



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR284694
Original Issued Date: 10/19/2022
Issued Date: 10/19/2022
Expiration Date: 10/19/2023

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Beacon Compassion Inc.

Phone Number: 512-567-7603
Email Address: wisechad@gmail.com

Business Address 1: 315 Worcester Road
Business City: Framingham
Business State: MA
Business Zip Code: 01701
Business Address 2:
Mailing Address 1: 12 Post Office Square
Mailing City: Boston
Mailing State: MA
Mailing Zip Code: 02109
Mailing Address 2: 6th Floor

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: yes
Priority Applicant Type: RMD Priority
Economic Empowerment Applicant Certification Number:
RMD Priority Certification Number: RP201902

RMD INFORMATION

Name of RMD: Beacon Compassion Center, Inc.
Department of Public Health RMD Registration Number: Provisional Certificate of Registration
Operational and Registration Status: Obtained Final Certificate of Registration and is open for business in Massachusetts
To your knowledge, is the existing RMD certificate of registration in good standing?: yes
If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 50
Role: Director
Percentage Of Control: 50
Other Role:

First Name: Benton	Last Name: Bodamer	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 2

Percentage Of Ownership: 50	Percentage Of Control: 50
Role: Director	Other Role:
First Name: Chad	Last Name: Wise
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: BCR Holdings LLC	Entity DBA:	DBA City:
Entity Description: BCR Holdings LLC is a Massachusetts Limited Liability Company formed for the purposes of holding ownership interests in Licensed Massachusetts Marijuana Establishments.		
Foreign Subsidiary Narrative:		
Entity Phone: 614-827-5061	Entity Email: bodamer@gmail.com	Entity Website:
Entity Address 1: 306 E. Broad Street	Entity Address 2:	
Entity City: Columbus	Entity State: OH	Entity Zip Code: 43215
Entity Mailing Address 1: 306 E. Broad Street	Entity Mailing Address 2:	
Entity Mailing City: Columbus	Entity Mailing State: OH	Entity Mailing Zip Code: 43215
Relationship Description: BCR Holdings LLC is the parent company of the Applicant, Beacon Compassion Inc.		

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: BCR Holdings LLC	Entity DBA:
Email: bodamer@gmail.com	Phone: 614-827-6081
Address 1: 306 E. Broad Street	Address 2:
City: Columbus	State: OH
Zip Code: 43215	
Types of Capital: Monetary/Equity	Other Type of Capital: Total Value of Capital Provided: \$50000
Capital Attestation: Yes	Percentage of Initial Capital: 100

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: Buckhannon Grow LLC		Entity DBA: Terrasana
Entity Description: Licensed Cultivation Facility		
Entity Phone: 614-499-4340	Entity Email: todd@terrasanacannabisco.com	Entity Website:
Entity Address 1: 66 Raella Lane		Entity Address 2:
Entity City: Buckhannon	Entity State: WV	Entity Zip Code: 26201 Entity Country: USA
Entity Mailing Address 1: 66 Raella Lane		Entity Mailing Address 2:
Entity Mailing City: Buckhannon	Entity Mailing State: WV	Entity Mailing Zip Code: 26201 Entity Mailing Country: USA

Business Interest in Other State 2**Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment**

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Buckhannon WV Processing LLC		Entity DBA: Terrasana
Entity Description: Licensed Processor		
Entity Phone: 614-499-4340	Entity Email: todd@terrasanacannabisco.com	Entity Website:
Entity Address 1: 66 Raella Lane		Entity Address 2:
Entity City: Buckhannon	Entity State: WV	Entity Zip Code: 26201 Entity Country: USA
Entity Mailing Address 1: 66 Raella Lane		Entity Mailing Address 2:
Entity Mailing City: Buckhannon	Entity Mailing State: WV	Entity Mailing Zip Code: 26201 Entity Mailing Country: USA

Business Interest in Other State 3**Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment**

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Huntington Retail LLC		Entity DBA: Terrasana
Entity Description: Cannabis Retailer		
Entity Phone: 614-499-4340	Entity Email: todd@terrasanacannabisco.com	Entity Website:
Entity Address 1: 1306 Commerce Avenue		Entity Address 2:
Entity City: Huntington	Entity State: WV	Entity Zip Code: 25701 Entity Country: USA
Entity Mailing Address 1: 1306 Commerce Avenue		Entity Mailing Address 2:
Entity Mailing City: Huntington	Entity Mailing State: WV	Entity Mailing Zip Code: 25701 Entity Mailing Country: USA

Business Interest in Other State 4**Business Interest of an Owner or the Marijuana Establishment: Business Interest of the Marijuana Establishment**

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Beckley Retail LLC		Entity DBA: Terrasana
Entity Description: Cannabis Retailer		
Entity Phone: 614-499-4340	Entity Email: todd@terrasanacannabisco.com	Entity Website:
Entity Address 1: 612 S Eisenhower Drive		Entity Address 2:

Entity City: Beckley	Entity State: WV	Entity Zip Code: 25801	Entity Country: USA
Entity Mailing Address 1: 612 S Eisenhower Drive		Entity Mailing Address 2:	
Entity Mailing City: Beckley	Entity Mailing State: WV	Entity Mailing Zip Code: 52801	Entity Mailing Country: USA

Business Interest in Other State 5

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

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: Charleston Retail LLC		Entity DBA: Terrasana	
Entity Description: Cannabis Retailer			
Entity Phone: 614-499-4340	Entity Email: todd@terrasanacannabisco.com	Entity Website:	
Entity Address 1: 1558 Washington St E		Entity Address 2:	
Entity City: Charleston	Entity State: WV	Entity Zip Code: 25311	Entity Country: USA
Entity Mailing Address 1: 1558 Washington St E		Entity Mailing Address 2:	
Entity Mailing City: Charleston	Entity Mailing State: WV	Entity Mailing Zip Code: 25311	Entity Mailing Country: USA

Business Interest in Other State 6

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

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: Fayetteville Retail LLC		Entity DBA: Terrasana	
Entity Description: Cannabis Retailer			
Entity Phone: 614-499-4340	Entity Email: todd@terrasanacannabisco.com	Entity Website:	
Entity Address 1: 160 S Pointe Dr		Entity Address 2:	
Entity City: Fayetteville	Entity State: WV	Entity Zip Code: 25840	Entity Country: USA
Entity Mailing Address 1: 160 S Pointe Dr		Entity Mailing Address 2:	
Entity Mailing City: Fayetteville	Entity Mailing State: WV	Entity Mailing Zip Code: 25840	Entity Mailing Country: USA

