



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR282035
Original Issued Date: 02/10/2020
Issued Date: 03/11/2021
Expiration Date: 03/13/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: TYCA Green

Phone Number: 617-646-9489 Email Address: cpierce@societycannabisco.com

Business Address 1: 470 Main St.

Business Address 2:

Business City: Clinton

Business State: MA

Business Zip Code: 01510

Mailing Address 1: 470 Main St.

Mailing Address 2:

Mailing City: Clinton

Mailing State: MA

Mailing Zip Code: 01510

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: no

Priority Applicant Type: Not a Priority Applicant

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number:

RMD INFORMATION

Name of RMD: TYCA Green, Inc.

Department of Public Health RMD Registration Number: PCR Only

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: 28.03

Percentage Of Control: 50

Role: Director

Other Role:

First Name: Franklin

Last Name: Hardy

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: 17.05	Percentage Of Control: 50	
Role: Director	Other Role:	
First Name: Caroline	Last Name: Pierce	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 3

Percentage Of Ownership: 17.05	Percentage Of Control:	
Role: Owner / Partner	Other Role:	
First Name: Zachary	Last Name: Harvey	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

No records found

CLOSE ASSOCIATES AND MEMBERS

Close Associates or Member 1

First Name: Joshua	Last Name: Pierce	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Mr. Pierce is a capital contributor for TYCA Green, Inc.		

Close Associates or Member 2

First Name: Seth	Last Name: Yaffe	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Mr. Yaffe is TYCA Green, Inc's Chief Operating Officer.		

CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

First Name: Caroline	Last Name: Pierce	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$150000 Percentage of Initial Capital: 100
Capital Attestation: Yes		

Individual Contributing Capital 2

First Name: Joshua	Last Name: Pierce	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$150000 Percentage of Initial Capital: 100
Capital Attestation: Yes		

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

Date generated: 03/25/2021

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Zachary	Last Name: Harvey	Suffix:
Marijuana Establishment Name: ACK Naturals, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Nantucket	Marijuana Establishment State: MA	

Individual 2

First Name: Zachary	Last Name: Harvey	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Clinton	Marijuana Establishment State: MA	

Individual 3

First Name: Zachary	Last Name: Harvey	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Clinton	Marijuana Establishment State: MA	

Individual 4

First Name: Joshua	Last Name: Pierce	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Clinton	Marijuana Establishment State: MA	

Individual 5

First Name: Joshua	Last Name: Pierce	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Clinton	Marijuana Establishment State: MA	

Individual 6

First Name: Franklin	Last Name: Hardy	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Clinton	Marijuana Establishment State: MA	

Individual 7

First Name: Franklin	Last Name: Hardy	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Clinton	Marijuana Establishment State: MA	

Individual 8

First Name: Caroline	Last Name: Pierce	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Clinton	Marijuana Establishment State: MA	

Individual 9

First Name: Caroline	Last Name: Pierce	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Clinton	Marijuana Establishment State: MA	

Individual 10

First Name: Seth	Last Name: Yaffe	Suffix:
Marijuana Establishment Name: TYCA Green, Inc.	Business Type: Marijuana Cultivator	

Marijuana Establishment City: Clinton

Marijuana Establishment State: MA

Individual 11

First Name: Seth

Last Name: Yaffe

Suffix:

Marijuana Establishment Name: TYCA Green, Inc.

Business Type: Marijuana Product Manufacture

Marijuana Establishment City: Clinton

Marijuana Establishment State: MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 470 Main Street

Establishment Address 2:

Establishment City: Clinton

Establishment Zip Code: 01510

Approximate square footage of the establishment: 40000

How many abutters does this property have?:

3

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	Host Community Agreement Certification Form [EXECUTED].pdf	pdf	5bedeb9de18f9d0d73850728	11/15/2018
Plan to Remain Compliant with Local Zoning	Plan to Remain Compliant with Local Zoning_Retail.pdf	pdf	5bedf26c25766f0d55cc31a4	11/15/2018
Community Outreach Meeting Documentation	TYCA_COM Documentation.pdf	pdf	5d8934d5780bc108a1306614	09/23/2019

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Other	TYCA Green Inc. Letter of Support.pdf	pdf	5d66a81638be9e227ac52164	08/28/2019
Plan for Positive Impact	TYCA_Plan for Positive Impact.pdf	pdf	5d8934f87314490880dedf14	09/23/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role:

Other Role:

First Name: Joshua

Last Name: Pierce Suffix:

RMD Association: RMD Manager

Background Question: no

Individual Background Information 2

Role:	Other Role:
First Name: Franklin	Last Name: Hardy Suffix:
RMD Association: RMD Manager	
Background Question: no	

Individual Background Information 3

Role:	Other Role:
First Name: Caroline	Last Name: Pierce Suffix:
RMD Association: RMD Manager	
Background Question: no	

Individual Background Information 4

Role:	Other Role:
First Name: Zachary	Last Name: Harvey Suffix:
RMD Association: RMD Manager	
Background Question: no	

Individual Background Information 5

Role:	Other Role:
First Name: Seth	Last Name: Yaffe Suffix:
RMD Association: RMD Manager	
Background Question: no	

ENTITY BACKGROUND CHECK INFORMATION

No records found

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Bylaws	Corporate Bylaws.pdf	pdf	5bef78354287b10d4f36f5a7	11/16/2018
Department of Revenue - Certificate of Good standing	Certificate of Good Standing from Dept of Revenue.pdf	pdf	5bef783d25766f0d55cc32ac	11/16/2018
Secretary of Commonwealth - Certificate of Good Standing	Certificate of Good Standing from Secretary of the Commonwealth.pdf	pdf	5bef78504088250d697fd6d3	11/16/2018
Articles of Organization	TYCA Green Articles of Organization and Explanation re F. Tyler Hardy.pdf	pdf	5d4dc0336e3bd533dbcfeb7b	08/09/2019
Articles of Organization	TYCA_Explanation Regarding Ownership Structure.pdf	pdf	5d72ddeaf9d6f1dd58a2499	09/06/2019

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Unemployment Assistance - Certificate of Good standing	Certificate of Good Standing DUA.pdf	pdf	60144883eabbc336a11f4785	01/29/2021
Department of Revenue - Certificate of Good standing	Certificate of Good Standing_DOR.pdf	pdf	601af9b21c95e43696ccc9d8	02/03/2021
Secretary of Commonwealth - Certificate of Good	Certificate of Good	pdf	601af9b884d16335f0222ede	02/03/2021

Massachusetts Business Identification Number: 001312643

Doing-Business-As Name: Society Cannabis Co.

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	TYCA_Plan for Obtaining Liability Insurance.pdf	pdf	60132f1bc6de99078eaaa859	01/28/2021
Proposed Timeline	Proposed Timeline_Retailer.pdf	pdf	601441eaeabbc336a11f4741	01/29/2021
Business Plan	Business Plan.pdf	pdf	60145be0fade7a35e9f2c85b	01/29/2021

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Dispensing procedures	TYCA_Dispensing Procedures.pdf	pdf	6012b91d38f3c9077bbcc3b6	01/28/2021
Restricting Access to age 21 and older	TYCA_Plan for Restricting Access to 21.pdf	pdf	6012b922c6de99078eaaa532	01/28/2021
Security plan	TYCA_Security Plan.pdf	pdf	6012b92891465f076d75d98b	01/28/2021
Prevention of diversion	TYCA_Prevention of Diversion.pdf	pdf	6012b932ce58f607af0499fb	01/28/2021
Storage of marijuana	TYCA_Storage Policy.pdf	pdf	6012b93899372e0774f736e6	01/28/2021
Transportation of marijuana	TYCA_Transportation of Marijuana.pdf	pdf	6012b93dbb013b0802089561	01/28/2021
Inventory procedures	TYCA_Inventory Procedures.pdf	pdf	6012b9433a66f208090f3513	01/28/2021
Quality control and testing	TYCA_Quality Control and Testing.pdf	pdf	6012b94d08a18c07fbbd5fc5	01/28/2021
Personnel policies including background checks	TYCA_Personnel Policies Including Background Checks.pdf	pdf	6012b9549aa497082efbdd2b	01/28/2021
Record Keeping procedures	TYCA_Recordkeeping Procedures.pdf	pdf	6012b95cc6de99078eaaa536	01/28/2021
Maintaining of financial records	TYCA_Maintaining Financial Records.pdf	pdf	6012b96291465f076d75d98f	01/28/2021
Qualifications and training	TYCA_Qualifications and Training.pdf	pdf	6012b968ce58f607af0499ff	01/28/2021
Energy Compliance Plan	TYCA_Energy Compliance Plan_Retailer.pdf	pdf	6012cb409a7da608237ad5b8	01/28/2021
Separating recreational from medical operations, if applicable	TYCA_Plan for Separating Recreational from Medical Operations.pdf	pdf	60132f279aa497082efbe044	01/28/2021
Diversity plan	Society_Diversity Plan.pdf	pdf	60145bbc1681d1368fdb21e6	01/29/2021

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

Adequate Patient Supply Documentation:

Document Category	Document Name	Type	ID	Upload Date
	TYCA_Maintaining Adequate Patient Supply.pdf	pdf	601334caacd73907b60f4dca	01/28/2021

Reasonable Substitutions of Marijuana Types and Strains Documentation:

Date generated: 03/25/2021

Document Category	Document Name	Type	ID	Upload Date
	TYCA_Reasonable Substitutions of Marijuana.pdf	pdf	601335a791465f076d75dcd7	01/28/2021

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 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

I Agree

Notification: I Understand

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

Progress or Success Goal 1

Description of Progress or Success: Society is currently working with a certified Economic Empowerment applicant to provide mentorship and referral to pro-bono services to assist with the licensing process. In addition, Society plans to provide educational and professional training services to Economic Empowerment Priority applicants or Social Equity Program participants per year through our cannabis industry mentorship program. Society's Mentorship Program is intended to provide instruction for Economic Empowerment Priority applicants and Social Equity Program participants in the form of educational sessions. This program will be a unique experience for individuals to develop a broad understanding of cannabis and to provide participants with the knowledge and skills needed to lead and succeed in the evolving cannabis industry in Massachusetts. While Society intended to hold its first session in 01/2021, we will need to hold off until the State of Emergency has been lifted by the State.

The Society Mentorship Program is being developed and organized utilizing industry insight from some of the state's top growers, retail managers, extraction lab directors, and operational experts. Society will train students in various cannabis business sessions, educate about the types of cannabis jobs in the market, and provide an overview of potential cannabis career paths in Massachusetts. After taking the Mentorship Program, participants will have applicable and practical cannabis industry experience and will be assisted with job placement. All aspects of the program, including job training, will comply with applicable laws and regulations.

The Society Mentorship Program will be posted on Society's website, and Society will advertise sessions via its social media platforms in accordance with the requirements of 935 CMR 500.105(4). Society will ensure that all participants attending the program are 21 years of age or older during the enrollment process. The program will be offered on an ongoing basis with sessions being held biannually. Training sessions will provide a total of 12 hours of instruction. Each session will be able to accommodate no fewer than five Economic Empowerment Priority applicants and Social Equity Program participants. The enrollment process will request that participants self-identify as being an Economic Empowerment Priority applicant or Social Equity Program participant and an attestation as to the accuracy of those claims in order to evidence and capture data about program participants and the number of participants who are Economic Empowerment Priority applicants or Social Equity Program participants. Society may offer in-person or online instruction for its sessions, as circumstances dictate.

Progress or Success Goal 2

Description of Progress or Success: Once Society receives commence operations, we plan to hosts a career fair in Fitchburg, which will be advertised in the Sentinel & Enterprise. Once we begin to hire, our goal will be to ensure our staff is compromised of at least 10% of staff who are past or present residents of Fitchburg.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: Society will provide educational and professional training services to at least four women or minorities per year through a cannabis industry mentorship program. Society will ensure that all participants attending the program are 21 years of age or older during the enrollment process. The program will be offered in an ongoing basis with sessions being held every quarter. Training sessions will provide a total of 12 hours of instruction. Each session will be able to accommodate no fewer than five women or minorities. The enrollment process will request that participants self-identify as being from one of the above-listed groups and an attestation as to the accuracy of those claims in order to evidence and capture data about program participants and the number of participants from the above-listed groups. Society may offer in-person or online instruction for its sessions, as circumstances dictate.

Diversity Progress or Success 2

Description of Progress or Success: Society's workforce is currently comprised of 25% women. As we continue to hire we will ensure that our workforce is compromised of no fewer than 25% women and 25% minorities. The sample job posting attached will be posted on DiversityJobs.com and other diverse platforms when we begin hiring.

HOURS OF OPERATION

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

Host Community Agreement Certification Form

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

Applicant

I, Franklin Hardy, (insert name) certify as an authorized representative of Tyca Green (insert name of applicant) that the applicant has executed a host community agreement with The Town of Clinton (insert name of host community) pursuant to G.L.c. 94G § 3(d) on July 25, 2018 (insert date).

Frank Hardy

Signature of Authorized Representative of Applicant

Host Community

I, Michael J. Dziokowski, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for The Town of Clinton (insert name of host community) to certify that the applicant and The Town of Clinton (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on July 25, 2018 (insert date).

Michael J. Dziokowski

Signature of Contracting Authority or
Authorized Representative of Host Community

Plan to Remain Compliant with Local Zoning

TYCA Green, Inc. (“TYCA Green”) will remain compliant at all times with the local zoning requirements set forth in the Clinton’s Zoning Bylaw. In accordance with Zoning Bylaw Section 6840, TYCA Green’s proposed Marijuana Retailer is located in the Industrial (I) Zoning District designated for Marijuana Establishments. The parcel on which TYCA Green’s proposed Marijuana Establishment will be located is designated by the Town of Clinton as a BioScience and Priority Development Site.

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

As required by Clinton’s Zoning Bylaw, TYCA Green has been awarded a Special Permit and Site Plan Approval, from the local Special Permit Granting Authority. TYCA Green has already applied for building permits and will apply for any other local permits required to operate a Marijuana Retailer at the proposed location. TYCA Green will comply with all conditions and standards set forth in any local permit required to operate a Marijuana Retailer at TYCA Green’s proposed location.

