



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR283436
Original Issued Date: 04/07/2021
Issued Date: 04/07/2021
Expiration Date: 04/07/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Pharmacannis Massachusetts, Inc.

Phone Number: 312-667-6231 Email Address: compliance@pharmacann.com

Business Address 1: 164 Grove Street

Business Address 2:

Business City: Franklin

Business State: MA

Business Zip Code: 02038

Mailing Address 1: 190 South LaSalle

Mailing Address 2: 29th Floor

Mailing City: Chicago

Mailing State: IL

Mailing Zip Code: 60603

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: RPA201821

RMD INFORMATION

Name of RMD: Pharmacannis Massachusetts 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: Percentage Of Control:

Role: Executive / Officer

Other Role:

First Name: Brett

Last Name: Novey 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:

Person with Direct or Indirect Authority 2

Percentage Of Ownership: Percentage Of Control:

Role: Executive / Officer

Other Role:

First Name: Mehul

Last Name: Patel

Suffix:

Gender: Male

User Defined Gender:

What is this person's race or ethnicity?: Asian (Chinese, Filipino, Asian Indian, Vietnamese, Korean, Japanese)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 3

Percentage Of Ownership: Percentage Of Control:

Role: Executive / Officer

Other Role:

First Name: Daniel

Last Name: Roth

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:

Person with Direct or Indirect Authority 4

Percentage Of Ownership: Percentage Of Control:

Role: Board Member

Other Role:

First Name: John

Last Name: McCarthy

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:

Person with Direct or Indirect Authority 5

Percentage Of Ownership: 0.04 Percentage Of Control: 0.04

Role: Executive / Officer

Other Role:

First Name: Michelle

Last Name: Stormo

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 6

Percentage Of Ownership: 0.29 Percentage Of Control: 0.29

Role: Board Member

Other Role:

First Name: Gregory

Last Name: Cappelli

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:

Person with Direct or Indirect Authority 7

Percentage Of Ownership: 0.03 Percentage Of Control: 0.03

Role: Board Member

Other Role:

First Name: James

Last Name: Barry

Suffix:

Date generated: 04/28/2021

Gender: Male	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 8

Percentage Of Ownership: 20.77	Percentage Of Control: 20.77	
Role: Board Member	Other Role:	
First Name: Stephen	Last Name: Schuler	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:		

Person with Direct or Indirect Authority 9

Percentage Of Ownership: 10.64	Percentage Of Control: 10.64	
Role: Other (specify)	Other Role: Investor	
First Name: Norah	Last Name: Scott	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 10

Percentage Of Ownership: 15.38	Percentage Of Control: 15.38	
Role: Other (specify)	Other Role: Investor	
First Name: Daniel	Last Name: Tierney	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100	Percentage of Ownership: 100	
Entity Legal Name: PharmaCann Inc.	Entity DBA:	DBA City: Wareham
Entity Description: Delaware C-Corporation		
Foreign Subsidiary Narrative:		
Entity Phone: 312-667-6231	Entity Email: compliance@pharmacann.com	Entity Website: www.pharmacann.com
Entity Address 1: 190 South Lasalle St.	Entity Address 2: 29th Floor	
Entity City: Chicago	Entity State: IL	Entity Zip Code: 60603
Entity Mailing Address 1: 190 South Lasalle St.	Entity Mailing Address 2:	
Entity Mailing City: Chicago	Entity Mailing State: IL	Entity Mailing Zip Code: 60603
Relationship Description: PharmaCann Inc. is the parent company of PharmaCannis Massachusetts Inc.		

CLOSE ASSOCIATES AND MEMBERS

Close Associates or Member 1

First Name: Stephen

Last Name: Schuler

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Stephen Schuler is a Board Member and an investor of PharmaCann Inc., which is the parent company of PharmaCannis Massachusetts, Inc. His ownership in PharmaCann Inc. is 20.77%.

Close Associates or Member 2

First Name: Norah

Last Name: Scott

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Norah Scott is the co-founder and an investor of PharmaCann Inc., which is the parent company of PharmaCannis Massachusetts, Inc. Her ownership in PharmaCann Inc. is 10.64%.

Close Associates or Member 3

First Name: Daniel

Last Name: Tierney

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Daniel Tierney is a passive investor of PharmaCann Inc., parent company of PharmaCannis Massachusetts, Inc. His ownership in PharmaCann Inc. is 15.38%

Close Associates or Member 4

First Name: Brett

Last Name: Novey

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Brett Novey is the Chief Executive Officer and Board Member of PharmaCann Inc., the parent company of PharmaCannis Massachusetts, Inc.

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: PharmaCannis Massachusetts Inc.

Entity DBA:

Email:

Phone: 312-667-6236

compliance@pharmacann.com

Address 1: 190 South Lasalle St.

Address 2: 29th Fl.

City: Chicago

State: IL

Zip Code: 60603

Types of Capital: Monetary/Equity

Other Type of Capital:

Total Value of Capital Provided:

Percentage of Initial Capital:

\$4500000

100

Capital Attestation: Yes

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

Business Interest in Other State 1

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:

Owner Last Name:

Owner Suffix:

Entity Legal Name: PharmaCann Inc.

Entity DBA:

Entity Description: Co-Located Medical Marijuana and Adult-Use Cultivation Center

Entity Phone:

Entity Email:

Entity Website:

815-584-9822

compliance@pharmacann.com

Entity Address 1: 28479 E. 3200 North Road

Entity Address 2:

Entity City: Dwight

Entity State: IL

Entity Zip Code: 60420

Entity Country: USA

Entity Mailing Address 1: 1200 E. Mazon Street

Entity Mailing Address 2: Suite A

Entity Mailing City:

Entity Mailing State: IL

Entity Mailing Zip Code:

Entity Mailing Country:

Dwight

60420

USA

Business Interest in Other State 2

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: PharmaCann Inc.				Entity DBA: Verilife	
Entity Description: Co-Located Medical Marijuana and Adult-Use Dispensary					
Entity Phone: 630-264-0890		Entity Email:		Entity Website:	
		compliance@pharmacann.com			
Entity Address 1: 161 S. Lincolnway St				Entity Address 2: Suite 301	
Entity City: North Aurora		Entity State: IL		Entity Zip Code: 60542	
				Entity Country: USA	
Entity Mailing Address 1: 161 S. Lincolnway St				Entity Mailing Address 2: Suite 301	
Entity Mailing City: North Aurora		Entity Mailing State: IL		Entity Mailing Zip Code:	
				Entity Mailing Country:	
				60542	
				USA	

Business Interest in Other State 3

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: PharmaCann Inc.				Entity DBA: Verilife	
Entity Description: Co-Located Medical Marijuana and Adult-Use Dispensary					
Entity Phone:		Entity Email:		Entity Website:	
815-324-9189		compliance@pharmacann.com			
Entity Address 1: 4104 North Columbus Street				Entity Address 2: Unit B	
Entity City: Ottawa		Entity State: IL		Entity Zip Code: 61350	
				Entity Country: USA	
Entity Mailing Address 1: 4104 North Columbus Street				Entity Mailing Address 2: Unit B	
Entity Mailing City: Ottawa		Entity Mailing State: IL		Entity Mailing Zip Code:	
				61350	
				Entity Mailing Country: USA	

Business Interest in Other State 4

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: PharmaCann Inc			Entity DBA: Verilife		
Entity Description: Co-Located Medical Marijuana and Adult-Use Dispensary					
Entity Phone: 847-755-2992		Entity Email:		Entity Website:	
		compliance@pharmacann.com			
Entity Address 1: 1816 S Arlington Heights Rd			Entity Address 2:		
Entity City: Arlington Heights		Entity State: IL		Entity Zip Code: 60005	
				Entity Country: USA	
Entity Mailing Address 1: 1816 S Arlington Heights Rd			Entity Mailing Address 2:		
Entity Mailing City: Arlington		Entity Mailing State: IL		Entity Mailing Zip Code:	
Heights				60005	
				Entity Mailing Country: USA	

Business Interest in Other State 5

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: PharmaCann of New York, LLC	Entity DBA:	
Entity Description: Medical cannabis cultivation center		
Entity Phone: 845-207-0074	Entity Email: compliance@pharmacann.com	Entity Website:
Entity Address 1: 600 Neelytown Road		Entity Address 2:

Entity City: Montgomery	Entity State: NY	Entity Zip Code: 12549	Entity Country: USA
Entity Mailing Address 1: 600 Neelytown Road		Entity Mailing Address 2:	
Entity Mailing City: Montgomery	Entity Mailing State: NY	Entity Mailing Zip Code: 12549	Entity Mailing Country: USA

Business Interest in Other State 6

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: PharmaCann of New York, LLC		Entity DBA: Verilife
Entity Description: Medical cannabis dispensary		
Entity Phone: 716-636-0420	Entity Email: compliance@pharmacann.com	Entity Website:
Entity Address 1: 25 Northpointe Parkway		Entity Address 2: Suite 30
Entity City: Amherst	Entity State: NY	Entity Zip Code: 14228 Entity Country: USA
Entity Mailing Address 1: 25 Northpointe Parkway		Entity Mailing Address 2: Suite 30
Entity Mailing City: Amherst	Entity Mailing State: NY	Entity Mailing Zip Code: 14228 Entity Mailing Country: USA

Business Interest in Other State 7

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: PharmaCann of New York, LLC		Entity DBA: Verilife
Entity Description: Medical cannabis dispensary		
Entity Phone: 518-459-2161	Entity Email: compliance@pharmacann.com	Entity Website:
Entity Address 1: 10 Executive Park Drive		Entity Address 2:
Entity City: Albany	Entity State: NY	Entity Zip Code: 12203 Entity Country: USA
Entity Mailing Address 1: 10 Executive Park Drive		Entity Mailing Address 2:
Entity Mailing City: Albany	Entity Mailing State: NY	Entity Mailing Zip Code: 12203 Entity Mailing Country: USA

Business Interest in Other State 8

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: PharmaCann of New York, LLC		Entity DBA: Verilife
Entity Description: Medical cannabis dispensary		
Entity Phone: 718-842-2001	Entity Email: compliance@pharmacann.com	Entity Website:
Entity Address 1: 405 Hunts Point Ave		Entity Address 2:
Entity City: Bronx	Entity State: NY	Entity Zip Code: 10474 Entity Country: USA
Entity Mailing Address 1: 405 Hunts Point Ave		Entity Mailing Address 2:
Entity Mailing City: Bronx	Entity Mailing State: NY	Entity Mailing Zip Code: 10474 Entity Mailing Country: USA

Business Interest in Other State 9

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: PharmaCann of New York, LLC	Entity DBA: Verilife	
Entity Description: Medical cannabis dispensary		
Entity Phone:	Entity Email:	Entity Website:
315-457-0425	compliance@pharmacann.com	
Entity Address 1: 642 Old Liverpool Road		Entity Address 2:
Entity City: Liverpool	Entity State: NY	Entity Zip Code: 13088 Entity Country: USA
Entity Mailing Address 1: 642 Old Liverpool Road		Entity Mailing Address 2:
Entity Mailing City:	Entity Mailing State: NY	Entity Mailing Zip Code: Entity Mailing Country:
Liverpool		13088 USA

Business Interest in Other State 10

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: PharmaCann Inc.	Entity DBA: Verilife	
Entity Description: Medical cannabis dispensary		
Entity Phone:	Entity Email:	Entity Website:
708-919-5641	compliance@pharmacann.com	
Entity Address 1: 5544 Nicholson Lane		Entity Address 2:
Entity City: Rockville	Entity State: MD	Entity Zip Code: 20852 Entity Country: USA
Entity Mailing Address 1: 5544 Nicholson Lane		Entity Mailing Address 2:
Entity Mailing City:	Entity Mailing State: MD	Entity Mailing Zip Code: Entity Mailing Country:
Rockville		20852 USA

Business Interest in Other State 11

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: PharmaCann Penn LLC	Entity DBA: Verilife	
Entity Description: Medical cannabis dispensary		
Entity Phone:	Entity Email:	Entity Website:
888-493-6066	compliance@pharmacann.com	
Entity Address 1: 4026 Main St		Entity Address 2:
Entity City: Philadelphia	Entity State: PA	Entity Zip Code: 19127 Entity Country: USA
Entity Mailing Address 1: 190 South LaSalle		Entity Mailing Address 2: 29th Floor
Entity Mailing City:	Entity Mailing State: IL	Entity Mailing Zip Code: Entity Mailing Country:
Chicago		60603 USA

Business Interest in Other State 12

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Midwest Compassion Center, Inc.	Entity DBA: Verilife	
Entity Description: Co-Located Medical Marijuana and Adult-Use Dispensary		
Entity Phone:	Entity Email:	Entity Website:
708-919-5641	compliance@pharmacann.com	
Entity Address 1: 1335 Lakeside Drive		Entity Address 2: Unit 4
Entity City: Romeoville	Entity State: IL	Entity Zip Code: 60446 Entity Country: USA

Entity Mailing Address 1: 1335 Lakeside Drive

Entity Mailing City: Entity Mailing State: IL
Romeoville

Entity Mailing Address 2: Unit 4

Entity Mailing Zip Code: Entity Mailing Country:
60446 USA

Business Interest in Other State 13

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name: Owner Last Name:

Owner Suffix:

Entity Legal Name: PharmaCann Penn LLC

Entity DBA: Verilife

Entity Description: Medical cannabis dispensary

Entity Phone: Entity Email:
888-493-6066 compliance@pharmacann.com

Entity Website:

Entity Address 1: 520 N Shamokin St.

Entity Address 2:

Entity City: Shamokin Entity State: PA

Entity Zip Code: 17872 Entity Country: USA

Entity Mailing Address 1: 520 N Shamokin St.

Entity Mailing Address 2:

Entity Mailing City: Entity Mailing State: PA
Shamokin

Entity Mailing Zip Code: Entity Mailing Country:
17872 USA

Business Interest in Other State 14

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name: Owner Last Name:

Owner Suffix:

Entity Legal Name: PharmaCann Ohio, LLC

Entity DBA: Verilife

Entity Description: Medical marijuana dispensary

Entity Phone: Entity Email:
888-493-6066 compliance@pharmacann.com

Entity Website:

Entity Address 1: 5431 Ridge Ave.

Entity Address 2:

Entity City: Cincinnati Entity State: OH

Entity Zip Code: 45213 Entity Country: USA

Entity Mailing Address 1: 5431 Ridge Ave.

Entity Mailing Address 2:

Entity Mailing City: Entity Mailing State: OH
Cincinnati

Entity Mailing Zip Code: Entity Mailing Country:
45213 USA

Business Interest in Other State 15

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name: Owner Last Name:

Owner Suffix:

Entity Legal Name: PharmaCann Ohio, LLC

Entity DBA:

Entity Description: Medical marijuana cultivation and processing

Entity Phone: 888-493-6066 Entity Email:
compliance@pharmacann.com

Entity Website:

Entity Address 1: 4020 Hunts Landing Road

Entity Address 2:

Entity City: Buckeye Lake Entity State: OH

Entity Zip Code: 43008 Entity Country: USA

Entity Mailing Address 1: 4020 Hunts Landing Road

Entity Mailing Address 2:

Entity Mailing City: Buckeye Entity Mailing State: OH
Lake

Entity Mailing Zip Code: Entity Mailing Country:
43008 USA

Business Interest in Other State 16

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name: Owner Last Name:

Owner Suffix:

Entity Legal Name: PharmaCann Penn LLC		Entity DBA: Verilife	
Entity Description: Medical marijuana dispensary permit			
Entity Phone: 888-493-6066	Entity Email: compliance@pharmacann.com	Entity Website:	
Entity Address 1: 875 Upland Ave.		Entity Address 2:	
Entity City: Chester	Entity State: PA	Entity Zip Code: 19013	Entity Country: USA
Entity Mailing Address 1: 875 Upland Ave.		Entity Mailing Address 2:	
Entity Mailing City: Chester	Entity Mailing State: PA	Entity Mailing Zip Code: 19013	Entity Mailing Country: USA

Business Interest in Other State 17

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: PharmaCann Penn Plant LLC		Entity DBA:	
Entity Description: Grower Processor License			
Entity Phone: 888-493-6066	Entity Email: compliance@pharmacann.com	Entity Website:	
Entity Address 1: 111 Life Science Drive		Entity Address 2:	
Entity City: Olyphant	Entity State: PA	Entity Zip Code: 18447	Entity Country: USA
Entity Mailing Address 1: 111 Life Science Drive		Entity Mailing Address 2:	
Entity Mailing City: Olyphant	Entity Mailing State: PA	Entity Mailing Zip Code: 18447	Entity Mailing Country: USA

Business Interest in Other State 18

Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: Curaleaf Maryland, Inc.		Entity DBA: PharmaCann Processing	
Entity Description: Processor License			
Entity Phone: 312-667-6231	Entity Email: compliance@pharmacann.com	Entity Website:	
Entity Address 1: 11201 PPG Rd.		Entity Address 2:	
Entity City: Cumberland	Entity State: MD	Entity Zip Code: 21502	Entity Country: USA
Entity Mailing Address 1: 11201 PPG Rd.		Entity Mailing Address 2:	
Entity Mailing City: Cumberland	Entity Mailing State: MD	Entity Mailing Zip Code: 21502	Entity Mailing Country: USA

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Stephen	Last Name: Schuler	Suffix:
Marijuana Establishment Name: PharmaCannisMassachusetts Inc. dba Verilife		Business Type: Marijuana Retailer
Marijuana Establishment City: Shrewsbury		Marijuana Establishment State: MA