Business Interest in Other State 7

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

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: Morgantown WV Retail LLC		Entity DBA: Terrasana	
Entity Description: Cannabis Retailer			
Entity Phone: 614-499-4340	Entity Email: todd@terrasanacannabisco.com	Entity Website:	
Entity Address 1: 400 Beechurst Ave		Entity Address 2:	
Entity City: Morgantown	Entity State: WV	Entity Zip Code: 26505	Entity Country: USA
Entity Mailing Address 1: 400 Beechurst Ave		Entity Mailing Address 2:	
Entity Mailing City: Morgantown	Entity Mailing State: WV	Entity Mailing Zip Code: 26505	Entity Mailing Country: USA

Business Interest in Other State 8

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Princeton WV Retail LLC	Entity DBA: Terrasana	
Entity Description: Cannabis Retailer		
Entity Phone:	Entity Email:	Entity Website:
614-499-4340	todd@terrasanacannabisco.com	
Entity Address 1: 701 Oakvale Road		Entity Address 2:
Entity City: Princeton	Entity State: WV	Entity Zip Code: 24740 Entity Country: USA
Entity Mailing Address 1: 701 Oakvale Road		Entity Mailing Address 2:
Entity Mailing City:	Entity Mailing State: WV	Entity Mailing Zip Code: Entity Mailing Country:
Princeton		24740 USA

Business Interest in Other State 9

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: BCR Retail Grandview LLC	Entity DBA: Terrasana	
Entity Description: Cannabis Retailer		
Entity Phone:	Entity Email:	Entity Website:
614-499-4340	todd@terrasanacannabisco.com	
Entity Address 1: 656 Grandview Avenue		Entity Address 2:
Entity City: Columbus	Entity State: OH	Entity Zip Code: 43215 Entity Country: USA
Entity Mailing Address 1: 656 Grandview Avenue		Entity Mailing Address 2:
Entity Mailing City:	Entity Mailing State: OH	Entity Mailing Zip Code: Entity Mailing Country:
Columbus		43215 USA

Business Interest in Other State 10

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: BCR Retail Fremont LLC	Entity DBA: Terrasana	
Entity Description: Cannabis Retailer		
Entity Phone:	Entity Email:	Entity Website:
614-499-4340	todd@terrasanacannabisco.com	
Entity Address 1: 1800 E. State Street		Entity Address 2:
Entity City: Fremont	Entity State: OH	Entity Zip Code: 43240 Entity Country: USA
Entity Mailing Address 1: 1800 E. State Street		Entity Mailing Address 2:
Entity Mailing City:	Entity Mailing State: OH	Entity Mailing Zip Code: Entity Mailing Country:
Fremont		43240 USA

Business Interest in Other State 11

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: BCR Retail Cleveland LLC	Entity DBA: Terrasana	
Entity Description: Cannabis Retailer		
Entity Phone:	Entity Email:	Entity Website:
614-499-4340	todd@terrasanacannabisco.com	
Entity Address 1: 10500 Antenucci Blvd.		Entity Address 2: Suite 200
Entity City: Garfield Heights	Entity State: OH	Entity Zip Code: 44125 Entity Country: USA

Entity Mailing Address 1: 10500 Antenucci Blvd.		Entity Mailing Address 2: Suite 200	
Entity Mailing City: Garfield Heights	Entity Mailing State: OH	Entity Mailing Zip Code: 44125	Entity Mailing Country: USA

Business Interest in Other State 12

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

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: BCR Retail Springfield LLC				Entity DBA: Terrasana	
Entity Description: Cannabis Retailer					
Entity Phone:		Entity Email:		Entity Website:	
614-499-4340		todd@terrasanacannabisco.com			
Entity Address 1: 183 Raydo Circle				Entity Address 2:	
Entity City: Springfield		Entity State: OH		Entity Zip Code: 44506	
Entity Mailing Address 1: 183 Raydo Circle				Entity Mailing Address 2:	
Entity Mailing City:		Entity Mailing State: OH		Entity Mailing Zip Code:	
Springfield				44506	
				Entity Country: USA	
				Entity Mailing Country:	
				USA	

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Benton	Last Name: Bodamer	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Other	
Marijuana Establishment City: Boston	Marijuana Establishment State: MA	

Individual 2

First Name: Benton	Last Name: Bodamer	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Other	
Marijuana Establishment City: Framingham	Marijuana Establishment State: MA	

Individual 3

First Name: Benton	Last Name: Bodamer	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Other	
Marijuana Establishment City: New Bedford	Marijuana Establishment State: MA	

Individual 4

First Name: Benton	Last Name: Bodamer	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: New Bedford	Marijuana Establishment State: MA	

Individual 5

First Name: Benton	Last Name: Bodamer	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Boston	Marijuana Establishment State: MA	

Individual 6

First Name: Benton	Last Name: Bodamer	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Attleboro	Marijuana Establishment State: MA	

Individual 7

First Name: Benton	Last Name: Bodamer	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Attleboro	Marijuana Establishment State: MA	

Individual 8

First Name: Chad	Last Name: Wise	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Other	
Marijuana Establishment City: Boston	Marijuana Establishment State: MA	

Individual 9

First Name: Chad	Last Name: Wise	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Other	
Marijuana Establishment City: Framingham	Marijuana Establishment State: MA	

Individual 10

First Name: Chad	Last Name: Wise	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Other	
Marijuana Establishment City: New Bedford	Marijuana Establishment State: MA	

Individual 11

First Name: Chad	Last Name: Wise	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: New Bedford	Marijuana Establishment State: MA	

Individual 12

First Name: Chad	Last Name: Wise	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Boston	Marijuana Establishment State: MA	

Individual 13

First Name: Chad	Last Name: Wise	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Attleboro	Marijuana Establishment State: MA	

Individual 14

First Name: Chad	Last Name: Wise	Suffix:
Marijuana Establishment Name: Beacon Compassion Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Attleboro	Marijuana Establishment State: MA	

