



# Massachusetts Cannabis Control Commission

## Public Record Request

### Marijuana Product Manufacturer

#### General Information:

License Number: MP281555

Original Issued Date: 02/10/2020

Issued Date: 02/10/2020

Expiration Date: 02/10/2021

Payment Received: \$10000      Payment Required: \$10000

### ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: TYCA Green

Federal Tax Identification Number EIN/TIN: [REDACTED]

Phone Number: 617-646-9489      Email Address: caroline.h.pierce@gmail.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: Percentage Of Control: 25

Role: Director Other Role: Director on the 4-Member Board of Directors

First Name: Maryann Middle Name: Last Name: Castillo Suffix:

Gender: Female User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

### Person with Direct or Indirect Authority 2

Percentage Of Ownership: 28.03 Percentage Of Control: 25

Role: Director Other Role:

First Name: Franklin Middle Name: 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 3

Percentage Of Ownership: 17.05 Percentage Of Control: 25

Role: Director Other Role: Secretary, Chief Marketing Officer, Capital Contributor

First Name: Caroline Middle Name: 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 4

Percentage Of Ownership: 17.05 Percentage Of Control: 25

Role: Owner / Partner Other Role: Consulting CEO, Director

First Name: Zachary Middle Name: 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 Middle Name: 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: Zachary Middle Name: Last Name: Wise Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Mr. Wise is TYCA Green, Inc.'s Director of Cultivation.

### Close Associates or Member 3

First Name: Seth	Middle Name: [REDACTED]	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	Middle Name:	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	Middle Name:	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

### DISCLOSURE OF INDIVIDUAL INTERESTS

#### Individual 1

First Name: Zachary	Middle Name:	Last Name: Harvey	Suffix:
Marijuana Establishment Name: ACK Naturals, Inc.	Business Type: Marijuana Retailer		
Marijuana Establishment City: Nantucket	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 have 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	5c0fcbdac7b066175f2ec8d4	12/11/2018
Plan to Remain Compliant with Local Zoning	Plan to Remain Compliant with Local Zoning_Product Manufacturer.pdf	pdf	5d64008a271f0d1dcaf2f936	08/26/2019
Community Outreach Meeting Documentation	TYCA_COM Documentation.pdf	pdf	5d79792bdfdeea2264a654fd	09/11/2019

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

#### PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Other	TYCA Green Inc. Letter of Support.pdf	pdf	5d66e1a58906c11df69c8bb3	08/28/2019
Plan for Positive Impact	TYCA_Plan for Positive Impact.pdf	pdf	5d7bf2f9271f0d1dcaf32a85	09/13/2019

#### ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

#### INDIVIDUAL BACKGROUND INFORMATION

##### Individual Background Information 1

Role: Director	Other Role: Director of 4-Member Board of Directors
First Name: Maryann	Middle Name: <input type="text"/> Last Name: Castillo Suffix: <input type="text"/>
RMD Association: RMD Manager	
Background Question: no	

##### Individual Background Information 2

Role: Other (specify)	Other Role: Capital Contributor
First Name: Joshua	Middle Name: <input type="text"/> Last Name: Pierce Suffix: <input type="text"/>
RMD Association: RMD Manager	
Background Question: no	

##### Individual Background Information 3

Role: Director	Other Role: Director of 4-Member Board of Directors, President, Chief Executive Officer
First Name: Franklin	Middle Name: <input type="text"/> Last Name: Hardy Suffix: <input type="text"/>
RMD Association: RMD Manager	
Background Question: no	

##### Individual Background Information 4

Role: Director	Other Role: Director of 4-Member Board of Directors, Secretary, Chief Marketing Officer, Capital Contributor
First Name: Caroline	Middle Name: <input type="text"/> Last Name: Pierce Suffix: <input type="text"/>
RMD Association: RMD Manager	
Background Question: no	

##### Individual Background Information 5

Role: Manager	Other Role: Director of Cultivation
First Name: Zachary	Middle Name: <input type="text"/> Last Name: Wise Suffix: <input type="text"/>
RMD Association: Not associated with an RMD	
Background Question: yes	

##### Individual Background Information 6

Date generated: 04/13/2020

**Role:** Director      **Other Role:** Consulting CEO

**First Name:** Zachary      **Middle Name:**      **Last Name:** Harvey      **Suffix:**

**RMD Association:** RMD Manager

**Background Question:** no

#### Individual Background Information 7

**Role:** Executive / Officer      **Other Role:**

**First Name:** Seth      **Middle Name:**      **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	5c0eedf852a57c1797efdd78	12/10/2018
Department of Revenue - Certificate of Good standing	Certificate of Good Standing from Dept of Revenue.pdf	pdf	5c0eee13c7b066175f2ec85d	12/10/2018
Secretary of Commonwealth - Certificate of Good Standing	Certificate of Good Standing from Secretary of the Commonwealth.pdf	pdf	5c0eee24b8b513176571a275	12/10/2018
Articles of Organization	TYCA_Explanation Regarding Ownership Structure.pdf	pdf	5d66c81a7e918b22a66be582	08/28/2019
Articles of Organization	TYCA Green_Articles of Organization and Explanation re F. Tyler Hardy.pdf	pdf	5d79a1e0d4b61e1ddc08de36	09/11/2019

No documents uploaded

**Massachusetts Business Identification Number:** 001312643

**Doing-Business-As Name:**

**DBA Registration City:**

#### BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	Plan to Obtain Liability Insurance (FINAL).pdf	pdf	5c0eee6952a57c1797efdd7c	12/10/2018
Business Plan	Business Plan_FINAL.pdf	pdf	5c113b277d12851fdf98d002	12/12/2018
Proposed Timeline	TYCA Proposed Timeline_Product Manufacturer.pdf	pdf	5d640b983567ed1db89e019b	08/26/2019

#### OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Method used to produce products	Method Used to Produce Products.pdf	pdf	5c0eefa64b318f178325c5ed	12/10/2018
Separating recreational from medical operations, if applicable	Plan for Separating Recreational from Medical Operations.pdf	pdf	5c0ef01752a57c1797efdd82	12/10/2018
Restricting Access to age 21 and older	Plan for Restricting Access to Age 21 and Older.pdf	pdf	5c0ef03a145bca17a1f4c624	12/10/2018
Prevention of diversion	Prevention of Diversion.pdf	pdf	5c0ef05cb8b513176571a27d	12/10/2018
Storage of marijuana	Storage of Marijuana.pdf	pdf	5c0ef0855c9a65176fa44fed	12/10/2018
Transportation of marijuana	Transportation of marijuana.pdf	pdf	5c0ef097831c7b177943e6ff	12/10/2018
Inventory procedures	Inventory Procedures.pdf	pdf	5c0ef0b24b318f178325c5f1	12/10/2018
Quality control and testing	Quality Control and Testing_Product Manufacturer.pdf	pdf	5c0ef0e43f3b1b178d9cfcbc	12/10/2018
Dispensing procedures	Dispensing procedures.pdf	pdf	5c0ef10f52a57c1797efdd86	12/10/2018
Record Keeping procedures	Record Keeping procedures.pdf	pdf	5c0ef138c7b066175f2ec869	12/10/2018
Maintaining of financial records	Maintaining of Financial Records.pdf	pdf	5c0ef147b8b513176571a281	12/10/2018
Qualifications and training	Qualifications and Training (FINAL).pdf	pdf	5c0ef18e831c7b177943e703	12/10/2018
Security plan	Security Plan.pdf	pdf	5d640e96af9d6f1dd58a0633	08/26/2019
Personnel policies including background checks	Personnel Policies Including Background Checks_PM.pdf	pdf	5d641160d4b61e1ddc08b34f	08/26/2019
Diversity plan	TYCA Green Inc. Letter of Support.pdf	pdf	5d66e1d70473c3226f35aaf8	08/28/2019
Types of products Manufactured.	TYCA_Types of Products Manufactured.pdf	pdf	5d7bf982dfdeea2264a65b93	09/13/2019
Sample of unique identifying marks used for branding	TYCA_Samples of Unique Identifying Marks Used for Branding.pdf	pdf	5d7bfa48629a272281d32c14	09/13/2019
Diversity plan	TYCA_Diversity Plan.pdf	pdf	5e0f7000f76dd253236e345e	01/03/2020

#### ATTESTATIONS

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

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

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

Notification: I Understand

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

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

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

#### ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

#### COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

#### COMPLIANCE WITH DIVERSITY PLAN

No records found

#### PRODUCT MANUFACTURER SPECIFIC REQUIREMENTS

No records found

#### 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

## **BUSINESS PLAN**

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### **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.

### **Zach Harvey – Consulting CEO**

Zach Harvey is a real estate and cannabis industry professional with experience working with large scale cultivation, lab extraction and distillation, site planning, facility design and construction, and cannabis operations.

In 2015, Zach was instrumental in establishing, structuring, and financing Ermont Inc, one of the original Massachusetts RMDs. He has since consulted on several other cannabis entities located in New England. Most recently, in early 2017, Zach co-founded VYB Holdings LLC, an infused cannabis branding, product, and consulting firm. VYB currently works with two Massachusetts RMDs and one Rhode Island-based Licensed Cultivator.

Zach is an active member of the Boston business community and is involved in several philanthropic organizations including an advisory role at Squashbusters, where he most recently coached and tutored 8th and 9th graders. He previously was a board member of Hill House Organization (2007-2012), where he also coached baseball and soccer.

Zach earned a B.S. degree from University of Vermont and various Masters level Real Estate Certifications from New York University.

## **Zachary Wise - Director of Cultivation**

Zachary Wise has been working in the medical marijuana industry since 2006, helping provide patients and caregivers directly with quality medicine. In 2009 he began overseeing large scale collective medical gardens for patients in both Oakland and Sonoma, California. Fueled by interactions with both plants and patients, he began researching various cannabinoid properties and their corresponding benefits, allowing him to develop a strong understanding of both plant and consumer needs. Zach has extensive experience implementing all types of cultivation techniques, including indoor, outdoor and greenhouse production, in both hydroponic or soil based mediums. He conducted business with the top dispensaries in the Bay Area, including industry leader Harborside Health Center. Zach was known for consistently providing unique, clean, high grade medicine, that met the demands and standards of the competitive Bay Area marketplace from 2009 to 2012. Zach returned home to the east coast in late 2012 to immerse himself in the Rhode Island Medical Marijuana community and founded Deep Search Solutions LLC. He immediately began working with the existing RI Compassion Centers, providing them with consistent and high quality medicine. Shortly after establishing himself in RI, he teamed up with Caleb Taggart and together they founded ICPS, LLC with the goal of establishing a state licensed production facility. Zach immediately took on the role of Director of Cultivation and Operations, using his years of experience to design ICPS's cultivation facility and create standard operating procedures to meet the RI State requirements. ICPS received its RI state cultivation license in May of 2017, and Zach began implementing and developing a cultivation program for ICPS to meet the needs of the RI marketplace and patients alike. Zach continues to oversee the day to day production and logistics for the company.