Individual 2

First Name: Stephen	Last Name: Schuler	Suffix:
Marijuana Establishment Name: PharmaCannisMassachusetts Inc.		Business Type: Marijuana Cultivator
Marijuana Establishment City: Holliston		Marijuana Establishment State: MA

Individual 3

First Name: Norah	Last Name: Scott	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife		Business Type: Marijuana Retailer
Marijuana Establishment City: Shrewsbury		Marijuana Establishment State: MA

Individual 4

First Name: Norah	Last Name: Scott	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc.		Business Type: Marijuana Cultivator
Marijuana Establishment City: Holliston		Marijuana Establishment State: MA

Individual 5

First Name: Michelle	Last Name: Stormo	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife		Business Type: Marijuana Retailer
Marijuana Establishment City: Shrewsbury		Marijuana Establishment State: MA

Individual 6

First Name: Michelle	Last Name: Stormo	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc.		Business Type: Marijuana Cultivator
Marijuana Establishment City: Holliston		Marijuana Establishment State: MA

Individual 7

First Name: Daniel	Last Name: Tierney	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife		Business Type: Marijuana Retailer
Marijuana Establishment City: Shrewsbury		Marijuana Establishment State: MA

Individual 8

First Name: Daniel	Last Name: Tierney	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc.		Business Type: Marijuana Cultivator
Marijuana Establishment City: Holliston		Marijuana Establishment State: MA

Individual 9

First Name: Daniel	Last Name: Tierney	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife		Business Type: Marijuana Retailer
Marijuana Establishment City: Wareham		Marijuana Establishment State: MA

Individual 10

First Name: Michelle	Last Name: Stormo	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife		Business Type: Marijuana Retailer
Marijuana Establishment City: Wareham		Marijuana Establishment State: MA

Individual 11

First Name: Norah	Last Name: Scott	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc.		Business Type: Marijuana Retailer
Marijuana Establishment City: Wareham		Marijuana Establishment State: MA

Individual 12

First Name: Stephen	Last Name: Schuler	Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife		Business Type: Marijuana Retailer
Marijuana Establishment City: Wareham		Marijuana Establishment State: MA

Individual 13

First Name: James Last Name: Barry Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife Business Type: Marijuana Retailer
Marijuana Establishment City: Wareham Marijuana Establishment State: MA

Individual 14

First Name: James Last Name: Barry Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife Business Type: Marijuana Retailer
Marijuana Establishment City: Shrewsbury Marijuana Establishment State: MA

Individual 15

First Name: James Last Name: Barry Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. Business Type: Marijuana Cultivator
Marijuana Establishment City: Holliston Marijuana Establishment State: MA

Individual 16

First Name: Gregory Last Name: Cappelli Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife Business Type: Marijuana Retailer
Marijuana Establishment City: Wareham Marijuana Establishment State: MA

Individual 17

First Name: Gregory Last Name: Cappelli Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. dba Verilife Business Type: Marijuana Retailer
Marijuana Establishment City: Shrewsbury Marijuana Establishment State: MA

Individual 18

First Name: Gregory Last Name: Cappelli Suffix:
Marijuana Establishment Name: PharmaCannis Massachusetts Inc. Business Type: Marijuana Cultivator
Marijuana Establishment City: Holliston Marijuana Establishment State: MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 164 Grove Street
Establishment Address 2:
Establishment City: Franklin Establishment Zip Code: 02038
Approximate square footage of the establishment: 3956 How many abutters does this property have?: 10
Have all property abutters been notified of the intent to open a Marijuana Establishment at this address?: Yes

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	HCA Certification Form Franklin, MA.pdf	pdf	5f9048cb2cbdc9391a80bc2c	10/21/2020
Plan to Remain Compliant with Local Zoning	Franklin Plan to Remain Compliant with Local Zoning.pdf	pdf	5fada2436e60eb07f57f2e63	11/12/2020
Community Outreach Meeting Documentation	Franklin - Outreach attestation and meeting materials.pdf	pdf	5ff77f9be826e207c07dc195	01/07/2021

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Revised PharmaCannis MA - Franklin Plan for Positive Impact 2020-2021.pdf	pdf	6009ce22ce58f607af0482dd	01/21/2021

ADDITIONAL INFORMATION NOTIFICATION

Notification:

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Executive / Officer Other Role:
First Name: Michelle Last Name: Stormo Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 2

Role: Executive / Officer Other Role:
First Name: Daniel Last Name: Roth Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 3

Role: Executive / Officer Other Role:
First Name: Mehul Last Name: Patel Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 4

Role: Board Member Other Role:
First Name: John Last Name: McCarthy Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 5

Role: Board Member Other Role:
First Name: Gregory Last Name: Cappelli Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 6

Role: Board Member Other Role:
First Name: James Last Name: Barry Suffix:

RMD Association: RMD Manager

Background Question: no

Individual Background Information 7

Role: Executive / Officer

Other Role:

First Name: Brett

Last Name: Novey Suffix:

RMD Association: RMD Manager

Background Question: no

Individual Background Information 8

Role: Director

Other Role:

First Name: Stephen

Last Name: Schuler Suffix:

RMD Association: RMD Owner

Background Question: yes

Individual Background Information 9

Role: Other (specify)

Other Role: Passive investor

First Name: Daniel

Last Name: Tierney Suffix:

RMD Association: RMD Owner

Background Question: yes

Individual Background Information 10

Role: Other (specify)

Other Role: Passive investor

First Name: Norah

Last Name: Scott Suffix:

RMD Association: RMD Owner

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Parent Company

Other Role:

Entity Legal Name: PharmaCann Inc.

Entity DBA:

Entity Description: Parent company of PharmaCannis Massachusetts Inc.

Phone: 312-667-6231

Email: compliance@pharmacann.com

Primary Business Address 1: 190 S. LaSalle St.

Primary Business Address 2: 29th Floor

Primary Business City: Chicago

Primary Business State: IL

Principal Business Zip Code: 60603

Additional Information:

Entity Background Check Information 2

Role: Other (specify)

Other Role: Wholly-Owned Subsidiary of Parent Company, PharmaCann Inc.

Entity Legal Name: PharmaCannis Massachusetts Inc.

Entity DBA:

Entity Description: Wholly-Owned Subsidiary of Parent Company, PharmaCann Inc.

Phone: 312-667-6231

Email: compliance@pharmacann.com

Primary Business Address 1: 190 S. LaSalle St.

Primary Business Address 2: 29th Floor

Primary Business City: Chicago

Primary Business State: IL

Principal Business Zip Code:
60603

Additional Information:

Date generated: 04/28/2021

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MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Bylaws	PC MA - Bylaws.pdf	pdf	5f99c79d708362084028435a	10/28/2020
Articles of Organization	BHA Certificate of Corporate Resolution.pdf	pdf	5f99c7d075aac308359aaef3	10/28/2020
Articles of Organization	Executed BHA Conversion Packet (1).pdf	pdf	5f99c7dd3bf49c082a4243ef	10/28/2020
Secretary of Commonwealth - Certificate of Good Standing	PharmaCannis of Massachusetts - SOC Good Standing.pdf	pdf	5f99c7fdbd0d8e081433ae7f	10/28/2020
Department of Revenue - Certificate of Good standing	MA DOR - Cert of Good Standing 10.08.20.pdf	pdf	5f99c838bd0d8e081433ae83	10/28/2020
Secretary of Commonwealth - Certificate of Good Standing	MA Dept of Unemployment - Good Standing.pdf	pdf	5ff7819ae826e207c07dc1a7	01/07/2021

No documents uploaded

Massachusetts Business Identification Number: 001317349

Doing-Business-As Name: Verilife

DBA Registration City: Wareham

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	COI - Franklin.pdf	pdf	5f99d27f0daeb60847faa26d	10/28/2020
Business Plan	Business Plan - PharmaCannis Massachusetts.pdf	pdf	5f99d28108242707d4a75bf1	10/28/2020
Proposed Timeline	Franklin MA - Proposed Timeline.pdf	pdf	5ff781df44f61c07f67ff6b2	01/07/2021

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Inventory procedures	Inventory Procedures (1).pdf	pdf	5fa59761df85ec07dfb889bb	11/06/2020
Prevention of diversion	Prevention of Diversion Plan .pdf	pdf	5fa59762bd0d8e081433c81a	11/06/2020
Quality control and testing	Quality Control and Testing Procedures.pdf	pdf	5fa5976475aac308359ac859	11/06/2020
Transportation of marijuana	Transportation Plan .pdf	pdf	5fa597656e60eb07f57f1d09	11/06/2020
Dispensing procedures	Dispensing Procedures (1).pdf	pdf	5fa597a44a2789086108cd73	11/06/2020
Maintaining of financial records	Maintaining Financial Records .pdf	pdf	5fa597a5df85ec07dfb889bf	11/06/2020
Personnel policies including background checks	Personnel Policies.pdf	pdf	5fa597a875aac308359ac85d	11/06/2020
Qualifications and training	Qualification and Intended Training for Agents .pdf	pdf	5fa597aa8cc05c081b1b6ce8	11/06/2020
Record Keeping procedures	Record Keeping Procedures.pdf	pdf	5fa597aea75869080486b983	11/06/2020

Energy Compliance Plan	Energy Efficiency and Conservation (1).pdf	pdf	5fa597cc08242707d4a775e2	11/06/2020
Plan for obtaining marijuana or marijuana products	Plan for Obtaining Marijuana and Marijuana Products.pdf	pdf	5fa599214a2789086108cd7b	11/06/2020
Restricting Access to age 21 and older	MA-ALL-DSP-008-Receiving Area Protocol.pdf	pdf	5fa599596e60eb07f57f1d14	11/06/2020
Storage of marijuana	Franklin MA - Product Storage.pdf	pdf	5ff7825560fc2607ca6ae016	01/07/2021
Security plan	Franklin MA - Security Plan.pdf	pdf	5ff78256d18fa907c7d9314d	01/07/2021
Separating recreational from medical operations, if applicable	Franklin MA - Plan for Separating Medical and Recreational Sales.pdf	pdf	5ff7829209cfae0810fd3cdd	01/07/2021
Diversity plan	Revised PharmaCannis MA - Diversity Plan Franklin 2020-2021.pdf	pdf	600a03209b156e07a0630d23	01/21/2021

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

ATTESTATIONS

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

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

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

Notification:

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification:

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

Monday From: 9:00 AM Monday To: 9:00 PM

Date generated: 04/28/2021

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Tuesday From: 9:00 AM	Tuesday To: 9:00 PM
Wednesday From: 9:00 AM	Wednesday To: 9:00 PM
Thursday From: 9:00 AM	Thursday To: 9:00 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: 9:00 PM

Host Community Agreement Certification Form

Instructions

Certification of a host community agreement is a requirement of the application to become a Marijuana Establishment (ME) and Medical Marijuana Treatment Center (MTC). Applicants must complete items 1-3. The contracting authority for the municipality must complete items 4-8. Failure to complete a section will result in the application not being deemed complete. This form should be completed and uploaded into your application. 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(2) and 501.400(2).

Certification

The parties listed below do certify that the applicant and municipality have executed a host community agreement on the specified date below pursuant to G.L. c. 94G § 3(d):

1. Name of applicant:

PharmaCannis Massachusetts Inc.

2. Name of applicant's authorized representative:

Michelle Stormo

3. Signature of applicant's authorized representative:

Michelle Stormo

4. Name of municipality:

Franklin

5. Name of municipality's contracting authority or authorized representative:

Tamie Hellen, Town Administrator



6. Signature of municipality's contracting authority or authorized representative:



7. Email address of contracting authority or authorized representative of the municipality (*this email address may be used to send municipal notices pursuant to 935 CMR 500.102(1) and 501.102(1).*):

JHellen@franklinma.gov

8. Host community agreement execution date:

5/17/18



Plan to Remain Compliant with Local Zoning

The purpose of this plan is to outline how PharmaCannis Massachusetts, Inc. (“PharmaCann”) is and will remain in compliance with local codes and bylaws for the physical address of the retail marijuana establishment at 164 Grove Street, Franklin, MA 02038 which shall include, but not be limited to, the identification of any local licensing requirements for the medical and adult use of marijuana.

164 Grove Street is specifically locally zoned for dispensaries (adult use and medical) within the marijuana overlay district set forth in Article V § 185-49 of Franklin’s Zoning By-Laws governing the local licensing requirements for co-located medical marijuana treatment centers and marijuana retailers. In accordance with § 185-49, the establishment is not located within 500 feet of a public or private school or 200 feet of a residential zoning district, library, church, child-care facility, park, or playground.

PharmaCann has been in contact with Town of Franklin officials since 2018 and signed a Host Community Agreement on May 17, 2018 for a future co-located medical marijuana treatment center and adult use marijuana retail establishment. A community meeting for the proposed establishment was held on August 6, 2020. PharmaCann is now in the process of obtaining approval for a special permit and appeared before the Town of Franklin’s Planning Board for the fourth time at the November 2, 2020 zoning board hearing. The Planning Board voted to approve the special permit with an appeal process extending until November 26, 2020. A copy of the Planning Board’s decision is attached to this document as Attachment A. Once final approval is confirmed, PharmaCann will remain compliant with existing Zoning By-Laws and will continuously engage with Town of Franklin officials to remain up to date with all local zoning and licensing requirements.

PharmaCannis Massachusetts, Inc.

ATTACHMENT A

Town of Franklin



Planning Board

November 4, 2020

Nancy Danello, Deputy Town Clerk
Town of Franklin
355 East Central Street
Franklin, MA 02038

CERTIFICATE OF VOTE
SPECIAL PERMITS/SITE PLAN
164 Grove Street

Applicant: PharmaCann Massachusetts, Inc
190 South LaSalle, 29th Floor
Chicago, IL 60603

Owner: NLCP 164 Grove Street MA LLC
c/o New Lake Capital
549 Randolph St
Chicago, IL 60661

RECEIVED
2020 NOV -6 A 10:22
TOWN OF FRANKLIN
TOWN CLERK

Prepared By:
Surveyor/Engineer: Meridian Associates, 500 Cummings Center, Suite 5950, Beverly, MA 01915

Plan Date: May 18, 2020
Property Location: 164 Grove Street
Map 306 Lot 004

Dear Mrs. Danello:

Please be advised that at its meeting on Monday, November 2, 2020 the Planning Board upon motion duly made and seconded, voted (5-0) to **APPROVE, with standard and special conditions** (3) three Special Permits and Site Plan for 164 Grove Street to allow for Non-medical retail marijuana facility under 185 Attachment 3, Part II Section 2.23, to allow Medical retail marijuana facility under 185-49, Section 4(b)(iii) and Common Driveway for 2 plus lots under 185-21(F). A brief description of the proceeding, the outcome of a roll call vote, and the Standard and Special Conditions of Approval are presented on pages 2-8 attached hereto.

Sincerely,


Anthony Padula, Chairman
Franklin Planning Board

cc: Owners/Applicant/Applicant's Engineer/Applicant's Attorney
Building Commissioner/DPW/Engineering/BETA Group, Inc.

PROJECT DESCRIPTION
SPECIAL PERMITS/SITE PLAN
164 Grove Street

The Property contains approximately 1.5 acres and is located in the Industrial Zoning District, Marijuana Use Overlay District and Water Resource Overlay District. The Proposed Project will include the construction of a new building comprised of 4,150 square feet, located approximately 300 feet back from Grove Street, consisting of 66 standard and 4 HC Accessible parking spaces, and designed with impervious surface of 22,652 square feet, which represents 34.6% of the Property. The access for the Proposed Project is utilizing an existing curb cut and driveway over the adjacent property located at 166 Grove Street, and at 168 Grove Street. The access for the Proposed Project from 166 Grove Street would extend the Existing Easement a bit further along its current 250 feet in length to provide a left hand turn entrance into the 164 Grove Street driveway.

PUBLIC HEARING
SPECIAL PERMITS/SITE PLAN
164 Grove Street

A proper and complete notice of the July 27, 2020 public hearing was posted in the Franklin Municipal Building and in the appropriate local newspaper in accordance with the Franklin Zoning Code and Massachusetts General Laws. A proper and complete notice was also sent to all persons and parties required by law to receive such notice. The Planning Board continued to hold public hearings August 24, 2020, September 14, 2020, September 28, 2020 and October 19, 2020.

Incorporated as part of the record are the following:

The Planning Board reviewed (1) the applicant's detailed written application including answers to Special Permit Findings (a) through (g), and (2) comments and review letters from various Town Departments, including but not limited to, Department of Planning & Community Development, Department of Public Works/ Engineering and Franklin Fire Department. The Planning Board also reviewed engineering reports and traffic study from their peer review Consultant.

The Planning Board upon motion duly made and seconded, voted (5-0) to close the public hearing on October 19, 2020 for the Site Plan and Special Permits for Non-medical retail marijuana facility under 185 Attachment 3, Part II Section 2.23, Medical retail marijuana facility under 185-49, Section 4(b)(iii) and Common Driveway for 2 plus lots under 185-21(F).

PRESENTATION
SPECIAL PERMITS/SITE PLAN
164 Grove Street

Ms. Carla Moynihan, attorney for the applicant, addressed the Planning Board. She provided an overview of the application for retail marijuana and the filing of the Special Permits. She stated that before the Planning Board are three Special Permits and the Site Plan for approval. She updated the Planning Board on the negotiations with the abutters and said agreement has been reached for a shared driveway and she reviewed the agreed upon improvements.

