusetts law or like or similar law(s) of another state, the United States or foreign jurisdiction, a military, territorial or Native American tribal authority, or any other jurisdiction.
 - b. All criminal disqualifying conditions, offenses, and violations include the crimes of attempt, accessory, conspiracy, and solicitation. Juvenile dispositions will not be considered as a factor for determining suitability.
 - c. Where applicable, all look back periods for criminal conditions, offenses, and violations included in 935 CMR 500.802 commence upon the date of disposition; provided, however, that if disposition results in incarceration in any institution, the look back period will commence upon release from incarceration.
- Suitability determinations will be made in accordance with the procedures set forth in 935 CMR 500.800. In addition to the requirements established in 935 CMR 500.800, HGI will:
 - a. Comply with all guidance provided by the Commission and 935 CMR 500.802: Tables B through D to determine if the results of the background are grounds for Mandatory Disqualification or Presumptive Negative Suitability Determination.
 - b. Consider whether offense(s) or information that would result in a Presumptive Negative Suitability Determination under 935 CMR 500.802. In the event a Presumptive Negative Suitability Determination is made, HGI will consider the following factors:
 - i. Time since the offense or incident;
 - ii. Age of the subject at the time of the offense or incident;
 - iii. Nature and specific circumstances of the offense or incident;
 - iv. Sentence imposed and length, if any, of incarceration, if criminal;
 - v. Penalty or discipline imposed, including damages awarded, if civil or administrative;



- vi. Relationship of offense or incident to nature of work to be performed;
 - vii. Number of offenses or incidents;
 - viii. Whether offenses or incidents were committed in association with dependence on drugs or alcohol from which the subject has since recovered;
 - ix. If criminal, any relevant evidence of rehabilitation or lack thereof, such as information about compliance with conditions of parole or probation, including orders of no contact with victims and witnesses, and the subject's conduct and experience since the time of the offense including, but not limited to, professional or educational certifications obtained; and
 - x. Any other relevant information, including information submitted by the subject.
 - xi. 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, HGI 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 HGI 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 HGI or the Commission.



Qualifications and Training

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

Qualifications

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

HGI will also ensure that its employees are suitable for registration consistent with the provisions of 935 CMR 500.802. In the event that HGI discovers any of its agents are not suitable for registration as a marijuana establishment agent, the agent’s employment will be terminated, and HGI 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 HGI’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.

On or after July 1, 2019, all of HGI’s current owners, managers, and employees will have attended and successfully completed 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. HGI’s new, non-administrative employees will complete the Responsible Vendor Program within 90 days of the date they are hired. HGI’s owners, managers, and employees will then successfully complete the program once every year thereafter. HGI 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. HGI’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, HGI’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

Quality Control

Herbology Group, Inc. (“**HGI**”) will comply with the following sanitary requirements:

1. Any HGI agent whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, is subject to the requirements for food handlers specified in 105 CMR 300.000, and all edible marijuana products will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 500.000, and with the requirements for food handlers specified in 105 CMR 300.000.
2. Any HGI 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. HGI’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 HGI’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. HGI’s facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. HGI 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. HGI’s floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. HGI’s facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. HGI’s buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. HGI 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. HGI will ensure that its water supply is sufficient for necessary operations, and that such water supply is safe and potable;
12. HGI'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. HGI will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. HGI 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. HGI 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.

HGI'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).

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

HGI 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 HGI 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

HGI 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 HGI'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 HGI'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.

HGI'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.

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



Recordkeeping Procedures

General Overview

Herbology Group, Inc. (“**HGI**”) 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 HGI documents. Records will be stored at HGI 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 HGI 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 HGI’s quarter-end closing procedures. In addition, HGI’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 HGI, 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 HGI 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
 - HGI 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
 - HGI will use point-of-sale software to maintain real-time inventory. The point-of-sale software's inventory reporting will meet the requirements specified by the Commission and 935 CMR 500.105(8)(c) and (d), including, at a minimum, an inventory of marijuana plants; marijuana plant-seeds and clones in any phase of development such as propagation, vegetation, flowering; marijuana ready for



dispensing; all marijuana products; and all damaged, defective, expired, or contaminated marijuana and marijuana products awaiting disposal.