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 315 Worcester Road	
Establishment Address 2:	
Establishment City: Framingham	Establishment Zip Code: 01701
Approximate square footage of the establishment: 3000	How many abutters does this property have?: 5
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	2022.06.01 Beacon Compassion Inc. d-b-a UpTop HCA Cert (600-383).pdf	pdf	62a7609aeb816b00087b3c3c	06/13/2022
Community Outreach Meeting Documentation	Beacon Compassion - Framingham COM Attestation.pdf	pdf	62b219dff750650008b1dccc	06/21/2022
Plan to Remain Compliant with Local Zoning	Plan to Remain Compliant with Local Zoning.pdf	pdf	62b219f29ff11700081b4640	06/21/2022

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Positive Impact Plan (Updated).pdf	pdf	62bca8d69ff11700082583cf	06/29/2022

ADDITIONAL INFORMATION NOTIFICATION

Notification:

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Director Other Role:
 First Name: Chad Last Name: Wise Suffix:
 RMD Association: RMD Owner
 Background Question: no

Individual Background Information 2

Role: Director Other Role:
 First Name: Benton Last Name: Bodamer Suffix:
 RMD Association: RMD Owner
 Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Parent Company Other Role:
 Entity Legal Name: BCR Holdings LLC Entity DBA:
 Entity Description: Parent Company
 Phone: 614-827-6081 Email: bodamer@gmail.com
 Primary Business Address 1: 306 E. Broad Street Primary Business Address 2:
 Primary Business City: Columbus Primary Business State: OH Principal Business Zip Code: 43215
 Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload
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				Date
Articles of Organization	Beacon - Articles of Organization.pdf	pdf	62a763bb5871d100088b9543	06/13/2022
Bylaws	Beacon Compassion Bylaws.pdf	pdf	62a763bc5871d100088b955e	06/13/2022
Bylaws	5.5.22 approved Framingham Business Certificate Beacon Compassion Inc dba UpTop.pdf	pdf	62a763bdeb816b00087b429e	06/13/2022
Department of Revenue - Certificate of Good standing	Beacon - DOR Cert. of Good Standing - 2022.06.13.pdf	pdf	62b21a6c9ff11700081b4754	06/21/2022
Secretary of Commonwealth - Certificate of Good Standing	Beacon - DUA Cert. of Good Standing - 2022.06.13.pdf	pdf	62b21a6d9ff11700081b4768	06/21/2022
Secretary of Commonwealth - Certificate of Good Standing	Beacon - SOC Cert. of Good Standing - 2022.06.10.PDF	pdf	62b21a6ff750650008b1de57	06/21/2022

No documents uploaded

Massachusetts Business Identification Number: 001347954

Doing-Business-As Name: UpTop

DBA Registration City: Framingham

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Business Plan	Business Plan.pdf	pdf	62b21a97f750650008b1de82	06/21/2022
Proposed Timeline	Timeline.pdf	pdf	62b21a9af750650008b1de96	06/21/2022
Plan for Liability Insurance	Plan to Obtain Liability Insurance.pdf	pdf	62b21ab29ff11700081b479a	06/21/2022

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for obtaining marijuana or marijuana products	Plan to Obtain Marijuana or Marijuana Products.pdf	pdf	62b21acc9ff11700081b47da	06/21/2022
Separating recreational from medical operations, if applicable	Separating Rec from Med.pdf	pdf	62b21acdf750650008b1deb0	06/21/2022
Restricting Access to age 21 and older	Restricting Access to Age 21.pdf	pdf	62b21ace9ff11700081b47ee	06/21/2022
Security plan	Security Policy.pdf	pdf	62b21ad0f750650008b1dec4	06/21/2022
Prevention of diversion	Prevention of Diversion.pdf	pdf	62b21ad2f750650008b1ded8	06/21/2022
Storage of marijuana	Storage of Marijuana.pdf	pdf	62b21ae9f750650008b1def2	06/21/2022
Transportation of marijuana	Transportation of Marijuana.pdf	pdf	62b21aea9ff11700081b4808	06/21/2022
Inventory procedures	Inventory Procedures.pdf	pdf	62b21aebf750650008b1df06	06/21/2022
Quality control and testing	Quality Control and Testing.pdf	pdf	62b21aecf750650008b1df1a	06/21/2022
Dispensing procedures	Retail Dispensing Procedures.pdf	pdf	62b21aed9ff11700081b481c	06/21/2022
Personnel policies including background checks	Personnel Policy.pdf	pdf	62b21b0df750650008b1df2e	06/21/2022

Maintaining of financial records	Financial Record Keeping Policy.pdf	pdf	62b21b0f9ff11700081b4830	06/21/2022
Record Keeping procedures	Record Keeping Policy.pdf	pdf	62b21b139ff11700081b4844	06/21/2022
Qualifications and training	Employee Qualifications.pdf	pdf	62b21b19f750650008b1df42	06/21/2022
Energy Compliance Plan	Energy Compliance.pdf	pdf	62b21b219ff11700081b486f	06/21/2022
Diversity plan	Diversity Plan (Updated) .pdf	pdf	62bca8f0f750650008bc13b0	06/29/2022

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

ATTESTATIONS

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

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

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

Notification:

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification:

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

Monday From: 10:00 AM Monday To: 8:00 PM
Tuesday From: 10:00 AM Tuesday To: 8:00 PM
Wednesday From: 10:00 AM Wednesday To: 8:00 PM
Thursday From: 10:00 AM Thursday To: 8:00 PM
Friday From: 10:00 AM Friday To: 8:00 PM
Saturday From: 10:00 AM Saturday To: 8:00 PM
Sunday From: 10:00 AM Sunday To: 7:00 PM

Host Community Agreement Certification Form

Instructions

Certification of a host community agreement is a requirement of the application to become a Marijuana Establishment (ME) and Medical Marijuana Treatment Center (MTC). Applicants must complete items 1-3. The contracting authority for the municipality must complete items 4-8. Failure to complete a section will result in the application not being deemed complete. This form should be completed and uploaded into your application. Please note that submission of information that is “misleading, incorrect, false, or fraudulent” is grounds for denial of an application for a license pursuant to 935 CMR 500.400(2) and 501.400(2).