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

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

Community Outreach Meeting Attestation Form

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

I, Franklin Hardy, (insert name) attest as an authorized representative of Tyca Green (insert name of applicant) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on 10/17/18 (insert date).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on 10/9/18 (insert date), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (*please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document*).
3. A copy of the meeting notice was also filed on 10/9/18 (insert date) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (*please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document*).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on 10/9/18 (insert date), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (*please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee*).

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

TELEGRAM & GAZETTE

telegram.com

Payment Receipt

Account Number	Customer Name
9786120002	TYCA CORPORATION

Monday, October 08, 2018

Customer Information

Customer Name: **TYCA CORPORATION**
 Phone Number: **9786120002**
 Customer Address: **ATTN MARYANNE CASTILLO**
470 MAIN STREET
CLINTON, MA 01510

Payment Information

Check Number:
 Credit Card Number: *****2003 - AmEx
 Credit Card Expire Date: **2/28/2023**
 Transaction Type: **Payment**
 Amount Due: **\$0.00**
 Payment Method: **Credit Card**
 Payment Applied to Ad: **\$180.00**
 Total Payment: **180.00**

Ad Information

Ad Number: 0000370630
 Product: **Item**
 Placement: **ROP Weekly**
 Position: **Weeklies**
 Start Date: **10/12/2018**
 End Date: **10/12/2018**
 # Of Insertions: **2**
 Quantity Billed: **0**
 Ad Size: **2 x 5.00**
 Apply to Order: **Yes**
 Invoice Text:

Ad Content:

*This notice ran in the Item online calendar from
 Oct 9-17 and in print Oct 12, 2018*

*Jean Gottesman
 Managing Editor
 The Item*

COMMUNITY OUTREACH INVITATION

BE INFORMED

TYCA CORP INVITES ALL INTERESTED
RESIDENTS OF CLINTON TO AN
INFORMATION AND QUESTION/CONCERNS
FORUM TO DISCUSS
TYCA'S CANNABIS FACILITY
(470 MAIN ST., CLINTON)

TO BE HELD ON

**OCTOBER 17, 6:00 PM AT
128 SCHOOL STREET, CLINTON
ELKS LODGE FUNCTION ROOM**

TYCA Corporation

470 Main St.

Clinton, MA 01510

978-612-0002 ~ tyca@tyca.com.

October 6, 2018

To Our Valued Neighbors,

Tyca values your input and concerns.

Tyca is proceeding on installation of a Cannabis Facility in our building at 470 Main St., Clinton MA.

Tyca is in a close working relationship with the State of Massachusetts, Clinton town government and licensed professionals in order to assure that our neighbors are not affected by this installation.

Concerns and questions can be addressed at a forum to be held at The Elks Lodge, 128 School St., Clinton, MA @ 6:00 PM on Wednesday, October 17th.

Tyca's intent is to have both our neighbors and residents of Clinton well informed.



Attachment B Municipal Notice

TYCA Corporation

470 Main St.

Clinton, MA 01510

978-612-0002 ~ tyca@tyca.com.

October 6, 2018

To Our Valued Neighbors,

Tyca values your input and concerns.

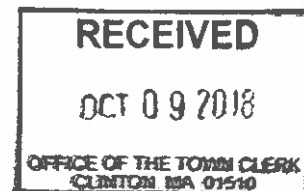
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Tyca's intent is to have both our neighbors and residents of Clinton well informed.

10-09-1 3702103 FILE



Attachment B Municipal Notice

TYCA Corporation

470 Main St.

Clinton, MA 01510

978-612-0002 ~ tyca@tyca.com.

October 6, 2018

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Tyca's intent is to have both our neighbors and residents of Clinton well informed.

10-09-18P02:04 FILE

Selectmen - *[Signature]*
10-9-18



TYCA Corporation
470 Main St.
Clinton, MA 01510
978-612-0002 ~ tyca@tyca.com.

October 6, 2018

To Our Valued Neighbors,

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SENDER: COMPLETE THIS SECTION		COMPLETE THIS SECTION ON DELIVERY	
<ul style="list-style-type: none"> ■ Complete items 1, 2, and 3. ■ Print your name and address on the reverse so that we can return the card to you. ■ Attach this card to the back of the mailpiece, or on the front if space permits. 		<p>A. Signature  <input type="checkbox"/> Agent <input type="checkbox"/> Addressee</p>	
<p>1. Article Addressed to: 54 / 2487 / * 467 - 469 MAIN ST </p>		<p>B. Received by (Printed Name) </p> <p>C. Date of Delivery OCT 12 2018</p>	
<p>2. Article Number (transfer from service label) 9590 9402 4153 8092 1975 75 7018 0360 0002 1611 7537</p>		<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>	
<p>3. Service Type</p> <p><input type="checkbox"/> Adult Signature <input type="checkbox"/> Adult Signature Restricted Delivery <input type="checkbox"/> Certified Mail® <input type="checkbox"/> Certified Mail Restricted Delivery <input type="checkbox"/> Collect on Delivery <input type="checkbox"/> Collect on Delivery Restricted Delivery</p>		<p><input type="checkbox"/> Priority Mail Express® <input type="checkbox"/> Registered Mail™ <input type="checkbox"/> Registered Mail Restricted Delivery <input type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Signature Confirmation™ <input type="checkbox"/> Signature Confirmation Restricted Delivery</p>	
PS Form 3811, July 2015 PSN 7530-02-000-9053		Domestic Return Receipt	

USPS TRACKING #	
 9590 9402 4153 8092 1975 75	
United States Postal Service	First-Class Mail Postage & Fees Paid USPS Permit No. G-10
<p>* Sender: Please print your name, address, and ZIP+4® in this box*</p> <p>Tyca Corporation 470 Main Street Clinton, MA 01510</p>	

January 28, 2021

Town Manager Clinton
Clinton Town Hall
242 Church Street
Clinton, MA 01510

Re: Request for Records of Costs Related to TYCA Green, Inc.'s Clinton Operations

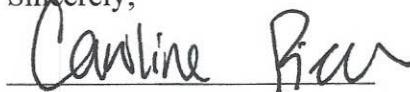
Dear Town Administrator Michael J. Ward:

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

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

If we can provide additional information, please do not hesitate to ask.

Sincerely,

A handwritten signature in black ink, appearing to read "Carline R. R. R.", written over a horizontal line.

Chief Executive Officer

TYCA GREEN, INC. D/B/A SOCIETY CANNABIS CO.
MUNICIPAL RESPONSE ATTESTATION – CLINTON

On behalf of TYCA Green, Inc. d/b/a Society Cannabis Co. ("Society"), I, Caroline Pierce do hereby certify the following:

- In accordance with the requirements of Society's license renewal for its adult-use licenses (MC281844, MP281555 and MR282035), Society requested from Clinton (the "Host Community"), the records of any cost to the Host Community, whether anticipated or actual, resulting from Society's operation within its borders (the "Request").
- Society submitted the Request to the Host Community on 01/29/2021.
- As of the date of this attestation, Society has not received a response from the Host Community with respect to the Request.

Name: Caroline Pierce

Date: February 3, 2021

Title: President

Entity: TYCA Green, Inc. d/b/a Society Cannabis Co.

PLAN TO POSITIVELY IMPACT AREAS OF DISPROPORTIONATE IMPACT

Overview

TYCA Green Inc. (“TYCA Green”) is dedicated to serving and supporting populations falling within areas of disproportionate impact, which the Commission has identified as the following:

1. Past or present residents of the geographic “areas of disproportionate impact,” which have been defined by the Commission and identified in its Guidance for Identifying Areas of Disproportionate Impact;
2. Commission-designated Economic Empowerment Priority applicants;
3. Commission-designated Social Equity Program participants;
4. Massachusetts residents who have past drug convictions; and
5. Massachusetts residents with parents or spouses who have drug convictions are classified as areas of disproportionate impact.

To support such populations, TYCA Green has created the following Plan to Positively Impact Areas of Disproportionate Impact and has identified and created goals/programs to positively impact residents of Holyoke, West Springfield, and Commission-identified census tracts in Worcester and Springfield (the “Target Communities”).

Goals¹:

- Provide educational and professional training services for individuals facing systemic barriers through a cannabis industry training curriculum developed in partnership with the Workforce Development Center at Springfield Technical Community College (STCC), including a scholarship program for past or present residents of the Target Communities; and
- Reduce barriers to entry and create a more inclusive cannabis industry in Massachusetts through the cannabis industry training curriculum and community outreach efforts for the Target Communities via career fairs.

Programs:

- Developing and implementing a cannabis industry training curriculum in partnership with STCC, whereby at least 40% of the students enrolled (who must be 21 years of age or older) will be past or present residents of the Target Communities;
- Funding two (2) positive impact scholarships for the cannabis industry training curriculum per year for past or present residents of the Target Communities; and
- Hosting or participating in a minimum of two (2) career fairs per year in the Target Communities.

Cannabis Industry Training Curriculum

TYCA Green is creating a program in collaboration with STCC to provide instruction for the cannabis industry in the form of a 70-hour training curriculum (of which 10 hours will be taught online, 45 hours will be taught on the STCC campus, and 15 hours will be in the form of job training). This program will be a unique experience for students to develop a broad understanding of cannabis and to provide participants with the knowledge and skills needed to lead and succeed in the evolving cannabis industry in Massachusetts.

¹ See “Measurement and Accountability” section below for specific measurements related to TYCA’s Goals.

The curriculum for this program is being developed and organized utilizing industry insight from some of the state's top growers, retail managers, extraction lab directors, and operational experts. The goal is to train students in various cannabis business courses, educate about the types of cannabis jobs in the market, and provide an overview of potential cannabis career paths in Massachusetts. With a certification from this program, students will have applicable and practice cannabis industry experience and will be assisted with job placement. All aspects of the program, including job training, will comply with applicable laws and regulations.

The Workforce Development Center at STCC serves students and professionals who are seeking the training and programs necessary to be competitive in today's emerging industries. With 88% of students in The Workforce Development Center program at STCC living in Springfield and West Springfield, a large majority of students reside within areas of disproportionate impact. Individuals that fall within the Target Communities will be given priority for enrollment in this workforce training program to ensure that the program is serving as many disproportionately impacted individuals as possible. Individuals will be identified as residing in the Target Communities during the enrollment process, which will request the applicant's residences for the past ten years and an attestation as to the accuracy of those claims, as well as certification and documentation in support of the applicant being 21 years of age or older.

STCC will ensure that all students attending the program are 21 years of age or older during the enrollment process. STCC maintains an open-door admission policy. As long as an applicant has earned a high school diploma from an accredited high school or a high school equivalent (GED or HiSET), he/she will be admitted to the program. The program will be offered in an ongoing basis with classes being held every semester. The enrollment process will capture applicants' residences for the past ten years and an attestation as to the accuracy of those claims in order to evidence and capture data about program participants and the number of participants from the Target Communities.

TYCA Green will provide two (2) full positive impact scholarships per year to applicants who reside in the Target Communities. These positive impact scholarships will be entirely separate from those described in the Diversity Plan. Applications for positive impact scholarships will be submitted to STCC for consideration. In addition to requesting that applicants for the positive impact scholarships submit information regarding their residences for the past ten years and an attestation as to the accuracy of those claims (and any other necessary information to satisfactorily complete such application), STCC will request that applicants complete a brief essay on a topic such as the impact that the war on drugs has had on their community. Based upon the information received in the scholarship applications, STCC will select two (2) individuals to receive a full positive impact scholarship that will be funded by TYCA Green.

Although TYCA Green is working collaboratively with STCC in the development of this program, the program is offered through STCC, and any marketing and advertising related to the program will be without reference to TYCA Green. As such (and in conjunction with verification of age during the enrollment process), any marketing and advertising related to the program will not implicate or violate 935 CMR 500.105(4)(a)(2).

Career Fairs

TYCA Green will host a minimum of two (2) career fairs per year in the Target Communities, similar to the one held on June 24th in Springfield where TYCA Green's management provided guidance and general information about requirements of cannabis industry participation.

These career fairs will be marketed specifically to populations falling within areas of disproportionate impact.

Measurement and Accountability:

- Develop and implement the Cannabis Industry Training Program at STCC providing essential industry knowledge and job placement assistance where a minimum of 40% of the students will be individuals from the Target Communities; TYCA Green and STCC will undergo a quarterly analysis of program enrollment to evaluate the demographics of students participating in the program;
- Document the positive impact scholarships funded (2) using generally accepted accounting principles and in coordination with STCC; and
- Hold at least two (2) career fairs per year in the Target Communities and compile documentation and demographics regarding the applications received.

Beginning upon receipt of TYCA Green's first Provisional License from the Commission to operate a marijuana establishment in the Commonwealth, TYCA Green will begin to utilize the proposed measurements to assess its Plan and will account for demonstrating proof of success or progress of the Plan upon the yearly renewal of the license. The Director of Human Resources and Compliance will review and evaluate TYCA Green's measurable outcomes no less than quarterly to ensure that TYCA Green is meeting its commitments. TYCA Green is mindful that demonstration of the Plan's progress and success will be submitted to the Commission upon renewal.

Acknowledgements

- As identified above, TYCA Green intends to partner with STCC and acknowledges that STCC has been contacted and will partner with TYCA Green as described herein.
- TYCA Green will adhere to the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment.
- Any actions taken, or programs instituted, by TYCA Green will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

**BYLAWS
OF
TYCA GREEN, INC.**

BYLAWS OF TYCA GREEN, INC.

ARTICLE I: GENERAL

Section 1.01 Name and Purposes. The name of the Corporation is **TYCA GREEN, INC.** (the “**Corporation**”). The purpose of the Corporation shall be as set forth in the Corporation’s Articles of Organization as adopted and filed with the Office of the Secretary of State of the Commonwealth of Massachusetts (as now in effect or as hereafter amended or restated from time to time, the “**Articles of Organization**”) pursuant to Chapter 156D of the Massachusetts General Laws, as now in effect and as hereafter amended, or the corresponding provision(s) of any future Massachusetts General Law (“**Chapter 156D**”).

Section 1.02 Articles of Organization. These Bylaws (“**Bylaws**”), the powers of the Corporation and its shareholders and Board of Directors, and all matters concerning the conduct and regulation of the business of the Corporation, shall be subject to the provisions in regard thereto that may be set forth in the Articles of Organization. In the event of any conflict or inconsistency between the Articles of Organization and these Bylaws, the Articles of Organization shall control.