## **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**

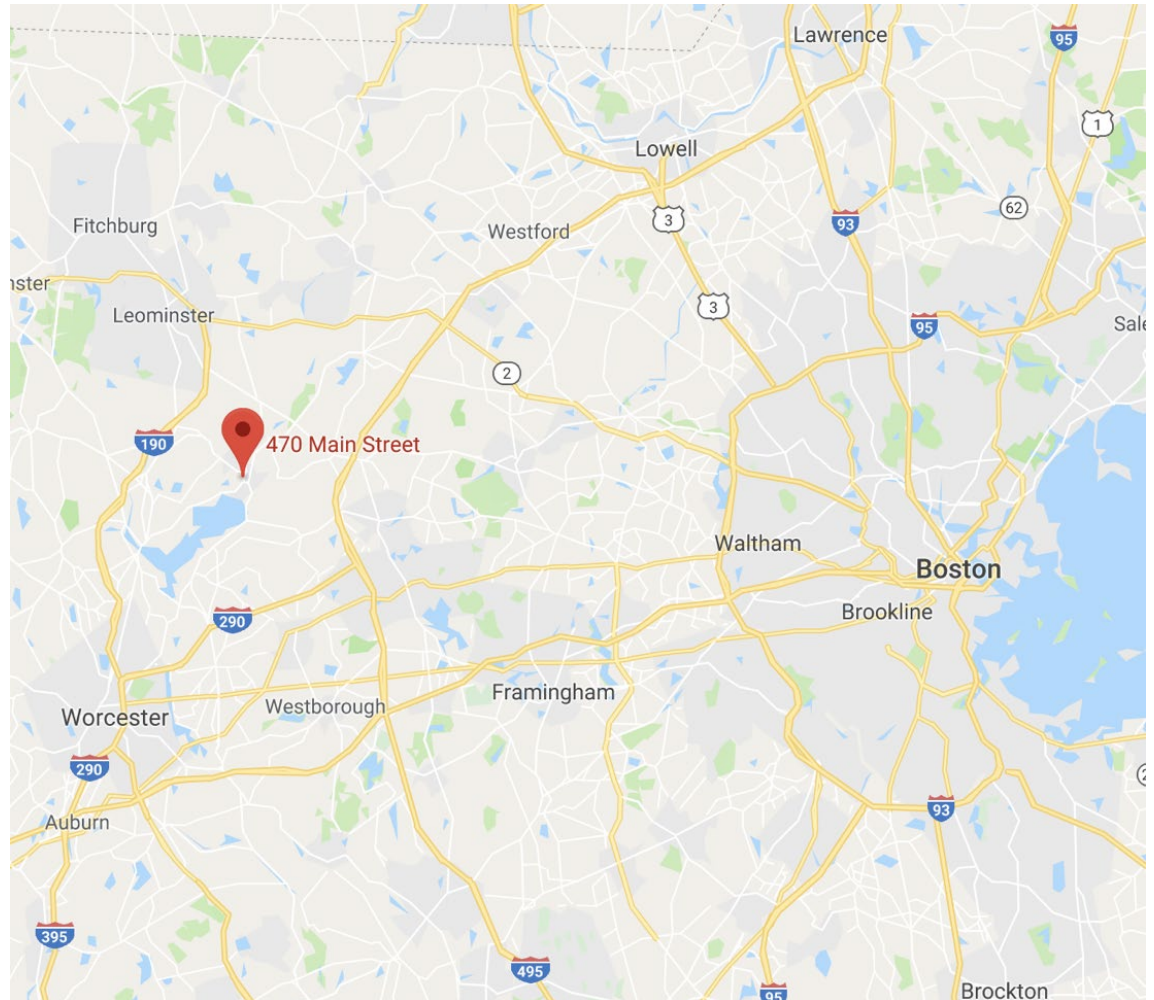
TYCA Green proposes to site a co-located Marijuana Establishment and Registered Marijuana Dispensary, including retail sales, dispensing, cultivation, and marijuana product manufacturing, at 470 Main Street Clinton, Massachusetts 01510.

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.<sup>1</sup>

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.<sup>2</sup>

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.<sup>3</sup>

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.<sup>4</sup>

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.<sup>5</sup>

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

<sup>2</sup> 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).

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

<sup>4</sup> Healthy Kids Colorado Survey 2015, Colorado Department of Public Health & Environment.

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



### **PLAN FOR OBTAINING LIABILITY INSURANCE**

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



## Host Community Agreement Certification Form

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

### Applicant

I, 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

## 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](mailto: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 17<sup>th</sup>.

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](mailto:tyca@tyca.com).

October 6, 2018

To Our Valued Neighbors,

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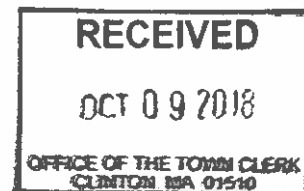
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10-09-1 3702103 FILE



# Attachment B Municipal Notice

TYCA Corporation

470 Main St.

Clinton, MA 01510

978-612-0002 ~ [tyca@tyca.com](mailto:tyca@tyca.com).

October 6, 2018

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10-09-18P02:04 FILE

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





TYCA Corporation  
470 Main St.  
Clinton, MA 01510  
978-612-0002 ~ [tyca@tyca.com](mailto:tyca@tyca.com).



October 6, 2018

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SENDER: COMPLETE THIS SECTION		COMPLETE THIS SECTION ON DELIVERY	
<ul style="list-style-type: none"><li>■ Complete items 1, 2, and 3.</li><li>■ Print your name and address on the reverse so that we can return the card to you.</li><li>■ Attach this card to the back of the mailpiece, or on the front if space permits.</li></ul>		<p>A. Signature </p> <p>B. Received by (Printed Name) </p> <p>C. Date of Delivery Oct 12 2018</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>	
1. Article Addressed to: 54 / 2487 / * 467 - 469 MAIN ST 			
 9590 9402 4153 8092 1975 75			
2. Article Number (transfer from service label) 7018 0360 0002 1611 7537		3. Service Type <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 <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	
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	<p>First-Class Mail Postage &amp; Fees Paid USPS Permit No. G-10</p>
<p>* Sender: Please print your name, address, and ZIP+4® in this box*</p> <p><b>Tyca Corporation</b> <b>470 Main Street</b> <b>Clinton, MA 01510</b></p>	

## **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 Product Manufacturing facility 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 Product Manufacturing facility at the proposed location. TYCA Green will comply with all conditions and standards set forth in any local permit required to operate a Marijuana Product Manufacturing facility 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 Product Manufacturing facility 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 Product Manufacturing facility 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 LLP to assist with ongoing compliance with local zoning requirements.

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.