Ms. Shelly Stormo of PharmCann Operations presented a slideshow of the Operational Plan including the proposed store exterior and interior, reserve online process, frictionless transactions, floor plan and queuing, security, receiving and delivery of product, secured deliveries, Verilife Franklin employees, and congestion/parking mitigation. Mr. Bill Mecklenen of PharmaCann Operations provided additional specifics on the register setup, technology setup for transaction management, digital payment, mobile

payment option reducing reliance on cash, digital security platform, dual-function security for internal and perimeter, controls surrounding delivery of product, and jobs being brought to the community.

Mr. Allan Mellske of Interform Architecture & Design provided a slideshow review of the site showing an aerial view of the proposed building and parking, a close-up view of the proposed building exterior, dumpster enclosure, site view of the proposed building, interior floor plan, and exterior color. Mr. David Kelley of Meridian Associates, working on the civil and stormwater calculations provided an overview of the site's drainage and stormwater management. He stated that the Planet Fitness abutters were concerned with excessive queuing in the exit drive and requested two exit lanes for left turns and right turns only. Planet Fitness also expressed concern about truck turning and the applicant made adjustments. He explained pavement markings and signage proposed to address concerns and reviewed the proposed parking and dumpsters. He discussed the existing headwall discharges and created an isolated wetland. The applicant noted they will be going before Conservation Commission. He discussed the proposed swale, water and gas will be brought into the building, LED lights around the property have no spillage off the site.

Ms. Rebecca Brown, traffic engineer of GPI, provided a slideshow presentation of the traffic study. She discussed the vehicle travel speed study and sight distance, traffic count collections which were reviewed by BETA, site driveway trip generation, projected traffic volumes for seven years consistent with MassDOT guidelines, how much traffic the facility will generate, and the three methods used to generate the report. She reviewed a provided chart that indicated there would be 1,050 vehicle trips per day which is a vehicle entering or existing. During peak times, they anticipate 91 to 150 trips. She stated that the information was obtained from the applicant regarding anticipated transactions based on data from their Wareham facility; they also collected some parking counts from an existing facility. She discussed that for the existing and proposed uses, there would be about 200 total trips on peak weekday times and 280 trips on peak Saturday times. She stated the applicant is planning to implement employee and patron measures to minimize traffic. During the weekday evening peak hour at the intersection of Grove Street and Washington Street, the traffic experiences long delays at existing conditions and this will most likely increase; a traffic signal is warranted at this intersection. She noted COVID-19 impacts of traffic and suggested implementing a post-occupancy traffic monitoring study be conducted post-COVID-19 restrictions. She reviewed the provided site parking and spaces needed based on current operational needs at the applicant's Shrewsbury location. She stated they met with the abutters on how to improve access to the site. The abutters wanted to see the driveway widened to provide two lands for separate right- and left-hand turn lanes and truck turns widen. She discussed the need for signal timing improvements at the current intersection of Grove Street and Rt. 140 and the applicants fair-share contributions.

Mr. Rondeau asked about the dumpster location and proposed road improvements. Mr. Kelley discussed the size of the trucks that would enter the site, the proposed size of the dumpsters, and the proposed location of the paving. The zoning bylaws have identified a shared private way, but now there are three on this street. Does this street have the curbing, drainage, and turnaround? What can be done to make this right for everyone? Chair Padula questioned if some of the drainage is shown to be going offsite. Mr. Kelley confirmed no runoff would be going offsite. Chair Padula emphasized the need for a light at the end of Grove Street. Ms. Moynihan stated they had discussions regarding proposing three businesses share the same access. Chair Padula asked if there was a possibility of entering directly from Grove Street. Ms. Moynihan stated there was, but it would create more traffic. Chair Padula and Mr. Maglio discussed the sight distance in taking a left turn. Mr. Halligan asked about the number of registers in the store. Mr. Halligan asked if the store is appointment only and will walk-ins be allowed? Ms. Stormo explained that Shewsbury opened for by-appointment only for two weeks and then the Town allowed walk-ins. Mr. Halligan asked if the applicant would be amenable to walk-ins only as that is the stipulation placed on a competitor in the area. Ms. Stormo stated they would agree, but would like to have a review fairly soon. The applicant's proposed hours are 9 AM to 9 PM daily and 9 AM to 9 PM on Sundays. Chair Padula stated the Planning Board has to stick to the infrastructure and what the Planning Board can

do. Chair Padula asked how the applicant can control a patron from buying in one retail store and then going next door and buying more marijuana. He asked about a better leveling off area at the top of driveway hill when exiting. Mr. Kelley said there are no plans to level it off. Ms. Williams expressed concern about the traffic and intersections, and asked about bike lanes as both applicants have mentioned bike racks and alternative transportation. Have there been consideration for improvements on Grove Street for bicycles or pedestrian traffic? Mr. Maglio stated that the Town has applied for a grant and if received, part of it would go to repaving the roadway and that would include striping for bike lanes.

The Planning Board and applicant continued to hold several hearings to discuss traffic mitigation and stormwater management. Several Special Conditions were discussed along with the waiver requests. The Planning Board voted to close the public hearing on October 19, 2020.

FINDINGS OF FACTS
SPECIAL PERMITS/SITE PLAN
164 Grove Street

The applicant submitted their proposed findings with the original application on June 30, 2020 and are on record.

DECISION
SPECIAL PERMITS/SITE PLAN
164 Grove Street

- (1) **Special Permits(3):** Non-medical retail marijuana facility under 185 Attachment 3, Part II Section 2.23, Medical retail marijuana facility under 185-49, Section 4(b)(iii) and Common Driveway for 2 plus lots under 185-21(F).

- (a) Proposed project addresses or is consistent with neighborhood or Town need.

Anthony Padula	YES	Gregory Rondeau	YES
Joseph Halligan Jr.	YES	Rick Power	YES
William David	YES		

- (b) Vehicular traffic flow, access and parking and pedestrian safety are properly addressed.

Anthony Padula	YES	Gregory Rondeau	YES
Joseph Halligan Jr.	YES	Rick Power	YES
William David	YES		

- (c) Public roadways, drainage, utilities and other infrastructure are adequate or will be upgraded to accommodate development.

Anthony Padula	YES	Gregory Rondeau	YES
Joseph Halligan Jr.	YES	Rick Power	YES
William David	YES		

- (d) Neighborhood character and social structure will not be negatively impacted.

Anthony Padula	YES	Gregory Rondeau	YES
Joseph Halligan Jr.	YES	Rick Power	YES
William David	YES		

- (e) Project will not destroy or cause substantial damage to any environmentally-significant natural resource, habitat, or feature or, if it will, proposed mitigation, remediation, replication or compensatory measures are adequate.

Anthony Padula	YES	Gregory Rondeau	YES
Joseph Halligan Jr.	YES	Rick Power	YES
William David	YES		

- (f) Number, height, bulk, location and siting of building(s) and structure(s) will not result in abutting properties being deprived of light or fresh air circulation or being exposed to flooding or subjected to excessive noise, odor, light, vibrations, or airborne particulates.

Anthony Padula	YES	Gregory Rondeau	YES
Joseph Halligan Jr.	YES	Rick Power	YES
William David	YES		

- (g) Water consumption and sewer use, taking into consideration current and projected future local water supply and demand and wastewater treatment capacity, will not be excessive.

Anthony Padula YES
Joseph Halligan Jr. YES
William David YES

Gregory Rondeau YES
Rick Power YES

Based upon the information submitted during the public hearings and Planning Board's specific findings, the Planning Board specifically determines that approving the Site Plan and Special Permits (1) Non-medical retail marijuana facility under 185 Attachment 3, Part II Section 2.23, (2) Medical retail marijuana facility under 185-49, Section 4(b)(iii) and (3) Common Driveway for 2 plus lots under 185-21(F) at 164 Grove Street will not have adverse effects which overbalance its beneficial effects on either the neighborhood or the Town, in view of the particular characteristics of the site and of the proposal in relation to that site.

Accordingly, at the Planning Board meeting on November 2, 2020 the Planning Board, upon motion duly made and seconded, voted (5-0) to *approve* the applicant's request to allow the Site Plan and Special Permits at 164 Grove Street.

The following members of the Planning Board were present at the hearing and voted as follows:

Anthony Padula YES
Joseph Halligan Jr. YES
William David YES

Gregory Rondeau YES
Rick Power YES

Any person aggrieved by the above decision of the Franklin Planning Board may file an appeal pursuant to Massachusetts General Laws Chapter 40A, Section 17. Such appeal must be filed within twenty (20) days after the filing of the notice of the Board's decision with the Town Clerk.

This Certificate of Vote shall become effective only upon the recording of a copy certified by the Town Clerk with the Norfolk County Registry of Deeds. A copy of the recorded Certificate of Vote shall be submitted to the Board within thirty (30) days of recording.

STANDARD CONDITIONS OF APPROVAL

164 Grove Street

1. This Special Permit shall not be construed to run with the land and shall run with the Site Plan as endorsed by the Planning Board. A new Special Permit shall be required from the Planning Board if any major change of use or major change to the site plan is proposed.
2. This Special Permit shall lapse if a substantial use or construction has not begun, except for good cause, within twenty four (24) months of approval, unless the Board grants an extension.- No final Certificate of Occupancy shall be issued until all requirements of the Special Permit have been completed to the satisfaction of the Board unless the applicant has submitted a Partial Certificate of Completion for the remainder of the required improvements and received approval by the Planning Board. The applicant's engineer or surveyor, upon completion of all required improvements, shall submit a Certificate of Completion. The Board or its agent(s) shall complete a final inspection of the site upon filing of the Certificate of Completion by the applicant. Said inspection is further outlined in condition #4.
3. Construction or operations under this Special Permit shall conform to any subsequent amendment of the Town of Franklin Zoning Bylaw (§185) unless the use or construction is commenced within a period of six (6) months after the issuance of this Special Permit and, in cases involving construction, unless such construction is continued through to completion as continuously and expeditiously as is reasonable.
4. **The Planning Board will use outside consultant services to complete construction inspections upon the commencement of construction.** The Franklin Department of Public Works Director, directly and through employees of the Department of Public Works and outside consultant services shall act as the Planning Board's inspector to assist the Board with inspections necessary to ensure compliance with all relevant laws, regulations and Planning Board approved plan specifications. Such consultants shall be selected and retained upon a majority vote of the Board.
5. Actual and reasonable costs of inspection consulting services shall be paid by the owner/applicant before or at the time of the pre-construction meeting. Should additional inspections be required beyond the original scope of work, the owner/applicant shall be required to submit fees prior to the issuance of a Final Certificate of Completion by the Planning Board (Form H). Said inspection is further outlined in condition #4.
6. No alteration of the Special Permit and the plans associated with it shall be made or affected other than by an affirmative vote of the members of the Board at a duly posted meeting and upon the issuance of a written amended decision.
7. All applicable laws, by-laws, rules, regulations, and codes shall be complied with, and all necessary licenses, permits and approvals shall be obtained by the owner/applicant.
8. Prior to the endorsement of the site plan, the following shall be done:
 - The owner/applicant shall make a notation on the site plan that references the Special Permit and the conditions and dates of this Certificate of Vote.
 - A notation shall be made on the plans that all erosion mitigation measures shall be in place prior to major construction or soil disturbance commencing on the site.
 - All outstanding invoices for services rendered by the Town's Engineers and other reviewing Departments of the Town relative to their review of the owner/applicant's application and plans shall have been paid in full.
 - The owner/applicant shall submit a minimum of six copies of the approved version of the plan.
9. Prior to any work commencing on the subject property, the owner/applicant shall provide plans to limit construction debris and materials on the site. In the event that debris is carried onto any

public way, the owner/applicant and his assigns shall be responsible for all cleanup of the roadway. All cleanups shall occur within twenty-four (24) hours after first written notification to the owner/applicant by the Board or its designee. Failure to complete such cleanup may result in suspension of construction of the site until such public way is clear of debris.

10. The owner/applicant shall install erosion control devices as necessary and as directed by the Town's Construction Inspector.
11. **Prior to construction activities, there shall be a pre-construction meeting with the owner/applicant, and his contractor(s), the Department of Public Works and the Planning Board's Inspector.**
12. Any signage requires the Applicant to file with the Design Review Commission.
13. Prior to the endorsement, the Certificate of Vote and Order of Conditions shall be added to the Site Plans.

SPECIAL CONDITIONS OF APPROVAL
SPECIAL PERMITS/SITE PLAN
164 Grove Street

1. The proposed facility will operate as a Reserve Ahead-only dispensary, which would require customers and patients to place an order in advance and select a scheduled pick up time to retrieve the product. Applicant may request this be reviewed after 30 days of opening.
2. The Traffic Impact Assessment, response letter September 17, 2020, submitted by the applicant, shall be included with the Certificate of Vote.
3. There are to be no cars queuing on Grove Street and the access driveway to the site.
4. Design Review color recommendations shall be included in the endorsed set of plans.
5. Applicant is to provide an access easement agreement with Planet Fitness, located at 166 Grove St.

WAIVERS GRANTED
SPECIAL PERMITS/SITE PLAN
164 Grove Street

1. To allow for HDPE storm pipe in lieu of class V RCP only on the connection to the subsurface infiltration system.

Community Outreach Meeting Attestation Form

Instructions

Community Outreach Meeting(s) are a requirement of the application to become a Marijuana Establishment (ME) and Medical Marijuana Treatment Center (MTC). 935 CMR 500.101(1), 500.101(2), 501.101(1), and 501.101(2). The applicant must complete each section of this form and attach all required documents as a single PDF document before uploading it into the application. If your application is for a license that will be located at more than one (1) location, and in different municipalities, applicants must complete two (2) attestation forms – one for each municipality. Failure to complete a section will result in the application not being deemed complete. 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(2) and 501.400(2).

Attestation

I, the below indicated authorized representative of that the applicant, attest that the applicant has complied with the Community Outreach Meeting requirements of 935 CMR 500.101 and/or 935 CMR 501.101 as outlined below:

1. The Community Outreach Meeting was held on the following date(s): 08/06/2020
2. At least one (1) meeting was held within the municipality where the ME is proposed to be located.
3. At least one (1) meeting was held after normal business hours (this requirement can be satisfied along with requirement #2 if the meeting was held within the municipality and after normal business hours).



4. A copy of the community outreach notice containing the time, place, and subject matter of the meeting, including the proposed address of the ME or MTC was published in a newspaper of general circulation in the municipality at least 14 calendar days prior to the meeting. A copy of this publication notice is labeled and attached as "Attachment A."

a. Date of publication:

7/22/20

b. Name of publication:

Milford News

5. A copy of the community outreach notice containing the time, place, and subject matter of the meeting, including the proposed address of the ME or MTC was filed with clerk of the municipality. A copy of this filed notice is labeled and attached as "Attachment B."

a. Date notice filed:

7/22/20

6. A copy of the community outreach notice containing the time, place, and subject matter of the meeting, including the proposed address of the ME or MTC was mailed at least seven (7) calendar days prior to the community outreach meeting to abutters of the proposed address, and residents within 300 feet of the property line of the applicant's proposed location as they appear on the most recent applicable tax list, notwithstanding that the land of the abutter or resident is located in another municipality. A copy of this mailed notice is labeled and attached as "Attachment C." Please redact the name of any abutter or resident in this notice.

a. Date notice(s) mailed:

07/24/2020

7. The applicant presented information at the Community Outreach Meeting, which at a minimum included the following:
- The type(s) of ME or MTC to be located at the proposed address;
 - Information adequate to demonstrate that the location will be maintained securely;
 - Steps to be taken by the ME or MTC to prevent diversion to minors;
 - A plan by the ME or MTC to positively impact the community; and
 - Information adequate to demonstrate that the location will not constitute a nuisance as defined by law.
8. Community members were permitted to ask questions and receive answers from representatives of the ME or MTC.



Name of applicant:

Pharmacannis Massachusetts Inc.

Name of applicant's authorized representative:

Michelle Stormo

Signature of applicant's authorized representative:

michelle-stormos-macbook-pro-2.local

Digitally signed by michelle-stormos-macbook-pro-2.local
Date: 2020.10.21 11:11:10 -04'00'



ATTACHMENT A



COMMUNITY
NEWSPAPER
COMPANY

GateHouse Media New England

**Community Newspaper Co. – Legal
Advertising Proof**

15 Pacella Park Drive, Randolph, MA 02368

1800-624-7355 phone | 781-961-3045 fax

Order Number: CN13902445

Salesperson: Deborah Dillon

Shelley Stormo

Pharmacannis Massachusetts Inc.

465 Hopping Brook Road

Holliston, MA 01746

Title: Milford Daily News
Start date: 7/22/2020
Insertions: 1
Price: \$127.92

Class:
Stop date: 7/22/2020
#Lines: 78 ag

164 GROVE ST

LEGAL NOTICE

Community Outreach Hearing

Subject: Proposed Marijuana Establishment

Date: 8/6/2020

Time: 6:00pm - 7:00pm **Location:** Zoom Virtual Meeting

Web Address:

<https://us02web.zoom.us/j/87564277718>

Dial in #: 1-929-205-6099

Meeting ID: 875 6427 7718

Presented by: PharmaCannis Massachusetts Inc (dba Verilife)

Proposed address for the retail marijuana establishment: 164 Grove St Franklin, MA 02038

Zoom meeting instructions: To join the online community outreach meeting enter the above listed web address into the address bar at the top of your internet browser. Then follow the listed instructions on the provided website. **Or** you can dial in using the phone number and meeting ID provided.