Section 1.03 Corporate Seal. The Board of Directors may adopt and alter the seal of the Corporation. The seal of the Corporation, if any, shall, subject to alteration by the Board of Directors, bear its name, the word “Massachusetts” and the year of its incorporation.

Section 1.04 Fiscal Year. The fiscal year of the Corporation shall commence on January 1, and end on the following December 31 of each year, unless otherwise determined by the Board of Directors.

Section 1.05 Location of Principal Office of the Corporation. The principal office of the Corporation shall be located at such place within the Commonwealth of Massachusetts as shall be fixed from time to time by the Board of Directors, and if no place is fixed by the Board of Directors, such place as shall be fixed by the President.

ARTICLE II: SHAREHOLDERS

Section 2.01 Place of Meeting. Meetings of the shareholders shall be held at any place within or without the Commonwealth of Massachusetts that may be designated by the Board of Directors. Absent such designation, meetings shall be held at the principal office. The Board of Directors may, in its discretion, determine that the meeting may be held solely by means of remote electronic communication. If authorized by the Board of Directors, and subject to any guidelines and procedures adopted by the Board of Directors, shareholders not physically present at a meeting of shareholders, may participate in a meeting of shareholders by means of electronic transmission by and to the Corporation or electronic video screen communication; and, may be considered present in person and may vote at a meeting of shareholders, whether held at a designated place or held solely by means of electronic transmission by and to the Corporation or electronic video screen communication, subject to the conditions imposed by applicable law.

Section 2.02 Annual Meeting. The annual meeting of shareholders of this Corporation shall be held on such date and at such time as may be designated from time to time by the Board

of Directors. At the annual meeting, Directors shall be elected, and any other business may be transacted that is within the power of the shareholders and allowed by law; *provided, however*, that unless the notice of meeting, or the waiver of notice of such meeting, sets forth the general nature of any proposal to (i) approve or ratify a contract or transaction with a Director or with a corporation, firm or association in which a Director has an interest; (ii) amend the Articles of Organization of this Corporation; (iii) approve a reorganization or merger involving this Corporation; (iv) elect to wind up and dissolve this Corporation; or (v) effect a plan of distribution upon liquidation otherwise than in accordance with the liquidation preferences of outstanding shares with liquidation preferences, no such proposal may be approved at an annual meeting.

Section 2.03 Special Shareholders' Meetings. Special meetings of the shareholders, for any purpose whatsoever, may be called at any time by the President, the Board of Directors or by shareholders entitled to cast not less than ten percent (10%) of the corporation's voting power. Any person entitled to call a special meeting of shareholders (other than the Board of Directors) may make a written request to the Chair of the Board (if any), President, Vice President (if any) or Secretary, specifying the general purpose of such meeting and the date, time and place of the meeting, which date shall be not less than fifteen (15) days nor more than sixty (60) days after the receipt by such officer of the request. Within twenty (20) days after receipt of the request, the officer receiving such request forthwith shall cause notice to be given to the shareholders entitled to vote at such meeting, stating that a meeting will be held on the date and at the time and place requested by the person or persons requesting a meeting and stating the general purpose of the meeting. If such notice is not given twenty (20) days after receipt by the officer of the request, the person or persons requesting the meeting may give such notice. No business shall be transacted at a special meeting unless its general nature shall have been specified in the notice of such meeting; *provided, however*, that any business may be validly transacted if the requirements for such validity, as provided in Section 2.12 of these Bylaws, are met.

Section 2.04 Shareholder Nominations and Proposals. For business (including, but not limited to Director nominations) to be properly brought before an annual or special meeting by a shareholder, the shareholder or shareholders of record intending to propose the business (the "**Proposing Shareholder**") must have given written notice of the Proposing Shareholder's nomination or proposal, either by personal delivery or by the United States mail to the Secretary of the Corporation. In the case of an annual meeting, the Proposing Shareholder must give such notice to the Secretary of the Corporation no earlier than one hundred and twenty (120) calendar days and no later than ninety (90) calendar days before the date such annual meeting is to be held. If the current year's meeting is called for a date that is not within thirty (30) days of the anniversary of the previous year's annual meeting, notice must be received not later than ten (10) calendar days following the day on which public announcement of the date of the annual meeting is first made. In no event will an adjournment or postponement of an annual meeting of shareholders begin a new time period for giving a Proposing Shareholder's notice as provided above.

For business to be properly brought before a special meeting of shareholders, the notice of meeting sent by or at the direction of the person calling the meeting must set forth the nature of the business to be considered. A shareholder or shareholders who have made a written request for a special meeting pursuant to Section 2.03 of these Bylaws may provide the information required for notice of a shareholder proposal under this Section 2.04 simultaneously with the written request for the

meeting submitted to the Secretary or within ten (10) calendar days after delivery of the written request for the meeting to the Secretary.

A Proposing Shareholder's notice shall include as to each matter the Proposing Shareholder proposes to bring before either an annual or special meeting:

- (a) The name(s) and address(es) of the Proposing Shareholder(s).
- (b) The classes and number of shares of capital stock of the Corporation held by the Proposing Shareholder.
- (c) If the notice regards the nomination of a candidate for election as Director:
 - (i) The name, age, business and residence address of the candidate;
 - (ii) The principal occupation or employment of the candidate; and
 - (iii) The class and number of shares of the Corporation beneficially owned by the candidate.
- (d) If the notice is in regard to a proposal other than a nomination of a candidate for election as Director, a brief description of the business desired to be brought before the meeting and the material interest of the Proposing Shareholder of such proposal.

Section 2.05 Notice of Shareholders' Meeting. Except as otherwise provided by law, written notice stating the place, day and hour of the meeting, and, in case of a special meeting, the nature of the business to be transacted at the meeting, shall be given at least ten (10) days and not more than sixty (60) days before the meeting. In the case of an annual meeting, notice will include matters the Corporation's Board of Directors intends, at the time of the giving of the first of such notices, to present to the shareholders for action, and in the case of a meeting at which Directors are to be elected, the names of nominees that the Board of Directors, at the time of the giving of the first of such notices, intends to present to the shareholders for election. Proof that notice was given shall be made by affidavit of the Secretary, assistant Secretary, transfer agent or Director, or of the person acting under the direction of any of the foregoing, who gives such notice, and such proof of notice shall be made part of the minutes of the meeting. Such affidavit shall be prima facie evidence of the giving of such notice. It shall not be necessary to state in a notice of any meeting of shareholders as a purpose thereof any matter relating to the procedural aspects of the conduct of such meeting.

Notice shall be given personally, by electronic transmission or by mail, by or at the direction of the Secretary, or the officer or person calling the meeting, to each shareholder entitled to vote at the meeting. If remote participation in the meeting has been authorized by the Board of Directors, the notice shall also provide a description of the means of any electronic transmission by and to the Corporation or electronic video screen communication by which shareholders may be considered present and may vote and otherwise participate at the meeting.

If mailed, the notice shall be deemed to be given when deposited in the United States mail addressed to the shareholder at the shareholder's address as it appears on the share transfer records

of the Corporation, with postage thereon prepaid. Notice may be given to the shareholder by electronic transmission. Notice by electronic transmission is deemed given when the notice satisfies any of the following requirements:

- (a) Transmitted to a facsimile number provided by the shareholder for the purpose of receiving notice.
- (b) Transmitted to an electronic mail address provided by the shareholder for the purpose of receiving notice.
- (c) Posted on an electronic network, with a separate notice sent to the shareholder at the address provided by the shareholder for the purpose of alerting the shareholder of a posting.
- (d) Communicated to the shareholder by any other form of electronic transmission consented to by the shareholder.

Notice shall not be given by electronic transmission to a shareholder after either (i) the Corporation is unable to deliver two consecutive notices to such shareholder by such means or (ii) the inability to deliver such notices to such shareholder becomes known to any person responsible for giving such notices. Any person entitled to notice of a meeting may file a written waiver of notice with the Secretary either before or after the time of the meeting. The participation or attendance at a meeting of a person entitled to notice constitutes waiver of notice, except where the person objects, at the beginning of the meeting, to the lawfulness of the convening of the meeting and except that attendance is not a waiver of any right to object to conducting business at a meeting that is required to be included in the notice of the meeting, but not so included.

Section 2.06 *Reserved*

Section 2.07 Fixing the Record Date. For the purpose of determining shareholders entitled to notice of or to vote at any meeting of shareholders or any adjournment thereof, the record date shall be the date specified by the Board of Directors in the notice of the meeting. If no date is specified by the Board of Directors, the record date shall be the close of business on the day before the notice of the meeting is mailed to shareholders. If no notice is sent, the record date shall be the date set by the law applying to the type of action to be taken for which a record date must be set.

In the case of action by written consent of the shareholders without a meeting, the record date shall be (a) the date fixed by the board of directors or (b) the date that the first shareholder signs the written consent if no date has been fixed by the board.

A record date fixed under this Section may not be more than seventy (70) days before the meeting or action requiring a determination of shareholders. A determination of shareholders entitled to notice of or to vote at a shareholders' meeting is effective for any adjournment of the meeting unless the Board of Directors fixes a new record date.

Section 2.08 Quorum of and Action by Shareholders. A quorum shall be present for action on any matter at a shareholder meeting if a majority of the votes entitled to be cast on the

matter by a voting group is represented at the meeting in person or by proxy. A voting group includes all shares of one (1) or more classes or series that are entitled, by law or the Articles of Organization, to vote and to be counted together collectively on a matter at a meeting of shareholders.

Once a quorum for a voting group has been established at a meeting, the shareholders in that voting group represented in person or by proxy at the meeting are deemed present for quorum purposes for the remainder of the meeting and for any adjournment unless:

- a. The shareholder attends the meeting solely to object to defective notice or the conduct of the meeting on other grounds and does not vote the shares or take any other action at the meeting.
- b. The meeting is adjourned and a new record date is set for the adjourned meeting.

The shareholders in a voting group represented in person or by proxy at a meeting of shareholders, even if not comprising a quorum, may adjourn the meeting as to the voting group until a time and place as may be determined by a vote of the holders of a majority of the shares of the voting group represented in person or by proxy at that meeting. If the meeting is adjourned for more than one hundred and twenty (120) days after the date fixed for the original meeting, a new record date must be fixed by the Board of Directors; notice of the meeting must be given to the shareholders who are members of the voting group as of the new record date, and a new quorum for the meeting must be established.

Section 2.09 *Reserved*

Section 2.10 Conduct of Meetings. The Board of Directors may adopt by resolution rules and regulations for the conduct of meetings of the shareholders as it shall deem appropriate. At every meeting of the shareholders, the President, or in his or her absence or inability to act, a Director or officer designated by the Board of Directors, shall serve as the presiding officer. The Secretary or, in his or her absence or inability to act, the person whom the presiding officer of the meeting shall appoint secretary of the meeting, shall act as secretary of the meeting and keep the minutes thereof.

The presiding officer shall determine the order of business and, in the absence of a rule adopted by the Board of Directors, shall establish rules for the conduct of the meeting. The presiding officer shall announce the close of the polls for each matter voted upon at the meeting, after which no ballots, proxies, votes, changes or revocations will be accepted. Polls for all matters before the meeting will be deemed to be closed upon final adjournment of the meeting.

Section 2.11 Voting of Shares. Unless otherwise provided by law or in the Articles of Organization, each shareholder entitled to vote is entitled to one (1) vote for each share of common stock. Any holder of shares entitled to vote on any matter may vote part of such shares in favor of the proposal and refrain from voting the remaining shares or vote them against the proposal. If a shareholder fails to specify the number of shares such shareholder is voting affirmatively, it will be conclusively presumed that the shareholder's approving vote is with respect to all shares such shareholder is entitled to vote.

Section 2.12 Consent of Absentees. The transactions of any meeting of shareholders, however called or noticed, are as valid as though had at a meeting duly held after regular call and notice, if a quorum is present either in person or by proxy, and if, either before or after the meeting, each of the persons entitled to vote, not present in person or by proxy, signs a written waiver of notice, or a consent to the holding of such meeting, or an approval of the minutes thereof. The waiver notice, or consent need not specify the business transacted or purpose of the meeting, except as required by Chapter 156D. All such waivers, consents or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 2.13 Voting by Proxy or Nominee. Every person entitled to vote or execute consents may do so either in person or by one (1) or more agents authorized by a written proxy executed by the person or such person's duly authorized agent and filed with the Secretary of the Corporation. A proxy is not valid after the expiration of eleven (11) months from the date of its execution, unless the person executing it specifies therein the length of time for which it is to continue in force. Except as set forth below, any proxy duly executed is not revoked, and continues in full force and effect, until an instrument revoking it, or a duly executed proxy bearing a later date, executed by the person executing the prior proxy and presented to the meeting, is filed with the Secretary of the Corporation, or unless the person giving the proxy attends the meeting and votes in person, or unless written notice of the death or incapacity of the person executing the proxy is received by the Corporation before the vote by such proxy is counted. A proxy that states on its face that it is irrevocable will be irrevocable for the period of time specified in the proxy, if held by a person (or nominee of a person) specified by law to have sufficient interest to make such proxy irrevocable and only so long as he shall have such interest, subject to Chapter 156D, § 7.22.

Section 2.14 Action by Shareholders Without a Meeting. Any action, that, under any provision of Chapter 156D may be taken at a meeting of the shareholders, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, shall be signed by the holders of the outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares are entitled to vote thereon were present and voted; *provided, however*, that unless the consents of all shareholders entitled to vote have been solicited in writing, notice shall be given (in the same manner as notice of meetings is to be given), and within the time limits prescribed by law, of such action to all shareholders entitled to vote who did not consent in writing to such action; and *provided, further*, that Directors may be elected by written consent only if such consent is unanimously given by all shareholders entitled to vote, except that action taken by shareholders to fill one (1) or more vacancies on the Board other than a vacancy created by the removal of a Director, may be taken by written consent of a majority of the outstanding shares entitled to vote.