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: 0013126431. 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. HARDYNo. and Street: 470 MAIN STREETCity or Town: CLINTON State: MA Zip: 01510 Country: USA

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

No. and Street: 470 MAIN STREETCity 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

**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 manner 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 24<sup>th</sup> 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](http://mass.gov/dor) to learn more about Massachusetts tax laws and DOR policies and procedures, including your Taxpayer Bill of Rights, and MassTaxConnect for easy access to your account:

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

Edward W. Coyle, Jr., Chief  
Collections Bureau



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

William Francis Galvin  
Secretary of the  
Commonwealth

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:

## **DISPENSING PROCEDURES**

In accordance with 935 CMR 500.140(3), access to TYCA Green, Inc.'s ("TYCA Green") facility is limited to individuals 21 years of age and older. If the individual is younger than 21 years old but 18 years of age or older, he or she will not be admitted unless he or she is a registered qualifying patient or caregiver and produces an active Program ID Card issued by the DPH. If the individual is younger than 18 years old, he or she will not be allowed on the premises unless he or she is a registered qualifying patient and produces an active medical registration card and he or she is accompanied by a personal caregiver with an active Program ID Card. In addition to the Program ID Card, registered qualifying patients under the age of 21 and personal caregivers must also produce proof of identification. Upon a customer's entry into TYCA Green premises, a TYCA Green agent will immediately inspect the customer's proof of identification and determine the individual's age. An individual will not be admitted to the premises unless the retailer has verified that the individual is 21 years of age or older by an individual's proof of identification. At the door, a designated staff member will collect valid customer identification and confirm a minimum age of 21 years old, failing the confirmation of 21 years of age or older, an individual will be prohibited from entering the premises.

Once inside the retail area, customers will enter a queue to obtain individualized service where they may select any of the products available to them with the help of a TYCA Green agent. Point of sale stations for adult-use and medical sales will be physically separated as described below. Upon checkout, customers will be required to confirm their identities and age a second time. Check out also activates the seed-to-sale tracking system that is compliant with 935 CMR 500.105(8).

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

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

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



Pursuant to 935 CMR 500.140(6)(d), TYCA Green will conduct a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate or alter sales data. If any such malware is found, TYCA Green will immediately report the occurrence to the Commission and assist in any subsequent investigation into the matter. TYCA Green will maintain a record of the monthly analyses and will make it available for inspection by the Commission upon request. Further, TYCA Green will cooperate with the Commission and the Department of Revenue to ensure compliance with any and all taxes in accordance with the laws of the Commonwealth and 935 CMR 500.000. TYCA Green will maintain and provide to the Commission on a biannual basis accurate sales data collected during the six months immediately preceding this application for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(10).

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

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

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

In compliance with 935 CMR 500.140(8), TYCA Green will provide educational materials designed to help consumers make informed marijuana product purchases. TYCA Green's educational materials will describe the varying types of products available at TYCA Green, as well as the types and methods of consumption. The materials will offer education on cannabis titration: the method of using the smallest amount of a given marijuana product necessary to bring about the desired effect. Additional topics discussed in consumer materials will include

potency; proper dosing; the delayed effects of edible marijuana products; and substance abuse and related treatment programs, marijuana tolerance, dependence, and withdrawal.

August 1, 2019

Honorable Mayor Dominic Sarno  
City of Springfield  
36 Court Street  
Springfield, MA 01102

Dear Mayor Sarno:

Please be advised that the Workforce Development Center at Springfield Technical Community College is in discussion with TYCA Green, Inc., to create a cannabis training class for potential employees in the cannabis industry.

We have been in talks with representatives of TYCA Green, Inc. to determine how a cannabis training program partnership could be of benefit to our students, graduates and the Springfield community at large for career opportunities. These discussions will continue in the immediate future.

Sincerely,



Elliot M. Levy, PHR, SHRM-CP  
Senior Director of Workforce Development

## DIVERSITY PLAN

### Overview

TYCA Green Inc. (“TYCA Green”) 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 of all gender identities and sexual orientations.<sup>1</sup>

To support such populations, TYCA Green has created the following Diversity Plan (the “Plan”) and has identified and created goals/programs to promote equity in TYCA Green’s operations.

### Goals<sup>2</sup>

In order for TYCA Green to promote equity for the above-listed groups in its operations, TYCA Green has established the following goals:

1. Provide educational and professional training services for individuals of diverse populations 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 individuals from the above-listed groups; and
2. 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 above-listed groups via career fairs.

### Programs

TYCA Green has developed specific programs to effectuate its stated goals to promote diversity and equity in its operations, which will include the following:

1. Developing and implementing a cannabis industry training curriculum (accessible to those who are 21 years of age or older) in partnership with STCC; an institution that is based in and serves an area comprised largely of minority and diverse populations;
2. Funding two (2) equity scholarships for the cannabis industry training curriculum per year for individuals from the above-listed groups; and
3. Hosting or participating in a minimum of two (2) career fairs focused on reaching minorities, women, veterans, people with disabilities, and people identifying as LGBTQ+.

### 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.

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

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<sup>1</sup> As per 935 CMR 500.101(1)(c)(8)(k) as promulgated on 11/1/19 and the Commission’s *Guidance on Required Positive Impact Plans and Diversity Plans* as revised 2/25/19. For purposes of this Diversity Plan, TYCA Green is interpreting “[p]eople of all gender identities and sexual orientations” to mean people identifying as LGBTQ+.

<sup>2</sup> See “Measurements” section below for specific measurements related to TYCA’s Goals.

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 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 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. The demographic breakdown of students who participate in The Workforce Development Center program at STCC are as follows:

- 49% of students identify themselves as Hispanic/Latino
- 29% of students identify themselves as Black
- 14% of students identify themselves as White
- 8% of students identify themselves as 2 or more races, Asian or Native American
- 65% of students identify themselves as female

While the Workforce Development Program at STCC serves a diverse population, individuals who fall into the above demographic categories will be given priority for enrollment. Individuals will self-identify as being from one of the above-listed groups during the enrollment process and will also provide 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 on an ongoing basis with classes being held every semester. 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.

TYCA Green will provide two (2) full equity scholarships per year to applicants who fall into the above-mentioned diverse populations. These equity scholarships will be entirely separate from those described in the Plan for Positive Impact. Applications for equity scholarships will be submitted to STCC for consideration. In addition to requesting that applicants for the equity scholarships self-identify as being from one of the above-listed groups (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 importance of equity in the marijuana industry. Based upon the information received in the scholarship applications, STCC will select two (2) individuals to receive a full equity 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. These career fairs will be marketed specifically to the populations described above.