- 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, HGI 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 HGI 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, HGI 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 HGI agents present during the disposal or handling, with their signatures. HGI 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
 - HGI 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 HGI closes, all records will be kept for at least two (2) years at HGI's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, HGI 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 HGI'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 HGI's hours of operation and after-hours contact information, which will be provided to the Commission, made available to law enforcement officials upon request, and updated pursuant to 935 CMR 500.000.
 - Storage of marijuana in compliance with 935 CMR 500.105(11);
 - Description of the various strains of marijuana to be cultivated, processed or sold, as applicable, and the form(s) in which marijuana will be 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 HGI 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 HGI, 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 HGI's website.
 - Policies and procedures for the handling of cash on HGI 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

HGI 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), Herbology Group, Inc. (“**HGI**”) will only be accessible to consumers 21 years of age or older with a verified and valid, government-issued photo ID or in possession of a Program ID Card demonstrating the individual is a registered qualifying patient with the Medical Use of Marijuana Program. Upon entry into the premises of the marijuana establishment by an individual, an HGI 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 HGI discovers any of its agents intentionally or negligently sold marijuana to an individual under the age of 21, the agent will be immediately terminated and the Commission will be promptly notified, pursuant to 935 CMR 500.105(1)(l). HGI 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), HGI 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. HGI 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. HGI 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), HGI 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. HGI’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 for Separating Recreational from Medical Operations

Herbology Group, Inc. (“HGI”) has developed plans to ensure virtual and physical separation between medical and adult use marijuana operations in accordance with 935 CMR 500.101(2)(e)(4).

Using a sophisticated and customized seed-to-sale and Point of Sale (POS) software system approved by the Commission in conjunction with Metrc, HGI will virtually separate medical and adult-use operations by designating at the point of sale whether a particular marijuana product is intended for sale to a registered patient/caregiver or a verified consumer 21 years of age or older. All inventory and sales transactions will be carefully tracked and documented in these software systems.

In compliance with 935 CMR 500.140(10), HGI will ensure that registered patients have access to a sufficient quantity and variety of marijuana and marijuana products to meet their medical needs. For the first 6 months of operations, 35% of HGI’s marijuana product inventory will be marked for medical use and reserved for registered patients. Thereafter, a quantity and variety of marijuana products for patients that is sufficient to meet the demand indicated by an analysis of sales data collected during the preceding 6 months will be marked and reserved for registered patients.

Marijuana products reserved for registered patients will be either: (1) maintained on site in an area separate from marijuana products intended for adult use, or (2) easily accessible at another location and transferable to HGI’s retailer location within 48 hours. HGI may transfer a marijuana product reserved for medical use to adult use within a reasonable period of time prior to the product’s date of expiration.

In addition to virtual separation, HGI will provide for physical separation between the area designated for sales of medical marijuana products to patients/caregivers, and the area designated for sales of adult-use marijuana products to individuals 21 years of age or older. Within the sales area, a temporary or semi-permanent barrier, such as a stanchion or other divider, will be installed to create separate, clearly marked lines for patients/caregivers and adult-use consumers. Trained marijuana establishment agents will verify the age of all individuals, as well the validity of any Medical Use of Marijuana Program ID Cards, upon entry to the facility and direct them to the appropriate queue.

Access to the adult-use marijuana queue will be limited to individuals 21 years of age or older, regardless if the individual is registered as a patient/caregiver. Registered patients under the age of 21 will only have access to the medical marijuana queue. Registered patients/caregivers 21 years of age or older will be permitted to access either queue and will not be limited only to the medical marijuana queue.



HGI will have a private area separate from the sales floor to allow a registered patient/caregiver to meet with a trained marijuana establishment agent for confidential consultations about the medical use of marijuana.



Plan to Positively Impact Areas of Disproportionate Impact

Overview

Herbology Group, Inc. (“HGI”) is dedicated to serving and supporting the areas around it, particularly those 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 HGI'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.

HGI's Team

HGI's ownership team is made up of individuals from Black, African American, Hispanic, or Latino descent. HGI's team consists of two individuals, Anna Gray and Michael Duku, who have previously held positions in organizations that primarily serve areas of disproportionate impact or where primary responsibilities included economic education, resource provision, or empowerment to disproportionately impacted individuals or communities.