Section 2.15 Automatic Divestiture. If, during anytime while the Corporation holds a local or state marijuana business license, any of the following occur to a shareholder or to a member of an entity that is a shareholder of the Corporation, all interests of that shareholder in the Corporation (the "**Affected Shareholder**") will automatically and immediately terminate, and the Affected Shareholder will cease to be a shareholder:

- (a) The Affected Shareholder is charged with or convicted of any criminal offense, if a conviction of the offense in question would, pursuant to the applicable laws and regulations, disqualify the Affected Shareholder from having an ownership interest in

a marijuana business; *however*, where an Affected Shareholder is only charged with a criminal offense and not convicted, and where the applicable cannabis regulatory body and any other local or state licensing authority upon request have agreed to defer pursuing any action against the Corporation's marijuana business license(s) based upon such charges, or where any such actions of the applicable cannabis regulatory body and local licensing authorities are subject to a stay order, then the Affected Shareholder's shares shall not be subject to divestiture under this Section 2.15;

(b) The Affected Shareholder or any entity that it owns or controls incurs a revocation of any Massachusetts marijuana business license, and it is determined by the Board that such revocation has a material adverse effect upon the issuance or continued good standing of the Corporation's marijuana business license;

(c) The applicable cannabis regulatory body or local licensing authority issues a formal recommendation stating that the Affected Shareholder is unfit to have an ownership or economic interest in a marijuana business;

(d) The applicable cannabis regulatory body or local licensing authority issues a formal recommendation against the issuance to the Corporation of a marijuana business license or revokes a marijuana business license, which recommendation cites the participation of the Affected Shareholder as a material factor in the decision, or the applicable cannabis regulatory body or local licensing authority conditions the issuance of a marijuana business license on the Corporation removing the Affected Shareholder in the Corporation;

(e) The applicable cannabis regulatory body or local licensing authority advises the Corporation in writing, or it is otherwise determined by court order, that a decision on the Corporation's marijuana business license is being delayed beyond one (1) year following the filing of the Corporation's application for a marijuana business license, and the Corporation is advised before or after said date that the sole reason for such delay is the participation of or concerns about the Affected Shareholder;

(f) The Affected Shareholder demonstrates a repeated failure to attend meetings with the applicable cannabis regulatory body or any local licensing authority as required for Corporation business to be conducted. As used herein, repeated failure to attend shall be demonstrated by failure to attend any meeting without good cause, or any two (2) meetings with any licensing authority.

(g) The Affected Shareholder fails to provide information to the applicable cannabis regulatory body which is requested by or required by the applicable cannabis regulatory body.

(h) If the Affected Shareholder is a partnership or other business entity and not a natural person, a member of the Affected Shareholder is disqualified from obtaining an ownership interest in a licensed marijuana business by final written determination of the applicable cannabis regulatory body, unless such member is divested from the Affected Shareholder in a timely manner.

Section 2.16 Redemption of Shares Following Automatic Divestiture.

(a) The Corporation shall continue in existence notwithstanding the automatic termination of any Affected Shareholder pursuant to Section 2.15 above. Notwithstanding any provision of this Agreement to the contrary, if the Affected Shareholder is a corporate entity and the occurrence of any of the events enumerated in Section 2.15, above, is due to a member, shareholder, manager, director or officer of the Affected Shareholder, the Affected Shareholder shall have an option to reclaim its shares and shall be restored to its ownership position before the divestiture events occurred if the Board, a court of law or the applicable cannabis regulatory body provides a written assurance or order that Affected Shareholder has removed the member, shareholder, manager, director or officer that caused any of the events enumerated in Section 2.15, above, pursuant to the terms of the Affected Shareholder's governing documents.

(b) The Corporation shall be liable for the terminated ownership interest of the Affected Shareholder as follows:

(i) The Corporation and the Affected Shareholder shall determine the fair market value of the Affected Shareholder's shares by a mutually agreed upon third party appraisal.

(ii) If the Affected Shareholder and the Corporation cannot agree on a third-party appraisal, they shall both individually choose and pay for their own appraisal and the differences, if any, between the two valuations of the Affected Shareholder's shares shall be averaged and used for calculating the Payoff Note (as defined herein).

(iii) Once the value of the Affected Shareholder's shares is determined in relation to the Corporation's fair market value, the Corporation shall deliver a note (the "**Payoff Note**") to the Affected Shareholder for fifty percent (50%) of the asset value of Affected Shareholder's shares. The Payoff Note may be payable over a five (5) year period and may bear interest at a rate equal to the prime rate of interest as announced from time to time by the Wall Street Journal or may be discounted (using the same rate) to present value if an earlier payoff is required under the applicable laws and regulations. The terms of the Payoff Note may include equal monthly payments and shall be reasonable and customary for a transaction of this type. The Corporation may sell the Affected Shareholder's shares, in accordance with the terms of these Bylaws, to finance the Payoff Note or for any other lawful reason.

ARTICLE III: DIRECTORS

Section 3.01 Number of Directors; Identity of Initial Directors. The authorized number of Directors of the Corporation shall be five (5) until changed by an amendment to these Bylaws duly adopted in accordance with these Bylaws by the vote or written consent of a majority of the outstanding shares entitled to vote. The initial Directors shall be:

(a) Franklin V. Hardy;

- (b) F. Tyler Hardy;
- (c) Caroline Pierce;
- (d) Zach Harvey; and
- (e) Maryann Castillo.

Section 3.02 Powers. All corporate power shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except such powers expressly conferred upon or reserved to the shareholders, and subject to any limitations set forth by law, by the Articles of Organization or by these Bylaws.

Section 3.03 Term of Office. Directors shall hold office until the next annual meeting of shareholders and until their successors are elected.

Section 3.04 Vacancies and Newly Created Directorships. Vacancies and newly created directorships, whether resulting from an increase in the size of the Board of Directors, from the death, resignation, disqualification or removal of a Director or otherwise, may be filled by election at an annual or special meeting of shareholders called for that purpose or/solely by the affirmative vote of a majority of the remaining Directors then in office, even though less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

Section 3.05 Removal. The Board of Directors may declare vacant the office of a Director who has been declared of unsound mind by an order of the court or convicted of a felony, or who has been barred from ownership of a marijuana business by a final decision of an applicable state or local licensing authority, or otherwise in a manner provided by law.

Any or all of the Directors may be removed from office at any duly called meeting without cause by a vote of the shareholders entitled to elect them. If one (1) or more Directors are so removed at a meeting of shareholders, the shareholders may elect new Directors at the same meeting.

Section 3.06 Resignation. A Director may resign effective on giving written notice to the President, unless the notice specifies a later effective date.

Section 3.07 Meetings of Directors.

(a) Regular Meetings. A regular annual meeting of the Board shall be held immediately after, and at the same place as, the annual meeting of shareholders for the purpose of electing officers and transacting any other business. The Board may provide for other regular meetings from time to time by resolution.

(b) Special Meetings. Special meetings of the Board for any purpose or purposes may be called at any time by the President, Vice President (if any), Chairman of the Board, the Secretary, by any two (2) Directors or by one (1) Director in the event that there is only one (1) Director. Notice of the time and place of special meetings shall be delivered by mail, electronic delivery or orally. If notice is mailed, it shall be deposited in

the United States mail at least two (2) days before the time of the meeting. In the case the notice is delivered either orally or by electronic delivery shall be delivered at least forty-eight (48) hours before the time of the meeting. Any oral notice given personally or by telephone may be communicated either to the Director or to a person at the office of the Director whom the person giving notice has reason to believe will promptly communicate it to the Director. The notice need not specify the purpose of the meeting nor the place if it is to be held at the principal office of the Corporation.

(c) Place of Meetings. Meetings of the Board may be held at any place within or without the Commonwealth of Massachusetts that has been designated in the notice. If a place has not been stated in the notice or there is no notice, meetings shall be held at the principal office of the Corporation unless another place has been designated by a resolution duly adopted by the Board.

Section 3.08 Electronic Participation. Members of the Board may participate in a meeting through conference telephone, electronic video screen communication or other electronic transmission by and to the Corporation. Participation in a meeting by conference telephone or electronic video screen communication constitutes presence in person as long as all Directors participating can hear one another. Participation by other electronic transmission by and to the Corporation (other than conference telephone or electronic video screen communication) constitutes presence in person at the meeting as long as participating Directors can communicate with other participants concurrently, each Director has the means to participate in all matters before the Board, including the ability to propose or object to a specific corporate action, and the Corporation implements some means of verifying that each person participating is entitled to participate and all votes or other actions are taken by persons entitled to participate.

Section 3.09 Quorum of and Action by Directors. A majority of the authorized number of Directors constitutes a quorum of the Board for the transaction of business. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless Chapter 156D or the Articles of Organization require a greater number. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action is approved by at least a majority of the Directors who constitute the required quorum for such meeting. A quorum of the Directors may adjourn any Directors' meeting to meet again at a stated time and place. In the absence of quorum, a majority of the Directors present may adjourn from time to time. Notice of the time and place of a meeting that has been adjourned for more than twenty-four (24) hours shall be given to the Directors not present at the time of the adjournment.

Section 3.10 Compensation. Directors may receive compensation for their services, and the Board of Directors may authorize payment of a fixed fee and expenses of attendance, if any, for attendance at any meeting of the Board of Directors or committee thereof. A Director shall not be precluded from serving the Corporation in any other capacity and receiving compensation for services in that capacity. The Directors may, from time to time, establish compensation policies of the Corporation consistent with this Section 3.10.

Section 3.11 Action by Directors Without a Meeting. Any action required or permitted to be taken by the Board of Directors or any committee thereof under Chapter 156D may be taken

without a meeting if, prior or subsequent to the action, a consent or consents thereto by all of the Directors in office, or all the committee members then appointed, is filed with the Secretary to be filed with the minutes of the proceedings of the Board of Directors. Such action by written consent shall have the same force and effect as a unanimous vote of such Directors.

Section 3.12 Committees of the Board of Directors. The Board of Directors, by resolution adopted by a majority of authorized Directors, may designate one (1) or more committees, each consisting of two (2) or more Directors, to serve at the pleasure of the Board and to exercise the authority of the Board of Directors to the extent provided in the resolution establishing the committee and permitted by law. The Board of Directors may adopt governance rules for any committee consistent with these Bylaws. The provisions of these Bylaws applicable to meetings and actions of the Board of Directors shall govern meetings and actions of each committee, with the necessary changes made to substitute the committee and its members for the Board of Directors and its members.

A committee of the Board of Directors does not have the authority to:

- (a) Approve actions that require approval of the shareholders or the outstanding shares.
- (b) Fill vacancies on the Board or in any committee.
- (c) Amend or repeal bylaws or adopt new bylaws.
- (d) Amend or repeal any resolution of the Board of Directors that by its terms is not so amendable or repealable.
- (e) Make a distribution to shareholders, except at a rate, in a periodic amount or within a price range set forth in the Articles of Organization or determined by the Board.

The Board of Directors, by resolution adopted by the majority of authorized Directors, may designate one (1) or more Directors as alternate members of any committee who may replace any absent or disqualified member at any meeting of the committee or for the purposes of any written action by the committee.

The designation of a committee of the Board of Directors and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed by law.

ARTICLE IV: OFFICERS

Section 4.01 Positions and Election. The officers of the Corporation shall be elected by the Board of Directors and shall be a President, a Secretary, a Treasurer and all other officers as may from time to time be determined by the Board of Directors. At the discretion of the Board of Directors, the Corporation may also have other officers, including but not limited to one (1) or more Vice Presidents or assistant Vice Presidents, one (1) or more assistant Secretaries, a Chief Financial Officer and a Chief Operations Officer, as may be appointed by the

Board of Directors, with such authority as may be specifically delegated to such officers by the Board of Directors. Any two (2) or more offices may be held by the same person.

Each officer shall serve until a successor is elected and qualified or until the earlier death, resignation or removal of that officer. Vacancies or new offices shall be filled at the next regular or special meeting of the Board of Directors.

Section 4.02 Removal and Resignation. Any officer elected or appointed by the Board of Directors may be removed with or without cause by the affirmative vote of the majority of the Board of Directors. Removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Any officer chosen by the Board of Directors may resign at any time by giving written notice to the Corporation. Unless a different time is specified in the notice, the resignation shall be effective upon its receipt by the President, the Secretary or the Board.

Section 4.03 Powers and Duties of Officers. The powers and duties of the officers of the Corporation shall be as provided from time to time by resolution of the Board of Directors or by direction of an officer authorized by the Board of Directors to prescribe the duties of other officers. In the absence of such resolution, the respective officers shall have the powers and shall discharge the duties customarily and usually held and performed by like officers of corporations similar in organization and business purposes to the Corporation subject to the control of the Board of Directors.

ARTICLE V: INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 5.01 Indemnification of Officers or Directors. The Corporation shall, to the extent permitted by Chapter 156D, indemnify all persons who have served or may serve at any time as officers or Directors of the Corporation and their heirs, executors, administrators, successors and assigns, from and against any and all loss and expense, including amounts paid in settlement before or after suit is commenced, and reasonable attorney's fees, actually and necessarily incurred as a result of any claim, demand, action, proceeding or judgment that may have been asserted against any such persons, or in which these persons are made parties by reason of their being or having been officers or Directors of the Corporation. This right of indemnification shall not exist in relation to matters as to which it is adjudged in any action, suit or proceeding that these persons are liable for negligence or misconduct in the performance of duty.

Section 5.02 Non-Exclusivity of Indemnification Rights and Authority to Insure. The foregoing rights of indemnification and advancement of expenses shall be in addition to and not exclusive of any other rights to which any person may be entitled pursuant to any agreement with the Corporation, or under any statute, provision of the Articles of Organization or any action taken by the Directors or shareholders of the Corporation.

The Corporation may buy and maintain insurance to protect itself and any agent against any expense asserted against them or incurred by an agent, whether or not the Corporation could indemnify the agent against the expense under applicable law or the provisions of this Article V.

ARTICLE VI: SHARE CERTIFICATES AND TRANSFER

Section 6.01 Share Certificates. Shares of the Corporation may, but need not, be represented by certificates. Each certificate issued shall bear all statements or legends required by law to be affixed thereto. For all shares issued or transferred without certificates, the Corporation shall within a reasonable time after such issuance or transfer send the shareholder a written statement of the information required on share certificates pursuant to Chapter 156D, § 6.25(b) & (c) and § 6.27. Shareholders can request and obtain a statement of rights, restrictions, preferences and privileges regarding classified shares or a class of shares with two (2) or more series, if any, from the Corporation's principal office. Each certificate issued shall bear all statements or legends required by law to be affixed thereto.