#### Measurements

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

- Developing and implementing the Cannabis Industry Training Program at STCC and providing essential industry knowledge and job placement assistance where at least 40% of the students will be from diverse populations; TYCA Green and STCC will undergo a quarterly analysis of program enrollment to evaluate the demographics of students participating in the program;
- Documenting the equity scholarships funded (2) using generally accepted accounting principles and in coordination with STCC;
- Holding at least two (2) career fairs per year and compile documentation and demographics regarding the applications received; and
- Completing internal employee audits and continuous diversity hiring process improvement, including progress towards diversity goals that at a minimum 20% of employees are from diverse populations.

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.

## **MAINTAINING OF FINANCIAL RECORDS**

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

- Confidential information will be maintained in a secure location, kept separate from all other records, and will not be disclosed without the written consent of the individual to whom the information applies, or as required under law or pursuant to an order from a court of competent jurisdiction; provided however, the Commission may access this information to carry out its official duties.
- All recordkeeping requirements under 935 CMR 500.105(9) are followed, including:
  - Keeping written business records, available for inspection, and in accordance with generally accepted accounting principles, which will include manual or computerized records of:
    - Assets and liabilities;
    - Monetary transactions;
    - Books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
    - Sales records including the quantity, form, and cost of marijuana products; and
    - Salary and wages paid to each employee and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with a marijuana establishment, including members, if any.
- All sales recording requirements under 935 CMR 500.140(6) are followed, including:
  - Utilizing a point-of-sale (POS) system approved by the Commission, in consultation with the DOR, and a sales recording module approved by DOR;
  - Conducting a monthly analysis of its equipment and sales data, and maintaining records, available to the Commission upon request, that the monthly analysis has been performed;
  - Complying with 830 CMR 62C.25.1: *Record Retention* and DOR Directive 16-1 regarding recordkeeping requirements;
  - Adopting separate accounting practices at the point-of-sale for marijuana and marijuana product sales, and non-marijuana sales;
  - Maintaining such records that would allow for the Commission and the DOR to audit and examine the point-of-sale system used in order to ensure compliance with Massachusetts tax laws and 935 CMR 500; and
  - TYCA Green will be co-located with a medical marijuana treatment center, maintaining and providing the Commission on a biannual basis accurate sales data collected by the licensee during the six months immediately preceding this

application for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(10).

- Additional written business records will be kept, including, but not limited to, records of:
  - Compliance with liability insurance coverage or maintenance of escrow requirements under 935 CMR 500.105(10) and all bond or escrow requirements under 935 CMR 500.105(16);
  - Fees paid under 935 CMR 500.005 or any other section of the Commission's regulations; and
  - Fines or penalties, if any, paid under 935 CMR 500.550 or any other section of the Commission's regulations.



## **PERSONNEL POLICIES INCLUDING BACKGROUND CHECKS**

### **Overview**

TYCA Green, Inc. (“TYCA Green”) will maintain personnel records as a separate category of records due to the sensitivity and importance of information concerning agents, including registration status and background check records. TYCA Green will keep, at a minimum, the following personnel records:

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

### **Job Descriptions**

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

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

**Security Agent**: Security Agents monitor TYCA Green’s security systems including alarms, video surveillance, and motion detectors. Security Agents are responsible for ensuring that only

authorized individuals are permitted access to the TYCA Green facility by verifying appropriate ID cards and other forms of identification. In addition, Security Agents perform the following duties and other duties upon request:

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

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

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

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

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

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

- Oversee hiring and release of TYCA Green agents;
- Review and revise TYCA Green personnel policies and procedures in consultation with the executive management team and department managers;

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

Production Manager: Responsible for production of all concentrates and marijuana products created by TYCA Green. This includes, but is not limited to:

- Managing inventory and par-levels of all concentrate and marijuana products, including integration into the METRC;
- Creating raw Super Critical CO<sub>2</sub> (SCCO<sub>2</sub>) concentrate;
- Creating distilled, high-purity concentrate for use in marijuana products and vaporizer cartridges;
- Creating all marijuana products;
- Organizing extraction schedule based on availability of cultivated material;
- Maintaining a rigid cleaning schedule that all lab agents must adhere to;
- Ensuring safety pursuant to established safety protocols;
- Coordinating facility repairs and maintenance;
- Supervising and training agents in an ongoing manner; and
- Providing mandatory training for new agents.

Lab/Production Assistant: Responsible for supporting the Production Manager during day-to-day operations. This includes, but is not limited to:

- Drying and grinding cultivated material in preparation for SCCO<sub>2</sub> extraction;
- Unpacking and cleaning the SCCO<sub>2</sub> extractor;
- Cleaning and sanitization of all lab glassware;
- Cleaning and sanitization of all kitchen cookware and utensils;
- Cleaning and sanitization of the distillation still;
- Routine scheduled maintenance of all equipment; and
- Assisting with packaging of all concentrate and marijuana products to be sold.

### Agent Personnel Records

Personnel records for each agent will be maintained for at least twelve (12) months after termination of the agent's affiliation with TYCA Green and will include, at a minimum, the following:

- All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
- Documentation of verification of references;
- The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
- Documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
- Documentation of periodic performance evaluations;

- A record of any disciplinary action taken;
- Notice of completed responsible vendor and eight-hour related duty training;
- Results of initial background investigation, including CORI reports; and
- Documentation of all security related events (including violations) and the results of any investigations and description of remedial actions, restrictions, or additional training required as a result of an incident.

Confidential information including personnel records will be kept in a secure location to maintain privacy and will only be accessible to the agent's manager or members of the executive management team.

#### Staffing Plan and Business Hours

In accordance with 935 CMR 500.105(9) and 935 CMR 500.105(1), TYCA Green has created a comprehensive staffing plan and will maintain all staffing records as required which will be made available to the Commission, upon request.

#### Hiring and Recruitment

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

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

#### Standards of Conduct

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

discrimination. There is a broad range of behavior that could constitute harassment. In general, harassment is any verbal or physical conduct that:

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

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

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

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

#### *At-Will Employment*

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

#### *Workplace Attire*

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

#### Business Hours for Marijuana Establishment

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

#### Overview of Personnel Policies and Procedures

### Standard Employment Practices

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

### *Advancement*

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

### *Written Policies*

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

TYCA Green will adhere to a strict alcohol, smoke and drug free workplace policy.