***Questions can submitted prior to the hearing by email: MAOutreach@PharmaCann.com**

***There will be an opportunity for the public to ask questions**

***The meeting will be recorded for replay on local cable access or other broadcast means at the host community's discretion.**

AD#13902445

MDN 7/22/20

ATTACHMENT B

LEGAL NOTICE

COMMUNITY OUTREACH HEARING

Community Outreach Hearing

Subject: Proposed Marijuana Establishment

Date: 8/6/2020

Time: 6:00pm - 7:00pm

Location: Zoom Virtual Meeting Web Address: <https://us02web.zoom.us/j/87564277718>

Zoom Access Information

Dial in #: 1-929-205-6099

Meeting ID: 875 6427 7718

Zoom meeting instructions: To join the **online community outreach meeting** enter the above listed web address into the address bar at the top of your internet browser. Then follow the listed instructions on the provided website. **Or** you can dial in using the phone number and meeting ID provided.

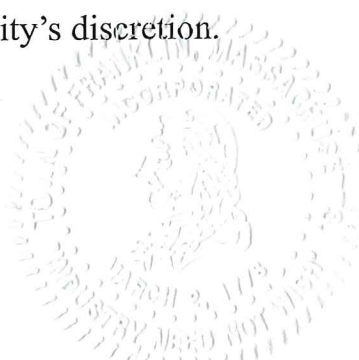
Presentation Information

Presented by: PharmaCannis Massachusetts Inc (dba Verilife)

Proposed address for the retail marijuana establishment: 164 Grove St Franklin, MA 02038

Questions can submitted prior to the hearing by email: MAOutreach@PharmaCann.com

- ★ There will be an opportunity for the public to ask questions
- ★ The meeting will be recorded for replay on local cable access or other broadcast means at the host community's discretion.



ATTACHMENT C



Community Outreach Hearing

Subject: Proposed Marijuana Establishment

Date: 8/6/2020

Time: 6:00pm - 7:00pm

Location: Zoom Virtual Meeting Web Address:

<https://us02web.zoom.us/j/87564277718>

Dial in Number: 1-929-205-6099

Meeting ID: 875 6427 7718

Presented by: PharmaCannis Massachusetts Inc (dba Verilife)

Proposed address for the retail marijuana establishment:

164 Grove St Franklin, MA 02038

Zoom meeting instructions: To join the **online community outreach meeting** enter the above listed web address into the address bar at the top of your internet browser. Then follow the listed instructions on the provided website. **Or** you can dial in using the phone number and meeting ID provided.

***Questions can submitted prior to the hearing by email at
MAOutreach@PharmaCann.com***

There will be an opportunity for the public to ask questions

The meeting will be recorded for replay on local cable access or other broadcast means at the host community's discretion.

Abutters list and mailing receipts

300' Abutters List Report

Franklin, MA
June 30, 2020

Subject Parcel:

Parcel Number: 306-004-000
CAMA Number: 306-004-000-000
Property Address: 164 GROVE ST

Mailing Address: NLCP 164 GROVE STREET MA LLC C/O
NEW LAKE CAPITAL
549 W RANDOLPH STE 200
CHICAGO, IL 60661

Abutters:

Parcel Number: 305-015-000
CAMA Number: 305-015-000-000
Property Address: GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
CONCORD, MA 01742

Parcel Number: 306-002-000
CAMA Number: 306-002-000-000
Property Address: 160 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
BOSTON, MA 02215

Parcel Number: 306-003-000
CAMA Number: 306-003-000-000
Property Address: 162 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
NORFOLK, MA 02056

Parcel Number: 306-004-000
CAMA Number: 306-004-000-000
Property Address: 164 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
[REDACTED]
CHICAGO, IL 60661

Parcel Number: 306-005-000
CAMA Number: 306-005-000-000
Property Address: 166 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
FRANKLIN, MA 02038

Parcel Number: 306-006-000
CAMA Number: 306-006-000-000
Property Address: 168 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
[REDACTED]
FRANKLIN, MA 02038

Parcel Number: 306-007-000
CAMA Number: 306-007-000-000
Property Address: 170 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
FRANKLIN, MA 02038

Parcel Number: 306-039-000
CAMA Number: 306-039-000-000
Property Address: 177 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
FRANKLIN, MA 02038

Parcel Number: 306-040-000
CAMA Number: 306-040-000-000
Property Address: 165 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
[REDACTED]
CHARLOTTE, NC 28230

Parcel Number: 306-043-000
CAMA Number: 306-043-000-000
Property Address: 157 GROVE ST

Mailing Address: [REDACTED]
[REDACTED]
[REDACTED]
CHARLOTTE, NC 28230

www.cai-tech.com

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Total Postage and Fees	\$6.95
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Postage	\$0.55	
Total Postage and Fees	\$6.95	

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Plan for Positive Impact

INTENT

Cannabis prohibition has disproportionately impacted certain communities in Massachusetts. As the Commonwealth begins to embrace the adult-use and medical cannabis industry in earnest, PharmaCann Massachusetts, Inc (“PharmaCann” or “Company”) recognizes that it has a responsibility to contribute to the communities in which it does business and the surrounding areas in need. PharmaCann is fully committed to ensuring that it is making positive and lasting contributions to areas of disproportionate impact. PharmaCann will focus its time and resources on Wareham, Worcester (near our Shrewsbury location), Mansfield and Walpole (near our Franklin location), which have been identified by the Commission as areas of disproportionate impact.

PURPOSE

The purpose of this submission is to summarize PharmaCann’s plan to ensure our business creates a positive and lasting impact on the communities in which it will be involved. Below, you will find our *Goals*, along with the *Initiatives* we propose to support those Goals, and the *Metrics* to measure our success.

PharmaCann is committed to fostering positive relationships within the community and endeavoring to identify ways in which to give back. PharmaCann seeks to utilize our resources, including time, talent, and money, to provide assistance to those who may be underserved and/or in need. We will undertake 1) charitable giving, 2) hiring from areas of disproportionate impact, 3) volunteer time, and 4) providing educational opportunities for those who have been disproportionately impacted.

PROGRAMS AND MEASUREMENT

PharmaCann will implement the following programs to assist those communities that have been disproportionately impacted.

Goal 1: PharmaCann will endeavor to provide financial assistance to organizations and groups that have been identified in disproportionately impacted areas as fitting in with PharmaCann’s goals and those that are in need of the most help.

Program: PharmaCann will commit to identifying charitable organizations within the Wareham, Worcester, Mansfield and Walpole areas to assist those people and causes that require and will benefit from the resources the most. Organizations PharmaCann has identified so far include non-profits such as:

- Turning Point, a community-based organization whose goal is to empower those challenged with the issues of homelessness and near homelessness by providing confidential, supportive, and educational services, whose service area includes Wareham, an area of disproportionate impact. Turning Point helps homeless and near homeless individuals with services including emergency and educational services. PharmaCann contributes volunteer time and monetary donations to Turning Point and makes an annual contribution of \$2000.00 in an effort to assist vulnerable populations. Dispensary employees have also volunteered at Turning Point sponsored events such as the annual holiday drive and plan to do so in 2021 if events can be safely held.
- Shrewsbury Youth and Family Services (SYFS), which services the Worcester Area, another area of disproportionate impact as identified by the CCC. PharmaCann has pledged a \$5,000 donation to Shrewsbury Youth and Family Services in 2021.

PharmaCann will ensure that any charitable contributions have been discussed with the identified organization and a written agreement is entered into acknowledging the acceptance of money donated by a cannabis company. This documentation is attached as Exhibits A, B and C and will be provided to the Commission during renewal activity or as otherwise required.

Measurement: PharmaCann will maintain a record of the organizations and charities to which it has donated funds. PharmaCann will keep records of feedback that we receive relative to the impact of our contributions. This will in turn help us make decisions about adjustments that need to be made in the future, either amounts given or whether alternative charities should be considered.

Goal 2: PharmaCann will work to attract a workforce of 20% or more individuals from the Plan Population.

Program: PharmaCann believes that the recreational cannabis industry in Massachusetts will drive economic growth for the state by increasing overall job creation and taxable revenue. PharmaCann will work diligently to attract and hire qualified local talent from communities of disproportionate impact, such as those from: 1) Commission-designated geographic areas of disproportionate impact, including Worcester, Wareham, Mansfield and/or Walpole; 2) Massachusetts residents who have had past drug convictions; and/or 3) Massachusetts residents with parents or spouses who have drug convictions (known as the “Plan Population”). These individuals will be given priority in the hiring process for open positions of employment.

Management of PharmaCann will attend community job fairs one to two times a year as staffing needs arise, in an area of disproportionate impact or surrounding areas where job fairs are scheduled with the intent of garnering employment interest and applications from members of the Plan Population. If permissible under 935 CMR 500.105(4)(b), management will post

employment opportunity advertisements in Wareham, Worcester, Mansfield, Walpole and/or other applicable local newspapers, and bulletin boards in local stores, places of worship, and/or City municipal buildings where permitted to attract a variety of local job applicant interest. PharmaCann will adhere to the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment.

Measurement: PharmaCann will track the number of community job fairs attended in the Wareham, Worcester, Mansfield and/or Walpole areas, and the number of employees hired that are from the Plan Population. These records will allow PharmaCann to demonstrate progress toward its goals to the Commission upon the annual renewal of its license. Most recently, local job fairs were conducted on March 17th and 18th in Westborough, MA to recruit for our Shrewsbury location. In addition, on October 9th we participated in a Cannabis Industry Job Fair in Cambridge, MA to support diversity in the industry's workforce.

Goal 3: PharmaCann is committed to serving communities that have been disproportionately impacted by serving individuals and organizations through the contribution of employee volunteer time courtesy of the company.

Program: PharmaCann will commit to provide employees with paid time to participate in a neighborhood clean-up initiative that serves identified areas of disproportionate impact. PharmaCann will focus on clean-ups in Wareham, and in the areas immediately around its other marijuana establishments, when possible.

Measurement: PharmaCann will maintain records of each employee who participates in the neighborhood clean-up program and the number of hours contributed by each employee. PharmaCann will host clean-up days annually near a dispensary location. PharmaCann will then solicit feedback from each employee to learn about their experiences and determine whether adjustments should be made in the future with regards to this program.

Goal 4: PharmaCann will make an annual contribution to, and participate in, the CultivatED program, or a similar program, which will in turn support the mission of empowering, educating, and employing individuals from areas of disproportionate impact, as identified by the Massachusetts Cannabis Control Commission.

Program: PharmaCann will make a minimum annual financial contribution of at least \$10,000 to the CultivatED program, or a similar program, to help promote participation in the cannabis industry by those who were disproportionately harmed by marijuana prohibition. CultivatED is a jails-to-jobs cannabis program that focuses on issues such as expungement, education and employment for those harmed populations. PharmaCann will provide money to CultivatED to support its mission and goals and will host a fellow at their cultivation and dispensary locations. Attached as Exhibit C, please find a letter from CultivatED acknowledging acceptance of funds from cannabis license holders.

Measurement: PharmaCann will maintain a record of its annual donations to, and participation in, the CultivatED, or a similar, program. PharmaCann will keep records of feedback that we receive relative to the impact of our contributions, if any. This will in turn help us make decisions about adjustments that need to be made in the future.

PharmaCann is also exploring additional opportunities in Wareham, Worcester, Mansfield and Walpole, areas of disproportionate impact close to Franklin, and will provide evidence of this, if any, during our annual renewal.

CONCLUSION

Through charitable giving, hiring from areas of disproportionate impact, volunteer time, and providing educational opportunities for those who have been adversely impacted, PharmaCann will ensure a positive impact in Massachusetts. PharmaCann will conduct continuous and regular evaluations of the implementation of its goals and at any point will retool its policies and procedures in order to better accomplish the goals set out in this Plan for Positive Impact. Additionally, any actions taken, or programs instituted, by PharmaCann as part of this plan will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

Exhibit A



TURNING POINT

October 1, 2019

Shelley Stormo, Executive Director
PharmaCann
190 South LaSalle, Suite 2950
Chicago, Illinois 60603

Dear Shelley,

On behalf of all of us at Turning Point and the Wareham Committee for the Homeless, it was a pleasure to speak to your Director of Field Operations, Rachel yesterday and spend time discussing how your company can support our organization to enhance the lives of those who live in our community.

We are most grateful for your commitment to support our organization and mission and would be willing and able to accept a \$2000.00 monetary donations from PharmaCann. These funds would make a true and measurable difference in our organization's capacity to help meet the basic needs of those who seek our services and support; especially our special programs like BabyPoint.

Thanks again for reaching out to us and I look forward to working with you,

Jennifer Costa
Board of Directors, WACH/Turning Point

Exhibit B



June 10, 2020

Shelley Stormo
Verilife
939 Boston Turnpike
Shrewsbury, MA 01545

Dear Shelley,

It is with gratitude that Shrewsbury Youth and Family Services, Inc. is able to accept Pharmacannis' offer of sponsorship to be paid in the amount of \$5000 after 90 days of operation with an additional \$5000 to be paid after the second 90 days of operation.

let us know if you have any questions or need any additional information.

We wish you a smooth opening in Shrewsbury!

Warmest regards,

Christine Mowry

Christine Mowry
Executive Director
Shrewsbury Youth and Family Services, Inc.



MASS CultivatED

February 24, 2020

Cannabis Control Commission
Union Station
2 Washington Square
Worcester, MA 01604

RE: Acceptance of Cannabis Funds

Dear Cannabis Control Commission:

It is with great pleasure that we inform you that we will be graciously accepting contributions from licensed Massachusetts cannabis companies in order to assist in funding our program, CultivatED.

CultivatED is a first in the nation jails to jobs cannabis program that focuses on issues such as expungement, education and employment for those who have been affected by the prohibition of cannabis in the Commonwealth. We are an innovative public-private partnership providing our fellows with a robust co-op education program, legal services, workforce preparedness training, and cannabis externships with livable wages and benefits. We work closely with organizations such as Greater Boston Legal Services, Roxbury Community College and the Urban League of Eastern Massachusetts to achieve our program goals.

We appreciate the opportunity to allow Massachusetts licensed cannabis companies to participate through their contributions. Please do not hesitate to contact us should you have any additional questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Ryan Dominguez', is written over a horizontal line. The signature is fluid and cursive.

Ryan Dominguez

BYLAWS

PHARMACANNIS MASSACHUSETTS, INC.

Article I: Offices

Section 1. Principal Office. The principal office of the Corporation shall be 1010 Lake Street, 2nd Floor, Oak Park, Illinois, 60301.

Section 2. Other Offices. The Board of Directors may establish branch or subordinate offices at any time and at any place.

Article II: Purpose

To make cannabis products available to qualified patients and their personal caregivers in a safe, healthy, and clean environment that complies with the laws of The Commonwealth of Massachusetts and the directives of the Massachusetts Department of Public Health and the Massachusetts Cannabis Control Commission. Additionally, the purpose includes providing palliative and other services to qualified patients, as well as educational materials regarding the potential benefits and dangers associated with the use of medical marijuana. As permitted by law, the Corporation may engage in any and all activities in furtherance of, related to, or incidental to these purposes.

Article III: Shareholders

Section 1. Annual Meeting. A meeting will be held annually for the purpose of electing members of the Board of Directors (the "Directors") of the Corporation and for transacting such other business as may come before the meeting. The annual meeting will be held on a date and time designated by the Board of Directors.

Section 2. Special Meetings. Special meetings of the Shareholders may be called at any time by the Board of Directors, by the President, or by Shareholders entitled to cast in total not less than 50 percent of the votes at that meeting. If a special meeting becomes called by anyone other than the Board of Directors, the person calling the meeting will make a written request to the Corporation specifying the time and date of the meeting and the general nature of the business proposed to be transacted.

Section 3. Place of Meeting. Shareholders' meetings will be held at any place within or outside the Commonwealth of Massachusetts at a place to be determined at the Board of Directors discretion. If no designation of the location gets made for any annual or special meeting of the Shareholders, the meetings shall be held at the corporation's principal place of business.

Section 4. Notice. Written notice of any Shareholder meeting will be given not less than 10 days before the date of the meeting to each Shareholder entitled to vote at that meeting. The notice shall state the place, date, and hour of the meeting. If, for a special meeting, the notice shall state the purpose of the meeting. A mailed notice is effective when deposited in the United States mail with postage prepaid and the proper address of the Shareholder as appearing on the records of the corporation.

Section 5. Quorum and Required Vote. A majority of the outstanding voting shares, whether represented in person or by proxy, shall constitute a quorum entitled to take action at a meeting of

Shareholders. Without a quorum, a majority of the represented Shareholders may adjourn the meeting to another time without further notice.

Section 6. Consent of Shareholders in Lieu of Meeting. Any action to be taken at any annual or special meeting of Shareholders may be taken without a meeting, without prior notice, and without a vote, if a signed consent in writing, setting forth the action so taken, gets presented by the holders of outstanding shares having not less than the minimum number of shares that would be necessary to authorize or pass such an action were a meeting otherwise called and all votes cast.

Article IV: Directors

Section 1. Powers. The Board of Directors will manage the business and affairs of the Corporation by or under the Board.

Section 2. Number and Tenure. The Board will consist of one or more Directors, all of whom shall be natural persons who shall be elected for a term of three years. Each Director shall hold office until a successor becomes elected and qualified. Directors do not need to be Shareholders. Any Director may resign at any time upon notice given in writing to the Corporation. The authorized number of Directors will be one (1) until changed by a duly adopted amendment to the Bylaws adopted by the vote or written consent of a majority of the outstanding Shareholders.