Every certificate for shares shall be signed by (i), the President, or a Vice President and (ii) the Chief Financial Officer, an assistant Treasurer, the Secretary or any assistant Secretary.

Section 6.02 Transfers of Shares. No shares of Common Stock of the Corporation may be subject to Transfer (as defined herein) without the approval of no less than a majority vote of the Board, which approval shall not be unreasonably withheld. Notwithstanding any other provision of these Bylaws, each shareholder agrees that it will not, directly or indirectly, Transfer any of its shares or share equivalents, and the Corporation agrees that it shall not issue any shares or share equivalents if such Transfer would cause the Corporation to be unfit for licensure by the applicable cannabis regulatory body or otherwise subject to the applicable cannabis regulatory body for disciplinary action. In any event, the Board may refuse the Transfer of shares to any person if such Transfer would have a material adverse effect on the Corporation as a result of any regulatory or other restrictions imposed by any governmental authority.

Any Transfer or attempted Transfer of any shares or share equivalents in violation of these Bylaws shall be null and void, and no such Transfer shall be recorded on the Corporation's books and the purported transferee in any such Transfer shall not be treated (and the purported transferor shall continue to be treated) as the owner of such shares or share equivalents for the purposes of these Bylaws.

Transfer of shares of the Corporation shall be made only on the books of the Corporation by the registered holder thereof or by such other person as may under law be authorized to endorse such shares for transfer, or by such shareholder's attorney thereunto authorized by power of attorney duly executed and filed with the Secretary or transfer agent of the Corporation. Except as otherwise provided by law, upon surrender to the Corporation or its transfer agent of a certificate for shares duly endorsed or accompanied by proper evidence of succession, assignment or authority to transfer, it shall be the duty of the Corporation to issue a new certificate to the person entitled thereto, cancel the old certificate and record the transaction upon its books.

"Transfer" means to, directly or indirectly, sell, transfer, assign, pledge, encumber, hypothecate or similarly dispose of, either voluntarily or involuntarily, by operation of law or otherwise, or to enter into any contract, option or other arrangement or understanding with respect to the sale, transfer, assignment, pledge, encumbrance, hypothecation or similar disposition of, any shares owned by a person or any interest (including a beneficial interest) in any shares or share equivalents owned by a person.

Section 6.03 Registered Shareholders. The Corporation may treat the holder of record of any shares issued by the Corporation as the holder in fact thereof, for purposes of voting those shares, receiving distributions thereon or notices in respect thereof, transferring those shares, exercising rights of dissent with respect to those shares, exercising or waiving any preemptive right with respect to those shares, entering into agreements with respect to those shares in accordance with the laws of the Commonwealth of Massachusetts or giving proxies with respect to those shares.

Section 6.04 Lost, Stolen, or Destroyed Certificates. The Board of Directors may issue a new share certificate in place of any certificate it previously issued that the shareholder alleges to have been lost, stolen or destroyed provided that the shareholder or the shareholder's legal representative of the lost, stolen or destroyed certificate shall give the Corporation a bond or other adequate security sufficient to indemnify the Corporation against any potential claim against the Corporation because of the alleged loss, theft or destruction of any such certificate or the issuance of such new certificate.

ARTICLE VII: CORPORATE RECORDS AND INSPECTION

Section 7.01 Records. The Corporation shall maintain adequate and correct books and records of account, minutes of the proceedings of the shareholders, Board of Directors and committees of the Board of Directors, and a record of its shareholders, including names and addresses of all shareholders and the number and class of shares held, along with any other records required by law. The Corporation shall keep such record of its shareholders at its principal office, as fixed by the Board of Directors from time to time, or at the office of its transfer agent or registrar. The Corporation shall keep its books and records of account and minutes of the proceedings of the shareholders, Board of Directors and committees of the Board of Directors at its principal office, or such other location as shall be designated by the Board of Directors from time to time.

Section 7.02 Inspection of Books and Records. The Corporation's accounting books and records and minutes of proceedings of the shareholders, Board of Directors and committees of the Board of Directors shall, to the extent provided by law, be open to inspection of Directors, shareholders and voting trust certificate holders, in the manner provided by law.

Section 7.03 Certification and Inspection of Bylaws. The Corporation shall keep in its principal office the original or a copy of these Bylaws as amended or otherwise altered to date, which shall be open to inspection by the shareholders at all reasonable times during office hours.

ARTICLE VIII: MISCELLANEOUS

Section 8.01 Checks, Drafts, Etc. All checks, drafts or other instruments for payment of money or notes of the Corporation shall be signed by an officer or officers or any other person or persons as shall be determined from time to time by resolution of the Board of Directors.

Section 8.02 Conflict with Applicable Law or Articles of Entity Conversion. Unless the context requires otherwise, the general provisions, rules of construction and the definitions of Chapter 156D shall govern the construction of these Bylaws. These Bylaws are adopted subject to any applicable law and the Articles of Organization. Whenever these Bylaws may conflict with

any applicable law or the Articles of Organization, such conflict shall be resolved in favor of such law or the Articles of Organization.

Section 8.03 Invalid Provisions. If any one (1) or more of the provisions of these Bylaws, or the applicability of any provision to a specific situation, shall be held invalid or unenforceable, the provision shall be modified to the minimum extent necessary to make it or its application valid and enforceable, and the validity and enforceability of all other provisions of these Bylaws and all other applications of any provision shall not be affected thereby.

Section 8.04 Emergency Management of the Corporation. In anticipation of or during an emergency, as defined in Chapter 156D, § 3.03(d), the Board, in order to conduct the ordinary business affairs of the Corporation, shall modify procedures, including, but not limited to, calling a board meeting, quorum requirements for such board meeting and designation of additional or substitute Directors; *provided*, that such modifications may not conflict with the Articles of Organization.

In anticipation of or during an emergency, the Corporation shall be able to take any and all of the following actions to conduct the Corporation's ordinary business affairs and operations:

- (a) Modify lines of succession to accommodate the incapacity of any Director, officer, employee or agent resulting from the emergency.
- (b) Relocate the principal office or designate alternative principal offices or regional offices.
- (c) Give notice to Directors in any practicable matter under the circumstances, including but not limited to publication and radio, when notice of a board meeting cannot be given in a manner prescribed by these Bylaws.
- (d) Deem that one (1) or more officers present at a board meeting is a Director as necessary to achieve a quorum for that meeting.

Section 8.05 Reports. The Corporation shall provide all shareholders with notice of the availability of annual financial reports of the Corporation before the earlier of the annual meeting of the shareholders or one hundred and twenty (120) days after the close of the fiscal year. Such financial reports shall be prepared and provided to the shareholders upon request in compliance with Chapter 156D, § 16.20.

Section 8.06 Advisement of Counsel. THE CULTIVATION, PRODUCTION AND SALE OF CANNABIS IS ILLEGAL UNDER FEDERAL LAW. NEITHER PARTY, NOR ATTORNEYS FOR COMPANY, HAVE MADE ANY REPRESENTATION TO THE CONTRARY.

ARTICLE IX: AMENDMENT OF BYLAWS

Section 9.01 Amendment by Shareholders. Shareholders may adopt, amend or repeal these Bylaws by the vote or written consent of the holders of a majority of the outstanding shares entitled to vote, except as otherwise provided by law, these Bylaws or the Articles of Organization.

Section 9.02 Amendment by Directors. Subject to the rights of shareholders as provided in Article IX, and the statutory limitations of Chapter 156D, the Board of Directors may adopt, amend or repeal these Bylaws.

[SIGNATURE PAGE TO FOLLOW]

**CERTIFICATE OF SECRETARY
OF
TYCA Green, Inc.**

The undersigned, Caroline Pierce, hereby certifies that she is the duly elected and acting Secretary of **TYCA GREEN, INC.**, a Massachusetts corporation (the "**Corporation**"), and that the foregoing Bylaws were adopted as the Bylaws of the Corporation as of October 24, 2018, and that the same do now constitute the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this certificate on behalf of the Corporation as of this 24th day of October, 2018.

TYCA GREEN, INC.

By: Caroline Pierce
Name: Caroline Pierce
Title: Secretary



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

mass.gov/dor

Letter ID: L0854346368
Notice Date: October 18, 2018
Case ID: 0-000-397-986



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



FRANKLIN HARDY
TYCA GREEN INC
470 MAIN ST
CLINTON MA 01510-2422

Why did I receive this notice?

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

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

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

What if I have questions?

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

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



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

William Francis Galvin
Secretary of the
Commonwealth

Date: October 24, 2018

To Whom It May Concern :

I hereby certify that according to the records of this office,
TYCA GREEN, INC.

is a domestic corporation organized on **February 14, 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: 18100474450

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

Processed by:

F. Tyler Hardy is no longer affiliated with TYCA Green, Inc. ("TYCA Green"), and he was not affiliated with TYCA Green at the time of submission of TYCA Green's adult-use applications. In addition to the Articles of Organization, a copy of the most recent Annual Report is included herewith, which establishes the current composition of the board of directors and officers.



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$250.00

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

[Special Filing Instructions](#)

Articles of Organization

(General Laws, Chapter 156D, Section 2.02; 950 CMR 113.16)

Identification Number: 001312643

ARTICLE I

The exact name of the corporation is:

TYCA GREEN, INC.

ARTICLE II

Unless the articles of organization otherwise provide, all corporations formed pursuant to G.L. C156D have the purpose of engaging in any lawful business. Please specify if you want a more limited purpose:

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.

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding Num of Shares
		<i>Num of Shares</i>	<i>Total Par Value</i>	
CNP	\$0.00000	10,000	\$0.00	0

G.L. C156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. C156D Section 6.21 and the comments thereto.

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the Business Entity must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

ARTICLE V

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

ARTICLE VI

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

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

ARTICLE VII

The effective date of organization 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.

Later Effective Date: Time:

ARTICLE VIII

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

a,b. The street address of the initial registered office of the corporation in the commonwealth and the name of the initial registered agent at the registered office:

Name: FRANKLIN V. HARDY
No. and Street: 470 MAIN STREET
City or Town: CLINTON State: MA Zip: 01510 Country: USA

c. The names and street 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):

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	FRANKLIN V. HARDY	53 DAVIS AVE BROOKLINE, MA 02445 USA
TREASURER	F. TYLER HARDY	790 BOYLSTON ST., 26C BOSTON, MA 02119 USA
SECRETARY	CAROLINE HARDY PIERCE	11 WAVERLY ST., UNIT 2 BROOKLINE, MA 02445 USA
DIRECTOR	FRANKLIN V. HARDY	53 DAVIS AVE BROOKLINE, MA 02445 USA
DIRECTOR	F. TYLER HARDY	790 BOYLSTON ST., 26C BOSTON, MA 02119 USA
DIRECTOR	ZACHARY HARVEY	34 FOSTER ST. CAMBRIDGE, MA 02138 USA
DIRECTOR	MARYANN CASTILLO	48 ORANGE ST. CLINTON, MA 01510 USA
DIRECTOR	CAROLINE HARDY PIERCE	11 WAVERLY ST., UNIT 2 BROOKLINE, MA 02445 USA

d. The fiscal year end (i.e., tax year) of the corporation:
December

e. A brief description of the type of business in which the corporation intends to engage:

MANAGEMENT AND CONSULTING SERVICES.

f. The street address (post office boxes are not acceptable) of the principal office of the corporation:

No. and Street: 470 MAIN STREET
City or Town: CLINTON State: MA Zip: 01510 Country: USA

g. Street address where the records of the corporation required to be kept in the Commonwealth are located (*post office boxes are not acceptable*):

No. and Street: 470 MAIN STREET
City or Town: CLINTON State: MA Zip: 01510 Country: USA

which is

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

Signed this 14 Day of February, 2018 at 9:01:54 AM by the incorporator(s). (*If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.*)

FRANKLIN V. HARDY PRESIDENT

THE COMMONWEALTH OF MASSACHUSETTS

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

February 14, 2018 09:01 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$100.00

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

Annual Report

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

Identification Number: 001312643

1. Exact name of the corporation: TYCA GREEN, INC.

2. Jurisdiction of Incorporation: State: MA Country:

3,4. Street address of the corporation registered office in the commonwealth and the name of the registered agent at that office:

Name: FRANKLIN V. HARDY

No. and Street: 470 MAIN STREET

City or Town: CLINTON State: MA Zip: 01510 Country: USA

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

No. and Street: 470 MAIN STREET

City or Town: CLINTON State: MA Zip: 01510 Country: USA

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	FRANKLIN V. HARDY	53 DAVIS AVE BROOKLINE, MA 02445 USA
TREASURER	CAROLINE HARDY PIERCE	11 WAVERLY ST., UNIT 2 BROOKLINE, MA 02445 USA
SECRETARY	CAROLINE HARDY PIERCE	11 WAVERLY ST., UNIT 2 BROOKLINE, MA 02445 USA
DIRECTOR	CAROLINE HARDY PIERCE	11 WAVERLY ST., UNIT 2 BROOKLINE, MA 02445 USA
DIRECTOR	MARYANN CASTILLO	48 ORANGE ST. CLINTON, MA 01510 USA
DIRECTOR	FRANKLIN V. HARDY	53 DAVIS AVE BROOKLINE, MA 02445 USA
DIRECTOR	ZACHARY HARVEY	34 FOSTER ST. CAMBRIDGE, MA 02138 USA

7. Briefly describe the business of the corporation:

HORTICULTURE AND AGRICULTURAL PRODUCTS MANUFACTURE

8. Capital stock of each class and series:

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding
		<i>Num of Shares</i>	<i>Total Par Value</i>	
CNP	\$0.00000	10,000	\$0.00	0

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

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

Signed by FRANKLIN V. HARDY , its PRESIDENT
on this 5 Day of March, 2019

TYCA Green, Inc.'s ("TYCA Green") ownership structure is currently primarily comprised of Franklin Hardy (28.03%); Caroline Pierce (17.05%); and Zach Harvey (17.05%). Furthermore, TYCA Green has an employee equity incentive pool that comprises 13.64% of TYCA Green's ownership structure; no portion of the employee equity incentive pool has been distributed at this point in time. The remaining 24.23% of TYCA Green's ownership structure is comprised of minority shareholders, none of which individually hold more than a 4% interest in TYCA Green. In connection with its ownership structure, TYCA Green is happy to submit additional documentation as required and requested by the Commission.