### *Investigations*

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

### *Designated Outside Counsel*

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

### Job Status

#### *Job Classifications*

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

### *Work Schedules*

Work schedules will be either part-time, full-time, or salaried, depending of the specific position. Schedules will be set according to the needs of each department as determined by the department manager and the executive manager they report to. It is the department manager's responsibility to develop and implement a work schedule that provides necessary duty and personnel coverage but does not exceed what is required for full implementation of operations. It is also the department manager's responsibility to ensure that adequate coverage occurs on a daily basis and does not lead to unnecessary utilization of overtime coverage.

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

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

#### *Breaks*

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

#### *Performance Reviews*

Performance reviews will be conducted by executive or department managers. Reviews will be conducted at three-month intervals for new employees during the first year and at six-month intervals thereafter. A written synopsis must be provided to, and signed by, the employee under review. Reviews must be retained in each employee's employment file. Performance reviews must take into account positive performance factors and areas requiring improvement. Scoring systems may be utilized to help reflect an employee's overall performance.

#### *Leave Policies*

TYCA Green leave policies will comport with all state and federal statutes. All full-time employees will receive two 40-hour weeks of paid vacation per annum. Additional leave must be requested at least two weeks in advance and approved by the employee's department manager. TYCA Green will determine which holidays will be observed and which departments will not be required to work. TYCA Green will offer paid maternity leave. Additional leave will not be paid and must be approved by the department manager.

TYCA Green anticipates observing the following holidays:

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

#### *Disciplinary Policies*

### *Purpose*

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

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

TYCA Green will have a policy for the immediate dismissal of any agent who has:

- Diverted marijuana, which will be reported the Police Department and to the Commission;
- Engaged in unsafe practices with regard to TYCA Green 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.

### *Procedure*

#### Step 1: Counseling and Verbal Warning

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

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

#### Step 2: Written Warning

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



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

### *Step 3: Suspension and Final Written Warning*

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

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

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

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

### *Step 4: Recommendation for Termination of Employment*

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

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

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

### *Appeal Process*

Any employee subject to a disciplinary action will have the opportunity to present information on their own behalf that may challenge information management relied upon in making the decision to issue the disciplinary action. The purpose of this appeal process is to provide insight into extenuating circumstances that may have contributed to the employee's performance, conduct and/or attendance issues, while allowing for an equitable solution.

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

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

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

### *Documentation*

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

### *Separation of Employment*

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

### *Types of Separation*

#### *1. Resignation*

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

#### *2. Retirement*

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

3. *Job Abandonment*

An employee who fails to report to work or contact their supervisor for two (2) consecutive workdays will be considered to have abandoned their job without notice effective at the end of the employee's normal shift on the second day. The department manager will notify the Human Resources Manager at the expiration of the second workday and initiate the paperwork to terminate the employee. Employees who are separated due to job abandonment are ineligible for rehire.

4. *Termination*

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

5. *Reduction in Workforce*

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

6. *Release*

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

*Exit Interview*

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

*Return of Property*

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

*Termination of Benefits*

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

### *Health Insurance*

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

### *Rehire*

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

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

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

### Compensation

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

### *Selection Criteria*

1. The compensation system will price positions to market by using local, national, and industry specific survey data.
2. The market data will primarily include marijuana-related businesses and will include survey data for more specialized positions and will address significant market differences due to geographical location.
3. The system will evaluate external equity, which is the relative marketplace job worth of every marijuana industry job directly comparable to similar jobs at TYCA Green, factored for general economic variances, and adjusted to reflect the local economic marketplace.
4. The system will evaluate internal equity, which is the relative worth of each job in the organization when comparing the required level of job competencies, formal training and experience, responsibility and accountability of one job to another, and arranging all jobs in a formal job-grading structure.

5. Professional support and consultation will be available to evaluate the compensation system and provide on-going assistance in the administration of the program.
6. The compensation system must be flexible enough to ensure that the company is able to recruit and retain a highly-qualified workforce, while providing the structure necessary to effectively manage the overall compensation program.

### *Responsibilities*

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

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

### *Management Responsibility*

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

### Agent Background Checks

- In addition to completing the Commission's agent registration process, all agents hired to work for TYCA Green will undergo a detailed background investigation prior to being granted access to a TYCA Green facility or beginning work duties.
- Background checks will be conducted on all agents in their capacity as employees or volunteers for TYCA Green pursuant to 935 CMR 500.100 and will be used by the Director of Security, who will be registered with the Department of Criminal Justice Information Systems pursuant to 803 CMR 2.04: iCORI Registration and the Commission for purposes of determining the suitability of individuals for registration as a marijuana establishment agent with the licensee.
- For purposes of determining suitability based on background checks performed in accordance with 935 CMR 500.101(1), TYCA Green 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, TYCA Green 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, TYCA Green 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.
- Upon adverse determination, TYCA Green will provide the applicant a copy of their background screening report and a pre-adverse determination letter providing the

applicant with a copy of their right to dispute the contents of the report, who to contact to do so and the opportunity to provide a supplemental statement.

- After 10 business days, if the applicant is not disputing the contents of the report and any provided statement does not alter the suitability determination, an adverse action letter will be issued providing the applicant information on the final determination made by TYCA Green along with any legal notices required.
- All suitability determinations will be documented in compliance with all requirements set forth in 935 CMR 500 et seq. and guidance provided by the Commission.
- Background screening will be conducted by an investigative firm holding the National Association of Professional Background Screeners (NAPBS®) Background Screening Credentialing Council (BSCC) accreditation and capable of performing the searches required by the regulations and guidance provided by the Commission.
- References provided by the agent will be verified at the time of hire.
- As deemed necessary, individuals in key positions with unique and sensitive access (e.g. members of the executive management team) will undergo additional screening, which may include interviews with prior employers or colleagues.
- As a condition of their continued employment, agents, volunteers, contractors, and subcontractors are required to renew their Program ID cards annually and submit to other background screening as may be required by TYCA Green or the Commission.

## **QUALIFICATIONS AND TRAINING**

TYCA Green will ensure that all employees hired to work at a TYCA Green 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.