Certification

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

1. Name of applicant:

Beacon Compassion, Inc. d/b/a UpTop

2. Name of applicant’s authorized representative:

Chad Wise

3. Signature of applicant’s authorized representative:



4. Name of municipality:

Framingham

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

Michael A. Tusino - Chief Operating Officer



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

Michael A. Tusino

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

mat@framinghamma.gov Michael A. Tusino - Chief Operating Officer

8. Host community agreement execution date:

May 19, 2022



Community Outreach Meeting Attestation Form

Instructions

Community Outreach Meeting(s) are a requirement of the application to become a Marijuana Establishment (ME) and Medical Marijuana Treatment Center (MTC). 935 CMR 500.101(1), 500.101(2), 501.101(1), and 501.101(2). The applicant must complete each section of this form and attach all required documents as a single PDF document before uploading it into the application. If your application is for a license that will be located at more than one (1) location, and in different municipalities, applicants must complete two (2) attestation forms – one for each municipality. Failure to complete a section will result in the application not being deemed complete. Please note that submission of information that is “misleading, incorrect, false, or fraudulent” is grounds for denial of an application for a license pursuant to 935 CMR 500.400(2) and 501.400(2).

Attestation

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

1. The Community Outreach Meeting was held on the following date(s): June 20, 2022
2. At least one (1) meeting was held within the municipality where the ME is proposed to be located.
3. At least one (1) meeting was held after normal business hours (this requirement can be satisfied along with requirement #2 if the meeting was held within the municipality and after normal business hours).



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

a. Date of publication:

6/5/22

b. Name of publication:

MetroWest Daily

Name

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

a. Date notice filed:

6/6/22

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

a. Date notice(s) mailed:

6/13/22

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



Name of applicant:

Beacon Compassion, Inc. d/b/a UpTop

Name of applicant's authorized representative:

Chad W. Wise

Signature of applicant's authorized representative:

Chad W. Wise



classifieds

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business & services email: **WickedLocalBusServ@gannett.com**

jobs website: **wickedlocal.com/jobs** jobs email: **recruitads@localiq.com** jobs phone: **833.516.0229**

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Assorted Stuff

all kinds of things...

Wanted to Buy

CALL TODAY

WE BUY:
Old/Antique
ORIENTAL
RUGS
Any Condition

Call Bill at Carpet
Cleaning Experts
401-500-2758

Careers Jobs

new beginnings...

General

CDL A or B Driver
Pennsylvania Steel
Company

For our Hudson, MA
location.
Sign-on bonus. Home on
nights & weekends.
Competitive pay.
Offer health benefits, 401(k)
and paid holidays

Please send resume to
Melanie.Morrill@pasteel.com
or call 888-727-8335

Microsoft Corporation

currently has the following
openings in Acton, MA (job
opportunities available at
all levels, e.g., Principal,
Senior and Lead levels).

Software Engineer:
Responsible for developing
or testing comp software
apps, systems or services.
Telecommuting permitted
<50%/wk.
http://bit.ly/MSJobs-Soft_Eng

Multiple positions avail-
able. Some positions req
travel and/or permit
telecommuting. For details
(if applicable), including
job descriptions, minimum
reqs, and how to apply,
visit the website address
listed.EOE.

Automotive Wheels

best deal for you...

Autos Wanted

\$\$\$\$\$

WANTED
CLASSIC CARS
American & European.
Jaguar, Healeys, Fords,
Benz's, Porsches, Alfa
Romeo, Chevys, Impala
Harleys, Indians & others.
Basketcases running or not
Cash waiting! 203-889-6856.

Your Source

Public Notices

for the latest...

Public Notices

LEGAL NOTICE
NOTICE OF COMMUNITY
MEETING

Please join Beacon Compas-
sion, Inc. d/b/a UpTop for a
Community Outreach Meet-
ing as we share our plans for
a proposed Adult Use Mari-
juana Retailer. The proposed
Adult Use Marijuana
Retailer is anticipated to be
located at 315 Worcester
Road.

In this meeting, we will
discuss security, diversion
prevention, community
involvement and planning,
and general operating infor-
mation for the proposed
facility. There will be an
opportunity for the public to

Public Notices

ask questions.

WHO: BEACON COMPAS-
SION, INC. D/B/A UPTOP

WHAT: COMMUNITY
OUTREACH MEETING TO
DISCUSS A PROPOSED
ADULT USE MARIJUANA
RETAILER

WHEN: MONDAY, JUNE
20, 2022 at 7pm

WHERE: 315 Worcester
Road
Framingham, MA 01701

AD# 7366204
DN: 6/05/2022

IFB 7535 /CITY WIDE
CLEANING OF BUILDINGS
LEGAL NOTICE
CITY OF FRAMINGHAM
PURCHASING DEPART-
MENT

IFB#7535 CITY WIDE
CLEANING OF
BUILDINGS

The CITY of Framingham
will be accepting bids from
qualified vendors to clean
Municipal Facilities.

Bid documents can be
obtained electronically
through the City of Framing-
ham's Vendor Registry
portal
<https://vrapp.vendorregistry.com/Vendor/Register/Index/city-of-framingham-ma-vendor-registration>
Please log on and register
your company to obtain
these documents

Bid documents will be avail-
able on Wednesday June 8,
2022 at 10:00 A.M on Vendor
Registry. Bids shall be
submitted through Vendor
Registry and are due on
Wednesday June 22, 2022 at
10:00 A.M.
<https://vrapp.vendorregistry.com/Vendor/Register/Index/city-of-framingham-ma-vendor-registration>

There will be no pre-bid but
there will be walk throughs
with vendors who want to see
the facilities. To schedule
please call (508-532-5485).

The City reserves the right
to reject any and all submis-
sions, to waive any minor
informalities & technicali-
ties, or to cancel the bid if it
were in the public interest to
do so.

AD#7366829
DN 6/5/2022

BRAZ NAME CHANGE
LEGAL NOTICE
Commonwealth of
Massachusetts
The Trial Court
Probate and Family Court
Middlesex Probate and
Family Court
10-U Commerce Way
Woburn, MA 01801
(781) 865-4000
Docket No. M122C0122CA
CITATION ON PETITION
TO CHANGE NAME

In the matter of: Fernanda
Borges Braz

A Petition to Change Name
of Adult has been filed by
Fernanda Borges Braz of
Marlborough MA requesting
that the court enter a Decree
changing their name to:
Fernanda Xavier Borges

IMPORTANT NOTICE
Any person may appear for
purposes of objecting to the
petition by filing an appear-
ance at: Middlesex Probate
and Family Court before
10:00 a.m. on the return day
of 06/22/2022. This is NOT a
hearing date, but a deadline
by which you must file a
written appearance if you
object to this proceeding.

