



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR282837
Original Issued Date: 06/05/2020
Issued Date: 06/05/2020
Expiration Date: 06/05/2021

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Ascend Mass, LLC

Phone Number: 617-721-5844
Email Address: fperullo@awholdings.com

Business Address 1: 500 Totten Pond Road
Business City: Waltham Business State: MA Business Zip Code: 02451

Business Address 2:
Mailing Address 1: 500 Totten Pond Road
Mailing City: Waltham Mailing State: MA Mailing Zip Code: 02451

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

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

RMD INFORMATION

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

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership:	Percentage Of Control:
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Role: Executive / Officer

Other Role: Chief Executive Officer

First Name: Andrea

Last Name: Cabral Suffix:

Gender: Female

User Defined Gender:

What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 2

Percentage Of Ownership:

Percentage Of Control: 100

Role: Executive / Officer

Other Role: Chief Operating Officer and Sole Member

First Name: Francis

Last Name: Perullo 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:

Percentage Of Control:

Role: Executive / Officer

Other Role: Chief Cultivation Officer

First Name: Jason

Last Name: Stirling Suffix:

Gender: Male

User Defined Gender:

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 4

Percentage Of Ownership:

Percentage Of Control:

Role: Executive / Officer

Other Role: Chief Financial Officer

First Name: Steven

Last Name: Rohlfing Suffix:

Gender: Male

User Defined Gender:

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 5

Percentage Of Ownership:

Percentage Of Control:

Role: Manager

Other Role: Ascend Wellness Holdings

First Name: Emily

Last Name: Paxhia Suffix:

Gender: Female

User Defined Gender:

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 6

Percentage Of Ownership:

Percentage Of Control:

Role: Manager

Other Role: Ascend Wellness Holdings

First Name: Scott

Last Name: Swid Suffix:

Gender: Male

User Defined Gender:

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 7

Percentage Of Ownership: Percentage Of Control:
Role: Manager Other Role: Ascend Wellness Holdings
First Name: Christopher Last Name: Leavy Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100 Percentage of Ownership: 100
Entity Legal Name: Ascend Mass, Inc. Entity DBA: DBA
City: City:
Entity Description: Parent Company
Foreign Subsidiary Narrative:
Entity Phone: 617-721-5844 Entity Email: Entity Website:
fperullo@awholdings.com
Entity Address 1: 500 Totten Pond Road Entity Address 2: #301
Entity City: Waltham Entity State: MA Entity Zip Code: 02451
Entity Mailing Address 1: 500 Totten Pond Road Entity Mailing Address 2:
Entity Mailing City: Waltham Entity Mailing State: MA Entity Mailing Zip Code:
02451
Relationship Description: Ascend Mass, LLC is wholly owned by Ascend Mass, Inc. Ascend Mass, Inc. is the sole manager of Ascend Mass, LLC.

Entity with Direct or Indirect Authority 2

Percentage of Control: 100 Percentage of Ownership: 100
Entity Legal Name: Ascend Wellness Holdings, LLC Entity DBA: DBA
City: City:
Entity Description: Owner of Ascend Mass, Inc.
Foreign Subsidiary Narrative:
Entity Phone: 617-721-5844 Entity Email: fperullo@awholdings.com Entity Website:
Entity Address 1: 500 Totten Pond Road Entity Address 2: Unit 301
Entity City: Waltham Entity State: MA Entity Zip Code: 02451
Entity Mailing Address 1: 500 Totten Pond Road Entity Mailing Address 2:
Entity Mailing City: Waltham Entity Mailing State: MA Entity Mailing Zip Code:
02451
Relationship Description: Ascend Wellness Holdings is the owner of Ascend Mass, Inc. and the capital contributor to Ascend Mass, LLC. Please be advised that Ascend Wellness Holdings is controlled by six managers:

- Francis Perullo (disclosed to Commission)
- Scott Swid (disclosed to Commission)
- Emily Paxhia (disclosed to Commission)
- Christopher Leavy (disclosed to Commission)
- Abner Kurtin (As previously communicated to the Commission, Mr. Kurtin does not vote on or maintain direct or indirect control over the operations of Massachusetts operations and, as such, has not been disclosed as a person with direct or indirect control.)
- AGP Partners, LLC; Manager, Abner Kurtin (As previously communicated to the Commission, Mr. Kurtin does not vote on or maintain

direct or indirect control over the operations of Massachusetts operations. As such, AGP Partners, LLC does not exercise control over any Massachusetts operations and has not been disclosed as an entity with direct or indirect control.)

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Ascend Wellness Holdings, LLC (F/K/A Ascend Group Partners) **Entity DBA:**

Email: fperullo@awholdings.com **Phone:** 617-724-5844

Address 1: 500 Totten Pond Road **Address 2:**

City: Waltham **State:** MA **Zip Code:** 02451

Types of Capital: Monetary/Equity **Other Type of Capital:** **Total Value of Capital Provided:** \$300000 **Percentage of Initial Capital:** 100

Capital Attestation: Yes

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

Business Interest in Other State 1

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

Owner First Name: **Owner Last Name:** **Owner Suffix:**

Entity Legal Name: Revolution Cannabis - Barry, LLC **Entity DBA:** Ascend Illinois

Entity Description: Medical cannabis cultivation center (Note: license is individually held pending approval of ownership conversion from the governing jurisdiction)

Entity Phone: 617-721-5844 **Entity Email:** fperullo@awholdings.com **Entity Website:**

Entity Address 1: 1 310th Avenue **Entity Address 2:**

Entity City: Barry **Entity State:** IL **Entity Zip Code:** 62312 **Entity Country:** USA

Entity Mailing Address 1: 1 310th Avenue **Entity Mailing Address 2:**

Entity Mailing City: Barry **Entity Mailing State:** IL **Entity Mailing Zip Code:** 62312 **Entity Mailing Country:** USA

Business Interest in Other State 2

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

Owner First Name: **Owner Last Name:** **Owner Suffix:**

Entity Legal Name: HealthCentral, LLC **Entity DBA:** HCI Alternatives

Entity Description: Registered Medical Cannabis Dispensing Organization (Note: license is individually held by principals of business entity pending approval of ownership conversion from the governing jurisdiction)

Entity Phone: 617-721-5844 **Entity Email:** fperullo@awholdings.com **Entity Website:**

Entity Address 1: 628 East Adams Street **Entity Address 2:**

Entity City: Springfield **Entity State:** IL **Entity Zip Code:** 62701 **Entity Country:** USA

Entity Mailing Address 1: 628 East Adams Street **Entity Mailing Address 2:**

Entity Mailing City: Springfield **Entity Mailing State:** IL **Entity Mailing Zip Code:** 62701 **Entity Mailing Country:** USA

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Andrea	Last Name: Cabral	Suffix:
Marijuana Establishment Name: MassGrow, LLC	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Athol	Marijuana Establishment State: MA	

Individual 2

First Name: Francis	Last Name: Perullo	Suffix:
Marijuana Establishment Name: MassGrow, LLC	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Athol	Marijuana Establishment State: MA	

Individual 3

First Name: Jason	Last Name: Stirling	Suffix:
Marijuana Establishment Name: MassGrow, LLC	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Athol	Marijuana Establishment State: MA	

Individual 4

First Name: Steven	Last Name: Rohlfing	Suffix:
Marijuana Establishment Name: MassGrow, LLC	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Athol	Marijuana Establishment State: MA	

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 1089 Washington Street

Establishment Address 2:

Establishment City: Newton Establishment Zip Code: 02465

Approximate square footage of the establishment: 4990 How many abutters does this property have?: 41

Have all property abutters been notified of the intent to open a Marijuana Establishment at this address?: Yes

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	Ascend - Newton HCA Certification.pdf	pdf	5d27f3e7f74304053021174f	07/11/2019
Community Outreach Meeting Documentation	Ascend - Newton - Outreach Meeting.pdf	pdf	5d289c663e9601053bdb60ef	07/12/2019
Plan to Remain Compliant with Local Zoning	Ascend - Newton - Plan to Remain Compliant with Local Zoning.pdf	pdf	5d3095d66614633871922715	07/18/2019

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	Ascend Mass - WeGrow Letter.pdf	pdf	5d498cb6cfc708389d7238ff	08/06/2019
Plan for Positive	Letter from Sheriff Tompkins to Cannabis Control	pdf	5d7bb09c3567ed1db89e3090	09/13/2019

Impact	Commission - 9.pdf			
Plan for Positive Impact	Ascend - ADI - RFI 9.9.19.pdf	pdf	5d7bb0bd3aff472290ba12ee	09/13/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Executive / Officer **Other Role:** Chief Executive Officer
First Name: Andrea **Last Name:** Cabral **Suffix:**
RMD Association: RMD Manager
Background Question: yes

Individual Background Information 2

Role: Executive / Officer **Other Role:** Chief Operating Officer + Manager
First Name: Francis **Last Name:** Perullo **Suffix:**
RMD Association: RMD Manager
Background Question: no

Individual Background Information 3

Role: Executive / Officer **Other Role:** Chief Financial Officer
First Name: Steven **Last Name:** Rohlfing **Suffix:**
RMD Association: RMD Manager
Background Question: no

Individual Background Information 4

Role: Executive / Officer **Other Role:** Chief Cultivation Officer
First Name: Jason **Last Name:** Stirling **Suffix:**
RMD Association: Not associated with an RMD
Background Question: no

Individual Background Information 5

Role: Manager **Other Role:** Ascend Wellness Holdings, LLC
First Name: Emily **Last Name:** Paxhia **Suffix:**
RMD Association: Not associated with an RMD
Background Question: no

Individual Background Information 6

Role: Manager **Other Role:** Ascend Wellness Holdings
First Name: Scott **Last Name:** Swid **Suffix:**
RMD Association: Not associated with an RMD
Background Question: no

Individual Background Information 7

Role: Manager **Other Role:** Ascend Wellness Holdings
First Name: Christopher **Last Name:** Leavy **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Parent Company

Other Role:

Entity Legal Name: Ascend Mass, Inc.