Section 3. Vacancies. A vacancy in the Board of Directors will exist if a Director resigns, dies, or becomes removed by the Shareholders; or when a court of appropriate jurisdiction declares the Director of unsound mind or enters a felony conviction against a Director; or when the authorized number of Directors increases.

Section 4. Regular Meetings. By resolution, the Board may give the time and place, either within or outside the Commonwealth of Massachusetts, for the holding of regular Board meetings without any notice other than that of the resolution.

Section 5. Special Meetings. Special meetings of the Board of Directors may be called for any purpose at any time by the Chairman of the Board, the President, or a majority of Directors.

Section 6. Quorum. A majority of the authorized number of Directors will be considered a quorum to transact business.

Section 7. Notice of Meetings. Any regular meeting of the Board may be held without notice of the date, time, and place of the meeting. Any special meeting of the Board may be preceded by at least a two (2)-day notice of the date, time, and place of the meeting. The Board may give this notice personally, by mail, facsimile, electronic mail, or by any other method allowed by law. Notice is effective at the earliest of: (a) receipt; (b) delivery to the proper address or telephone number as shown in the Corporation's records; or (c) five (5) days after its deposit in the United States mail, with postage prepaid and the correct address noted.

Section 8. Waiver of Notice. Notice of a meeting need not be given to any Director who signs a written waiver delivered to the Corporation for inclusion in the minutes or for filing with the corporate records.

Section 9. Action by Directors Without A Meeting. Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if all members of the Board consent to it in writing.

Section 10. Presence through Communications Equipment. Unless otherwise provided by law or by the articles of organization, Directors may participate in any meeting of the board of Directors by means of a conference telephone or similar electronic or communications equipment by mean of which all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.

Article V: Officers

Section 1. Officers. The Officers of the Corporation will consist of the President, the Treasurer, and the Secretary. Officers shall be elected for three years and shall hold office until their successors become elected and qualified. An appointee may hold one or more offices. Teddy Scott shall initially serve as President, Treasurer and Secretary.

Section 2. Removal and Resignation. Any Officer or agent appointed by the Board may be removed by the Board at any time with or without cause. Any Officer may resign at any time by giving written notice to the Corporation.

Section 3. Vacancies. The Board may fill a vacancy due to resignation, removal, disqualification, death, or otherwise.

Section 4. President. The President shall preside at all meetings of Shareholders and Directors, have the general management and supervision of the affairs of the Corporation, and shall perform all other duties as determined by the Board.

Section 5. Treasurer. The Treasurer shall have the custody of all moneys and securities of the corporation and shall keep accurate financial records for the Corporation.

Section 6. Secretary. The Secretary shall issue notices for all meetings except for notices for special meetings of the Shareholders and special meeting of the Directors; shall prepare the minutes of the meetings of the Shareholders and meetings of the Board; and shall keep a record of Shareholders at the principal office.

Article VI: Liability

Section 1. No Personal Liability. The directors and the officers of the Corporation shall not be personally liable for any debt, liability or obligation of the Corporation for or arising out of a breach of fiduciary duty as an officer or director notwithstanding any provision of law imposing such liability; provided, however, that the foregoing shall not eliminate or limit the liability of an officer or director to the extent that such liability is imposed by applicable law for acts or omissions not in good faith or which involve intentional misconduct, recklessness, or a knowing violation of the law.

Section 2. Corporate Obligations. 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.

Section 3. Indemnification. The Corporation shall, to the extent legally permissible, indemnify any person serving or who has served at any time as a director, executive director, president, vice president, treasurer, assistant treasurer, clerk, assistant clerk or other officer of the Corporation, or at its request as a director or officer of any organization, or at its request in any capacity with respect to any employee benefit plan, and may indemnify an employee or other agent who has so served, against all liabilities and expenses, including, without limitation, amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while in office or thereafter, by reason of his being or having been such a director or officer, except with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith; provided, however, that as to any matter disposed of by a compromise payment by such person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise and indemnification shall be approved by a majority vote of the Board.

Article VII: Amendments

These Bylaws may be adopted, altered, amended or repealed, in whole or in part, by a two-thirds (2/3) vote of a majority of the directors then in office.

Article VIII: Powers

Section 1. Statement of Powers. By and through the Board, the Corporation shall have the power to do any and all lawful acts which may be necessary or convenient to affect the purpose for which the Corporation is organized, and to assist other organizations or persons whose activities further accomplish, foster or attain such purposes. The Corporation shall have the power to lease, sell, mortgage, transfer, in such manner and on such terms as they may deem advisable, all property, real or personal; to acquire, by purchase or otherwise, and retain for whatever period they shall think proper, all kinds of real and personal property and every kind of investment, including cash, securities and other property; to execute agreements and contract in furtherance of the business of the Corporation; to settle, compromise or pay any claims, including taxes, in accordance with law; to secure, hold and maintain municipal and state licenses and permits; to collect rents and other proceeds from real estate not specifically devised and to pay all carrying charges thereon and make such repairs thereto as they deem proper without the necessity of obtaining leave of any court.

Section 2. Investments. The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Directors, without being restricted to the class of investments, provided, however, that no action shall be taken by or on behalf of the Corporation if such action is a prohibited transaction under Massachusetts law.

Section 3. Loans. No moneys shall be borrowed on behalf of the Corporation and no evidences of such indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 4. Deposits. All funds of the Corporation, not otherwise employed, shall be deposited from time to time to the credit of the Corporation in such banks, investment firms or other depositories as the Board of Directors shall select.

Section 5. Audits. Within three (3) months after the close of the Corporation's fiscal year, the Corporation will prepare reviewed financial statements in accordance with generally accepted accounting principles (GAAP) and make these statements available to all Shareholders and, if required by law, to the Massachusetts Department of Public Health and the Massachusetts Cannabis Control Commission.

Section 6. Insurance. The Corporation may purchase and maintain insurance (including but not limited to insurance for legal expenses and costs incurred in connection with defending any claim, proceeding or lawsuit) on behalf of any person who is or was a director, officer, employee, fiduciary or agent of the Corporation or who, while serving in this role, is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee, fiduciary or agent of any other foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, against any liability asserted against him or incurred by him in any such capacity, or arising out of his status as such. In addition, the Corporation shall maintain liability insurance coverage in compliance with 105 CMR 725.105(Q), or any other provision of Massachusetts law or regulation.

Article IX: Anti-Trust Policy

The Corporation shall comply fully with all federal and state antitrust laws which prohibit companies from working together to restrict competition. The Corporation and its directors and officers are informed about antitrust laws and recognize possible antitrust issues or questions. While competitors in the Massachusetts medical marijuana industry may collaborate, such competitors may not unlawfully restrict competition within the industry. The Corporation shall not engage in any anti-competitive activities. Furthermore, to ensure against inadvertent violations of applicable antitrust laws and except to ensure that prices are affordable for the Corporation's patients, and to prevent diversion for non-medical purposes, directors, officers and employees shall not discuss with competitors:

1. Pricing strategies for medical marijuana or related products and services;
2. Establishment of market monopolies for products or services;
3. Refusal to deal with a company because of pricing or distribution practices for medical marijuana or related products or services;
4. Strategies or plans to give business or remove business from a specific company.

Furthermore, directors, officers, and employees shall not engage in any actions or understandings arising in the context of the Corporation's activities which appear to be anti-competitive in purpose or inconsistent with this policy.

Article X: Severability

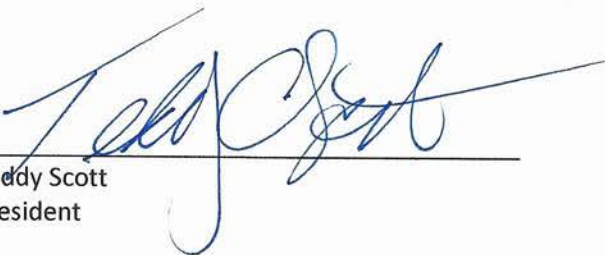
The invalidity or unenforceability of any provisions of these Bylaws shall not affect the validity or enforceability of any other provision of these Bylaws, which shall remain in full force and effect.

Article XI: Dissolution

Dissolution of the Corporation will comply with Massachusetts law. The Directors may authorize a petition for the dissolution of the Corporation. A two-thirds vote will be required for such dissolution. Articles of Dissolution will be filed with the Massachusetts Secretary of State. All outstanding annual reports will be filed with the Secretary of State. A letter to the Massachusetts Department of Revenue on the Corporation's letterhead will be sent stating that the Corporation is dissolving. All outstanding business will be completed. All outstanding debts will be paid, and all assets transferred or liquidated in accordance with law. Any remaining funds in the Corporation will be distributed as per the direction of the directors at the meeting authorizing the dissolution.

In the event that the dissolution also requires one or more marijuana establishment locations to close, cease conducting business or dissolve, the board of directors shall vote to take the following actions: (i) written notice to the Massachusetts Department of Public Health and the Massachusetts Cannabis Control Commission; (ii) written notice to patients and caregivers via mail, or in-person if the opportunity arises to notify the patient or caregiver arises prior to the closing of the doors of the Corporation's place of business; (iii) any remaining cannabis product will be destroyed at the close of business, and disposed of in a manner consistent with 105 CMR 725.000 et seq. and with the policies and procedures of the RMD.

As set forth above, these Bylaws have been adopted by a vote of the Board as per Article VII and affirmed by the President of the Corporation on this 2 day of April 2018.



Teddy Scott
President

BRIGHTON HEALTH ADVOCATES, INC.
Directors' Consent

The undersigned, being two thirds or more of the Directors of BHA, Inc., a Massachusetts Not-For-Profit Corporation (the "Corporation"), pursuant to the provisions of Chapter 156D, Section 8.21, hereby consents to the adoption of the following vote:

VOTED: That, pursuant to the provisions of Sections 8.21, 9.51, 9.53 and 9.55 of Chapter 156D, and 950 CMR 113.30, the Corporation be converted into a Massachusetts business corporation, to be known as PHARMACANNIS MASSACHUSETTS INC; that the Plan of Conversion attached hereto as Attachment A is hereby deemed to be consistent with the purpose of the Corporation and is hereby approved; and, that the Executive Director of the Corporation is authorized to take all necessary actions to effectuate such conversion in accordance with the Plan of Conversion, including executing and filing of an Articles of Entity Conversion of a Domestic Non-Profit with a Pending Provisional or Final Certification to Dispense Medical Use Marijuana to a Domestic Business Corporation substantially in the form attached hereto as Attachment B (the "Articles") with the Department of Public Health and the Massachusetts Secretary of Commonwealth's Office (the "Secretary").


VOTED: That, upon acceptance of the Articles by the Secretary, the officers and directors of the Corporation shall be as set forth in the Articles.

VOTED: That, upon acceptance of the Articles by the Secretary, and in exchange for valuable consideration, including the sum of Ten Dollars (\$10.00), the Corporation shall issue One Thousand (1,000) shares (equivalent to 100%) of its Common Stock to Pharmacann Mass LLC.

Dated: February 22, 2018



Darren Blume

Timothy Philosophos


Michelle Stormo

BRIGHTON HEALTH ADVOCATES, INC.
Directors' Consent

The undersigned, being two thirds or more of the Directors of BHA, Inc., a Massachusetts Not-For-Profit Corporation (the "Corporation"), pursuant to the provisions of Chapter 156D, Section 8.21, hereby consents to the adoption of the following vote:


VOTED: That, pursuant to the provisions of Sections 8.21, 9.51, 9.53 and 9.55 of Chapter 156D, and 950 CMR 113.30, the Corporation be converted into a Massachusetts business corporation, to be known as PHARMACANNIS MASSACHUSETTS INC; that the Plan of Conversion attached hereto as Attachment A is hereby deemed to be consistent with the purpose of the Corporation and is hereby approved; and, that the Executive Director of the Corporation is authorized to take all necessary actions to effectuate such conversion in accordance with the Plan of Conversion, including executing and filing of an Articles of Entity Conversion of a Domestic Non-Profit with a Pending Provisional or Final Certification to Dispense Medical Use Marijuana to a Domestic Business Corporation substantially in the form attached hereto as Attachment B (the "Articles") with the Department of Public Health and the Massachusetts Secretary of Commonwealth's Office (the "Secretary").

VOTED: That, upon acceptance of the Articles by the Secretary, the officers and directors of the Corporation shall be as set forth in the Articles.

VOTED: That, upon acceptance of the Articles by the Secretary, and in exchange for valuable consideration, including the sum of Ten Dollars (\$10.00), the Corporation shall issue One Thousand (1,000) shares (equivalent to 100%) of its Common Stock to Pharmacann Mass LLC.

Dated: February 22, 2018

Darren Blume



Timothy Philosophos

Michelle Stormo

Attachment A

**PLAN OF ENTITY CONVERSION of
BRIGHTON HEALTH ADVOCATES, INC.**

Pursuant to Mass. Gen. Laws Chapter 156D, Section 9.50(c) and 950 CMR 113.30, Brighton Health Advocates, Inc., a Massachusetts non-profit corporation, shall be converted into a domestic business corporation to be known as Pharmacannis Massachusetts, Inc., effective upon the filing of Articles of Entity Conversion of a Domestic Non-Profit with a Pending Provisional or Final Certification to Dispense Medical Use Marijuana, in the form attached hereto as Exhibit A, with the Massachusetts Secretary of State.

**BRIGHTON HEALTH ADVOCATES, INC.
CERTIFICATE OF CORPORATE RESOLUTION**

I, Michelle Stormo, Executive Director of Brighton Health Advocates Inc., a Massachusetts nonprofit corporation (the "Corporation") having its principal place of business at 81 Technology Park Drive, East Falmouth, Massachusetts 02536, hereby certify that the following is a true copy of the resolution adopted by a unanimous vote of the Board of Directors of the Corporation (the "Board") at a meeting convened and held on February 22, 2018, at 9:30 a.m. over the phone, at which a quorum was present and voting throughout and that such resolutions are now in full force and effect and are in accordance with the provisions of the articles of organization and by-laws of the Corporation.

WHEREAS: The Corporation desires, and deems it to be in the best interests of the Corporation, to convert to a domestic business corporation, pursuant to Chapter 156D of Massachusetts General Law; and

WHEREAS: On or about July 28, 2017, the legislature adopted, and Governor Baker signed an amendment to the Massachusetts General Laws, codified at Chapter 55 of the Acts of 2017, including Section 72 thereof authorizing such conversion.

RESOLVED: That the Board has voted to convert the Corporation to a domestic business corporation by the exact name of Pharmacannis Massachusetts Inc.

RESOLVED: That in accordance with Section 72, the Board has determined that such plan of entity conversion is consistent with its purpose and shall therefore surrender its articles of organization in connection with the plan of entity conversion.

RESOLVED: That the initial allocation of shares in Pharmacannis Massachusetts Inc. shall be in the amount of One Thousand (1,000) common shares, and that the owner of One Hundred Percent (100%) of such common shares shall be Pharmacann Mass LLC, a Massachusetts LLC with the usual place of business at 1010 Lake street, 2nd Floor, Oak Park, Illinois 60301.

RESOLVED: That in accordance with Section 72, it is the intention of the Board that neither the entity conversion nor the issuance of any shares, interests, or other securities, obligations, rights to acquire interests or other securities, cash, other property or any combination of the foregoing, set forth in or resulting from the plan of entity conversion shall be subject to taxation or result in the imposition of any tax by the Commonwealth.

RESOLVED: That the Board hereby directs its Executive Director to prepare a document titled "Articles of Entity Conversion of a Provisional or Final Certification to Dispense Medical Use Marijuana to a Domestic Business Corporation," in a form attached hereto and to affect such conversion.

RESOLVED: That the Board hereby directs its Executive Director to submit said form to the Massachusetts Department of Public Health ("DPH") for its consideration and certification.

RESOLVED: That the Executive Director is hereby directed to request that DPH certify that the Corporation is registered with DPH, or that the Corporation has an application pending before DPH.

RESOLVED: That the officers and directors of the Corporation are hereby authorized and directed to certify to any interested party that this resolution has been duly adopted, is in full force and effect and is in accordance with the provisions of the articles of incorporation and by-laws of the Corporation.

RESOLVED: That the officers are authorized and directed to take such further actions and sign such additional documents as may be necessary or reasonably requested to effect the actions or consummate the transactions approved herein.

RESOLVED: That all actions taken by the officers and directors of the Corporation, as reflected in the books and records of the Corporation through the date hereof, be and they hereby are approved, ratified and confirmed.

I further certify that the Corporation is duly organized and existing, and has the power to take the action called for by the foregoing resolution.

Michelle Stormo

Michelle M. Stormo
Executive Director

2/22/18
Date

D

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Entity Conversion of a Domestic Non-Profit with a Pending Provisional or Final Certification to Dispense Medical Use Marijuana to a Domestic Business Corporation (General Laws Chapter 156D, Section 9.53; 950 CMR 113.30)

FORM II

Brighton Health Advocates, Inc. is a registrant
with the Department of Public Health
in accordance with 105 CMR 725.100(C)
as of February 27, 2018.

Bryan Harter
Bryan Harter
Director

Medical Use of Marijuana Program
Bureau of Healthcare Safety and Quality
Massachusetts Department of Public Health

463307025

- (1) Exact name of the non-profit: Brighton Health Advocates, Inc.
- (2) A corporate name that satisfies the requirements of G.L. Chapter 156D, Section 4.01:
Pharmacannis Massachusetts Inc.
- (3) The plan of entity conversion was duly approved in accordance with the law.
- (4) The following information is required to be included in the articles of organization pursuant to G.L. Chapter 156D, Section 2.02(a) or permitted to be included in the articles pursuant to G.L. Chapter 156D, Section 2.02(b):

ARTICLE I

The exact name of the corporation upon conversion is:

Pharmacannis Massachusetts Inc.