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

Date: May 25, 2022

Tara E. DeCristofaro,
Register of Probate

AD# 7357116
DN: 6/05/2022

PHOTOS are worth a thousand
words included in your ad.

Public Notices

MCGLAUFLIN NAME
CHANGE

LEGAL NOTICE
Commonwealth of
Massachusetts
The Trial Court
Probate and Family Court
Worcester Probate and
Family Court
225 Main Street
Worcester, MA 01608
(508) 831-2200
Docket No. WO22C0219CA

In the matter of: Kendra
Rochelle McGlauflin

A Petition to Change Name
of Adult has been filed by
Kendra Rochelle McGlau-
flin of Woonsocket RI
requesting that the court
enter a Decree changing
their name to: Kendra
Rochelle Ireland

IMPORTANT NOTICE
Any person may appear for
purposes of objecting to the
petition by filing an appear-
ance at: Middlesex Probate
and Family Court before
10:00 a.m. on the return day
of 06/21/2022. This is NOT a
hearing date, but a deadline
by which you must file a
written appearance if you
object to this proceeding.

WITNESS, Hon. Leilah A
Keamy, First Justice of this
Court.

Date: May 23, 2022

Stephanie K. Fattman
Register of Probate

AD# 7365856
DN: 6/05/2022

LEGAL NOTICE
FRAMINGHAM ZONING
BOARD OF APPEALS -
NOTICE OF DECISION

Notice is hereby given, that
at the meeting on May 11,
2022, the following petitions
were decided and the deci-
sions were filed on May 25,
2022.

ZONING APPLICATIONS:
Any appeal from these deci-
sions shall be made pursuant
to M.G.L. c. 40A §17 and
must be filed within twenty
(20) days after the date of
filing of this decision in the
Office of the City Clerk.

22-03 I GRANTED WITH
CONDITIONS
Petition of Silva Develop-
ment, LLC for a Special
Permit to demolish the exist-
ing building and to construct
a 2-unit residential property
on the lot, pursuant to
§11.B.1.B. of the Zoning Ordi-
nance, on the premises
located at 318 Bishop Street,
Parcel ID: 113-20-2069-000,
Zoning District: General
Residence (G).

22-06 I GRANTED
Petition of Kahl Mathison
for a Finding to allow the
reconstruction & expansion
of the proposed front porch,
pursuant to §1.8.b. of the
Zoning Ordinance, on the
premises located at 33 Essex
Street, Parcel ID: 121-09-
9765-000, Zoning District:
General Residence (G).

22-07 I GRANTED
Petition of Christopher Fiala
for a Variance to allow the
proposed 5'x14' enclosed
addition within side setback
with no change in the dimen-
sions of existing structure,
pursuant to §IV.E.2. of the
Zoning Ordinance, on the
premises located at 16 Perry
Henderson Drive, Parcel
ID: 058-60-3976-000, Zoning
District: Single Family Resi-
dence (R-1).

SIGN APPLICATIONS: Any
appeal from these decisions
shall be made pursuant to
Sign Ordinance, §1.12.6.f and
must be filed within sixty
(60) days after the date of
filing of this Decision in the
Office of the City Clerk.

S22-04 I GRANTED
Petition of Anna Haluch -
Aloft Hotels for Variances to
allow the Installation of one
(1) illuminated wall sign
placed above the fourth floor
with a letter height of 63.75"
and one (1) non-illuminated
3rd wall sign placed on the
porte cochere with a letter
height of 64", pursuant to
§1.10.2.5 & 1.10.2.1(b) of the
Sign Ordinance, on the
premises located at 130
Worcester Road, Parcel ID:
103-33-5542-000, Zoning
District: Business (B).

Visit
www.FraminghamMA.gov/meetings
for more informa-
tion. Legal notice can be
found in the MetroWest Daily
News or on MassPublicNo-
tices.org. Case Files and
plans can be found at:
<https://www.framinghamma.gov/Z30/Zoning-Board-of-Appeals>

Stephen E. Meltzer, Chair
Office: 508-532-5456,
ZBA@FraminghamMA.gov

AD# 7365920
DN: 6/05/2022

BE BOLD!
Make your ad standout.

Public Notices

LEGAL NOTICE
NOTICE TO PROPOSERS

Pursuant to Chapter 30B,
Section 6 of the Massachu-
setts General Laws (M.G.L.
c. 30B, §6), the Natick Public
Schools, Natick Town Hall,
13 East Central Street,
Natick, MA 01760 ("the
District"), acting through the
Natick School Committee,
invites the submission of
sealed proposals for the
procurement of musical
instrument rentals for
students in the Natick Public
Schools. The Request for
Proposals ("RFP") may be
obtained from the Procure-
ment Office, Natick Depart-
ment of Public Works Build-
ing, 75 West Street, Natick,
MA 01760, by emailing
bleblanc@natickma.org,
between 8:00 A.M. and 4:00
P.M. local time, Monday
through Thursday, and
between 8:00 A.M. and 12:00
P.M. (noon) local time,
Friday, beginning on June 7,
2022. Please do not request
documents prior to that
date/time. No Pre-Proposal
Conference will be held. Ten
(10) copies of each sealed
Proposal, contained in sepa-
rately sealed envelopes
marked, respectively, "RFP:
Procurement of Musical
Instrument Rentals - Price
Proposal" and "RFP:
Procurement of Musical
Instrument Rentals - Non-
Price Proposal" will be
received until 9:00 A.M. local
time, June 23, 2022, at the
Natick Department of Public
Works Building, 75 West
Street, Natick, MA 01760,
at which time and place all
Proposals will be opened in
accordance with M.G.L. c.
30B, §6. If the Procurement
Office is closed due to
weather/other emergency,
the deadline for receipt of
proposals will be extended
until 9:00 A.M. the next busi-
ness day that the Procure-
ment Office is open. All
Proposals shall comply with
the RFP issued by the
District, including, without
limitation, Section 1, Instruc-
tions to Proposers, and
Proposal Submission
Requirements. The District
reserves the right to waive
any informality in or to
reject any, any part of, or all
Proposals in the best interest
of the District. Any Proposal
submitted will be binding for
sixty (60) days subsequent
to the deadline date for receipt
of sealed Proposals.