Entity DBA:

Entity Description: Parent Company

Phone: 617-721-5844

Email: info@ascendwellness.com

Primary Business Address 1: 500 Totten Pond Road

Primary Business Address 2:

Primary Business City: Waltham

Primary Business State: MA

Principal Business Zip Code: 02451

Additional Information:

Entity Background Check Information 2

Role: Investor/Contributor

Other Role:

Entity Legal Name: Ascend Wellness Holdings, LLC

Entity DBA:

Entity Description: Capital Contributor and Owner

Phone: 617-724-5844

Email: info@ascendwellness.com

Primary Business Address 1: 500 Totten Pond Road

Primary Business Address 2:

Primary Business City: Waltham

Primary Business State: MA

Principal Business Zip Code: 02451

Additional Information: Formerly known as Ascend Group Partners, LLC

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	Ascend Mass - Articles of Organization and Annual Report.pdf	pdf	5d224173bc101905252e6006	07/07/2019
Bylaws	Ascend Mass - Operating Agreement.pdf	pdf	5d22417bc5c3be09dbf08399	07/07/2019
Secretary of Commonwealth - Certificate of Good Standing	Ascend Mass - Sec of State - Certificate of Good Standing.pdf	pdf	5d28c4dc5457e109c526f95e	07/12/2019
Department of Revenue - Certificate of Good standing	Ascend Mass - Department of Revenue.pdf	pdf	5d321cb96e3bd533dbcbf1	07/19/2019
Articles of Organization	Ascend - Response to RFI - 8.5.19.pdf	pdf	5d498a068595fb38875dd688	08/06/2019

No documents uploaded

Massachusetts Business Identification Number: 001325437

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
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Plan for Liability Insurance	Ascend Mass - Plan for Obtaining Liability Insurance.pdf	pdf	5d2242c042805c051718b313	07/07/2019
Proposed Timeline	Ascend - Newton - Timeline.pdf	pdf	5d28a2214dc82309e61bec38	07/12/2019
Business Plan	Ascend Mass - Business Plan - Newton.pdf	pdf	5d30af296e3bd533dbcfbcab	07/18/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for obtaining marijuana or marijuana products	Ascend Mass - Plan for obtaining marijuana or marijuana products.pdf	pdf	5d22431442805c051718b317	07/07/2019
Separating recreational from medical operations, if applicable	Ascend Mass - Plan for Separating Recreational from Medical Operations.pdf	pdf	5d2243188e518f09d0717df2	07/07/2019
Restricting Access to age 21 and older	Ascend - Plan for Restricting Access to Age 21 and Older.pdf	pdf	5d22431cbc101905252e600e	07/07/2019
Prevention of diversion	Ascend Mass - Prevention of Diversion.pdf	pdf	5d22432a9c49a009f10bc22b	07/07/2019
Storage of marijuana	Ascend Mass - Storage of marijuana.pdf	pdf	5d224415bc101905252e6012	07/07/2019
Transportation of marijuana	Ascend Mass - Transportation of Marijuana.pdf	pdf	5d22441b3e9601053bdb52f4	07/07/2019
Record Keeping procedures	Ascend Mass - Record Keeping procedures.pdf	pdf	5d224421d89d4b09aca61b01	07/07/2019
Quality control and testing	Ascend Mass - Quality Control and Testing.pdf	pdf	5d22442917426909bafa67bc	07/07/2019
Maintaining of financial records	Ascend Mass - Maintaining of financial records.pdf	pdf	5d22443bf743040530210a5f	07/07/2019
Dispensing procedures	Ascend Mass- Dispensing procedures.pdf	pdf	5d224476f743040530210a63	07/07/2019
Inventory procedures	Ascend Mass- Inventory procedures.pdf	pdf	5d2244793e9601053bdb52f8	07/07/2019
Personnel policies including background checks	Ascend Mass - Personnel policies including background checks.pdf	pdf	5d2244bc9c49a009f10bc235	07/07/2019
Qualifications and training	Ascend Mass - Qualifications and Training.pdf	pdf	5d2244d6f29d1909b30c04aa	07/07/2019
Diversity plan	Ascend - Diversity Plan - RFI 12.4.19.pdf	pdf	5de815447aad8653363bffe2	12/04/2019
Security plan	Ascend - Security Plan - Revised 2.5.20.pdf	pdf	5e3b4a84fe55e40432f6f2cd	02/05/2020

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

ATTESTATIONS

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

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

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

Notification: I Understand

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

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

Host Community Agreement Certification Form

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).

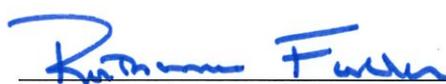
Applicant

I, , (*insert name*) certify as an authorized representative of Ascend Mass LLC (*insert name of applicant*) that the applicant has executed a host community agreement with The City of Newton (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on 7/8/2019 (*insert date*).


Signature of Authorized Representative of Applicant

Host Community

I, Ruthanne Fuller, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for City of Newton (*insert name of host community*) to certify that the applicant and The City of Newton (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on 7/8/19 (*insert date*).


Signature of Contracting Authority or
Authorized Representative of Host Community

Community Outreach Meeting Attestation Form

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

I, Andrea Cabral, (*insert name*) attest as an authorized representative of Ascend Mass, LLC (*insert name of applicant*) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on July 18, 2019 (*insert date*).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on July 10, 2019 (*insert date*), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (*please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document*).
3. A copy of the meeting notice was also filed on July 3, 2019 (*insert date*) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (*please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document*).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on July 11, 2019 (*insert date*), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (*please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee*).

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

6. Community members were permitted to ask questions and receive answers from representatives of the Marijuana Establishment.

Legal Notices

Legal Notices

HELLER ESTATE
LEGAL NOTICE
 Commonwealth of Massachusetts
 The Trial Court
 Probate and Family Court
 Middlesex Division
 208 Cambridge Street
 Cambridge, MA 02141
 (617) 768-5800

Docket No. MI19P3282EA

CITATION ON PETITION FOR FORMAL ADJUDICATION

Estate of: Martin Heller

Date of Death: 04/13/2019

To all interested persons:

A Petition for **Formal Probate of Will with Appointment of Personal Representative** has been filed by **Jerold Rutberg of Boston MA** and **Stephen R Karp of Boston MA** requesting that the Court enter a formal Decree and Order and for such other relief as requested in the Petition.

The Petitioner requests that: **Jerold Rutberg of Boston MA** and **Stephen R Karp of Boston MA** be appointed as Personal Representative(s) of said estate to serve **Without Surety** on the bond in **an unsupervised** administration.

IMPORTANT NOTICE

You have the right to obtain a copy of the Petition from the Petitioner or at the Court. You have a right to object to this proceeding. To do so, you or your attorney must file a written appearance and objection at this Court before: 10:00 a.m. on the return day of 07/25/2019. This is NOT a hearing date, but a deadline by which you must file a written appearance and objection if you object to this proceeding. If you fail to file a timely written appearance and objection followed by an affidavit of objections within thirty (30) days of the return day, action may be taken without further notice to you.

UNSUPERVISED ADMINISTRATION UNDER THE MASSACHUSETTS UNIFORM PROBATE CODE (MUPC)

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

WITNESS, Hon. Maureen H Monks, First Justice of this Court.

Date: June 27, 2019

Tara E. DeCristofaro
 Register of Probate

AD# 13814047
 Newton TAB 7/10/19

L&G REALTY TRUST
LEGAL NOTICE
 Commonwealth of Massachusetts
 The Trial Court
 Middlesex Probate and Family Court
 208 Cambridge Street
 Cambridge, MA 02141
 (617) 768-5800

Docket No. MI19P3328PO

TRUST CITATION

In the matter of: **L&G Realty Trust**

To all interested persons: A petition has been filed by **Loretta Belsky of Chestnut Hill MA** requesting that this Honorable Court name **Loretta Belsky of Newton**, the sole beneficiary of the **L&G Realty Trust** in accordance with **M.G.L.c.203E**.

You have the right to obtain a copy of the Petition from the Petitioner or at the Court. You have a right to object to this proceeding. To do so, you or your attorney must file a written appearance and objection at this Court before: 10:00 a.m. on 07/29/2019.