PLAN FOR OBTAINING LIABILITY INSURANCE

TYCA Green, Inc. d/b/a Society Cannabis Co. (“Society”) will contract with Corcoran & Havlin Insurance to maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually and product liability coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually. The policy deductible will be no higher than \$5,000 per occurrence. Society will consider additional coverage based on availability and cost-benefit analysis.

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

BUSINESS PLAN

TYCA Green

470 Main Street
Clinton, MA 01510
(617) 899-6045



EXECUTIVE SUMMARY

TYCA Green's founders recognize the unsatisfied need and opportunity to provide high quality natural cannabis, and produce it utilizing a professionally engineered facility that is energy efficient and incorporates the latest cultivation and processing technologies. A blend of science, manufacturing, and farming all appropriately scaled to maximize the return on investment for all the stakeholders involved; the consumers and patients, the community, the Adult Use Marijuana Establishment and Medical Marijuana Treatment Center, the investors, the natural resources and suppliers.

COMPANY DESCRIPTION

TYCA Green, Inc. ("TYCA") is a Massachusetts domestic for-profit corporation has been awarded a Provisional Certificate of Registration and is in the process of obtaining a Final Certificate of Registration from the Massachusetts Department of Public Health ("DPH") to operate a Registered Marijuana Dispensary ("RMD") in the Commonwealth.

TYCA's mission is to provide high-quality medical and adult-use marijuana and marijuana products to adult consumers and registered, qualifying patients and their caregivers in a safe and welcoming environment.

TYCA will offer a range of marijuana strains (including CBD marijuana with little to no psychoactive properties), infused products, and educational materials to meet the unique needs of its retail consumers and medical marijuana patients suffering from serious medical conditions.

TYCA is committed to being an active and valued member of the local community and giving back through monetary contributions and other charitable activities.

TYCA Green's executive management team has been thoroughly background checked by Creative Services, Inc. as part of TYCA's application process with the DPH, which has a diverse set of talents to operate a successful Marijuana Establishment and RMD in the Commonwealth. The Team's combined experience includes retail, small business, investor relations and financial management, business development, human resources, process management, cultivation, extractions, site planning, and security operations.

ORGANIZATION AND MANAGEMENT

The TYCA Green executive team has over ninety years' experience in all phase of starting, growing, and managing successful business enterprises.

Franklin Hardy - CEO

Franklin Hardy is a seasoned business professional who has owned and operated his own middle market manufacturing company for over 40 years. Franklin founded TYCA Corporation in 1978. It produces and decorates apparel and accessories for the resort souvenir, promotional products, and private label markets. TYCA also has a specialized contract molding business servicing niche applications in the automotive, automotive restoration, medical, and recreational markets. The company has factories in Clinton and Newton, MA, as well as Leon, Mexico.

He graduated with a degree in economics from Tufts University.

Caroline Pierce - CMO & Community Liaison

Caroline Pierce currently manages Business Operations and Human Resources at Baystate Wealth management in Boston, MA. Her work is focused on people and process management.

Prior to her work at Baystate, Caroline spent than 12 years in the marketing sector as a marketing and communications strategist. Caroline has extensive experience in the consumer lifestyle, luxury, celebrity, travel and entertainment industries. During that time, she worked regularly with C-level executives at Fortune 500 companies including Disney and

Nintendo. Additionally, she led strategic campaigns encompassing earned media, influencer marketing, high-profile events, and digital integrations.

She graduated from of Union College with a degree in Political Science.

FACILITIES AND RESOURCES

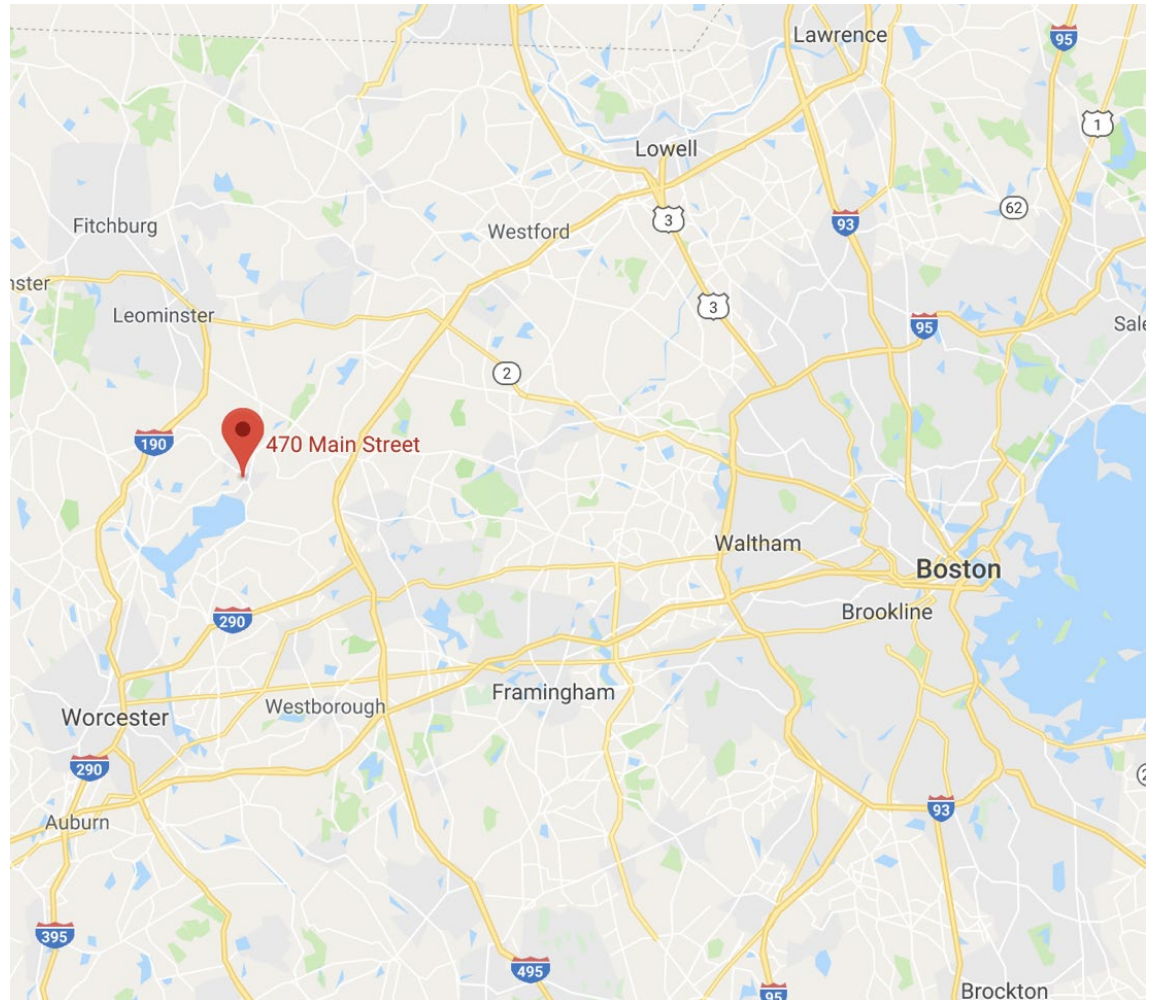
TYCA Green proposes to site a co-located Marijuana Establishment and Registered Marijuana Dispensary, including retail sales, dispensing, cultivation, and marijuana product manufacturing, at 470 Main Street Clinton, Massachusetts 01510.

In accordance with the Clinton Zoning By-Law, the proposed property is located in the Industrial zoning district with a BioScience and Priority Development overlay, which is specifically zoned for Marijuana Establishments and RMDs.

The facility is comprised of nearly 15,000 square feet on three floors dedicated to cultivation, processing, packaging, and sales. There is an approximate additional 10,000 square feet that can be utilized in the future as well as three vacant acres with the ability to accommodate greenhouses. The business also has rights to sixty acres of water.

There is ample parking with handicap accessibility.





BENEFITS TO CLINTON

TYCA Green is going to work cooperatively with Town of Clinton (which approved 2016 Ballot Question 4 legalizing adult-use marijuana with 55.4% of the vote) to ensure that TYCA Green operates as a responsible, contributing member of the Clinton community.

TYCA Green has established a mutually beneficial relationship with the Town in exchange for permitting TYCA Green to site and operate a Marijuana Establishment and RMD in Clinton. The Town stands to benefit in various ways, including but not limited to the following:

JOBS. A co-located Marijuana Establishment and RMD facility will add up to 20 full-time jobs, in addition to hiring qualified, local contractors and vendors.

MONETARY BENEFITS. A Host Community Agreement with significant monetary donations will provide the Town with additional financial benefits beyond local taxes.

TAXES. TYCA Green commits to paying property taxes, despite the potential for federal tax-exempt status in the future.

REGULATION. TYCA Green's Marijuana Establishment and RMD will help to supply consumers in the Commonwealth of Massachusetts with high-quality and safe adult-use marijuana and marijuana products, and reduce the need for patients to apply for unregulated "hardship" cultivation registrations.

ACCESS. TYCA Green will provide consumers and patients in the Commonwealth with access to valuable medication and adult-use marijuana.

CONTROL. In addition to the DPH and CNB, the Clinton Police Department and other municipal departments will have oversight over TYCA Green's security systems and processes.

RESPONSIBILITY. TYCA Green is comprised of experienced professionals who have undergone extensive background checks and DPH scrutiny.

REAL ESTATE. Real estate investment would lead to development and improvement within the community.

FUNDING AND USE OF FUNDS

TYCA Green has self-funded all aspects of the licensing, design, and engineering etc. process to date. It is going to raise approximately \$4,000,000 of additional funds to complete all hard and soft cost requirements of the business in order to be able to grow, harvest and sell cannabis products effectively and safely.

TYCA Green is in a unique position given its existing relationships with high net worth individuals and family offices that are active cannabis investors. Early discussions with these people indicate strong interest in investing in TYCA Green and the team does not anticipate any concerns in being able to raise \$4,000,000 from value added and qualified investors.

MARKET CONSIDERATIONS

A December 2017 paper analyzing studies on marijuana legislation and opioid use, concluded that increased access to medical marijuana facilitates the substitution of marijuana for powerful and addictive opioids in the treatment of pain. One study utilizing data from Colorado on monthly overdose rates found that legislation that legalized recreational marijuana led to a decrease in opioid-related deaths by 6.5%. Data also showed that the legalization of recreational marijuana in Washington State led to a decrease in opioid abuse.¹

According to a study from February 2018, "When we consider the full time period (1999–2013), the estimates imply that dispensaries reduce opioid mortality rates by about 20%" and for a "marijuana law with a legal, operational dispensary provision –the estimates imply a statistically significant (at the 5% level) decline in overdose death rates of about 25%." The study concluded that a key factor in reducing these opioid-related deaths is a fairly liberal allowance for the implementation of dispensaries.²

In January 2017, the Colorado Department of Public Health and Environment's Retail Marijuana Public Health Advisory Committee released a comprehensive report on marijuana use patterns.

The report found that past-month marijuana use by adolescents in Colorado had not changed since legalization either in terms of the number of adolescents using or frequency of use among users, and that past-month marijuana use among Colorado adolescents is nearly identical to the national average.³

According to the 2015 Healthy Kids Colorado Survey, “youth marijuana use remains relatively unchanged” since the implementation of medical and adult-use marijuana laws. Colorado youth marijuana use is 21.2% versus 21.7% as the national average.⁴

According to an article published in Health Affairs in 2016, physicians in medical marijuana states prescribe 1,826 fewer doses of painkillers in a given year compared to states without medical marijuana laws.⁵

¹Steven Dickerson, "The Effects of Recreational Marijuana Legislation on the Opioid Epidemic in Washington State" (2018). CMC Senior Theses. 1757.

² David Powell, Rosalie Liccardo Pacula & Mireille Jacobson, Do Medical Marijuana Laws Reduce Addictions and Deaths Related to Pain Killers? 58 J. Health Econ. 29 (2018).

³ Monitoring Health Concerns Related to Marijuana in Colorado: 2016, Colorado Department of Public Health & Environment (Jan. 2017).

⁴ Healthy Kids Colorado Survey 2015, Colorado Department of Public Health & Environment.

⁵ Bradford, Ashley C. and Bradford, W. David, Medical Marijuana Laws Reduce Prescription Medication Use in Medicare Part D, Health Affairs (2016).

PLAN FOR RESTRICTING ACCESS TO AGE 21 AND OLDER

Pursuant to 935 CMR 500.050(8)(b), TYCA Green, Inc. d/b/a Society Cannabis Co. (“Society”) will only be accessible to consumers 21 years of age or older with a verified and valid government-issued photo ID. Upon entry into the premises of the marijuana establishment by an individual, a Society agent will immediately inspect the individual’s proof of identification and determine the individual’s age, in accordance with 935 CMR 500.140(2).