ARTICLE II

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

To transact business as a marijuana establishment in accordance with Chapter 55 of the Acts of 2017, and to engage in the cultivation, processing, and sale of marijuana and marijuana infused products, and to engage in any other lawful business.

5

ARTICLE III

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

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common	1,000			

ARTICLE IV

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

All common shares shall have the same rights, privilege, preference, and priority.

ARTICLE V

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

None.

ARTICLE VI

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

See attachment VI

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

ATTACHMENT VI

- (a) **Personal liability of directors.** No director shall have personal liability to the corporation for monetary damages for breach of his or her fiduciary duty as a director notwithstanding any provision of law imposing such liability, provided that this provision shall not eliminate or limit the liability of a director: (i) for any breach of the director's duty of loyalty to the corporation or its shareholders; (ii) for acts of omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) for improper distributions under Section 6.40 of Chapter 156D of the General Laws of Massachusetts; or (iv) for any transaction from which the director derived an improper personal benefit. Any repeal or modification of this provision, directly or indirectly, such as by adoption of an inconsistent provision of these Articles, shall not adversely affect any right or protection of a Director of the Corporation existing at the time of such repeal or modification.
- (b) **Authorization of directors to make, amend, or repeal bylaws.** The board of directors may make, amend or repeal the bylaws in whole or in part, except with respect to any provision thereof which by virtue of an express provision in Chapter 156D of the General Laws of Massachusetts, these Articles or the bylaws requires action by the shareholders.
- (c) **Shareholder action without a meeting by less than unanimous consent.** Action required or permitted by Chapter 156D of the General Laws of Massachusetts to be taken at a shareholders' meeting may, pursuant to Section 7.04 of Chapter 156D, be taken without a meeting by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting.
- (d) **Shareholder vote required to approve matters acted on by shareholders.** The affirmative vote of a majority of all the shares eligible to vote on a matter shall be sufficient for the approval of the matter, notwithstanding any greater vote on the matter otherwise required by any provision of Chapter 156D of the General Laws of Massachusetts.
- (e) **Minimum number of directors.** The board of directors may consist of one or more individuals, notwithstanding the number of shareholders.

ARTICLE VII

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

ARTICLE VIII

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

- a. The street address of the initial registered office of the corporation in the commonwealth:
465 Hopping Brook Road, Holliston, MA 01746
- b. The name of its initial registered agent at its registered office:
Teddy Scott
- c. The names and addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

President: Teddy Scott

Treasurer: Teddy Scott

Secretary: Teddy Scott

Director(s): Teddy Scott

- d. The fiscal year end of the corporation:
December 31
- e. A brief description of the type of business in which the corporation intends to engage:
Marijuana Establishment
- f. The street address of the principal office of the corporation:
1010 Lake Street, Floor 2, Oak Park, IL 60301
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

465 Hopping Brook Road, Holliston, MA 01746

(number, street, city or town, state, zip code)

, which is

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

Signed by: Michelle M. Stamo
(signature of authorized individual)

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

on this 22nd day of February, 2018

COMMONWEALTH OF MASSACHUSETTS

SECRETARY OF THE
COMMONWEALTH

2018 MAR 12 AM 11:44

CORPORATION'S DIVISION

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

**Articles of Entity Conversion of a
Domestic Non-Profit with a Pending Provisional or
Final Certification to Dispense Medical Use Marijuana
to a Domestic Business Corporation**
(General Laws Chapter 156D, Section 9.53; 950 CMR 113.30)

I hereby certify that upon examination of these articles of conversion, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 475 having been paid, said articles are deemed to have been filed with me this 12 day of March, 20 18, at 11:14 a.m./p.m.
time

Effective date: _____
(must be within 90 days of date submitted)


WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

JB
Examiner
DB
Name approval

Filing fee: Minimum \$250

2668

TO BE FILLED IN BY CORPORATION
Contact Information:

C
M

Andrea F. Nuciforo, Jr.

One International Place, Suite 1400

Boston, MA 02110

Telephone: (617) 535-7720

Email: anuciforo@nuciforo.com

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

1307168



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

William Francis Galvin
Secretary of the
Commonwealth

Date: October 19, 2020

To Whom It May Concern :

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

PHARMACANNIS MASSACHUSETTS INC.

is a domestic corporation organized on **March 12, 2018** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

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

Secretary of the Commonwealth

Certificate Number: 20100411720

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

Processed by: tad



Commonwealth of Massachusetts
Department of Revenue
Geoffrey E. Snyder, Commissioner

mass.gov/dor

Letter ID: L0599612992
Notice Date: October 8, 2020
Case ID: 0-000-966-119



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



PHARMACANNIS MASSACHUSETTS INC.
112 MAIN ST
WAREHAM MA 02571-2171

Why did I receive this notice?

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

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

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

What if I have questions?

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

Visit us online!

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

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- 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
EXECUTIVE OFFICE OF LABOR AND WORKFORCE DEVELOPMENT
DEPARTMENT OF UNEMPLOYMENT ASSISTANCE

Charles D. Baker
GOVERNOR

Karyn E. Polito
LT. GOVERNOR



278166066

Rosalin Acosta
SECRETARY

Richard A. Jeffers
DIRECTOR

PharmaCann LLC
190 S LA SALLE ST STE 2950
CHICAGO, IL 60603-3416

EAN: 22154827
October 26, 2020

Certificate Id:42209

The Department of Unemployment Assistance certifies that as of 10/26/2020 ,PharmaCann LLC is current in all its obligations relating to contributions, payments in lieu of contributions, and the employer medical assistance contribution established in G.L.c.149,§189.

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

Richard A. Jeffers, Director

Department of Unemployment Assistance



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

10/13/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an **ADDITIONAL INSURED**, the policy(ies) must have **ADDITIONAL INSURED** provisions or be endorsed. If **SUBROGATION** IS **WAIVED**, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Assurance, a Marsh & McLennan Agency LLC company 20 N Martingale Road Suite 100 Schaumburg IL 60173	CONTACT NAME: Emily Laudont PHONE (A/C, No, Ext): (312) 625-5914 E-MAIL ADDRESS: elaudont@assuranceagency.com FAX (A/C, No): (847) 440-9127
INSURED PharmaCann Inc 190 South LaSalle, Suite 2950 Chicago, IL 60603	INSURER(S) AFFORDING COVERAGE INSURER A: Redwood Fire & Casualty Insura INSURER B: Progressive Casualty Insurance INSURER C: Crum & Forster Specialty Insur INSURER D: INSURER E: INSURER F:
	NAIC # 11673 24260 44520

COVERAGES**CERTIFICATE NUMBER:** 48609221**REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
C	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input checked="" type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input checked="" type="checkbox"/> LOC OTHER:			GLC037634	9/22/2020	9/22/2021	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 300,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$
B C	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input checked="" type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS ONLY <input checked="" type="checkbox"/> NON-OWNED AUTOS ONLY			011369831 GLC037634	9/20/2020 9/22/2020	9/20/2021 9/22/2021	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
C	UMBRELLA LIAB <input type="checkbox"/> OCCUR <input checked="" type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED <input checked="" type="checkbox"/> RETENTION \$ 0			SEC102221	9/22/2020	9/22/2021	EACH OCCURRENCE \$ 5,000,000 AGGREGATE \$ 5,000,000
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N <input checked="" type="checkbox"/> N	N/A	PHWC124689	3/1/2020	3/1/2021	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

*Automobile policy #011369831 is placed directly by the Insured. This information is provided for information only and has not been verified to be current by our agency.

RE: 164 Grove Street, Franklin, MA

Proof of Insurance

CERTIFICATE HOLDER**CANCELLATION**

Cannabis Control Commission
Union Station
2 Washington Square
Worcester MA 01604

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

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Business Plan

PharmaCannis Massachusetts, Inc., a Massachusetts limited liability company, is a wholly-owned subsidiary of PharmaCann Inc. (“PharmaCann” or the “Company”). PharmaCann was founded in 2014 by a group of mission-driven individuals who saw a need to bring a science-based, professional approach to a cannabis industry that was quickly becoming recognized as a viable alternative for patients suffering from debilitating conditions.

Since its founding, PharmaCann has grown to over 650 employees operating 18 cannabis facilities (4grow/process facilities; 14 dispensaries) and serving thousands of patients and customers in highly regulated states. PharmaCann has grown organically around a core of objective, data-driven professionals with a range of expertise including chemical engineering, pharmaceutical research, healthcare, horticulture, retail operations management, logistics, information technology, accounting, finance, regulatory compliance, and law. PharmaCann does not rely on consultants or non-employee advisors. PharmaCann is led by a management team experienced with a demonstrated capability to execute, and in a relatively short period of time, PharmaCann has grown to be one of the country’s leading cannabis organizations.

Products: PharmaCann’s proposed co-located medical and adult use dispensing facility will offer whole flower cannabis, cannabis-infused products such as tinctures, salves, edible options and cooking mediums, as well as ancillary accessory and storage products.

Vision: PharmaCann’s vision is to become the highest-quality and safest cannabis dispensary in the country.

Mission: Establish the gold standard dispensary and the industry standard transparent operating model while maintaining the needs of customers with safe, high-quality products.

Company Ownership and Management Structure

PharmaCannis Massachusetts Inc. is a Massachusetts corporation and a wholly-owned subsidiary of PharmaCann, which as the parent company provides the highest level of compliance, transparency and accountability to regulators, accountants, and financial institutions. PharmaCann is managed by a Board of Directors, including the Company’s CEO, Brett Novey, who is the senior corporate officer in charge of managing the Company. Reporting to the CEO is a leadership team consisting of officers such as the Chief Operating Officer and Chief Financial Officer. The leadership team meets on a bi-weekly basis to ensure that PharmaCann’s multi-state operations are aligned with corporate strategy. Reporting to the leadership team is an operational

team of functional and production leaders across the firm, including geographic-specific directors.

PharmaCann's Executive Director of Massachusetts, Shelley Stormo, oversees the Company's current operations in Massachusetts. The Company is currently operating a co-located medical and adult use dispensary in Wareham, MA, the fourth adult use dispensary to open in the Commonwealth, MTC cultivation operations in Holliston, MA, and Adult Use Marijuana Retailer in Shrewsbury, MA. Additionally, the Company has a provisional adult use cultivation license and a provisional MTC license for the Franklin, MA. PharmaCann's operations in Massachusetts have maintained full compliance with state and local regulatory directives.

Financial Plan

PharmaCann believes ample access to capital and prudent financial management are necessary to provide an uninterrupted supply of cannabis in safe and compliant facilities. While PharmaCann intends to build and maintain financially and operationally sound recreational and medical dispensaries in Massachusetts that will thrive on their own, PharmaCann is also able to rely on its cash flow generating operations and the sources of additional capital it maintains.

Funding from Internal Operations: In addition to its balance sheet assets, PharmaCann can utilize funds generated internally from its rapidly expanding operations as a source of capital. PharmaCann currently operates two dispensaries in Massachusetts and recently commenced cultivation operations at its MTC cultivation facility in Holliston, MA. PharmaCann expects revenues generated from its existing operations to contribute positively to its overall cash position.

Fundraising History: The success of PharmaCann to date can be attributed not only to its strategy and operational excellence, but also to its ability to quickly raise significant amounts of capital. PharmaCann has already raised over \$311 million in capital through a variety of sources, as set forth below. All of the sources of capital available to PC are currently available, and will remain available, to PharmaCann in order to fund any dispensary-related expenses in Massachusetts.

	\$ MM's
Priced equity round I (9/2014)	\$20.4
Priced equity round II (5/2015)	\$5.0
Priced equity round III (7/2015)	\$15.3

PharmaCannis Massachusetts Inc.

Convertible note I (9/2016)	\$23.8
Sale / leaseback transaction (12/2016)	\$30.0
Convertible note II (11/2017)	\$20.0
Priced equity round IV (as of 12/13/2017)	\$15.5
Sale / leaseback transaction (5/2018, amended 2/2020)	\$30.5
Priced equity round IV (as of 6/2018)	\$30.5
Convertible Note III (8/2018)	\$12.0
Sale / leaseback transaction (2/2019)	\$20.0
Sale / leaseback transaction (8/2019)	\$26.0
Sale / leaseback transaction (11/2019)	\$28.0
Sale / leaseback transaction (2/2020)	\$4.7
Priced equity round V (as of 3/2020)	\$19.6
Convertible Note IV (5/2020 & 8/2020)	\$10.0
Total capital / cash raised as of 9/30/2020	\$311.3

Quality Control and Testing Procedures

In accordance with 935 CMR 500.140(9), Pharmacannis Massachusetts, Inc. (“PharmaCann”) will not sell or market any marijuana product (including marijuana) for adult use that has not been tested by an Independent Testing Laboratory first, except as allowed under 935 CMR 500.000. Testing of 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 2016 by the DPH in compliance with 500.160(1). In accordance with 935 CMR 500.160(2), PharmaCann will have a written policy responding to laboratory results that indicate contamination levels are above the acceptable limits established by DPH protocols identified in 935 CMR 500.160(1). The written policy will require that notification be provided to DPH and the notification communication will be in compliance with the requirements set forth under 935 CMR 500.160(2).

PharmaCann will provide adequate lighting, ventilation, temperature, humidity, space and equipment, in accordance with applicable provisions of 935 CMR 500.105 and 935 CMR 500.110 as required by 935 CMR 500.105(11)(a). The storage areas will be maintained in accordance with the security requirements of 935 CMR 500.110 and will be kept in a clean and orderly condition, free from infestations by insects, rodents, birds and any other type of pest in compliance with 935 CMR 500.105(11)c). PharmaCann will ensure that the dispensary has a separate area for storage of marijuana that is outdated, damaged, deteriorated, mislabeled, or contaminated, or whose containers or packaging have been opened or breached, unless such products are destroyed in compliance with 935 CMR 500.105(11)(b).

PharmaCann will provide employees with adequate and readily accessible toilet facilities that will be maintained in a sanitary condition and good repair as required by 935 CMR 500.105(3)(b)(13). The buildings, fixtures, and other physical facilities will be maintained in a sanitary condition as required by 935 CMR 500.105(3)(b)(8) and floors, walls, and ceilings will be constructed in a manner that allows them to be adequately kept clean and maintained in good repair as required by 935 CMR 500.105(3)(b)(6).

PharmaCann water supply will be sufficient for the dispensary’s operations as required by 935 CMR 500.105(3)(b)(11). In accordance with 935 CMR 500.105(3)(b)(12), the plumbing system for the dispensary will be of adequate size, design and adequately installed to maintain to carry sufficient quantities of water to required locations throughout the dispensary. Plumbing will properly convey sewage and liquid disposable waste from the dispensary. The operating systems for waste disposal will be maintained in an adequate manner pursuant to 935 CMR 500.105(3)(b)(12). Litter and waste will be properly removed, disposed of so as to minimize the development of odor and minimize the potential for the waste attracting and harboring as required

under 935 CMR 500.105(3)(b)(5).

Toxic items will be identified, held and stored in a manner that protects against contamination of marijuana as required by 935 CMR 500.105(3)(b)(10) and all products that can support the rapid growth of undesirable microorganisms are held in a manner that prevents the growth of such microorganisms as required by 935 CMR 500.105(3)(b)(14). The storage and transportation of finished products will be under conditions that will protect them against physical, chemical and microbial contamination as well as against deterioration of finished products or their containers in compliance with 935 CMR 500.105(3)(b)(15).

All edible products will be prepared, stored and handled in compliance with the sanitation requirements in 105 CMR 590.000: Minimum Sanitation Standard for Food Establishment as required by 935 CMR 500.105(3)(c). In accordance with 935 CMR 500.105(3)(b)(1), PharmaCann agents whose job responsibilities/duties includes contact with marijuana or nonedible marijuana products are subject to the requirements for food handlers specified in *105 CMR 300.000: Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements*. Agents working in direct contact with preparation of marijuana or nonedible marijuana products will conform to sanitary practices while on duty, including personal cleanliness and thorough hand-washing before starting work and at any other time when hands may have become soiled or contaminated as required by 935 500.105(3)(b)(2). The hand washing facilities within the dispensary will be adequate and convenient with running water at suitable temperatures and will conform to the requirements as required by 935 CMR 500.105(3)(b)(3). In addition, PharmaCann will provide effective hand cleaning and sanitizing preparations, sanitary towel service or suitable drying devices to ensure employees maintain good sanitary practices. There will also be sufficient space for the placement of equipment and storage of materials as necessary for the maintenance of sanitary operations, as required by 935 CMR 500.105(3)(b)(4). All contact surfaces in the dispensary, including utensils and equipment, will be maintained in a clean and sanitary condition in compliance with 935 CMR 500.105(3)(b)(9).

Maintaining Financial Records

PharmaCann Massachusetts, Inc. (“PharmaCann”) will maintain business records as required under 935 CMR 500.105(9)(e). Business records will include manual or computerized records of (i) assets and liabilities; (ii) monetary operations; (iii) books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, vouchers; (iv) Sales records including the quantity, form, and cost of marijuana products; (v) salary paid to each employee; (vi) stipend paid to each board member; and (vii) any executive compensation, bonus, benefit, or item of value paid to any individual affiliated or including members of the nonprofit corporation (if any) with the Marijuana Establishment.