This is NOT a hearing date, but a deadline by which you must file a written appearance and objection if you object to this proceeding. If you fail to file a timely written appearance and objection followed by an Affidavit of Objections within thirty (30) days of the return date, action may be taken without further notice to you.

WITNESS, Hon. Maureen H Monks, First Justice of this Court.

Date: July 01, 2019

Tara E. DeCristofaro
 Register of Probate

AD#13814768
 Newton Tab 7/10/19

COMMUNITY OUTREACH MEETING
LEGAL NOTICE
NOTICE OF COMMUNITY OUTREACH MEETING REGARDING PROPOSAL OF ASCEND MASS, LLC
FOR ADULT-USE MARIJUANA RETAIL SALES AT 58 CROSS STREET a/k/a 1089 WASHINGTON STREET, NEWTON, MASSACHUSETTS

Ascend Mass, LLC ("Ascend") will be hosting a Community Outreach Meeting ("the Meeting") on July 18, 2019 at the First Unitarian Universalist Society in Newton, 1326 Washington Street, West Newton, Massachusetts at 7:00 p.m. Members of the public are encouraged to attend the Meeting at which Ascend will outline its proposal to apply for an Adult-Use Marijuana Retailer license at 58 Cross Street a/k/a 1089 Washington Street (the "Property") pursuant to M.G.L. Chapter 94G and Chapter 55 of the Acts of 2017, and other applicable laws and regulations promulgated thereunder, including those promulgated by the Massachusetts Cannabis Control Commission.

Information presented at the Community Outreach Meeting will include, but not be limited to, the following:

1. The type of Adult-Use Marijuana Establishment to be located at the Property.
2. Information adequate to demonstrate that the Adult-Use Marijuana Establishment location will be maintained securely.
3. Steps to be taken by the Adult-Use Marijuana Establishment to prevent diversion to minors.
4. A plan by the Adult-Use Marijuana Establishment to positively impact the community.
5. Information adequate to demonstrate that the location will not constitute a nuisance to the community by noise, odor, dust, glare, fumes, vibration, heat, or other conditions likely to cause nuisance.

Members of the Newton community will be encouraged to ask questions and to engage in discussions with representatives of Ascend.

A copy of this notice is on file with the office of the City Clerk and with the office of the City Council, Newton City Hall, 1000 Commonwealth Avenue, Newton, Massachusetts. A copy of this notice was mailed at least seven calendar days prior to the Community Outreach Meeting to abutters of the Property, abutters within three hundred feet of the Property, and the owners of land directly opposite the Property on any public or private street or way, all 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.

AD#13814337
 Newton Tab 7/10/19

KIRK ESTATE
LEGAL NOTICE
 Commonwealth of Massachusetts
 The Trial Court
 Probate and Family Court
 Middlesex Division
 208 Cambridge Street
 Cambridge, MA 02141
 (617) 768-5800

INFORMAL PROBATE PUBLICATION NOTICE

Estate of: Bernice Shore Kirk

Also known as: Bernice Bebe Kirk, Bernice Kirk

Date of Death: June 09, 2019

To all persons interested in the above captioned estate, by Petition of Petitioner **Matthew B Kirk of Boston MA** a will has been admitted to informal probate.

Matthew B Kirk of Boston MA has been informally appointed as the Personal Representative of the estate to serve without surety on the bond.

The estate is being administered under informal procedure by the Personal Representative under the Massachusetts Uniform Probate Code without supervision by the Court. Inventory and accounts are not required to be filed with the Court, but interested parties are entitled to notice regarding the administration from the Personal Representative and can petition the Court in any matter relating to the estate, including distribution of assets and expenses of administration. Interested parties are entitled to petition the Court to institute formal proceedings and to obtain orders terminating or restricting the powers of Personal Representatives appointed under informal procedure. A copy of the Petition and Will, if any, can be obtained from the Petitioner.

AD#13814748
 Newton Tab 7/10/19

SCALAR ESTATE
LEGAL NOTICE
 Commonwealth of Massachusetts
 The Trial Court
 Probate and Family Court
 Middlesex Division
 208 Cambridge Street
 Cambridge, MA 02141
 (617) 768-5800

INFORMAL PROBATE PUBLICATION NOTICE

Estate of: Michael Lewis Sclar

Date of Death: April 10, 2019

To all persons interested in the above captioned estate, by Petition of Petitioner **Joan G Sclar of Newton MA** a will has been admitted to informal probate.

Joan G Sclar of Newton MA has been informally appointed as the Personal Representative of the estate to serve without surety on the bond.

The estate is being administered under informal procedure by the Personal Representative under the Massachusetts Uniform Probate Code without supervision by the Court. Inventory and accounts are not required to be filed with the Court, but interested parties are entitled to notice regarding the administration from the Personal Representative and can petition the Court in any matter relating to the estate, including distribution of assets and expenses of administration. Interested parties are entitled to petition the Court to institute formal proceedings and to obtain orders terminating or restricting the powers of Personal Representatives appointed under informal procedure. A copy of the Petition and Will, if any, can be obtained from the Petitioner.

AD#13814782
 Newton Tab 7/10/19

PUBLIC HEARING #208-19
LEGAL NOTICE
 City of Newton
WEDNESDAY, JULY 24, 2019

A Public Hearing will be held on Wednesday, July 24, 2019 at 7:00 PM, **Second Floor, NEWTON CITY HALL** before the **PROGRAMS & SERVICES COMMITTEE** for the purpose of hearing the following petition at which time all parties interested in this item shall be heard. Notice will be published Wednesday, July 10, 2019 and Wednesday, July 17, 2019 in the Newton Tab and posted in a conspicuous place at Newton City Hall.

Referred to Programs & Services and Finance Committees

#208-19 PRESIDENT LAREDOQ requesting consideration of the recommendations of the special Blue Ribbon Commission regarding compensation for the Mayor, City Council, and School Committee.

AD# 13813522
 Newton TAB 7/10/19

Your News
 In Print
 and
 Online



All about you.

WICKED LOCAL



Attachment B

Please be advised that the Newton City Clerk distributes notices to the Planning Board, Mayor's Office, and all local licensing authorities.

1200 WALNUT STREET
NEWTON, MASSACHUSETTS 02461-1267
TELEPHONE (617) 965-3500
www.sab-law.com

STEPHEN J. BUCHBINDER
ALAN J. SCHLESINGER
LEONARD M. DAVIDSON
A. MIRIAM JAFFE
SHERMAN H. STARR, JR.
JUDITH L. MELIDEO-PREBLE
BARBARA D. DALLIS
PAUL N. BELL
KATHERINE BRAUCHER ADAMS
FRANKLIN J. SCHWARZER
RACHAEL C. CARVER
ADAM M. SCHECTER

E-Mail: sjbuchbinder@sab-law.com

July 3, 2019

RECEIVED
Newton City Clerk
2019 JUL -3 PM 3:02
Stephen J. Buchbinder
Newton, MA 02459

BY HAND

Mr. David Olson
City Clerk
Newton City Hall
1000 Commonwealth Avenue
Newton, MA 02459-1449

Re: Ascend Mass, LLC/58 Cross Street a/k/a 1089 Washington Street

Dear David,

I am enclosing herewith notice of a community outreach meeting to be held on July 18, 2019 at the First Unitarian Universalist Society in Newton at 7:00 p.m. relative to a proposed adult-use marijuana retailer at the above address.

Please let me know if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads "Stephen J. Buchbinder".

Stephen J. Buchbinder

SJB/mer
Enclosure

cc: (By Hand, w/enclosure)
Councilor James R. Cote
Councilor Andrea W. Kelley
Councilor Barbara Brousal-Glaser

**NOTICE OF COMMUNITY OUTREACH MEETING
REGARDING PROPOSAL OF ASCEND MASS, LLC
FOR ADULT-USE MARIJUANA RETAIL SALES AT 58 CROSS STREET
a/k/a 1089 WASHINGTON STREET, NEWTON, MASSACHUSETTS**

Ascend Mass, LLC (“Ascend”) will be hosting a Community Outreach Meeting (“the Meeting”) on July 18, 2019 at the First Unitarian Universalist Society in Newton, 1326 Washington Street, West Newton, Massachusetts at 7:00 p.m. Members of the public are encouraged to attend the Meeting at which Ascend will outline its proposal to apply for an Adult-Use Marijuana Retailer license at 58 Cross Street a/k/a 1089 Washington Street (the “Property”) pursuant to M.G.L. Chapter 94G and Chapter 55 of the Acts of 2017, and other applicable laws and regulations promulgated thereunder, including those promulgated by the Massachusetts Cannabis Control Commission.

Information presented at the Community Outreach Meeting will include, but not be limited to, the following:

1. The type of Adult-Use Marijuana Establishment to be located at the Property.
2. Information adequate to demonstrate that the Adult-Use Marijuana Establishment location will be maintained securely.
3. Steps to be taken by the Adult-Use Marijuana Establishment to prevent diversion to minors.
4. A plan by the Adult-Use Marijuana Establishment to positively impact the community.
5. Information adequate to demonstrate that the location will not constitute a nuisance to the community by noise, odor, dust, glare, fumes, vibration, heat, or other conditions likely to cause nuisance.