Any contract awarded will
be for a one (1)-year term,
with two (2) one (1)-year
options, exercisable at the
sole discretion of the Natick
Public Schools.

AD# 7357481
DN: 6/05/2022

ROOF POLICE STATION
LEGAL NOTICE
TOWN OF HOPKINTON
Department of Public
Works
83 Wood Street
Hopkinton, Massachusetts
01748
508-497-9738
Fax 508-497-9761

The Town of Hopkinton is
seeking bids from qualified
firms for the replacement of
the Hopkinton Police Station
Roof and Associated Work at
74 Main Street, Hopkinton,
MA 01748.

Copies of this IFB can be
viewed and downloaded as a
Portable Document Format
(PDF) file free
at www.accentblueprints.com. Copies may be obtained
for a fee by completing an
order online or by call-
ing 978-362-8038 for each set.
Completed orders may be
picked up at the office of
Accent Printing located at 99
Chelmsford Road, North
Billerica, MA 01862 (978-362-
8038), from 9 a.m. to 4 p.m.
Copies may also be shipped
to prospective bidders for an
additional charge to cover
handling and mailing fees.
All payments for printing
and shipping are nonrefund-
able. In addition to the
project plan holder's list
to guarantee receipt of
addenda, it is recommended
that interested bidders
obtain the Contract Docu-
ments directly from Accent.
Interested bidders will be
prompted to register an
email address with Accent
to access the documents.

All questions regarding this
IFB should be directed to the
Town Accountant, Benjamin
Sweeney
at bsweeney@hopkintonma.gov
or.

A non-mandatory site visit
will take place at 74 Main
Street, Hopkinton MA on
June 8, 2022 at 9:00am.

Sealed responses must be
received no later than 11:00
am, Wednesday, June 22,
2022 through COMMBUYS.
Instructions on how to

Public Notices

submit an electronic bid
through COMMBUYS are
included in the IFB.

The Town of Hopkinton
reserves the right to accept
any bid, in whole or in part,
to reject any/all bids and
to waive minor irregularities
and/or informalities as it
deems to be in the best inter-
est of the Town. The Town is
an Equal Opportunity
Employer and encourages
MBE/WBE/DBE participa-
tion in response to the bid
process.

AD# 7367044
MWDN 06/05/2022

SELL IT
BUY IT
FIND IT
LOVE IT

cars
garage
sales
tickets
jobs
antiques
motorcycles
computers
boats
sports
equipment
pets
instruments
jewelry
furniture
tablets
auctions
yard sales
collectibles
appliances
cameras
coins

cars • garage sales • tickets • antiques • motorcycles
computers • boats sports • equipment • pets
instruments • jewelry • furniture • auctions
collectibles • jobs • appliances
yard sales • tablets • cameras • coins

SELL IT
BUY IT
FIND IT

Place your classified ad today!

Business & Service Directory

to advertise, email: **WickedLocalBusServ@gannett.com**
or call: **800.624.7355**

Cleaning - Maid Service

Mara's Cleaning Service
Providing impeccable cleaning
services for your home, apart-
ment or office. With over 15
years of experience. We offer
weekly or bi-weekly cleanings,
which is the best way to keep
your home always looking its
best. Refs. Free Estimates. Call
or text us today 508-740-6835.

PHOTOS are worth a
thousand words included
in your ad.

Services

W.R. WALTON, INC
ASPHALT PAVING
30+ years experience!!

- Driveways
- Private Roads
- Parking Lots
- Installation of Pavers
- Retaining Wall
- Excavation
- Concrete garage floors

A Great Job for a Great
Price! Free Estimates

Call Today 781-894-8736
www.waltonpaving.com

Attachment B

NOTICE OF COMMUNITY MEETING

Please join Beacon Compassion, Inc. d/b/a UpTop for a Community Outreach Meeting as we share our plans for a proposed Adult Use Marijuana Retailer. The proposed Adult Use Marijuana Retailer is anticipated to be located at 315 Worcester Road.

In this meeting, we will discuss security, diversion prevention, community involvement and planning, and general operating information for the proposed facility. There will be an opportunity for the public to ask questions.

WHO: BEACON COMPASSION, INC. D/B/A UPTOP

WHAT: COMMUNITY OUTREACH MEETING TO DISCUSS A PROPOSED ADULT USE MARIJUANA RETAILER

WHEN: MONDAY, JUNE 20, 2022 at 7pm

WHERE: 315 Worcester Road
Framingham, MA 01701

Photo ID is required to enter and no one under the age of 21 will be permitted.

Subject: Re: Community Outreach Meeting - Beacon Compassion, Inc. d/b/a UpTop
Date: Monday, June 6, 2022 at 12:50:35 PM Eastern Daylight Time
From: Catherine Falvey
To: CityClerk - Meeting/Minutes Postings
Attachments: NOTICE OF COMMUNITY MEETING - Beacon Framingham 6.1.22.docx

Thank you! Please see attached the meeting notice. Please let me know if you need anything else.

Catherine Falvey, Esq. Senior Account Executive

617.909.7002

catherine@tenaxstrategies.com

www.tenaxstrategies.com <<https://www.tenaxstrategies.com/>>

12 Post Office Square, 6th Floor, Boston, MA 02109

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On 6/2/22, 9:54 AM, "CityClerk - Meeting/Minutes Postings" <cityclerk@framinghamma.gov> wrote:

Good morning, Catherine!

Due to the Open Meeting Law, the Framingham City Clerk's office only posts meetings for elected public officials and their respective committees, subcommittees, and councils. If you have any further questions, our office phone number is 508-532-5520. Have a great day!

-Keysseh

From: Catherine Falvey <catherine@tenaxstrategies.com>
Sent: Wednesday, June 1, 2022 2:15 PM
To: CityClerk - Meeting/Minutes Postings
Subject: Community Outreach Meeting - Beacon Compassion, Inc. d/b/a UpTop

CAUTION: This email originated from outside your organization. Do not click links or open attachments unless you

Attachment B

recognize and verify the sender and know the content is safe.