Anna Gray (EEO Officer) is passionate about advancing underserved Hispanic or Latino communities and is an active community volunteer. Anna is a proud veteran of the United States Air Force. After her enlistment she became a Big Sister for Big Brothers/Big Sister Program to help underserved children and started working full-time for the non-profit retirement community, Franke at Seaside. In 2009, Mrs. Gray began working at the Ralph H Johnson VA Medical Center as a Patient Services Assistant and a year later was asked to serve on the EEO/ Diversity & Advisory Committee as the Hispanic Employment Special Emphasis Program Manager. As the Chairperson, she has organized and managed various community outreach events, to include a yearly Hispanic Heritage/Diversity Month Event, Community Health Fairs, Stand Down for Homelessness, and participating and marching in Charleston's 1st LGBT parade. Anna received her Bachelor of Arts in Sociology from The College of Charleston. She has participated in various local charities to include Habitat for Humanity. Throughout her life and career Anna's focus has been creating, growing and maintaining community relationships, striving to enhance the quality of life of people and minority groups in need.

Michael Duku (Chief Financial Officer, Director, and Treasurer) spent summers as a counselor for Jesuit Prep School children in Brooklyn, NY. He served as a positive role model for impacted communities by providing guidance and education. He is a first generation Ghanian American, dedicated to the advancement of minorities in the work place, specifically the marijuana industry. He is an active member of his International church in Hartford, CT where he organized and volunteers for community fundraising events for local programs in need. Michael often organizes basketball tournaments in underprivileged communities for children and teens in East Hartford.

As HGI expands, our goal will be to maintain 30% of individuals that currently reside in an area of disproportionate impact or have lived for five of the preceding ten years in an area of



disproportionate impact.

HGI's proposed retail marijuana establishment is located in Greenfield, MA which is an identified area of disproportionate impact. However, HGI's efforts will not be limited to Greenfield, as our positive impact plan will be as expansive as possible to support as multiple areas which have had historically high rates of arrest, conviction, and incarceration related to marijuana crimes. HGI will also strive to maintain a staff comprised of at least 20% of individuals that have a drug-related CORI but are otherwise legally employable in a cannabis-related enterprise. In alignment with HGI's Diversity Plan, HGI will focus hiring and education efforts on diverse populations including individuals from Black, African American, Hispanic or Latino descent.

Plan Administration

The EEO Officer will administer the Plan to Positively Impact Areas of Disproportionate Impact (the "Plan"). The EEO Officer will be responsible for developing measurable outcomes and ensure HGI continues to meet its commitment to the community. The EEO Officer will also be responsible for forming philanthropic partnerships in the community to implement and enhance the Plan.

Continuing Efforts

To provide continuing service and reinvestment into areas of disproportionate impact, HGI is committed programming, restorative justice, jail diversion, workforce development, industry-specific technical assistance, and mentoring services in areas of disproportionate impact. HGI is committed to hosting and participating in events that will support Holyoke, Amherst and other areas of disproportionate impact such as community service days, charity events, and educational seminars. HGI will require all executives, managers, and employees to participate quarterly in a community service day. Each community service day will be organized with a charitable or local organization in an area of disproportionate impact. Further plans to positively affect areas of disproportionate impact may include the following:

- Conducting industry specific educational seminars in one or more of the following: marijuana cultivation, marijuana product manufacturing, marijuana retailing, or marijuana business training;
- Donate 1% of gross revenue to the Social Equity Training and Technical Assistance Fund;
- Providing financial mentoring services or hosting organizations providing such services;
- Monthly informational sessions regarding the process for sealing and expunging criminal records;
- Partnership and support for organizations providing jail diversion and restorative justice programs;
- Transportation support for employees in these areas;
- Hiring practices prioritizing individuals from these areas;
- Any necessary accommodations that will be provided for individuals coming from areas of disproportionate impact;
- In-store donation drives including direct giving and ongoing food and clothing drives;



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and

- Donation jars in HGI's facilities where customers can donate directly to the Social Equity Training and Technical Assistance Fund.