Members of the Newton community will be encouraged to ask questions and to engage in discussions with representatives of Ascend.

A copy of this notice is on file with the office of the City Clerk and with the office of the City Council, Newton City Hall, 1000 Commonwealth Avenue, Newton, Massachusetts. A copy of this notice was mailed at least seven calendar days prior to the Community Outreach Meeting to abutters of the Property, abutters to abutters within three hundred feet of the Property, and the owners of land directly opposite the Property on any public or private street or way, all 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.

**NOTICE OF COMMUNITY OUTREACH MEETING
REGARDING PROPOSAL OF ASCEND MASS, LLC
FOR ADULT-USE MARIJUANA RETAIL SALES AT 58 CROSS STREET
a/k/a 1089 WASHINGTON STREET, NEWTON, MASSACHUSETTS**

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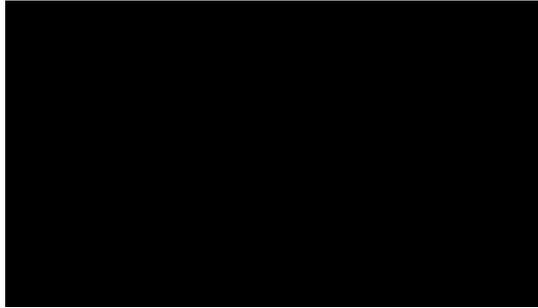
Information presented at the Community Outreach Meeting will include, but not be limited to, the following:

1. The type of Adult-Use Marijuana Establishment to be located at the Property.
2. Information adequate to demonstrate that the Adult-Use Marijuana Establishment location will be maintained securely.
3. Steps to be taken by the Adult-Use Marijuana Establishment to prevent diversion to minors.
4. A plan by the Adult-Use Marijuana Establishment to positively impact the community.
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Ascend MA
500 Totten Pond Road
Walsham, MA 02451



neopostSM
07/11/2019
US POSTAGE

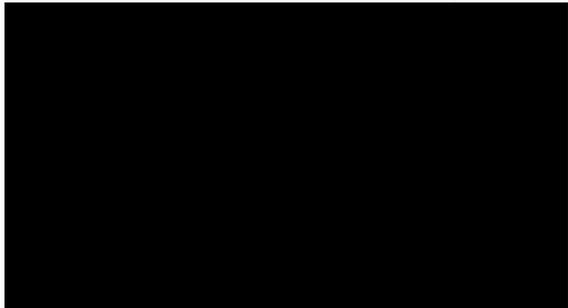
FIRST-CLASS MAIL

\$00.50⁰⁰



ZIP 01060
041L10229547

Ascend MA
500 Totten Pond Rd
Walsham, MA 02451



neopostSM
07/11/2019
US POSTAGE

FIRST-CLASS MAIL

\$00.50⁰⁰



ZIP 01060
041L10229547



Plan to Remain Compliant with Local Zoning

Ascend Mass, LLC (“Ascend”) will remain compliant at all times with the local zoning requirements set forth in the City of Newton's Zoning Ordinance. Ascend's proposed facility at 1089 Washington Street is located in the BU2 Zoning District. In accordance with Section 4.4 - Table of Uses of the Newton Zoning Ordinance, the use of a property as a Marijuana Retailer is permitted by Special Permit in the BU2 Zone.

In compliance with 935 CMR 500.110(3) and Section 6.10.3(E) of the Newton Zoning Ordinance, 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.

Ascend will apply for any other local permits required to operate a Marijuana Retailer at the proposed location, including a Special Permit.

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



STEVEN W. TOMPKINS
SHERIFF

Suffolk County Sheriff's Department

Jail
200 Nashua Street
Boston, MA 02114
(617) 635-1100

House of Correction
20 Bradston Street
Boston, MA 02118
(617) 635-1000



September 5, 2019

Cannabis Control Commission
101 Federal Street
13th Floor
Boston, MA 02110

To Whom It May Concern:

This letter confirms that the Suffolk County Sheriff's Department has agreed to partner with Ascend Mass, LLC to refer and help screen appropriate candidates for employment in their retail stores. The candidates will be graduates of our Common Ground Institute (CGI) re-entry program. As part of the CGI program, the Sheriff's Department trains and prepares candidates for employment and regularly works with employers who are willing to hire them.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Steven W. Tompkins
Sheriff



Plan for Positive Impact on Areas of Disproportionate Impact

Overview

Ascend Mass, LLC (“Ascend”) is dedicated to serving and supporting areas of disproportionate impact, which the Cannabis Control 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, Ascend has created the following Plan to Positively Impact Areas of Disproportionate Impact (the “Plan”) and has identified and created numerous goals and priorities.

Goals

Ascend seeks to:

1. Reduce barriers to entry in the commercial adult-use cannabis industry; and
2. Provide business assets (time, organization skills, finances) towards endeavors that will have a positive impact towards the promotion of sustainable, socially, and economically reparative practices in the cannabis industry in Massachusetts.

Programs

Our commitment is an essential part of the company’s ethos. Specifically, Ascend will:

- 1) In partnership with Suffolk County Sheriff Steven W. Tompkins, Ascend intends to hire ex-offenders from the Suffolk County House of Corrections that have completed job-training and re-entry programs to work within Ascend’s dispensary and who otherwise meet Ascend’s criteria for employment. **As outlined below, Ascend’s goal is to hire six individuals through this program;** and
- 2) Establish a independent charitable foundation in partnership with Ascend Wellness Holdings, LLC.



These initiatives are further outlined in the plan below.

Re-Entry Programs

Ascend will develop a partnership with the Suffolk County Sheriff Department (“SCSD”) to provide referrals of qualified applicants, with a specific focus on hiring individuals with past drug convictions, that have completed job-training and re-entry programs, are under court supervision, and who otherwise meet Ascend’s criteria for employment. This initiative will be managed by the Chief Executive Officer, Human Resources Director, and Dispensary Manager.

Ascend will initially measure its progress through the successful development of a partnership with SCSD. Based on the specifics of that partnership, **Ascend’s goal is to hire six (6) individuals from this partnership.** All employees will receive significant training to reduce barriers to entry to the cannabis industry.

If Ascend does not meet its goals, it must exceed its above-described hiring goals the following year by the number it missed the year before.

The WeGrow Foundation

Ascend will contribute 0.5% of its net revenue to the WeGrow Foundation (the “Foundation”), a fund set up by Ascend Wellness Holdings, the parent company of Ascend. It will be independently run, with its own President/CEO, Executive Director and Board. The specific organizations, businesses and individuals who might receive grants or other assistance from the Foundation will be chosen by the Foundation, based upon the purpose, goals and criteria that it, not Ascend Mass, chooses. As an operationally independent charitable organization, the Foundation, through grants and other giving, will support eligible organizations and programs that provide services to:

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.

The Foundation will have a board comprised of independent directors with no affiliation or financial interest in Ascend or Ascend Wellness Holdings. Ms. Cabral is serving on the board in an interim capacity until the final board is selected and installed, at which time she will resign.

Plan Administration

The Community Engagement Officer will administer Ascend’s Plan to Positively Impact Areas of Disproportionate Impact (“Plan”). The Community Engagement Officer will be responsible developing specific initiatives, creating partnerships and achieving measurable outcomes to



ensure that Ascend meets the Plan's goals. Ascend will audit the plan annually upon license renewal and will disclose and track measurement metrics. Metrics tracked will include the following:

1. Number of employees hired as part of Ascend's partnership with SCSD. The applicant will count the number of employees hired as part of this partnership and compare to its goal number of six;
2. Funds raised by the WeGrow foundation; and
3. Measures undertaken by the WeGrow Foundation that positively impact areas of disproportionate impact. The applicant will outline a list of all of the philanthropic activities that the WeGrow Foundation has undertaken and prepare documentation outlining how they meet the specific goals of the Cannabis Control Commission.

Disclosures

Ascend 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 Ascend will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

As identified above, Ascend will donate to the Foundation and acknowledges that the Foundation has been contacted and will receive the donation described herein.





**The Commonwealth of Massachusetts
William Francis Galvin**

Minimum Fee: \$500.00

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

Annual Report

(General Laws, Chapter)

Identification Number: 001325437

Annual Report Filing Year: 2019

1.a. Exact name of the limited liability company: ASCEND MASS, LLC

1.b. The exact name of the limited liability company as amended, is: ASCEND MASS, LLC

2a. Location of its principal office:

No. and Street: 137 LEWIS WHARF
C/O NOVUS GROUP
City or Town: BOSTON State: MA Zip: 02110 Country: USA

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

No. and Street: 125 CAMBRIDGEPARK DRIVE
City or Town: CAMBRIDGE State: MA Zip: 02140 Country: USA

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

RETAIL, DEVELOPMENT AND ALL OTHER ACTIVITIES ALLOWED BY LAW.