Good afternoon,

We are planning to hold an in-person community outreach meeting on June 20th. Does the clerk's office post the presentation online prior to this meeting? We will also be sending a formal notice to the city.

Catherine

Catherine Falvey, Esq.
Senior Account Executive

[cid:image001.jpg@01D71BE1.F74F4D40]

[cid:image002.png@01D71BE1.F74F4D40]

617.909.7002

[cid:image003.png@01D71BE1.F74F4D40]

catherine@tenaxstrategies.com<<mailto:catherine@tenaxstrategies.com>>

[cid:image004.png@01D71BE1.F74F4D40]

www.tenaxstrategies.com<<https://www.tenaxstrategies.com/>>

[cid:image005.png@01D71BE1.F74F4D40]

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Attachment B

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One Framingham - Focused on the Future

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Attachment C

NOTICE OF COMMUNITY MEETING

Please join Beacon Compassion, Inc. d/b/a UpTop for a Community Outreach Meeting as we share our plans for a proposed Adult Use Marijuana Retailer. The proposed Adult Use Marijuana Retailer is anticipated to be located at 315 Worcester Road.

In this meeting, we will discuss security, diversion prevention, community involvement and planning, and general operating information for the proposed facility. There will be an opportunity for the public to ask questions.

WHO: BEACON COMPASSION, INC. D/B/A UPTOP

WHAT: COMMUNITY OUTREACH MEETING TO DISCUSS A PROPOSED ADULT USE MARIJUANA RETAILER

WHEN: MONDAY, JUNE 20, 2022 at 7pm

WHERE: 315 Worcester Road
Framingham, MA 01701

Photo ID is required to enter and no one under the age of 21 will be permitted.

Attachment C

[illegible]

Subject: PostNet MA101 Receipt**Date:** Monday, June 13, 2022 at 1:45:06 PM Eastern Daylight Time**From:** PostNet MA101**To:** Catherine Falvey**Priority:** High

PostNet MA101
6 Liberty Square
Boston, MA 02109
857-350-3064

Invoice# 44881
Clerk Clerk
Date 06/13/2022 01:45 PM
Account 010074278452
Tenax Strategies

Description SKU#	Price	Qty	Ext. Price
File Access 30FILEACC	2.00	1	2.00 t
Print- B&W- 8.5 X 11 Single 220811	0.18	1	0.18 t
Envelope 67EPS	0.50	28	14.00 t
Stuffing per piece 21STUFFING	0.07	28	1.96 t
Postage And Application 07POSTAGEAPPLICATION	0.84	28	23.52

Sub-Total: \$41.66

Sale Tax: \$1.13

Total: \$42.79

CCard Charge: \$42.79

*****1078

I agree to pay the above amount according to the card user agreement.
(merchant agreement if credit voucher)

Please be aware that shipping carriers have suspended delivery guarantees and refunds on ALL services due to COVID-19 related travel restrictions.

To track shipments:

<http://www.postnet.com/boston-ma101/track>

UPS: 800-742-5877 or www.ups.com

FedEx: 800-463-3339 or www.fedex.com

DHL: 800-225-5345 or www.dhl-usa.com

Attachment C

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Plan to Remain Compliant with Local Zoning

On October 5, 2018 the City of Framingham adopted General and Zoning By-Laws governing marijuana establishments and permitting the retail sale of marijuana for adult-use within a certain overlay district. Please see the attached summary of the updates to the Framingham Zoning By-Law and Framingham Zoning Map identifying the marijuana establishment overlay districts for reference.

Beacon Compassion Inc. (d/b/a UpTop) (the “Company”), is proposing to add a Marijuana Retailer use to its existing Medical Marijuana Treatment Center (the “Facility”) currently operating at 315 Worcester Road in Framingham (the “Property”). The Property is located in the Business Zoning District and within the Marijuana Retail Establishment Overlay District. Pursuant to Article 2, Section B(5)(D) of the Zoning Bylaw for the City of Framingham (the “**Bylaw**”) the use of the property for a Marijuana Retailer is an allowed use at the property, subject to Minor Site Plan Review and Approval from the Planning Board for the City of Framingham (the “**Board**”), an operating permit from the Board of Health and the execution of a Host Community Agreement through the Mayor’s office and the Marijuana Advisory Team. The Company has discussed its proposed Facility with various City officials, including the representatives from building department, police department, fire department and has appeared before the Marijuana Advisory Team and the Board.

The Company plans to continue to work with officials from the City to ensure that its operations will have a positive impact on the community. Furthermore, the Company hereby states that it will work diligently to obtain an updated operating permit from the Board of Health (which requires additional staff to be in place and will occur prior to opening) and any other necessary approvals and permits.