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

Pursuant to 935 CMR 500.105(4), Society will not engage in any marketing, advertising or branding practices that are targeted to, deemed to appeal to or portray minors under the age of 21. Society will not engage in any advertising, marketing and branding by means of television, radio, internet, mobile applications, social media, or other electronic communication, billboard or other outdoor advertising, including sponsorship of charitable, sporting or similar events, unless at least 85% of the audience is reasonably expected to be 21 years of age or older as determined by reliable and current audience composition data. Society will not manufacture or sell any edible products that resemble a realistic or fictional human, animal or fruit, including artistic, caricature or cartoon renderings, pursuant to 935 CMR 500.150(1)(b). In accordance with 935 CMR 500.105(4)(a)(5), any marketing, advertising and branding materials for public viewing will include a warning stating, **“For use only by adults 21 years of age or older. Keep out of the reach of children. Marijuana can impair concentration, coordination and judgment. Do not operate a vehicle or machinery under the influence of marijuana. Please Consume Responsibly.”** In accordance with 935 CMR 500.105(4)(a)(6), the additional warning is required, “This product has not been analyzed or approved by the Food and Drug Administration (FDA). There is limited information on the side effects of using this product, and there may be associated health risks. Marijuana use during pregnancy and breast-feeding may pose potential harms. It is against the law to drive or operate machinery when under the influence of this product. KEEP THIS PRODUCT AWAY FROM CHILDREN. There may be health risks associated with consumption of this product. Marijuana can impair concentration, coordination, and judgment. The impairment effects of Edibles may be delayed by two hours or more. In case of accidental ingestion, contact poison control hotline 1-800-222- 1222 or 9-1-1. This product may be illegal outside of MA.” Pursuant to 935 CMR 500.105(6)(b), Society packaging for any marijuana or marijuana products will not use bright colors, resemble existing branded products, feature cartoons or celebrities commonly used to market products to minors, feature images of

minors or other words that refer to products commonly associated with minors or otherwise be attractive to minors. Society's website will require all online visitors to verify they are 21 years of age or older prior to accessing the website, in accordance with 935 CMR 500.105(4)(b)(13).

QUALITY CONTROL AND TESTING

Quality Control

TYCA Green, Inc. d/b/a Society Cannabis Co. (“Society”) will comply with the following sanitary requirements:

1. Any Society agent whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, is subject to the requirements for food handlers specified in 105 CMR 300.000, and all edible marijuana products will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 590.000, and with the requirements for food handlers specified in 105 CMR 300.000.
2. Any Society agent working in direct contact with preparation of marijuana or nonedible marijuana products will conform to sanitary practices while on duty, including:
 - a. Maintaining adequate personal cleanliness; and
 - b. Washing hands thoroughly in an adequate hand-washing area before starting work, and at any other time when hands may have become soiled or contaminated.
3. Society’s hand-washing facilities will be adequate and convenient and will be furnished with running water at a suitable temperature. Hand-washing facilities will be located in Society’s production areas and where good sanitary practices require employees to wash and sanitize their hands, and will provide effective hand-cleaning and sanitizing preparations and sanitary towel service or suitable drying devices;
4. Society’s facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. Society will ensure that litter and waste is properly removed and disposed of so as to minimize the development of odor and minimize the potential for the waste attracting and harboring pests. The operating systems for waste disposal will be maintained in an adequate manner pursuant to 935 CMR 500.105(12);
6. Society’s floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. Society’s facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. Society’s buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. Society will ensure that all contact surfaces, including utensils and equipment, will be maintained in a clean and sanitary condition. Such surfaces will be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils will be so designed and of such material and workmanship as to be adequately cleanable;

10. All toxic items will be identified, held, and stored in a manner that protects against contamination of marijuana products. Toxic items will not be stored in an area containing products used in the cultivation of marijuana. Society acknowledges and understands that the Commission may require Society to demonstrate the intended and actual use of any toxic items found on Society's premises;
11. Society will ensure that its water supply is sufficient for necessary operations, and that any private water source will be capable of providing a safe, potable, and adequate supply of water to meet Society's needs;
12. Society's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the marijuana establishment. Plumbing will properly convey sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and wastewater lines;
13. Society will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. Society will hold all products that can support the rapid growth of undesirable microorganisms in a manner that prevents the growth of these microorganisms; and
15. Society will store and transport finished products under conditions that will protect them against physical, chemical, and microbial contamination, as well as against deterioration of finished products or their containers.

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

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

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

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

Testing

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

Any Independent Testing Laboratory relied upon by Society for testing will be licensed or registered by the Commission and (i) currently and validly licensed under 935 CMR 500.101: *Application Requirements*, or formerly and validly registered by the Commission; (ii) accredited to ISO 17025:2017 or the most current International Organization for Standardization 17025 by a third-party accrediting body that is a signatory to the International Laboratory Accreditation Accrediting Cooperation mutual recognition arrangement or that is otherwise approved by the Commission; (iii) independent financially from any Medical Marijuana Treatment Center, Marijuana Establishment or Licensee; and (iv) qualified to test marijuana and marijuana products, including marijuana-infused products, in compliance with M.G.L. c. 94C, § 34; M.G.L. c. 94G, § 15; 935 CMR 500.000: *Adult Use of Marijuana*; 935 CMR 501.000: *Medical Use of Marijuana*; and Commission protocol(s).

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

Society's marijuana will be tested for the cannabinoid profile and for contaminants as specified by the Commission including, but not limited to, mold, mildew, heavy metals, plant-growth regulators, and the presence of pesticides. Society acknowledges and understands that the Commission may require additional testing.

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

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

All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services will comply with 935 CMR 500.105(13). All storage of Society's marijuana at a laboratory providing marijuana testing services will comply with 935 CMR 500.105(11). All excess marijuana will be disposed in compliance with 935 CMR 500.105(12), either by the Independent Testing Laboratory returning excess marijuana to Society for disposal or by the Independent Testing Laboratory disposing of it directly. All Single-servings of marijuana products will be tested for potency in accordance with 935 CMR 500.150(4)(a) and subject to a potency variance of no greater than plus/minus ten percent (+/- 10%). Any marijuana or marijuana products submitted for retesting prior to remediation will be submitted to an Independent Testing Laboratory other than the laboratory which provided the initial failed result. Marijuana submitted for retesting after documented remediation may be submitted to the same Independent Testing Laboratory that produced the initial failed testing result prior to remediation.

PERSONNEL POLICIES INCLUDING BACKGROUND CHECKS

TYCA Green, Inc. d/b/a Society Cannabis Co. (“Society”) will securely maintain personnel records, including registration status and background check records. Society will keep, at a minimum, the following personnel records:

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

Agent Personnel Records

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

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

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

Agent Background Checks

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

- For purposes of determining suitability based on background checks performed in accordance with 935 CMR 500.030, Society will consider:
 - a. All conditions, offenses, and violations are construed to include Massachusetts law or like or similar law(s) of another state, the United States or foreign jurisdiction, a military, territorial or Native American tribal authority, or any other jurisdiction.
 - b. All criminal disqualifying conditions, offenses, and violations include the crimes of attempt, accessory, conspiracy, and solicitation. Juvenile dispositions will not be considered as a factor for determining suitability.
 - c. Where applicable, all look-back periods for criminal conditions, offenses, and violations included in 935 CMR 500.802 commence upon the date of disposition; provided, however, that if disposition results in incarceration in any institution, the look-back period will commence upon release from incarceration.
- Suitability determinations will be made in accordance with the procedures set forth in 935 CMR 500.800. In addition to the requirements established in 935 CMR 500.800, Society will:
 - a. Comply with all guidance provided by the Commission and 935 CMR 500.802: Tables B through D to determine if the results of the background are grounds for Mandatory Disqualification or Presumptive Negative Suitability Determination.
 - b. Consider whether offense(s) or information that would result in a Presumptive Negative Suitability Determination under 935 CMR 500.802. In the event a Presumptive Negative Suitability Determination is made, Society will consider the following factors:
 - i. Time since the offense or incident;
 - ii. Age of the subject at the time of the offense or incident;
 - iii. Nature and specific circumstances of the offense or incident;
 - iv. Sentence imposed and length, if any, of incarceration, if criminal;
 - v. Penalty or discipline imposed, including damages awarded, if civil or administrative;
 - vi. Relationship of offense or incident to nature of work to be performed;
 - vii. Number of offenses or incidents;
 - viii. Whether offenses or incidents were committed in association with dependence on drugs or alcohol from which the subject has since recovered;
 - ix. If criminal, any relevant evidence of rehabilitation or lack thereof, such as information about compliance with conditions of parole or probation, including orders of no contact with victims and witnesses, and the subject's conduct and experience since the time of the offense including, but not limited to, professional or educational certifications obtained; and
 - x. Any other relevant information, including information submitted by the subject.
 - c. Consider appeals of determinations of unsuitability based on claims of erroneous information received as part of the background check during the application process in accordance with 803 CMR 2.17: Requirement to Maintain a Secondary

Dissemination Log and 2.18: Adverse Employment Decision Based on CORI or Other Types of Criminal History Information Received from a Source Other than the DCJIS.

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

Personnel Policies and Training

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

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

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

RECORDKEEPING PROCEDURES

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

Recordkeeping

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

- **Corporate Records**: are defined as those records that require, at a minimum, annual reviews, updates, and renewals, including:
 - Insurance Coverage:
 - Directors & Officers Policy
 - Product Liability Policy
 - General Liability Policy
 - Umbrella Policy
 - Workers Compensation Policy
 - Employer Professional Liability Policy
 - Third-Party Laboratory Contracts
 - Commission Requirements:
 - Annual Agent Registration
 - Annual Marijuana Establishment Registration
 - Local Compliance:
 - Certificate of Occupancy
 - Special Permits
 - Variances
 - Site Plan Approvals
 - As-Built Drawings
 - Corporate Governance:
 - Annual Report
 - Secretary of Commonwealth Filings
- **Business Records**: Records that require ongoing maintenance and updates. These records can be electronic or hard copy (preferably electronic) and at minimum include:
 - Assets and liabilities;
 - Monetary transactions;

- Books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
- Sales records including the quantity, form, and cost of marijuana products;
- Salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over the Society.
- Personnel Records: At a minimum will include:
 - Job descriptions for each agent and volunteer position, as well as organizational charts consistent with the job descriptions;
 - A personnel record for each marijuana establishment agent. Such records will be maintained for at least twelve (12) months after termination of the agent's affiliation with Society and will include, at a minimum, the following:
 - All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
 - Documentation of verification of references;
 - The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
 - Documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
 - Documentation of periodic performance evaluations; and
 - A record of any disciplinary action taken.
 - Notice of completed responsible vendor and eight-hour related duty training.
 - A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
 - Personnel policies and procedures; and
 - All background check reports obtained in accordance with 935 CMR 500.030: Registration of Marijuana Establishment Agents 803 CMR 2.00: Criminal Offender Record Information (CORI).
- Handling and Testing of Marijuana Records
 - Society will maintain the results of all testing for a minimum of one (1) year.
- Inventory Records
 - The record of each inventory will include, at a minimum, the date of the inventory, a summary of the inventory findings, and the names, signatures, and titles of the agents who conducted the inventory.

- Seed-to-Sale Tracking Records
 - Society will use seed-to-sale tracking software to maintain real-time inventory. The seed-to-sale tracking software inventory reporting will meet the requirements specified by the Commission and 935 CMR 500.105(8)(e), including, at a minimum, an inventory of marijuana plants; marijuana plant-seeds and clones in any phase of development such as propagation, vegetation, flowering; marijuana ready for dispensing; all marijuana products; and all damaged, defective, expired, or contaminated marijuana and marijuana products awaiting disposal.
- Sales Records for Marijuana Retailer
 - Society will maintain records that it has performed a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate the sales data and produce such records on request to the Commission.
- Incident Reporting Records
 - Within ten (10) calendar days, Society will provide notice to the Commission of any incident described in 935 CMR 500.110(9)(a), by submitting an incident report in the form and manner determined by the Commission which details the circumstances of the event, any corrective action taken, and confirmation that the appropriate law enforcement authorities were notified within twenty-four (24) hours of discovering the breach or incident.
 - All documentation related to an incident that is reportable pursuant to 935 CMR 500.110(9)(a) will be maintained by Society for no less than one year or the duration of an open investigation, whichever is longer, and made available to the Commission and law enforcement authorities within Society's jurisdiction on request.
- Visitor Records
 - A visitor sign-in and sign-out log will be maintained at the security office. The log will include the visitor's name, address, organization or firm, date, time in and out, and the name of the authorized agent who will be escorting the visitor.
- Waste Disposal Records
 - When marijuana or marijuana products are disposed of, Society will create and maintain an electronic record of the date, the type and quantity disposed of or handled, the manner of disposal or other handling, the location of disposal or other handling, and the names of the two Society agents present during the disposal or other handling, with their signatures. Society will keep disposal records for at least three (3) years. This period will automatically be extended for the duration of any enforcement action and may be extended by an order of the Commission.

- Security Records
 - A current list of authorized agents and service personnel that have access to the surveillance room will be available to the Commission upon request.
 - Recordings from all video cameras which shall be enabled to record twenty-four (24) hours each day shall be available for immediate viewing by the Commission on request for at least the preceding ninety (90) calendar days or the duration of a request to preserve the recordings for a specified period of time made by the Commission, whichever is longer.
 - Recordings shall not be destroyed or altered and shall be retained as long as necessary if Society is aware of pending criminal, civil or administrative investigation or legal proceeding for which the recording may contain relevant information.
- Transportation Records
 - Society will retain all transportation manifests for a minimum of one (1) year and make them available to the Commission upon request.
- Vehicle Records
 - Records that the Society's vehicle is properly registered, inspected, and insured in the Commonwealth and shall be made available to the Commission on request.
- Agent Training Records
 - Documentation of all required training, including training regarding privacy and confidentiality requirements, and a signed statement of the individual indicating the date, time, and place he or she received the training, the topics discussed and the name and title of the presenter(s).
- Responsible Vendor Training
 - Society shall maintain records of Responsible Vendor Training Program compliance for four (4) years and make them available to inspection by the Commission and any other applicable licensing authority on request during normal business hours.
- Closure
 - In the event Society closes, all records will be kept for at least two (2) years at Society's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, Society will communicate with the Commission during the closure process and accommodate any additional requests the Commission or other agencies may have.
- Written Operating Policies and Procedures: Policies and Procedures related to Society's operations will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis. Policies and Procedures will include the following:
 - Security measures in compliance with 935 CMR 500.110;