4. The latest date of dissolution, if specified:

5. Name and address of the Resident Agent:

Name: ABNER KURTIN
No. and Street: 16 BROOK ST
City or Town: SOUTH NATICK State: MA Zip: 01760 Country: USA

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
MANAGER	FRANK PERULLO	125 CAMBRIDGEPARK DRIVE CAMBRIDGE, MA 02140 USA

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

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

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
REAL PROPERTY	FRANK PERULLO	125 CAMBRIDGEPARK DRIVE CAMBRIDGE, MA 02140 USA

9. Additional matters:

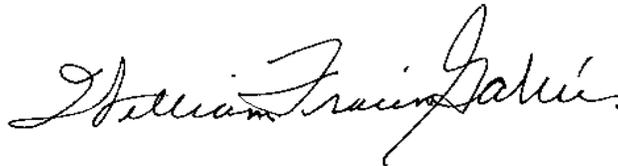
**SIGNED UNDER THE PENALTIES OF PERJURY, this 5 Day of March, 2019,
FRANK PERULLO , Signature of Authorized Signatory.**

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:

March 05, 2019 04:31 PM

A handwritten signature in cursive script that reads "William Francis Galvin". The signature is written in black ink and is centered on the page.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



**The Commonwealth of Massachusetts
William Francis Galvin**

Minimum Fee: \$500.00

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

Certificate of Organization

(General Laws, Chapter)

Identification Number: 001325437

1. The exact name of the limited liability company is: ASCEND MASS, LLC

2a. Location of its principal office:

No. and Street: 16 BROOK ST
City or Town: SOUTH NATICK State: MA Zip: 01760 Country: USA

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

No. and Street: 16 BROOK ST
City or Town: SOUTH NATICK State: MA Zip: 01760 Country: USA

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

RETAIL, DEVELOPMENT AND ALL OTHER ACTIVITIES ALLOWED BY LAW.

4. The latest date of dissolution, if specified:

5. Name and address of the Resident Agent:

Name: ABNER KURTIN
No. and Street: 16 BROOK ST
City or Town: SOUTH NATICK State: MA Zip: 01760 Country: USA

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

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
MANAGER	ABNER KURTIN	16 BROOK ST SOUTH NATICK, MA 01760 USA
MANAGER	JIM MULLANEY	16 BROOK ST SOUTH NATICK, MA 01760 USA

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
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8. The name and business address of the person(s) authorized to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest in real property:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
REAL PROPERTY	ABNER KURTIN	16 BROOK ST SOUTH NATICK, MA 01760 USA
REAL PROPERTY	JIM MULLANEY	16 BROOK ST SOUTH NATICK, MA 01760 USA

9. Additional matters:

SIGNED UNDER THE PENALTIES OF PERJURY, this 1 Day of May, 2018,

/S/ DANIEL A. DIPIETRO

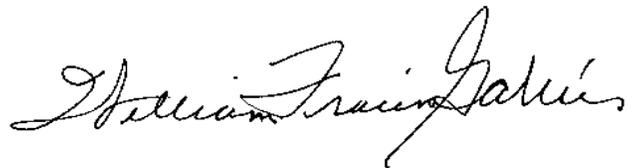
(The certificate must be signed by the person forming the LLC.)

THE COMMONWEALTH OF MASSACHUSETTS

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

deemed to have been filed with me on:

May 01, 2018 08:57 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

ASCEND MASS, LLC

OPERATING AGREEMENT

This Operating Agreement (this “**Agreement**”) of **ASCEND MASS, LLC**, a Massachusetts limited liability company (the “**Company**”), is dated as March 6, 2019, and is entered into and adopted on such date by Ascend Mass, Inc., a Delaware corporation (the “**Member**”), with an address of 137 Lewis Wharf, Boston, MA 02110, and the Company.

1. **Formation.** The Company was formed as a limited liability company under the Massachusetts Limited Liability Company Act, M.G.L. Chapter 156C, Sections 1, et seq. (as amended from time to time, the “**Act**”), by the filing on May 1, 2018 of a Certificate of Organization with the Secretary of the Commonwealth of Massachusetts (the “**Secretary of State**”).

2. **Name, Address, Resident Agent.** The name of the Company is “Ascend Mass, LLC.” The initial address of the Company’s principal office in the Commonwealth of Massachusetts is 137 Lewis Wharf, Boston, MA 02110. The name of the Company’s registered agent at such address is Frank Perullo.

3. **Term.** The Company’s existence shall have commenced as of the filing of the Certificate of Organization described above and is perpetual.

4. **Purpose and Powers.** The general character, power, and purpose of the Company is to (i) seek licensure for and operate as a Medical Marijuana Treatment Center or a Medical Use Marijuana Licensee, as those terms are defined in Chapter 369 of the Acts of 2012 and M.G.L. c. 94I, respectively, as the case may be (ii) seek licensure for and operate as a Marijuana Establishment as that term is defined in M.G.L. c. 94G, and (ii) execute and deliver any documents to effect the foregoing as may be necessary, convenient, desirable or incidental thereto. The Company shall have the authority to engage in any lawful act or activity for which limited liability companies may be organized under the Act.

5. **Member.** The Member is the owner of 100% of the capital of the Company, and is entitled to 100% of the profits of the Company.

6. **Management by Manager.**

(a) **Powers.** The Company shall be managed by the Manager. The Manager, acting alone without the consent of the Member, shall have the power and authority to (a) exercise all powers and privileges granted by the Act or any other law or this Agreement, together with any powers incidental thereto, so far as such powers are necessary or convenient to the conduct, promotion or attainment of the business, trade, or purposes or activities of the Company, and (b) take any other action not prohibited under the Act or other applicable law. The Manager, acting alone without the consent of the Member, shall have the full power and authority to authorize, approve, or undertake any action on behalf of the Company and to bind the Company. The initial Manager shall be Ascend Mass, Inc., a Delaware corporation.

(b) **Filings and Recordings.** The Manager shall promptly make, or arrange to make, such filings as the Manager believes necessary or as required by applicable law to give effect to the provisions of this Agreement and to cause the Company to be treated as a limited

liability company under the laws of the Commonwealth of Massachusetts. The Manager is authorized to execute any documents to be filed with the Secretary of State or any recordable instruments affecting an interest in real property.

(c) Limited Liability. The Manager shall not have any duties (including fiduciary duties) and shall not be liable to the Company or the Member for any loss or damage sustained by the Company or the Member except for liability for loss or damage resulting from intentional misconduct or knowing violation of law or transaction for which the Manager received a personal benefit in violation or breach of the provisions of this Agreement. The Manager shall be entitled to rely on information, opinions, reports, or statements, including, but not limited to, financial statements or other financial data prepared by: (i) the Member or officer or employee, if any, of the Company whom the Manager reasonably believes to be reliable and competent in the matter presented; or (ii) legal counsel, public accountants or other persons as to matters the Manager reasonably believes are within such counsel's, accountant's or persons professional or expert competence.

(d) Reliance by Third Parties. Any person or entity dealing with the Company may rely on a certificate or document signed by the Manager as to: (a) the identity of the Manager; (b) the existence or non-existence of any fact or facts which constitutes a condition precedent to acts by the Manager or are in any other manner germane to the affairs of the Company; (c) the persons who or entities which are authorized to execute and deliver any instrument or document of or on behalf of the Company; or (d) any act or failure to act by the Company or as to any other matter whatsoever involving the Company or the Manager.

(e) Officers. The Manager may appoint individuals as officers of the Company (the "**Officers**") as it deems necessary or desirable to carry on the business of the Company and the Manager may delegate to such Officers such power and authority as the Manager deems advisable. Any individual may hold two or more offices of the Company. Each Officer shall hold office until his successor is designated by the Manager or until his earlier death, resignation or removal. Any Officer may resign at any time upon written notice to the Manager. Any Officer may be removed by the Manager with or without cause at any time. A vacancy in any office occurring because of death, resignation, removal or otherwise, may, but need not, be filled by the Manager.

7. **Liabilities of the Member and Manager**. The debts, obligations, and liabilities of the Company, whether arising in contract, tort or otherwise, shall be solely the debts, obligations, and liabilities of the Company, and neither the Member nor the Manager shall be obligated personally for any such debt, obligation, or liability solely by reason of being a member or manager of the Company.

8. **Indemnification of Member and Manager**. The Company shall indemnify and hold harmless the Member and Manager from and against any and all claims and demands whatsoever, including, without limitation, to the extent the Member, Manager, or, with the written consent of the Manager, any other person has undertaken or assumed personal liability to permit the Company to carry out its purposes.

9. **Miscellaneous**.

(a) [reserved].

(b) Amendment. This is the entire agreement of the Company by the undersigned and may be amended by the Member and Manager only in writing.

(c) Governing Law. This Agreement and the rights and obligations of the parties hereunder shall be governed and interpreted, construed, and enforced in accordance with the laws of the Commonwealth of Massachusetts.

(d) Separability of Provisions. Each provision of this Agreement shall be construed separate and if for any reason any provision which is not essential to the effectuation of the basic purposes of this Agreement is determined to be invalid and contrary to any existing law or future law, such invalidity shall not impair the operation of or affect those provisions of this Agreement which are valid.