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

On or after July 1, 2019, all of TYCA Green's current owners, managers, and employees will have attended and successfully completed a Responsible Vendor Program operated by an education provider accredited by the Commission to provide the annual minimum of two hours of responsible vendor training to marijuana establishment agents. TYCA Green's new, non-administrative employees will complete the Responsible Vendor Program within 90 days of the date they are hired. TYCA Green's owners, managers, and employees will then successfully complete the program once every year thereafter. TYCA Green 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. TYCA Green's records of responsible vendor training program compliance will be maintained for at least four (4) years and made available during normal business hours for inspection by the Commission and any other state licensing authority upon request.



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

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

## **QUALITY CONTROL AND TESTING**

### **Quality Control**

TYCA Green, Inc. (“TYCA Green”) will comply with the following sanitary requirements:

1. Any TYCA Green agent whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, is subject to the requirements for food handlers specified in 105 CMR 300.000, and all edible marijuana products will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 500.000, and with the requirements for food handlers specified in 105 CMR 300.000.
2. Any TYCA Green 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. TYCA Green’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 TYCA Green’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. TYCA Green’s facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. TYCA Green 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. TYCA Green’s floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. TYCA Green’s facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. TYCA Green’s buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. TYCA Green will ensure that all contact surfaces, including utensils and equipment, will be maintained in a clean and sanitary condition. Such surfaces will be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils will be so designed and of such material and workmanship as to be adequately cleanable;

10. All toxic items will be identified, held, and stored in a manner that protects against contamination of marijuana products;
11. TYCA Green will ensure that its water supply is sufficient for necessary operations, and that such water supply is safe and potable;
12. TYCA Green's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the marijuana establishment. Plumbing will properly convey sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and waste water lines;
13. TYCA Green will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. TYCA Green 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. TYCA Green 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.

TYCA Green'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).

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

TYCA Green 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 TYCA Green 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.

TYCA Green will process marijuana in a safe and sanitary manner. TYCA Green will process the leaves and flowers of the female marijuana plant only, which will be:

- Well-cured and generally free of seeds and stems;

- Free of dirt, sand, debris, and other foreign matter;
- Free of contamination by mold, rot, other fungus, and bacterial diseases;
- Prepared and handled on food-grade stainless steel tables; and
- Packaged in a secure area.

All edible products will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 590.000: Minimum Sanitation Standards for Food Establishments.

### Testing

TYCA Green will not sell or otherwise market marijuana or marijuana products that are not capable of being tested by Independent Testing Laboratories, except as allowed under 935 CMR 500.000. No marijuana product will be sold or otherwise marketed for adult use that has not first been tested by an Independent Testing Laboratory and deemed to comply with the standards required under 935 CMR 500.160. Testing of TYCA Green's marijuana products will be performed by an Independent Testing Laboratory in compliance with the Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana-infused Products, as amended in November 2016, published by the DPH. Testing of TYCA Green's environmental media will be performed in compliance with the Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries published by the DPH.

TYCA Green's policy of responding to laboratory results that indicate contaminant levels are above acceptable limits established in the DPH protocols identified in 935 CMR 500.160(1) include notifying the Commission within 72 hours of any laboratory testing results indicating that the contamination cannot be remediated and disposing of the production batch. Such notification will describe a proposed plan of action for both the destruction of the contaminated product and the assessment of the source of contamination.

TYCA Green will maintain testing results in compliance with 935 CMR 500.000 *et seq* and the record keeping policies described herein, and will maintain the results of all testing for no less than one year.

All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services will comply with 935 CMR 500.105(13). All storage of TYCA Green'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 TYCA Green for disposal or by the Independent Testing Laboratory disposing of it directly.

## **RECORDKEEPING PROCEDURES**

### **General Overview**

TYCA Green, Inc. (“TYCA Green”) 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 TYCA Green documents. Records will be stored at TYCA Green 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 TYCA Green 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 TYCA Green’s quarter-end closing procedures. In addition, TYCA Green’s operating procedures will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis.

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

- Assets and liabilities;
- Monetary transactions;
- Books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
- Sales records including the quantity, form, and cost of marijuana products;
- Salary and wages paid to each agent, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with TYCA Green, including members, if any.
- Personnel Records: At a minimum will include:
  - Job descriptions for each agent and volunteer position, as well as organizational charts consistent with the job descriptions;
  - A personnel record for each marijuana establishment agent. Such records will be maintained for at least twelve (12) months after termination of the agent's affiliation with TYCA Green and will include, at a minimum, the following:
    - All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
    - Documentation of verification of references;
    - The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
    - Documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
    - Documentation of periodic performance evaluations; and
    - A record of any disciplinary action taken.
    - Notice of completed responsible vendor and eight-hour related duty training.
  - A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
  - Personnel policies and procedures; and
  - All background check reports obtained in accordance with 935 CMR 500.030.
- Handling and Testing of Marijuana Records
  - TYCA Green 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

- TYCA Green will use METRC to maintain real-time inventory. METRC inventory reporting meets the requirements specified by the Commission and 935 CMR 500.105(8)(c) and (d), including, at a minimum, an inventory of marijuana plants; marijuana plant-seeds and clones in any phase of development such as propagation, vegetation, flowering; marijuana ready for dispensing; all marijuana products; and all damaged, defective, expired, or contaminated marijuana and marijuana products awaiting disposal.
- Inventory records will include, at a minimum, the date of the inventory, a summary of the inventory findings, and the names, signatures, and titles of the individuals who conducted the inventory.
- Incident Reporting Records
  - Within ten (10) calendar days, TYCA Green will provide written notice to the Commission of any incident described in 935 CMR 500.110(7)(a), by submitting an incident report, detailing the incident, the investigation, the findings, resolution (if any), confirmation that the Police Department and Commission were notified within twenty-four (24) hours of discovering the breach, and any other relevant information. Reports and supporting documents, including photos and surveillance video related to a reportable incident, will be maintained by TYCA Green for no less than one year or the duration of an open investigation, whichever is longer, and made available to the Commission and law enforcement authorities upon request.
- Visitor Records
  - A visitor sign-in and sign-out record will be maintained at the security office. The record will include the visitor's name, address, organization or firm, date, time in and out, and the name of the authorized agent who will be escorting the visitor.
- Waste Disposal Records
  - When marijuana or marijuana products are disposed of, TYCA Green will create and maintain a written record of the date, the type and quantity disposed of or handled, the manner of disposal or other handling, the location of disposal or other handling, and the names of the two TYCA Green agents present during the disposal or handling, with their signatures. TYCA Green will keep disposal records for at least three (3) years. This period will automatically be extended for the duration of any enforcement action and may be extended by an order of the Commission.
- Security Records
  - A current list of authorized agents and service personnel that have access to the surveillance room will be available to the Commission upon request.
  - Twenty-four (24) hour recordings from all video cameras that are available for immediate viewing by the Commission upon request and that are retained for at least ninety (90) calendar days.