PharmaCann will provide bi-annual sales data collected during the six months immediately preceding the application to the Commission in accordance with 935 CMR 500.140(6)(h). Separate accounting practices at the point-of-sale for marijuana and marijuana product sales and non-marijuana sales will be implemented as required by 935 CMR 500.140(6)(f).

Software or other methods that could be used to alter or manipulate sales data will not be utilized by PharmaCann as required by 935 CMR 500.140(6)(c). In accordance with 935 CMR 500.140(6)(d) PharmaCann will conduct monthly analysis of its equipment and sales data to ensure 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. Records of performed monthly analysis will be maintained by PharmaCann and available to the Commission upon request. PharmaCann will do the following if it is determined that software has been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data: (i) immediately disclose the information to the Commission; (ii) cooperate with the Commission in any investigation regarding manipulation or alteration of sales data; and (iii) take such other action directed by the Commission to comply with 935 CMR 500.105.

Financial records will be maintained for a minimum of three(3) years from the due date of the return or the date the return is actually filed, whichever occurs later, in accordance with 830 CMR 62C.25.1(7) and 935 CMR 500.140(6)(e). PharmaCann will maintain all records following the closure of the Marijuana Establishment for at least two years in a form and location acceptable to the Commission. The records will be maintained at the expense of PharmaCann.

Personnel Policies

General

In accordance with 935 CMR 500.101(1)(c) and 935 CMR 500.101(2)(e), Pharmacannis Massachusetts, Inc. (“PharmaCann” or “Company”) has developed personnel policies to serve as the foundation for the Human Resources team and managers to oversee all employee related matters. PharmaCann values its employees and believes that each one contributes directly to the Company’s success. PharmaCann promotes a culture where management and employees value the integrity of the company and the industry while also being wholly compliant with state cannabis regulations and applicable federal, state and local laws.

PharmaCann is an open door, equal opportunity employer and will make reasonable accommodations for qualified individuals with known disabilities, in accordance with applicable laws. All individuals hired by PharmaCann must be authorized to work in the US, which is verified by e-Verify. All employment at PharmaCann is at will and employees are paid bi-weekly on Fridays. All non-exempt employees are required to use a timekeeping system to record hours worked. PharmaCann complies with the salary basis requirements of the Fair Labor Standard Act (FLSA) and does not make improper deductions from the salaries of exempt employees. Company strives to create and maintain a work environment in which people are treated with dignity, decency and respect. Company will not tolerate unlawful discrimination or harassment of any kind. Through enforcement of this policy and by education of employees, PharmaCann will seek to prevent, correct and discipline behavior that violates this policy. All employees go through a monthly touch base with their manager to discuss, plan and review performance. All employees have access to and are encouraged to read the Employee Handbook.

PharmaCann is committed to fulfilling its obligations under the Americans With Disabilities Act and all other applicable state and federal statutes governing the workplace and its employees. It is the policy of the Company to hire, train, promote, compensate, and administer all employment practices without regard to medical condition or disability unrelated to the ability to perform a job with or without reasonable accommodation. Discrimination against job applicants or employees because they are disabled is prohibited and will not be tolerated. Every good faith effort will be taken by the Company to fulfill the objectives of this policy.

All PharmaCann employees must acknowledge that the dispensary is an alcohol, smoke, and drug-free workplace. All candidates for employment with PharmaCann must undergo and pass both a state and federal background check prior to beginning work in the dispensary. Company will also implement policies to ensure that confidential information will be properly maintained.

Training

Pursuant to 935 CMR 500.105(2), PharmaCann will ensure that all agents complete training prior to performing job functions. Training will be tailored to the roles and responsibilities of the job function of each agent, and at a minimum will include a Responsible Vendor Program under 935 CMR 500.105(2)(b). At a minimum, PharmaCann staff will receive eight hours of on-going training annually.

In accordance with 935 CMR 500.105(2)(b), all current owners, managers and employees of a PharmaCann that are involved in the handling and sale of marijuana for adult use at the time of licensure or renewal of licensure, as applicable, will have attended and successfully completed a responsible vendor program to be designated a “responsible vendor.” Once a licensee is designated a “responsible vendor,” all new employees involved in the handling and sale of marijuana for adult use shall successfully complete a responsible vendor program within 90 days of hire. This program will then be completed annually and those not selling or handling marijuana may voluntarily participate. Records of responsible vendor training program compliance will be maintained for four years and made available for inspection by the Commission and any other applicable licensing authority upon request during normal business hours.

Personnel Records

Pursuant to 935 CMR 500.105(9)(d), the Chief Human Resources Officer will maintain and make available to the Commission upon request the following personnel records: a) job descriptions for each employee and volunteer position, as well as organizational charts consistent with the job descriptions; b) a personnel record for each marijuana establishment agent, which will be maintained for at least 12 months after termination of the individual’s affiliation with PharmaCann and shall 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; and Notice of completed responsible vendor and eight-hour related duty training - c) staffing plan that will demonstrate accessible business hours and safe cultivation conditions, d) personnel policies and procedures; and e) all background check reports obtained in accordance with 935 CMR 500.030.

Employee Dismissal

The Chief Human Resources Officer will implement a policy pursuant to 935 CMR 500.105(1)(l) for the immediate dismissal of any marijuana establishment agent who has diverted marijuana, which shall be reported to law enforcement officials and to the Commission, engaged in unsafe practices with regard to the operation of the dispensary, which shall 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.

Qualification and Intended Training for Agents

General

Pursuant to 935 CMR 500.105(2)(a) Pharmacannis Massachusetts, Inc. (“PharmaCann” or “Company”) will ensure that all agents complete training prior to performing job functions. Training will be tailored to the roles and responsibilities of the job function of each marijuana establishment agent, and at a minimum must include a Responsible Vendor Program under 935 CMR 500.105(2)(b). At a minimum, staff shall receive eight hours of on-going training annually. Once on boarded as a PharmaCann employee, all dispensary agents will participate in an employee orientation prior to beginning work with the Company, which will include a summary overview of all the required training modules.

In accordance with 935 CMR 500.105(2)(b), all current owners, managers and employees of a PharmaCann that are involved in the handling and sale of marijuana for adult use at the time of licensure or renewal of licensure, as applicable, will have attended and successfully completed a responsible vendor program to be designated a “responsible vendor.” Once a licensee is designated a “responsible vendor,” all new employees involved in the handling and sale of marijuana for adult use shall successfully complete a responsible vendor program within 90 days of hire. This program will then be completed annually and those not selling or handling marijuana may voluntarily participate. Records of responsible vendor training program compliance will be maintained for four years and made available for inspection by the Commission and any other applicable licensing authority upon request during normal business hours.

Certification Training Program Standards

Pursuant to 935 CMR 500.105(2)(b)(6), no owner or employee of a responsible vendor program shall have an interest in a PharmaCann, program providers shall submit their programs to the Commission every two years for approval as a responsible vendor program, the program shall include at least two hours of instruction time, the program shall be taught in a real-time, interactive classroom setting where the instructor is able to verify the identification of each individual attending the program and certify completion of the program by the individual identified, the program provider shall maintain its training records at its principal place of business during the applicable year and for the following three years, the provider shall make the records available for inspection by the Commission and any other applicable licensing authority upon request during normal business hours, the program shall provide written documentation of attendance and successful passage of a test on the knowledge of the required curriculum for each attendee, attendees who can speak and write English must successfully pass a written test with a score of 70% or better, attendees who cannot speak or write English may be offered a verbal test, provided that the same questions are given as are on the written test and the results of the verbal

test are documented with a passing score of 70% or better, and program providers shall solicit effectiveness evaluations from individuals who have completed their program.

Certification Training Class Core Curriculum

Pursuant to 935 CMR 500.105(2)(b)(7), responsible vendor training will include a discussion concerning marijuana effect on the human body, diversion prevention and prevention of sales to minors, including best practices, compliance with tracking requirements, identifying acceptable forms of ID, and key state laws and rules affecting owners, managers, and employees. All training records will be maintained in the dispensary agent's personnel file and will be retrained for at least one year after the agent's termination.

Registration of Marijuana Establishment Agents

Pursuant to 935 CMR 500.030(1), PharmaCann will apply for registration for all of its board members, directors, employees, executives, managers, and volunteers who are associated with the Company. The Commission shall issue a registration card to each individual determined to be suitable for registration. All such individuals shall: (a) be 21 years of age or older; (b) not been convicted of an 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; and (c) be determined suitable for registration consistent with the provisions of 935 CMR 500.800 and 500.802.

Recordkeeping Procedures

In accordance with 935 CMR 500.105(9)(a) records of Pharmacannis Massachusetts, Inc. (“PharmaCann” or “Company”) will be available for inspection by the Cannabis Control Commission (“Commission”), upon request. The records will be maintained in accordance with generally accepted accounting principles. Written records required and subject to inspection include, but are not limited to, any section of 935 CMR 500.00 and the following: (a) operating procedures as required by 935 CMR 500.105(1); (b) inventory records as required by 935 CMR 500.105(8); (c) seed-to-sale tracking records for all marijuana products as required by 935 CMR 500.105(8)(e); and (d) personnel records as required by 935 CMR 500.105(9)(d), which is discussed in greater detail below.

Company will maintain personnel records for each employee for at least 12 months after the termination of the individual's affiliation with the Company pursuant to 935 CMR 500.105(9)(d). At a minimum, personnel records will include the following: (a) job descriptions for each employee and volunteer positions; (b) organizational charts consistent with job descriptions; (c) staffing plans; (d) notice of completion for 8-hour responsible vendor training; (e) materials submitted to the Commission as required by 935 CMR 500.030(2); (f) documentation of required training; (g) documentation of periodic performance evaluations and records of disciplinary actions; (h) background checks as required by 935 CMR 500.030; and (i) personnel policies and procedures.

PharmaCann will maintain business records as required under 935 CMR 500.105(9)(e). Business records will include manual or computerized records of (a) assets and liabilities; (b) monetary operations; (c) books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, vouchers; (d) Sales records including the quantity, form, and cost of marijuana products; (e) salary paid to each employee; (f) stipend paid to each board member; and (g) any executive compensation, bonus, benefit, or item of value paid to any individual affiliated or including members of the nonprofit corporation (if any) with the Marijuana Establishment.

Waste records will be maintained pursuant to 935 CMR 500.105(9)(f) and as required under 935 CMR 500.105(12)(d). PharmaCann will ensure that at least two (2) Marijuana Agents are present to witness and document how waste was disposed of or otherwise handled (recycled, composted, etc.) in accordance with 935 CMR 500.105(12)(d). PharmaCann will create and maintain a written or electronic record of the date, the type and quantity disposed or handled, the manner of disposal or other handling, the location of disposal or other handling, and the names and signatures of the two Marijuana Establishment Agents present during the disposal or other handling when marijuana products or waste is disposed or handled. PharmaCann will keep the

PharmaCannis Massachusetts Inc.

records for at least three (3) years and the three year period will automatically be extended for the duration of any enforcement action and may be extended by an order of the Commission. In the event of a closure, PharmaCann will maintain all records following the closure of the Marijuana Establishment for at least two years in a form and location acceptable to the Commission. The records will be maintained at the expense of PharmaCann.

Energy Efficiency and Conservation

PharmaCannis Massachusetts Inc. (“PharmaCann”) designs its facilities locations to achieve full compliance with local energy codes and identifies opportunities for potential energy use reduction. PharmaCann utilizes LEED-based design principles whenever possible and considers renewable and energy efficient options for new facilities.

PharmaCann’s newest dispensing facility at 939 Boston Turnpike in Shrewsbury meets the standards of the 2015 IECC International Energy Conservation Code. Additionally, the dispensary was designed according to the guidelines recommended for LEED retail design and commercial design. Features to conserve energy and reduce energy use include indoor water use reduction, the use of enhanced energy efficiency with all appliances, energy efficient LED lighting fixtures, and thoughtful environmental quality control to reduce odors and provide comfort to our staff and community. PharmaCann will continue to evaluate potential energy use reduction opportunities and strategies to reduce electric demand, such as lighting schedules, active load management, and energy storage) at its facilities in the Commonwealth. PharmaCann also will seek to utilize renewable energy sources and participate in energy efficiency programs when possible.

CONFIDENTIAL



STANDARD OPERATING PROCEDURE

All Massachusetts Locations

Name: RECEIVING AREA PROTOCOL

Department: Dispensary

SOP: MA-ALL-DSP-008

Version Number:	001
Effective Date:	06/5/2020

CONFIDENTIAL

1. **PURPOSE**

To implement best practices for receiving customers, patients and caregivers at PharmaCann dispensary facilities and ensuring that cannabis orders are dispensed safely, securely and accurately.

2. **SCOPE**

This procedure applies to all PharmaCann dispensary locations in the State of Massachusetts.

3. **REFERENCES**

- 3.1. 935 CMR 500.105 - General Operational Requirements for Marijuana Establishments
- 3.2. 935 CMR 501.105 - General Operational Requirements for Medical Marijuana Treatment Centers
- 3.3. 935 CMR 502.105 - General Operational Requirements
- 3.4. *MA-ALL-DSP-009-Visitor Controls.*

4. **RESPONSIBILITY**

- 4.1. It is the responsibility of the General Manager or Designee to train all employees on this SOP prior to the employee performing their job activities and prior to the effective date of the SOP.
- 4.2. It is also the responsibility of the General Manager or Designee to ensure employees document the training on Attachment 1.
- 4.3. It is the responsibility of all dispensary employees to ensure that the procedures outlined in this procedure are implemented and adhered to. It is also the responsibility of all employees to notify their General Manager or Designee when deviations from this SOP occur or when revisions to the SOP are appropriate.
- 4.4. The General Manager or Designee in conjunction with HR, if necessary, will determine the corrective actions to be taken when deviations from this procedure occur.
- 4.5. It is the responsibility of the General Manager or Designee to maintain all training records.

5. **DEFINITION**

- 5.1. Adult-Use Purchaser: An adult-use purchaser is an individual who is at least 21 years of age or older who presents a valid government- issued photo ID for recreational cannabis purchases.
- 5.2. Cannabis Sales Consultant: The Cannabis Sales Consultant ("CSC") is a registered dispensary employee who reports to the dispensary's sales and customer service management team.
- 5.3. Caregiver or Designated Caregiver: Caregiver or designated caregiver means a person who is designated by a qualifying patient as the person authorized, on the qualifying patient's behalf, to possess, obtain from a certified medical cannabis dispensary, dispense and assist in the

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administration of cannabis.

- 5.4. Commission: (“CCC”) Massachusetts Cannabis Control Commission.
- 5.5. Customer: For the purposes as defined below and throughout this document, customer will mean the following: A registered patient and caregiver or an individual who is at least 21 years of age or older who presents a valid government- issued photo ID for recreational cannabis purchases.
- 5.6. Dispensary Inventory Specialist (“DIS”): The Dispensary Inventory Specialist is a registered dispensary employee who reports to the dispensary’s inventory management team. Also referred to as “Operations Lead”.
- 5.7. General Manager: The General Manager (“GM”) is responsible for the daily operations of the dispensary.
- 5.8. Manager of Sales and Customer Experience: Manager of Sales and Customer Experience (“MSCE”) reports to the Store Manager and is responsible for managing customer sales consultants. Also referred to as “Assistant General Manager”.
- 5.9. Qualifying Patient or Patient: Qualifying Patient or Patient means a qualifying patient who has been approved by the Department and has been issued a registry identification card.
- 5.10. Service professional: Service professional means a person who must be present at the dispensary to perform work, including but not limited to those installing or maintaining security devices, delivering cannabis, or providing construction services.
- 5.11. Store Manager: The Store Manager (“SM”) reports to the General Manager and is also responsible for the daily operations of the dispensary.
- 5.12. Visitor: A person authorized by the Division and the dispensary to enter a dispensary's limited access area, as defined in the regulations, and is not a qualifying patient, designated caregiver, dispensary agent, emergency personnel or service professional.

6. SAFETY

None.

7. EQUIPMENT/MATERIALS

None.

8. PROCEDURE

The General Manager, or their Designee, will closely supervise and direct the reception of customers, patients, and caregivers at PharmaCann dispensing operations.

8.1. General

- 8.1.1. The receiving area may have literature available regarding substance abuse prevention,

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PharmaCann services, information about cannabis and the medical cannabis program, and cannabis use.

- 8.1.2. The receiving area will be staffed at all times during business operations with a receptionist, customer care representative or other safety trained personnel, who will have a line of sight to the entry door and the entirety of the receiving area.
- 8.1.3. Dispensary employees and all on site personnel will follow the PharmaCann privacy policies.
- 8.1.4. Access to the dispensary premises will be limited to customers over 21 with valid, government issued ID and certified patients and caregivers:
 - 8.1.4.1. Medical cannabis patients and caregivers must present a valid patient registration card in addition to a valid government issued ID to dispensary personnel at the time of entry.
 - 8.1.4.2. Every adult use purchaser will be required to present a valid state issued ID confirming that he or she is 21 years of age or older.
- 8.1.5. Visitors who are not customers, patients, or caregivers will be granted access according to the procedures outlined in *MA-ALL-DSP-009- Visitor Controls*.