(e) Entire Agreement. This Agreement and the documents referred to herein set forth all (and is intended by all parties hereto to be an integration of all) of the representations, promises, agreements, and understandings among the parties hereto concerning the Company, the Company business and the property of the Company, and there are no representations, promises, agreements, and understandings, oral or written, express or implied, among them other than as set forth or incorporated herein or therein. In all respects, the business and affairs of the Company shall be governed by this Agreement and the Act.

[Balance of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned has executed this Agreement as of March 6, 2019.

MEMBER:

ASCEND MASS, INC.,
a Delaware corporation

By: 
Frank Perullo
its President

COMPANY:

By its Manager

ASCEND MASS, INC.,
a Delaware corporation

By: 
Frank Perullo
its President

[Signature Page to Ascend Mass, LLC Operating Agreement]



William Francis Galvin
Secretary of the
Commonwealth

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

July 5, 2019

TO WHOM IT MAY CONCERN:

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

ASCEND MASS, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **May 1, 2018.**

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation; that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156C, § 70 for said Limited Liability Company's dissolution; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: **FRANK PERULLO**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **FRANK PERULLO**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **FRANK PERULLO**



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

William Francis Galvin
Secretary of the Commonwealth

Processed By:TAA



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

mass.gov/dor

Letter ID: LH156295808
Notice Date: July 17, 2018
Case ID: 0-000-448-741



CERTIFICATE OF GOOD STANDING/TAX COMPLIANCE REQUEST STATUS



BECCA RUTENBERG
ASCEND MASS LLC
C/O NOVUS GROUP 137 LEWIS WHARF
BOSTON MA 02110-3926

Why did I receive this notice?

We received your request for a Certificate of Good Standing and/or Tax Compliance for ASCEND MASS LLC. As of the date of this notice, the Commissioner of Revenue is unable to certify whether you are in compliance with your tax obligations under Chapter 62C of the Massachusetts General Laws.

According to our records, you're not registered with the Department of Revenue. As a result, we don't know if you have any outstanding liabilities. We're also unable to determine if you're legally required to file and pay taxes in Massachusetts.

What if I have questions?

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

Visit us online!

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

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

Use the confirmation code below to print another copy of this letter or to review your submission.
Confirmation Code: 7c2wh7

Edward W. Coyle, Jr., Chief
Collections Bureau

VICENTE SEDERBERG

LLP

BOSTON | DENVER | JACKSONVILLE | LOS ANGELES
2 SEAPORT LANE, 11TH FLOOR
BOSTON, MA 02210
TEL: 617.934.2121

August 5, 2019

Cannabis Control Commission
101 Federal Street, 13th Floor
Boston, MA 02110

Re: Ascend Mass, LLC – Request for Information

To Whom It May Concern:

Please accept this letter on behalf of Ascend Mass, LLC (“Ascend”) and in response to the Cannabis Control Commission’s (the “Commission”) request for further information regarding the affiliation between the applicant entity, Mr. James Mullaney, and Mr. Abner Kurtin.

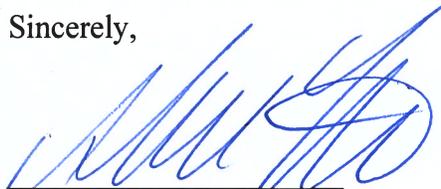
Mr. Mullaney and Mr. Kurtin appear on Ascend’s Articles of Organization. In subsequent filings, which were previously submitted to the Commission in the Management and Operations Profile, Mr. Francis Perullo was disclosed as the Manager of Ascend.

Please be advised that Mr. James Mullaney is no longer affiliated with Ascend or any affiliated companies and, as such, does not maintain direct or indirect control over Ascend. Mr. Mullaney terminated his affiliation with Ascend shortly after the entity was formed, and as such, was never disclosed on Ascend’s adult use license application.

Please be advised that Mr. Kurtin is no longer affiliated with the operations of Ascend. However, Mr. Kurtin is affiliated with Ascend Wellness Holdings, LLC which is a parent company of Ascend.

Thank you for your attention to this matter.

Sincerely,



Adam D. Fine, Esq.

ADF/rr



Plan for Obtaining Liability Insurance

Ascend Mass, LLC (“Ascend”) plans to contract with Eastern 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. Ascend will consider additional coverage based on availability & cost-benefit analysis. If adequate coverage is unavailable at a reasonable rate, Ascend will place in escrow at least \$250,000 to be expended for liabilities coverage. Any withdrawal from such escrow will be replenished within 10 business days. Ascend will keep reports documenting compliance with 935 CMR 500.105(10).



Ascend Mass, LLC

Business Plan

July 2019

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1. EXECUTIVE SUMMARY

1.1 Mission Statement and Message from the CEO

Ascend Mass, LLC (“Ascend”) is a medical and adult-use cannabis company that holds itself to a higher standard. As pioneers in an emerging industry in Massachusetts, we believe it is our duty to set an example as to how business should be conducted in the Commonwealth.

Ascend’s executive management team members are life-long or long-time local residents who care deeply about maintaining the community fabric that makes the Greater Boston area special. Ascend is led by lifelong public servants with a deep-rooted commitment to social justice, community enrichment, and regulatory development and implementation.

We seek to lead through excellence in operational protocol, security, compliance, and education

1.2 Our Values

- We care about our customers’ unique, individual needs.
- We provide an approachable and trusted cannabis experience.
- We deliver unrivaled quality, consistency and meticulously curated products.
- We simplify the customer experience with easy to understand effect-based categorization.
- We are a trusted partner in the community as a safe secure neighbor looking to make a positive impact.

1.3 License Type

Ascend is applying for a Certificate of Registration from the Massachusetts Cannabis Control Commission (the “**Commission**”) to operate a Marijuana Establishment (“**ME**”) Retailer license in Newton Massachusetts. Ascend is also applying for a Certificate of Registration to operate a vertically-integrated Registered Marijuana Dispensary (“**RMD**”).

1.4 Product

Ascend will sell a variety of product offerings that will be fully compliant with the guidelines and regulations set out by the Cannabis Control Commission.

Products that Ascend intends to offer include, but will not be limited to:

1. Sativa, indica, and hybrid cannabis flower
2. Pre-dosed oil vaporizers
3. Sublingual tablets
4. Topical salves, creams, and lotions
5. Concentrates
6. Food and beverages
7. Tinctures
8. Sprays
9. Patches

10. Capsules

1.5 Customers

Ascend's target customers include adults 21 years of age and older. Ascend anticipates that most of its customers will live or work in the Greater Boston community.

1.6 What Drives Us

Ascend's goals include:

1. Serving customers 21 years of age or older with a wide variety of high quality, consistent, laboratory-tested cannabis and derivatives;
2. Assisting local communities in offsetting the cost of Ascend's operations within their communities;
3. Hiring employees and contractors from within the communities served;
4. Hiring employees and contractors from communities that have been particularly harmed by the war on drugs;
5. Hiring employees from economically distressed communities and giving them the space and knowledge to flourish professionally within Ascend and the cannabis industry as a whole;
6. Having a diverse and socially representative pool of employees;
7. Empowering the next generation of entrepreneurs and leaders through hiring, training, and teaching;
8. Maintaining the Social Justice leadership rating from the Cannabis Control Commission;
9. Running an environmentally friendly ME in the Commonwealth of Massachusetts; and
10. Creating branded marijuana products that are safe, effective, consistent, and high quality.

2. COMPANY DESCRIPTION

2.1 Structure

Ascend is a Massachusetts LLC interested in applying for a Certificate of Registration from the Massachusetts Cannabis Control Commission (the “**Commission**”) to operate a ME in the Commonwealth.

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

2.2 Operations

Ascend will be located at 268-274 Friend Street in Boston, Massachusetts; 1089 Washington Street in Newton, Massachusetts, and 200 Monsignor O'Brien Highway in Cambridge, Massachusetts.

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

Ascend will tag and track all marijuana and marijuana products using a seed-to-sale methodology in a form and manner approved by the Commission.

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

Ascend will maintain records which will be available for inspection by the Commission upon request. The records will be maintained in accordance with generally accepted accounting principles. Records will be maintained for at least 12 months.

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

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

All recyclables and waste, including organic waste composed of or containing finished marijuana and marijuana products, will be stored, secured, and managed in accordance with applicable state

and local statutes, ordinances, and regulations. Organic material, recyclable material, solid waste, and liquid waste containing marijuana or by-products of marijuana processing will be disposed of in compliance with all applicable state and federal requirements.

Ascend will demonstrate consideration of the factors for Energy Efficiency and Conservation outlined in 935 CMR 500.105(15) as part of its operating plan and application for licensure.

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

Ascend and Ascend agents will comply with all local rules, regulations, ordinances, and bylaws.

2.3 Security

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

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

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

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

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

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

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

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

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

3. MARKET RESEARCH

3.1 Industry

Ascend's proposed location is located in West Newton.

3.2 Customers

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

3.3 Competitors

Ascend's competitors include other potential dispensaries in the City of Boston, Newton, and Cambridge.