- Employee security policies, including personal safety and crime prevention techniques;
- A description of Society's hours of operation and after-hours contact information, which will be provided to the Commission, made available to law enforcement officials upon request, and updated pursuant to 935 CMR 500.000.
- Storage of marijuana in compliance with 935 CMR 500.105(11);
- Description of the various strains of marijuana to be cultivated, processed or sold, as applicable, and the form(s) in which marijuana will be sold;
- Price list for Marijuana and Marijuana Products, and alternate price lists for patients with documented Verified Financial Hardship as defined in 501.002: *Definitions*, as required by 935 CMR 501.100(1)(f);
- Procedures to ensure accurate recordkeeping, including inventory protocols in compliance with 935 CMR 500.105(8) and (9);
- Plans for quality control, including product testing for contaminants in compliance with 935 CMR 500.160;
- A staffing plan and staffing records in compliance with 935 CMR 500.105(9)(d);
- Emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
- Alcohol, smoke, and drug-free workplace policies;
- A plan describing how confidential information will be maintained;
- Policy for the immediate dismissal of any dispensary agent who has:
 - Diverted marijuana, which will be reported to Law Enforcement Authorities and to the Commission;
 - Engaged in unsafe practices with regard to Society operations, which will be reported to the Commission; or
 - Been convicted or entered a guilty plea, plea of *nolo contendere*, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority.
- A list of all board of directors, members, and executives of Society, and members, if any, of the licensee must be made available upon request by any individual. This requirement may be fulfilled by placing this information on Society's website.
- Policies and procedures for the handling of cash on Society premises including but not limited to storage, collection frequency and transport to financial institution(s), to be available upon inspection.
- Policies and procedures to prevent the diversion of marijuana to individuals younger than 21 years old.
- Policies and procedures for energy efficiency and conservation that will include:

- Identification of potential energy use reduction opportunities (including but not limited to natural lighting, heat recovery ventilation and energy efficiency measures), and a plan for implementation of such opportunities;
 - Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on site, and an explanation of why the identified opportunities were not pursued, if applicable;
 - Strategies to reduce electric demand (such as lighting schedules, active load management and energy storage); and
 - Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25 § 21, or through municipal lighting plants.
- Policies and procedures to promote workplace safety consistent with applicable standards set by the Occupational Safety and Health Administration, including plans to identify and address any biological, chemical or physical hazards. Such policies and procedures shall include, at a minimum, a hazard communication plan, personal protective equipment assessment, a fire protection plan, and an emergency action plan.
- Application Renewal Records
 - Society will keep and submit as a component of the renewal application documentation that the establishment requested from its Host Community the records of any cost to a city or town reasonably related to the operation of the establishment, which would include the city's or town's anticipated and actual expenses resulting from the operation of the establishment in its community. The applicant shall provide a copy of the electronic or written request, which should include the date of the request, and either the substantive response(s) received or an attestation that no response was received from the city or town. The request should state that, in accordance with M.G.L. c. 94G, § 3(d), any cost to a city or town imposed by the operation of a Marijuana Establishment or MTC shall be documented and considered a public record as defined by M.G.L. c. 4, § 7, cl. 26.

Record-Retention

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

MAINTAINING OF FINANCIAL RECORDS

TYCA Green, Inc.'s d/b/a Society Cannabis Co. ("Society") operating policies and procedures ensure financial records are accurate and maintained in compliance with the Commission's Adult Use of Marijuana regulations (935 CMR 500). Financial records maintenance measures include policies and procedures requiring that:

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

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

QUALIFICATIONS AND TRAINING

TYCA Green, Inc. d/b/a Society Cannabis Co. (“Society”) will ensure that all employees hired to work at a Society facility will be qualified to work as a marijuana establishment agent and properly trained to serve in their respective roles in a compliant manner.

Qualifications

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

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

Training

As required by 935 CMR 500.105(2), and prior to performing job functions, each of Society’s agents will successfully complete a comprehensive training program that is tailored to the roles and responsibilities of the agent’s job function. Agent training will at least include the Responsible Vendor Training Program and eight (8) hours of on-going training annually.

All of Society’s current Owners, managers, and employees that are involved in the handling and sale of marijuana at the time of licensure or renewal of licensure will have attended and successfully completed the mandatory Responsible Vendor Training Program operated by an education provider accredited by the Commission to provide the annual minimum of three (3) hours of required training to marijuana establishment agents to be designated a “Responsible Vendor”. Once Society is designated a “Responsible Vendor”, all new employees involved in the handling and sale of marijuana will successfully complete a Responsible Vendor Training Program within 90 days of the date they are hired. After initial successful completion of a Response Vendor Training Program, each Owner, manager, and employee involved in the handling and sale of marijuana will successfully complete the program once every year thereafter to maintain designation as a “Responsible Vendor”.

Society will also encourage administrative employees who do not handle or sell marijuana to take the “Responsible Vendor” program on a voluntary basis to help ensure compliance. Society’s records of Responsible Vendor Training Program compliance will be maintained for at

least four (4) years and made available during normal business hours for inspection by the Commission and any other applicable licensing authority on request.

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

1. Marijuana's effect on the human body, including:
 - Scientifically based evidence on the physical and mental health effects based on the type of Marijuana Product;
 - The amount of time to feel impairment;
 - Visible signs of impairment; and
 - Recognizing signs of impairment
2. Diversion prevention and prevention of sales to minors, including best practices;
3. Compliance with all tracking requirements;
4. Acceptable forms of identification, including:
 - How to check identification;
 - Spotting false identification;
 - Patient registration cards formerly and validly issued by the DPH or currently and validly issued by the Commission; and
 - Common mistakes made in verification
5. Other key state laws and rules affecting Owners, managers, and employees, including:
 - Local and state licensing and enforcement;
 - Incident and notification requirements;
 - Administrative and criminal liability;
 - License sanctions;
 - Waste disposal;
 - Health and safety standards;
 - Patrons prohibited from bringing marijuana onto licensed premises;
 - Permitted hours of sale;
 - Conduct of establishment;
 - Permitting inspections by state and local licensing and enforcement authorities;
 - Licensee responsibilities for activities occurring within licensed premises;
 - Maintenance of records;
 - Privacy issues; and
 - Prohibited purchases and practices.

TYCA GREEN, INC. D/B/A SOCIETY CANNABIS CO.

CLINTON RETAILER ENERGY COMPLIANCE PLAN

TYCA Green, Inc. d/b/a Society Cannabis Co. (“Society”) will ensure the Clinton Retailer facility remains in compliance with the energy efficiency and conservation regulations codified in 935 CMR 500.105(1)(q) and 500.105(15).

Potential Energy-Use Reduction Opportunities

Society has considered the energy use reduction opportunities.

1. Natural Lighting; and
2. Energy efficiency measures

Society’s facility has been fully designed with features including state of the art spray foam insulation in the exterior walls, and vinyl window coverings that allow natural light in without being able to see into the facility. The lighting throughout the dispensary are dimmable LED energy efficient fixtures along with all exit and emergency lighting. The lights in the C1D1 extraction area are high efficiency LED C1D1 rated fixtures. In the future when we have issues with any equipment, we will always consider the most efficient equipment, to replace the existing equipment.

As the need and opportunity for facility upgrades and maintenance arise in the future, Society will continue to evaluate energy-use reduction opportunities.

Renewable Energy Generation Opportunities

Society will continue to evaluate opportunities for renewable energy generation. Our team is dedicated to consistently striving for sustainability and emissions reduction.

Strategies to Reduce Electric Demand

Society will utilize the following strategy to reduce electric demand.

1. Lighting schedules
2. Active load management; and
3. Energy storage program

Society is working with Creative Environmental Corporation Consulting engineers and Corporate Electrical Contractors Inc. to create an energy efficient lighting plan and plans on implementing low amperage/wattage LED lighting wherever possible. All of the exterior lighting around the facility is high efficiency LED lighting.

As the need and opportunity for facility upgrades and maintenance arise in the future, Society will continue to evaluate strategies to reduce electric demand.

Opportunities for Engagement with Energy Efficiency Programs

Society plans on engaging with the energy efficiency program offered by the MassSave.

PLAN FOR SEPARATING RECREATIONAL FROM MEDICAL OPERATIONS

TYCA Green, Inc.'s d/b/a Society Cannabis Co. ("Society") has developed plans and procedures to ensure virtual and physical separation between medical and adult use marijuana operations in accordance with 935 CMR 502.000.

Society will virtually separate medical and adult-use marijuana and Marijuana Products in its operations by using separate medical and adult-use plant and/or package tags in the Seed-to-Sale system of record (SOR).

Prior to the point of sale or at the point of sale, Society will designate whether marijuana and/or Marijuana Products are intended for sale for adult use or medical use through the SOR. All marijuana and Marijuana Products will be transferred to the appropriate license within the Seed-to-Sale SOR prior to sale. After the point of sale, Society will reconcile that inventory in the SOR.

In compliance with 935 CMR 502.140, Society will ensure that registered patients have access to a sufficient quantity and variety of medical marijuana and marijuana products. For the first six (6) months of operations, 35% of Society's marijuana product inventory will be marked for medical use and reserved for registered patients. Thereafter, Society will maintain a quantity and variety of medical marijuana products for registered patients that is sufficient to meet the demand indicated by an analysis of sales data collected during the preceding six (6) months. Marijuana products reserved for patient supply will, unless unreasonably impracticable, reflect the actual types and strains of marijuana products documented during the previous six (6) months. If a substitution must be made, the substitution will reflect the type and strain no longer available as closely as possible.

On a quarterly basis, Society will submit to the Commission an inventory plan to reserve a sufficient quantity and variety of medical marijuana and Marijuana products for registered patients, based on reasonably anticipated patient needs as documented by sales records over the preceding six (6) months. On each occasion that the supply of any product within the reserved patient supply is exhausted and a reasonable substitution cannot be made, Society will submit a report to the Commission. Marijuana products reserved for patient supply will be either: (1) maintained on-site at Society's retailer or easily accessible at another Society location and transferable to the retailer location within 48 hours of notification that the on-site supply has been exhausted. Society will perform audits of patient supply available on a weekly basis and retain those records for a period of six (6) months.

In addition to virtual separation, Society will provide for physical separation between the medical and adult use sales areas. A temporary or semi-permanent physical barrier, such as a

stanchion or other divider, will be installed to create separate, clearly marked lines for patients/caregivers and adult-use consumers. Trained marijuana establishment agents will verify the age of all individuals, as well the validity of any Medical Use of Marijuana Program ID Cards, upon entry to the facility and direct them to the appropriate queue. Society's agents will prioritize patient and caregiver identification verification and physical entry into the retail area.

Access to the adult-use marijuana queue will be limited to individuals 21 years of age or older, regardless if the individual is registered as a patient/caregiver. Registered patients under the age of 21 will only have access to the medical marijuana queue. A registered patient/caregiver 21 years of age or older will be permitted to access either queue and will not be limited only to the medical marijuana queue, so long as the transaction can be recorded in accordance with 935 CMR 501.105.

Society will also provide an enclosed patient consultation area that is separate from the sales floor to allow privacy and for confidential visual and auditory consultation. The patient consultation area will have signage stating, "Consultation Area" and will be accessible by patients and caregivers without having to traverse a Limited Access area.

Society will also maintain separate financial records for adult-use products and medical products to ensure compliance with the applicable tax laws.



DIVERSITY PLAN

Overview

TYCA Green Inc. d/b/a Society Cannabis Co. ("Society") is dedicated to promoting equity in its operations for diverse populations, which the Commission has identified as the following:

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

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

Goals

In order for Society to promote equity in its operations, Society has established the following goals:

1. Provide educational and professional training services to at least four women or minorities per year through a cannabis industry mentorship program; and
2. Implement a hiring program with the goal that at least 25% of staff are women and 25% of staff are minorities.

Program #1: The Society Mentorship Program

Society will implement a Mentorship Program to provide instruction for women and minorities entering the cannabis industry in the form of educational sessions. This program will be a unique experience for individuals to develop a broad understanding of cannabis and to provide participants with the knowledge and skills needed to lead and succeed in the evolving cannabis industry in Massachusetts.

The Society Mentorship Program is being developed and organized utilizing industry insight from some of the state's top growers, retail managers, extraction lab directors, and operational experts. Society will train students in various cannabis business sessions, educate about the types of cannabis jobs in the market, and provide an overview of potential cannabis career paths in Massachusetts. After taking the Mentorship Program, participants will have applicable and practical cannabis industry experience and will be assisted with job placement. All aspects of the program, including job training, will comply with applicable laws and regulations.

The Society Mentorship Program will be posted on Society's website, and Society will advertise sessions via its social media platforms in accordance with the requirements of 935 CMR 500.105(4). Society will ensure that all participants attending the program are 21 years of age or older during the enrollment process. The program will be offered in an ongoing basis with sessions being held every quarter. Training sessions will provide a total of 12 hours of instruction. Each session will be able to accommodate no fewer than five women or minorities. The enrollment process will request that participants self-identify as being from one of the above-listed groups and an attestation as to the accuracy of those claims in order to evidence and capture data about program participants and the number of participants from the above-listed groups. Society may offer in-person or online instruction for its sessions, as circumstances dictate.

Society intends to offer its first session in January 2021.

Program #2: Diversity Hiring

In addition to the Society Mentorship Program, Society will implement a hiring program that specifically targets women and minorities.

1. Society will post open positions (as they become available, but not less than quarterly) on diverse job boards, such as DiversityWorking.com.
2. Society will also refer individuals who successfully complete Society's Mentorship Program to any open positions at Society.
3. Society will also implement a twice annual, anonymous company-wide survey regarding Society's diversity initiatives to solicit feedback and make continuous improvements to those initiatives.

Measurements

The Director of Human Resources and Compliance will administer the Plan and will be responsible for developing measurable outcomes to ensure Society continues to meet its commitments. Such measurable outcomes, in accordance with Society's goals and programs described above, include:

- Documenting the number of women and minorities who participate in Society's Mentorship Program;
- Documenting Society's quarterly training sessions for our Mentorship Program, including the topics and date of any sessions held;
- Documenting any and all job advertisements placed on diverse job boards; Recording and compiling any feedback received as a result of company-wide surveys on our diversity initiatives; and
- Completing twice annual internal employee audits and continuous diversity hiring process improvement, including progress towards diversity goals.

Beginning upon receipt of Society's first Provisional License from the Commission to operate a marijuana establishment in the Commonwealth, Society will begin to utilize the proposed measurements to assess its Plan and will account for demonstrating proof of success or progress of the Plan upon the yearly renewal of the license. The Director of Human Resources and Compliance will review and evaluate Society's measurable outcomes no less than quarterly to

ensure that Society is meeting its commitments. Society is mindful that demonstration of the Plan's progress and success will be submitted to the Commission upon renewal.

Acknowledgements

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