8.2. Receiving Area

- 8.2.1. A designated security staff member or receptionist will monitor the Waiting Area to prevent it from becoming unsafe or congested by allowing only a reasonable number of patients caregivers and adult use consumers to remain in the area at any time and preventing any individual from accessing the Waiting Area if safety, congestion, or overcrowding will be affected.
- 8.2.2. The General Manager may exercise sound judgement in applying this policy, but under no circumstances may the persons present exceed the local building or fire department maximum occupancy.
- 8.2.3. Patient/Caregivers and adult use consumers will be granted access to the Limited Access Dispensing Room when space allows.
- 8.2.4. The waiting/receiving area will not have on display any cannabis products, MIPS, or ancillary products that facilitate cannabis use unless authorized by regulation or allowed by the Cannabis Control Commission, but may have literature available regarding substance abuse prevention, dispensary services, and cannabis use in general.
- 8.2.5. Medical patients will ring the doorbell and present their patient registration card and valid, government issued ID for the camera. Medical patients will then be buzzed into the facility and will proceed directly to the receptionist to show their cards and be directed to the medical only registers.
- 8.2.6. The dispensary employee will greet the individual and ask to see their patient

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registration card and valid, government issued ID card. Once the cards are presented, the patient/caregiver will be permitted to access the dispensary facility.

- 8.2.7. The CSC will perform a pre-screen for each customer, medical patient, and caregiver by:
 - 8.2.7.1. Verifying that the patients, caregivers, and adult use purchasers possesses a valid government-issued identification card;
 - 8.2.7.2. If applicable, verifying that patients and caregivers possess a state-issued registration identification card or a state-issued temporary card. The registration card or temporary card will be verified with a secondary government issued ID and the CSC will further check validity on the State's electronic database.
 - 8.2.7.3. Checking the patient/caregiver info seed-to-sale software. Each patient/caregiver will be required to present a valid state registration identification card to dispensary personnel prior to being checked in to the seed to sale software. The patient's record will be updated in the seed-to-sale software, if the patient/caregiver has received a renewal card or a permanent registration card.
- 8.2.8. If the patient or caregiver is new to the dispensary, a record will be created for the patient/caregiver. Patient records include patient name, registration number, registration expiration date, caregiver associations, physician contact info, date of birth, contact information, as well as other data.
- 8.2.9. First time patients entering into the facility will be checked in by the CCR following the procedures listed below:
 - 8.2.9.1. Patient/caregiver presents state registration identification card and a valid government-issued ID. ***NOTE: Patients/caregivers with expired identifications are not checked into the seed to sale software, removing the possibility of selling to a patient with an expired recommendation;***
 - 8.2.9.2. Patients with expired identifications are automatically blocked during the check in process, removing the possibility of selling to a patient with an expired recommendation. If a medical patient's registration is expired, they may make a purchase as an adult use consumer, paying all applicable taxes at the point of sale.
 - 8.2.9.3. Initial intake materials given to patient/caregiver.
 - 8.2.9.4. CSC collects the intake materials and creates a new patient profile in the seed-to-sale software. Notably, once a patient record is created in seed-to-sale software, any subsequent modifications are logged with details of the changes made, username, and timestamp;

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- 8.2.9.5. Patient is made comfortable in receiving area;
- 8.2.9.6. Patients will be checked for eligibility via the state seed-to-sale and patient verification system, or as otherwise authorized by regulation or directed by the Department.
- 8.2.10. The staff will check the patients/caregivers eligibility via the state approved verification system once the patient/caregiver is permitted to enter the Limited Dispensing Access Area. Once the patient/caregiver enters the limited access area the CSC will have an initial consultation with the patient/caregiver and review any practitioner recommendations accompanying the certification in the states verification system.
- 8.2.11. Each CSC can assist one (1) patient at time unless two patients are related and wish to be taken care of together, or as otherwise authorized by regulation or direction from the Commission.
- 8.2.12. A CSC shall remain with Patient while selecting products.
- 8.2.13. On subsequent visits or consultations, patients/caregivers may be guided as follows:
 - 8.2.13.1. Patient/caregiver present state identification card to the CSC during the check-in process;
 - 8.2.13.2. The CSC will check the seed-to-sale software and state system for validation.
 - 8.2.13.3. Patient/Caregiver may choose to place a pre-order.
- 8.3. Preventing Overflow and Overcrowding in Receiving Area
 - 8.3.1. Patient and caregiver access to the dispensary will occur only during business hours, except as allowed by the Commission for events which at no time will include dispensing of cannabis products.
 - 8.3.2. Cannabis Sales Consultants or safety trained personnel in conjunction with the General Manager, Assistant General Manager or Designee will monitor the receiving area to prevent the receiving area from becoming unsafe, congested or over crowded. Dispensary employees **will not** allow any individual into the receiving area in the event it appears unsafe, congested or overcrowded.
 - 8.3.3. It will be the responsibility of the CSC or the safety trained personnel to monitor the receiving area and ask all individuals to leave the dispensary premises immediately if they are: (i) not engaged in obtaining services or information offered by the dispensary; (ii) not waiting for entry into the receiving area; or (iii) engaged in behavior and/or activities that are prohibited by the Commission or PharmaCann.
 - 8.3.4. The CSC or security staff will:
 - 8.3.4.1. Issue a verbal request to the individual to immediately stop the offending action

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and notify the GM/AGM immediately;

- 8.3.4.2. If the offending action continues, the individual will be asked to immediately leave the premises. Every attempt will be made to reasonably work with the individual to leave;
- 8.3.4.3. If the individual refuses to leave, inform the individual that a direct notification to the public safety answering point (911) for the law enforcement agency having primary jurisdiction over the dispensary will be made.
- 8.3.4.4. The CSC or safety trained personnel will make the above-mentioned call and continue to monitor the receiving area until law enforcement arrives.

9. REVISION HISTORY

Version No.	Effective Date:	Change Description & Justification
000	05-30-2019	Revised and Reformatted the May 2017 (2nd Ed) PharmaCann SOPs
001	03-31-2020	Re-write to combine medical and adult use SOPs.

Pharmacannis Massachusetts, Inc.

Plan for Separating Medical from Recreational Sales

PharmaCannis Massachusetts Inc. (“PharmaCann”) plans to co-locate its proposed Franklin dispensary site. Upon entry into the dispensary by an individual, a dispensary agent will inspect the individual's proof of identification and determine that the individual is 21 years of age or older. A patient registration card is not sufficient proof of age. If the individual is between 18 and 21 years of age, he or she will not be admitted unless they produce an active patient registration card issued by the Cannabis Control Commission. If the individual is younger than 18 years old, he or she will not be admitted without an active patient registration card and a personal caregiver with an active patient registration card. In addition to the patient registration card, registered Qualifying Patients 18 years of age and older and personal caregivers must also produce proof of identification.

Medical patients will be checked into the retail dispensary through creating a profile for them at the front desk. Medical patients will be checked into one virtual “queue” while adult use consumers will be checked into another “queue.” Both medical and adult use consumers will be offered educational materials.

Once checked in, consumers will be directed to enter the dispensing area and browse the menu. A Consult Room is also available for private conversations and cannabis education. The dispensary registers will be separated and dedicated to either medical or adult use transactions. The dispensing counter will have two medical registers and eight adult use registers that will be clearly marked by signage for customers upon entering the dispensing area.

Patient Care Representatives (PCR) will call the next consumer up to the register from the virtual queue, check their identification, take their order, and process payments.

The POS software will apply all applicable taxes to the sale if the consumer is an Adult Use consumer. PharmaCann will ensure access to a sufficient quantity and variety of marijuana products, including marijuana, for patients registered under 935 CMR 501.000, and pursuant to 935 CMR 500.140(15). PharmaCann will maintain and provide biannual basis accurate sales data collected during the first six months for the purpose of ensuring an adequate supply of marijuana under 935 CMR 500.140(15). PharmaCann will store both adult use and medical cannabis in the vault and will ensure that 35% of inventory is designated for medical patients. Once PharmaCann has been dispensing for more than six months, PharmaCann will maintain a quantity and variety of marijuana for patients that meets the demand indicated by an analysis of sales data collected during the preceding six months. Any necessary physical or virtual separation of products can occur either in the vault or through our software.

The marijuana products that PharmaCann reserves for patient supply shall, unless unreasonably impracticable, reflect the actual types and strains of marijuana products documented during the previous six months. In the event that a substitution must be made, the substitution made by PharmaCann shall reflect the type and strain no longer available at PharmaCann's retail facility as closely as possible. Quarterly, PharmaCann will submit to the Commission an inventory plan to reserve a sufficient quantity and variety of marijuana for registered patients. On each occasion that the reserved patient supply is exhausted, and a reasonable substitution cannot be made, PharmaCann will submit a report to the Commission.

PharmaCann will perform audits of patient supply available at the establishment on a weekly basis and retain those records for a period of six months. PharmaCann may transfer marijuana products reserved for medical-use to adult-use within a reasonable period of time prior to the date of expiration provided that the product does not pose a risk to health or safety. PharmaCann will use its best efforts to prioritize patient and caregiver identification verification and physical entry into its retail area.

PharmaCannis Massachusetts, Inc.

Diversity Plan

PharmaCannis Massachusetts, Inc. (“PharmaCann”) is committed to creating a diverse and equitable workforce while immersing ourselves in the surrounding communities in which we do business. We believe that the implementation of a robust diversity and inclusion plan is an important tool to advance this goal and ensure that we are positive ambassadors of the industry in Massachusetts. Each of our facilities promotes diversity and inclusivity throughout hiring and recruitment to maintain a company culture of anti-discrimination and a place where every single person is able to succeed.

Cannabis businesses have an opportunity and an obligation to promote equity and diversity within their own organizations, and to assist the wider stakeholder community in fostering the development of inclusive policies and programs. To that end, our Diversity Plan includes our overall goals of a diverse workforce with a safe and inclusive space for everyone to partake in the same opportunities and pool of resources. We continue to view our Diversity Plan as a living document and strive to make improvements when and where possible in the goals we have set forth and the manner in which we seek to achieve said goals. Additionally, we always seek to ensure that the plan we propose is in line with the most current guidance issued by the Cannabis Control Commission to ensure that we are contributing to the overall mission and spirit of the law.

Our company is committed to ensuring our leadership team is not only engaged with our communities but also with the larger cannabis industry in order to learn from others best practices for diversity and inclusion initiatives. Shelley Stormo, our District Manager, is the Chair of the Cannabis Dispensary Association’s Diversity and Inclusion Committee. We believe that this engagement is critical to assisting PharmaCann in both the development and evolution of our practices and policies in the area of promoting diversity within the company and the industry.

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

The following outlines the goals of our Diversity Plan and the initiatives we utilized in order to make progress toward those goals. As with many in the Massachusetts cannabis industry, we will face some challenges as a result of the COVID-19 global pandemic. However, we continue to make our Diversity Plan a centerpiece of the mission at PharmaCann and look forward to continuing to refine our diversity and inclusion work.

Goal 1: Diverse Hiring and Recruitment

Proposed Initiative: PharmaCann has an overall goal of recruiting and hiring a diverse group of employees that values and promotes inclusiveness among the workforce. As part of its hiring plan, PharmaCann set achievable percentage goals for the hiring of minorities, women, LGBTQ+

individuals, veterans, and people with disabilities with a goal to increase the number of individuals falling into these demographics working in the establishment. The desired placement rate will be guided by data from the US Census Bureau and Department of Veterans Affairs on the female, minority, veteran and disabled population in the labor areas surrounding our Marijuana Establishments. Our hiring efforts at PharmaCann's Verilife dispensary in Franklin will focus on the labor area surrounding Norfolk County (22% Minorities, 52% Females, 6% Individuals with Disabilities and 2.5% - 4.4% Veterans based on available data). To achieve this goal, PharmaCann will seek to:

- Create gender-neutral job descriptions.
- Recruit from state and local groups to include local Job Centers and State Workforce Websites. Each job posting remains active and searchable for up to 120 days, and as frequently as employment opportunities are available.
- Post hiring needs in diverse publications such as a variety of web-based recruitment platforms. Each job posting remains active and searchable for up to 60 days, and as frequently as employment opportunities are available.
- Participate in one to two local hiring events and job fairs annually in the Franklin, MA area and areas surrounding other PharmaCann locations either virtually or in person as staffing needs arise and when local events are scheduled.
- Attend at least two community group meetings annually in the Franklin, MA area and areas surrounding PharmaCann locations either virtually or in person, to introduce PharmaCann and address the existing hiring needs to attract a diverse array of individuals, with an emphasis on those affiliated with the cannabis industry.

PharmaCann has implemented a robust diversity recruiting initiative to attract minorities, women, veterans, people with disabilities and LGBTQ+ individuals to our workforce. To help us achieve our hiring goals PharmaCann has entered into a partnership with America's Job Exchange (AJE) that enables us to reach millions of candidates on the America's Job Exchange website, and many more through their network of diversity partners, veteran and minority exchanges, community-based organizations, and state employment systems. AJE ensures that our job postings reach a broader, more diverse and local audience of job-seekers by cross posting our vacancies on their site, diversity site partners, local state/community job banks. Our job vacancies are also sent to diverse organizations at the local level that distribute our open jobs to local job-seekers within their network. AJE assists us in making good-faith efforts to reach a diverse pool of job-seekers and further our stance as a diverse employer.

An additional source we utilized for diversity recruiting is EqualityMagazines.com. EqualityMagazines.com and its family of diversity recruitment vehicles have been at the forefront of recruitment, compliance and minority community outreach. They have been advocates of promoting diversity in America's workforce, tapping into the vast and talented pools of African-American, Hispanic, Veteran, and Female workers. We also brand our recruiting organization with Veterans Enterprise, Hispanic Today, Women in Business & Industry and The Black Perspective.

These sites provide a number of specific diversity-oriented websites that allow readers of

that demographic to:

- Keep abreast of the latest news affecting their minority status
- Browse employment opportunities from employers looking to recruit them
- Access national resources dedicated to assisting them
- An internal search engine filled with the newest careers
- In-depth news articles
- Calendar of job fairs and other events
- List of resource organizations and aid groups

Metrics: PharmaCann set a hiring goal for a placement rate commensurate with the female, minority, veteran and disabled population in the surrounding labor area in Norfolk County. We have conducted a population analysis within Norfolk County for our initial hiring phase for our Franklin, MA location. Our diversity hiring goals are to strive to meet or exceed the population census data for diverse applicants in Norfolk county:

- 22% hiring of Minorities
- 52% hiring of Females
- 6% hiring of individuals with disabilities
- 3% Veterans

Goal 2: Create a safe, accepting and respectful work environment

Proposed Initiative: Cultural Sensitivity Training

As part of PharmaCann's goal of "creating a safe, accepting and respectful work environment," we require annual cultural sensitivity training for all employees including specific training for employees in management positions. Our plan is to collect information from employees through annual engagement surveys which elicit feedback on PharmaCann's work environment.

PharmaCann will conduct engagement surveys annually and review the results of these surveys within a month of administering them. The senior management staff will identify the top 3-5 areas for improvement and, in collaboration with the PharmaCann employees, develop goals (short and long term) on how to address those areas of development.

Metrics: PharmaCann has conducted the initial phase of developing a diverse and inclusive environment. All employees have been trained on expectations regarding respect in the workplace, and ensure all employees understand that there is a zero tolerance policy on discrimination, bullying and sexual harassment. Through new hire orientation, employees are trained in the process for reporting to their manager or Human Resources any incidents that are not aligned with our respectful workplace culture requirements. On an annual basis, PharmaCann will conduct climate surveys regarding respect in the workplace to ensure our Company values regarding respect are upheld throughout the organization. All survey responses will be reviewed independently by a member of the Human Resources team to evaluate and address any areas for improvement.

Goal 3: Ensuring Diverse Participation in Our Supply Chain and Ancillary Service

Providers

Proposed Initiative: PharmaCann is committed to working with supply chain and ancillary service providers that are committed to the same goals of promoting equity and diversity in the adult-use marijuana industry. To accomplish this goal, PharmaCann has sought to prioritize working with businesses in our supply chain and required ancillary services that are owned and/or managed by minority groups: women, veterans, LGBTQ+, and people with disabilities.

PharmaCann remains committed to creating and enhancing economic opportunities by providing support for small businesses and targeted support for minority and women-owned businesses, and as such encourage our suppliers and vendors to utilize Minority, Women & Business Enterprise (MWBE) when providing us products and services. PharmaCann has already started reaching out to minority and female owned businesses wherever possible, such as Pure Oasis, to establish a wholesale relationship once our products are available on a larger scale from our cultivation center. Unfortunately, to date, there are not many minority or female owned cannabis companies operating. As more come to market, they will be given priority and a relationship will be established. PharmaCann will monitor MWBE.com for new opportunities to utilize and support female and minority owned businesses and be prepared to provide further update on what percentage of ancillary services and supply chain are provided by minorities, women, veterans, people with disabilities and/or LGBTQ+ individuals once we are operational and this industry data becomes available.

Metrics: PharmaCann continuously measures how many of its ancillary services and participants in its supply chain are owned and/or managed by minorities, women, veterans, people with disabilities and/or LGBTQ+ individuals and will calculate the percentage of services and members of its supply chain who meet this requirement. PharmaCann is committed to asking suppliers and ancillary services if they would be amenable to identifying themselves as a business who is owned or managed by one of the targeted groups and give priority to these businesses. PharmaCann currently has a goal of working with at least 10% of businesses who identify as one of the target groups throughout its supply chain and services. PharmaCann will assess these percentages annually and will be able to demonstrate to the Commission the success of its progress upon the renewal of its license each year.

Conclusion

PharmaCann looks forward to continuing to work toward these goals outlined by our Diversity Plan and constantly seeks ways in which we may further refine the way we can make positive contributions to the mission of creating a diverse and inclusive cannabis industry in Massachusetts.