3.4 Competitive Advantage

Ascend's competitive advantages over its competition will include its focus on effect-based products and a comprehensive customer education process to ensure that new clientele receive a wide breadth of information about their choices in strain selection; product selection; method of consumption; and other relevant information.

Ascend will seek to offer customers a best-in-class retail experience that demonstrates excellence in operational efficiency, employee knowledge, product selection and offerings; consistency and quality of product; and proximity to locations where they live and work.

3.5 Regulations

Ascend is a Marijuana Establishment, consistent with the objectives of St. 2016, c. 334, as amended by St. 2017, c. 55 and 935 CMR 500.000.

Ascend will be registered to do business in the Commonwealth as a domestic business corporation or another domestic business entity. Ascend will maintain the corporation in good standing with the Massachusetts Secretary of the Commonwealth and the Department of Revenue.

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

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

4. PRODUCT / SERVICE

4.1 Dispensing Procedures

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

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

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

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

In the event an Ascend agent determines an individual would place themselves or the public at risk, the agent will refuse to sell any marijuana products to the consumer. Ascend 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), Ascend 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, Ascend will immediately report the occurrence to the Commission and assist in any subsequent investigation into the matter. Ascend will maintain a record of the monthly analyses and will make it available for inspection by the Commission upon request. Further, Ascend 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.

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

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

4.2 Pricing Structure

Ascend's pricing structure will vary based on market conditions. Ascend plans to sell products of superior quality and will price its products accordingly.

4.3 Customer Education

FIRST VISIT: Customers visiting the facility for the first time will go through an intake process where they receive a primer on regulations surrounding cannabis; how to safely consume, store, and transport their product; and information regarding strains, dosage, and desired effects. All customers will be required to review and sign a community norms agreement, in which they certify that they understand that the ability to utilize an Ascend store is contingent on respect for the surrounding neighborhood. Public consumption, diversion, queuing, loitering, and other behaviors are not tolerated and practicing them will eliminate the opportunity for future store visits.

VISUAL MATERIALS: Flyers, pamphlets, and other materials will be available in the entry vestibule as well as throughout the dispensary floor. There will also be signage proximate to point-of-sale terminals reminding customers about the consequences of product diversion.

AUDITORY REMINDERS: In a friendly, approachable manner, customer service representatives will educate customers at the point of sale about how to safely store, consume, and transport their product.

TAKEAWAY MATERIALS: Product safety guides and general informational material will be placed in each and every bag to ensure customers have access to safety materials when they intend to utilize the product.

5. MARKETING & SALES

5.1 Growth Strategy

Ascend's plan to grow the company includes:

1. Strong and consistent branding;
2. Intelligent, targeted, and compliant marketing programs;
3. A compelling loyalty program;
4. An exemplary customer in-store experience;
5. A caring and thoughtful staff made of consummate professionals; and
6. Company ethos that results in comprehensive social justice initiatives

Ascend plans to seek additional, appropriate locations in the surrounding area to expand business and reach an increased number of customers in the future.

5.2 Communication

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

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

Ascend will communicate with customers through:

1. A company run website;
2. A company blog;
3. Popular cannabis discover networks such as WeedMaps and Leafly;
4. Popular social media platforms such as Instagram, Facebook, Twitter, and SnapChat;
5. Opt-in direct communications; and
6. Through in-store signage

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

5.3 Sales

Ascend will sell its product and service by engaging customers with knowledgeable in-store

personnel.

Ascend will seek events where 85% or more of the audience is reasonably expected to be 21 years of age or older, as determined by reliable, current audience composition data. At these events, Ascend will market its products and services to reach a wide range of qualified consumers.

Ascend will ensure that all marijuana products that are provided for sale to consumers are sold in tamper or child-resistant packaging. Packaging for marijuana products sold or displayed for consumers, including any label or imprint affixed to any packaging containing marijuana products or any exit packages, will not be attractive to minors.

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

5.4 Logo

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

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

6. FINANCIAL PROJECTIONS

Retail Model (Single Store)	% of Sales Y1	Y1 Total	Y2 Total	Y3 Total	Y4 Total
Revenue					
Average Revenue		\$40,056,974	\$46,556,244	\$51,410,893	\$56,771,759
Costs					
Price Per Pound Retail ¹		\$12,100	\$11,495	\$10,920	\$10,374
Pounds Sold		3,311	4,050	4,708	5,472
Pounds of Flower		2,235	2,734	3,178	3,694
Pounds of MIPs		1,076	1,316	1,530	1,779
Total COGS		\$21,949,027	\$25,510,271	\$28,170,352	\$31,107,813
Gross Profit		\$18,107,947	\$21,045,973	\$23,240,541	\$25,663,946
Operating Expenses					
Total SG&A	20.6%	\$8,256,935	\$9,436,000	\$10,316,706	\$11,289,247
Operating Profit		\$9,851,012	\$11,609,974	\$12,923,835	\$14,374,699
EBIT Margin		25%	25%	25%	25%
Income Tax - Federal total		\$4,872,041	\$5,662,532	\$6,252,992	\$6,905,023
Net Income		\$4,978,972	\$5,947,441	\$6,670,842	\$7,469,676

¹Please note that the "Price Per Pound Retail" is a blended rate that includes the Price Per Pound for Flower and the Price Per Pound for MIPs.



Plan for Separating Recreational from Medical Operations

Ascend Mass, LLC (“Ascend”) is applying to participate in the Commonwealth of Massachusetts’ Medical Use of Marijuana Program. Ascend 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, Ascend 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), Ascend 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 Ascend’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 Ascend location and transferable to Ascend’s retailer location within 48 hours. Ascend 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, Ascend 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.

Ascend 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 for Restricting Access to Age 21 and Older

Pursuant to 935 CMR 500.050(5)(b), Ascend Mass, LLC (“Ascend”) will only be accessible to consumers 21 years of age or older with a verified and valid, government-issued photo ID or in possession of a Program ID Card demonstrating the individual is a registered qualifying patient with the Medical Use of Marijuana Program. Upon entry into the premises of the marijuana establishment by an individual, an Ascend 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 Ascend 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). Ascend 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), Ascend 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. Ascend 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. Ascend 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), Ascend 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. Ascend’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).



Recordkeeping Procedures

General Overview

Ascend Mass, LLC (“Ascend”) 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 Ascend documents. Records will be stored at Ascend 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 Ascend 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 Ascend’s quarter-end closing procedures. In addition, Ascend’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 Ascend, 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 Ascend 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
 - Ascend 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
 - Ascend will use [POS Software] to maintain real-time inventory. [POS Software] 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, Ascend 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 Ascend 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, Ascend 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 Ascend agents present during the disposal or handling, with their signatures. Ascend 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
 - Ascend 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 Ascend closes, all records will be kept for at least two (2) years at Ascend's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, Ascend 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 Ascend'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 Ascend'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 Ascend 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 Ascend, 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 Ascend's website.
- Policies and procedures for the handling of cash on Ascend 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

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



Quality Control and Testing

Quality Control

Ascend Mass, LLC (“Ascend”) will comply with the following sanitary requirements:

1. Any Ascend 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 Ascend 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. Ascend’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 Ascend’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. Ascend’s facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. Ascend 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. Ascend’s floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. Ascend’s facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. Ascend’s buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. Ascend 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. Ascend will ensure that its water supply is sufficient for necessary operations, and that such water supply is safe and potable;
12. Ascend’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. Ascend will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. Ascend 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. Ascend 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.

Ascend'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).

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

Ascend 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 Ascend to remove defective or potentially defective marijuana products from the market, as well as any action undertaken to promote public health and safety.

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

Testing

Ascend 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 Ascend'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 Ascend'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.

Ascend'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.

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



Maintaining of Financial Records

Ascend Mass, LLC's ("Ascend") 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 date, and maintaining records, available to the Commission upon request, that the monthly analysis has been performed;
 - Complying with 830 CMR 62C.25.1: *Record Retention* and DOR Directive 16-1 regarding recordkeeping requirements;
 - Adopting separate accounting practices at the point-of-sale for marijuana and marijuana product sales, and non-marijuana sales;
 - Maintaining such records that would allow for the Commission and the DOR to audit and examine the point-of-sale system used in order to ensure compliance with Massachusetts tax laws and 935 CMR 500; and
 - If colocated 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

Ascend Mass, LLC (“Ascend”) 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. Ascend 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 Ascend, while implementing, administering, and revising the policies as needed. In addition, the Director of Security will perform the following duties:

- Provide general training to Ascend 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 Ascend facility, including cash and product storage vaults, the surveillance and network equipment room, and other highly sensitive areas of the Ascend 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 Ascend agents and assets;
- Ensure that all required background checks have been completed and documented prior to an agent performing job functions; ensure agent is granted appropriate level of access to the facility necessary to complete his/her job functions;
- Maintain all security-related records, incident reports and other reports written by security agents;
- Evaluate and determine the number of Security Agents assigned to each shift and proper shift change times; and
- Maintain frequent contact with local law enforcement authorities.

Security Agent: Security Agents monitor Ascend’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 Ascend 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 Ascend 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 Ascend facility;
- Answer routine inquiries;
- Log entries, and maintain visitor log;
- Escort authorized visitors in restricted access areas; and
- Escort Ascend agents from the facility during non-business hours and perform security checks at designated intervals.