- Transportation Records
  - TYCA Green will retain all shipping manifests for a minimum of one (1) year and make them available to the Commission upon request.
- Agent Training Records
  - Documentation of all required training, including training regarding privacy and confidentiality requirements, and a signed statement of the individual indicating the date, time, and place he or she received the training, the topics discussed and the name and title of the presenter(s).
- Closure
  - In the event TYCA Green closes, all records will be kept for at least two (2) years at TYCA Green's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, TYCA Green 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 TYCA Green's operations will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis. Policies and Procedures will include the following:
  - Security measures in compliance with 935 CMR 500.110;
  - Agent security policies, including personal safety and crime prevention techniques;
  - A description of TYCA Green's hours of operation and after-hours contact information, which will be provided to the Commission, made available to law enforcement officials upon request, and updated pursuant to 935 CMR 500.000.
  - Storage of marijuana in compliance with 935 CMR 500.105(11);
  - Description of the various strains of marijuana to be cultivated, processed or sold, as applicable, and the form(s) in which marijuana will be dispensed;
  - Procedures to ensure accurate recordkeeping, including inventory protocols in compliance with 935 CMR 500.160;
  - Plans for quality control, including product testing for contaminants in compliance with 935 CMR 500.160;
  - A staffing plan and staffing records in compliance with 935 CMR 500.105(9);
  - Emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
  - Alcohol, smoke, and drug-free workplace policies;
  - A plan describing how confidential information will be maintained;
  - Policy for the immediate dismissal of any dispensary agent who has:
    - Diverted marijuana, which will be reported the Police Department and to the Commission;



- Engaged in unsafe practices with regard to TYCA Green operations, which will be reported to the Commission; or
- Been convicted or entered a guilty plea, plea of *nolo contendere*, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority.
- A list of all executives of TYCA Green, and members, if any, of the licensee must be made available upon request by any individual. 935 CMR 500.105(1)(m) requirement may be fulfilled by placing this information on TYCA Green's website.
- Policies and procedures for the handling of cash on TYCA Green premises including but not limited to storage, collection frequency and transport to financial institution(s).
- Policies and procedures to prevent the diversion of marijuana to individuals younger than 21 years old.
- Policies and procedures for energy efficiency and conservation that will include:
  - Identification of potential energy use reduction opportunities (including but not limited to natural lighting, heat recovery ventilation and energy efficiency measures), and a plan for implementation of such opportunities;
  - Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on site, and an explanation of why the identified opportunities were not pursued, if applicable;
  - Strategies to reduce electric demand (such as lighting schedules, active load management and energy storage); and
  - Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25 § 21, or through municipal lighting plants.

### Record-Retention

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

## PLAN FOR RESTRICTING ACCESS TO AGE 21 AND OLDER

Pursuant to 935 CMR 500.050(5)(b), TYCA Green, Inc. (“TYCA Green”) will only be accessible to consumers 21 years of age or older with a verified and valid, government-issued photo ID or in possession of a Program ID Card demonstrating the individual is a registered qualifying patient with the Medical Use of Marijuana Program. Upon entry into the premises of the marijuana establishment by an individual, a TYCA Green 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 TYCA Green discovers any of its agents intentionally or negligently sold marijuana to an individual under the age of 21, the agent will be immediately terminated and the Commission will be promptly notified, pursuant to 935 CMR 500.105(1)(l). TYCA Green will not hire any individuals who are under the age of 21 or who have been convicted of distribution of controlled substances to minors, pursuant to 935 CMR 500.030(1).

Pursuant to 935 CMR 500.105(4), TYCA Green 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. TYCA Green will not engage in any advertising, marketing and branding by means of television, radio, internet, mobile applications, social media, or other electronic communication, billboard or other outdoor advertising, including charitable, sporting or similar events, unless at least 85% of the audience is reasonably expected to be 21 years of age or older as determined by reliable and current audience composition data. TYCA Green will not manufacture or sell any edible products that resemble a realistic or fictional human, animal or fruit, including artistic, caricature or cartoon renderings, pursuant to 935 CMR 500.150(1)(b). In accordance with 935 CMR 500.105(4)(a)(5), any marketing, advertising and branding materials for public viewing will include a warning stating, **“For use only by adults 21 years of age or older. Keep out of the reach of children. Marijuana can impair concentration, coordination and judgment. Do not operate a vehicle or machinery under the influence of marijuana.”** Pursuant to 935 CMR 500.105(6)(b), TYCA Green 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. TYCA Green’s website will require all online visitors to verify they are 21 years of age or older prior to accessing the website, in accordance with 935 CMR 500.105(4)(b)(13).

## **PLAN FOR SEPARATING RECREATIONAL FROM MEDICAL OPERATIONS**

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

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

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

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

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

Access to the adult-use marijuana queue will be limited to individuals 21 years of age or older, regardless if the individual is registered as a patient/caregiver. Registered patients under the age of 21 will only have access to the medical marijuana queue. Registered patients/caregivers 21

years of age or older will be permitted to access either queue and will not be limited only to the medical marijuana queue.

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

## PLAN TO POSITIVELY IMPACT AREAS OF DISPROPORTIONATE IMPACT

### Overview

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”).

### Goals<sup>1</sup>:

- 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.

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<sup>1</sup> 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 24<sup>th</sup> 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.