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

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

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

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

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

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

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

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

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

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

Agent Personnel Records

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

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

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

Staffing Plan

Hiring and Recruitment

Ascend'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. Ascend'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;
- Ascend's Diversity Plan and Community Initiatives;
- Ascend'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

Ascend is committed to maintaining an environment conducive to the health and well-being of customers and employees. It is Ascend's mission to provide a professional workplace free from harassment and discrimination for employees. Ascend 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 Ascend'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 Ascend 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 an Ascend 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 Ascend 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.

Overview of Personnel Policies and Procedures

Standard Employment Practices

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

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

Investigations

Ascend 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

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

Job Status

Job Classifications

Positions at Ascend 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

Ascend 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. Ascend will determine which holidays will be observed and which departments will not be required to work. Ascend will offer paid maternity leave. Additional leave will not be paid and must be approved by the department manager.

Ascend 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

Ascend'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 Ascend's progressive discipline policies and procedures have been designed consistent with Ascend's organizational values, best practices, and state and federal employment laws.

Ascend 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 Ascend as an organization.

Procedure

Step 1: Counseling and Verbal Warning

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

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

Step 2: Written Warning

While it is hoped that the performance, conduct, or attendance issues that were identified in Step 1 have been corrected, Ascend 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, Ascend 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, Ascend 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 Ascend 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 Ascend, 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 Ascend. 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 Ascend 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 Ascend 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 Ascend to deduct the costs of such items from their final paycheck.

Termination of Benefits

An employee separating from Ascend 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, Ascend believes that it is in the best interest of both the organization and Ascend's employees to fairly compensate its workforce for the value of the work provided. It is Ascend'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 Ascend, 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 Ascend.

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 Ascend 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 Ascend will undergo a detailed background investigation prior to being granted access to an Ascend facility or beginning work duties.
- Background checks will be conducted on all agents in their capacity as employees or volunteers for Ascend 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), Ascend 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, Ascend 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, Ascend 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, Ascend 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 Ascend 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 Ascend or the Commission.



Qualifications and Training

Ascend will ensure that all employees hired to work at an Ascend 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.

Ascend will also ensure that its employees are suitable for registration consistent with the provisions of 935 CMR 500.802. In the event that Ascend discovers any of its agents are not suitable for registration as a marijuana establishment agent, the agent's employment will be terminated, and Ascend 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 Ascend'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 Ascend'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. Ascend's new, non-administrative employees will complete the Responsible Vendor Program within 90 days of the date they are hired. Ascend's owners, managers, and employees will then successfully complete the program once every year thereafter. Ascend 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. Ascend'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, Ascend'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.

Diversity Plan

Ascend Mass, LLC (“Ascend Mass”) believes in creating and sustaining a robust policy of inclusivity and diversity. Ascend Mass recognizes that diversity in the workforce is key to the integrity of a company’s commitment to its community. Ascend Mass’s diversity plan is designed to promote equity among minorities, women, veterans, people with disabilities, and people who identify as LBGQT+. Ascend Mass will make every effort to employ and advance in employment qualified and diverse people at all levels within the company.

Goals

Ascend Mass seeks to develop a Diversity Plan that promotes equity among minorities, women, veterans, people with disabilities, and people of all gender identities and sexual orientations. Ascend Mass has developed specific goals, including:

1. Increasing the number of individuals falling into the above-listed demographics working in the establishment to 45 percent; and
2. Providing tools to ensure the success of individuals falling into the above-listed demographics.

Diversity Recruitment and Sourcing

Ascend Mass commits to local hiring for all of its retail locations. It will establish and maintain an inclusive, diverse workforce using both innovative and traditional methods to recruit job candidates from underrepresented groups and communities of color. Ascend Mass has developed strategic initiatives to ensure a diverse and qualified staff stands ready to serve its customers’ needs. Ascend Mass’s recruitment efforts are designed to maintain a steady flow of qualified diverse applicants and includes the following steps:

- Hosting two career fairs annually in the City of Boston;
- Advertising quarterly employment opportunities in diverse publications including bilingual media, e.g., El Planeta and El Mundo and posting job options on public boards;
- Whenever new employment opportunities arise, providing briefings to representatives from recruitment sources tailored to individuals falling in the above-listed demographics concerning current and future job openings. In response to the Commission’s inquiry, Ascend will focus heavily on employee retention in order to promote company stability and employee skill building, thus it is difficult to state with precision how many briefings will be needed;
- Encouraging employees to refer applicants from diverse groups for employment whenever new employment opportunities arise and are publicized to employees. In response to the Commission’s inquiry, Ascend does not anticipate designating a specified percentage of applicants for referrals; and
- Utilizing Zip Recruiter to reach over 100 online career and job websites, as well as social media.

Employee Retention, Training and Development

Perhaps the most critical element of maintaining a diverse and inclusive workforce is keeping the pathways to professional development and promotion open for all employees. Therefore, Ascend Mass’ mentoring, training, and professional development programs are structured with the intention of finding, fostering, and promoting diverse employees.

Ascend Mass will offer promotions, career counseling, and training to provide all employees with opportunity for growth and to decrease turnover. Ascend Mass will proactively communicate opportunities for advancement, training programs and clearly-defined job descriptions. Training programs will be both internal and external to the company and cannabis industry and may include topics such as: marijuana cultivation techniques, product

manufacturing techniques, retail practices, compliance, writing, management training, and industry seminars provided at annual conferences such as MJBizCon. Ascend Mass anticipates hosting bi-annual educational trainings (two each year).

Additionally, Ascend Mass will:

- Create employee resource groups for different communities that hold regular, open events, educate staff and encourage an internal desire for a more diverse workforce;
- Create a diverse cadre of veteran employees help create content for and present at new employee orientation and training so that each group of new hires sees themselves, their potential future with the company and an inclusive workplace reflected in Ascend Mass training staff.
- Use at least 40 percent of suppliers who are also committed to diversity and inclusion, identified throughout the procurement process specifically through questions about commitment to diversity, measurement of current diversity within organizations, and proactive diversity planning

Ascend Mass' diverse workplace and cultural competence training will, of course, emphasize its zero-tolerance policy regarding harassment and discrimination and its commitment to take prompt corrective action should any issues, concerns, or complaints arise. But it will not just focus on prohibited behavior and consequences. It will focus on the positives of personal growth, education and deeper life experience an inclusive workplace brings and highlight the well-documented business benefits as well.

All employees will be required to complete this training, which is not stand-alone, but will be fully incorporated into Ascend Mass' general training program so as to emphasize its importance to the company's ethos and overall mission.

Broad company awareness of the Diversity Plan goals and Ascend Mass' efforts to create an inclusive, culturally competent workplace is crucial to the company's success. New hires will be introduced to the Diversity Plan at orientation.

Management, staff, associates, vendors, contractors, and the general public will all benefit from knowledge of the Diversity Plan objectives and procedures. Dissemination and reinforcement of the of information central to the Diversity Plan's goals include the following:

- Inclusion of Ascend Mass's zero-tolerance policies for harassment, discrimination, bullying and other behavior adverse to Ascend Mass's goal for a diverse workforce;
- Postings in suitable areas for employee communication;
- Annual diversity training programs for all employees;
- Quarterly progress evaluation meetings with appropriate personnel; and
- Formal presentations made to management and employees on diversity initiatives.

Measuring Progress

Ascend Mass will establish a Diversity Committee (the "Committee") to assist the executive management team and compliance officer with the implementation and growth of the Diversity Plan. The initial members of the Committee will be selected based on their diverse status and their personal commitments to diversity. All employees will be made aware of the Committee and invited to join if it is of interest.

The Committee will be responsible for the development of policies, programs, and internal and external communication procedures in support of the goals of the Diversity Plan; assisting in the identification of problematic areas, including receiving, reviewing, and resolving any complaints of discrimination or other non-compliance, assisting management in arriving at effective solutions to problems regarding issues of diversity and inclusion, designing and implementing internal reporting systems that measure the effectiveness of programs designed to support a company culture that fosters diversity, keeping the company informed of progress through

quarterly reports, reviewing the Diversity Plan with management at all levels of Ascend Mass to ensure that the Diversity Plan is understood; and auditing Ascend Mass's internal and external job postings to ensure information is in compliance with Ascend Mass's diversity policies and procedures. Progress or success of this plan, in its entirety, is required to be documented annually upon renewal (renewal occurs one year from provisional licensure whether or not the licensee has a final license). The audit will include:

- Employment data, including the number of individuals from the above-referenced demographic groups who were hired and retained after the issuance of a license;
- Number of positions created since initial licensure;
- Number of and type of information sessions held or participated in with supporting documentation;
- Number of postings in diverse publications or general publications with supporting documentation;
- Number and subject matter of trainings held and the number of individuals falling into the above- listed demographics in attendance; and
- A comprehensive description of all efforts made by Ascend Mass to monitor and enforce the Diversity Plan.

Acknowledgements

- Ascend Mass 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 Ascend Mass will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.