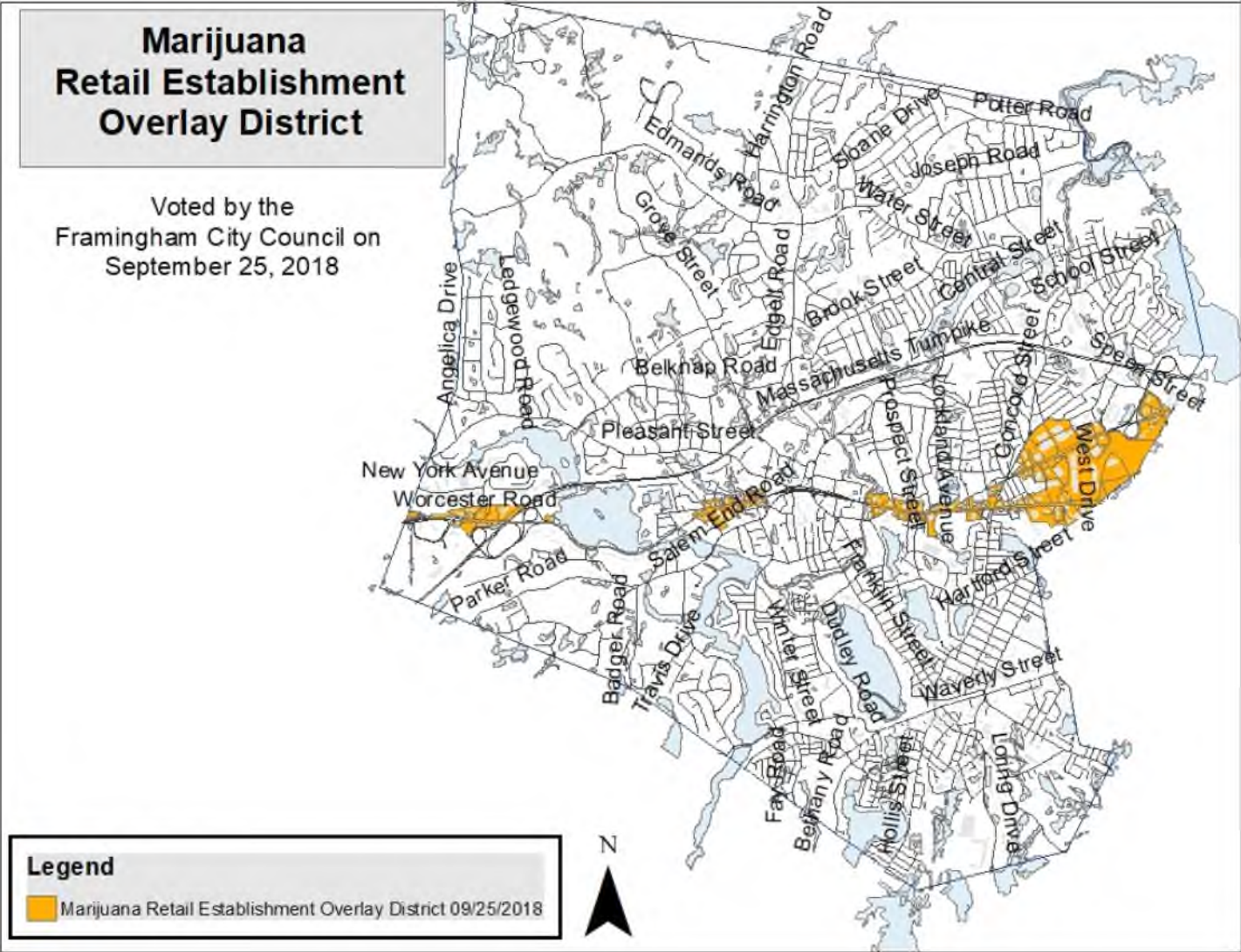
The Company hereby submits that it will continue to comply with all local and state requirements and company President, Chad Wise, will be responsible for ongoing compliance with local and state rules and regulations.

RE: Update to the Framingham Zoning By-Law, October 2018 and Framingham Zoning Map
Date: October 31, 2018

- **Framingham Zoning Map – Establishment of an Overlay District**
 - **Establishment of an Overlay District for Marijuana Retail Establishments** – establishment of a Marijuana Retail Establishment Overlay District. **Exhibit A**
- **Framingham Zoning Ordinance**
 - **Update Section I.E Definitions** – new definitions, which include
 - **Craft Marijuana Cultivator** Comprised of residents of the Commonwealth and organized as a limited liability company, limited liability partnership, or cooperative corporation under the laws of the Commonwealth. A cooperative is licensed to cultivate, obtain, manufacture, process, package and brand cannabis or marijuana products to transport marijuana to Marijuana Establishments, but not to consumers.
 - **Marijuana Independent Testing Laboratory** a laboratory that is licensed by the Commission and is:
 1. accredited to the International Organization for Standardization 17025 (ISO/IEC 17025: 2017) by a third-party accrediting body that is a signatory to the International Laboratory Accreditation Accrediting Cooperation mutual recognition arrangement or that is otherwise approved by the Commission;
 2. independent financially from any Medical Marijuana Treatment Center (RMD), Marijuana Establishment or licensee for which it conducts a test; and
 3. qualified to test cannabis or marijuana in compliance with 935 CMR 500.160 and M.G.L. c. 94C, § 34.
 - **Marijuana Cultivator** An entity licensed to cultivate, process and package marijuana, and to transfer marijuana to other Marijuana Establishments, but not to consumers. A Craft Marijuana Cooperative is a type of Marijuana Cultivator.
 - **Marijuana Establishment** A Marijuana Cultivator, Craft Marijuana Cooperative, Marijuana Product Manufacturer, Marijuana Retailer, Independent Testing Laboratory, Marijuana Research Facility, Marijuana Transporter, or any other type of licensed marijuana-related business, except a medical marijuana treatment center.
 - **Marijuana Product Manufacturer** An entity licensed to obtain, manufacture, process and package cannabis or marijuana products and to transfer these products to other Marijuana Establishments, but not to consumers.
 - **Marijuana Retailer** An entity licensed to purchase and transport cannabis or marijuana product from Marijuana Establishments and to sell or otherwise transfer this product to Marijuana Establishments and to consumers. Retailers are prohibited from delivering cannabis or marijuana products to consumers; and from offering cannabis or marijuana products for the purposes of on-site social consumption on the premises of a Marijuana Establishment.
 - **New Footnote 12** – Limits Marijuana Retail Establishments to the Marijuana Retail Establishment Overlay District. **Exhibit B**
 - **New Footnote 13** – Views Marijuana Independent Testing Laboratory the same as Research, Development & Laboratories relative to allowed locations and shall be regulated in the same manner. **Exhibit C**

- ☐ **New Footnote 14** - Views Marijuana Cultivator and Marijuana Product Manufacturer the same as Processing, assembly, and manufacturing relative to allowed locations and shall be regulated in the same manner. **Exhibit D**
- ☐ **New Footnote 15** – Allows for Marijuana Cultivator and Marijuana Product Manufacture to located on a parcel of land within the Single Family Residential (R-4) Zoning District, with a 100’ lot line setback, a minimum of the 25’ wide buffer and 60’ buffer around the use. Such parcel must be over 15 acres and engaged in Farming or agriculture in accordance with the M.G.L c. 128, Section 1A. **Exhibit E**
- ☐ **Amend Section VI.F.2.a** – Requires Marijuana Retailers, Marijuana Cultivators, and Marijuana Product Manufacturers to undergo Minor Site Plan Review, which includes review by the Technical Review Team (TRT) and the Planning Board. **Exhibit F**
- ☐ **Amend Section VI.G.1** – Prohibits the granting of a use variance for Marijuana Retail Establishments outside of the Marijuana Retail Establishment Overlay District. Additionally, this addition prohibits the granting of a use variance for Marijuana Cultivator and Marijuana Product Manufacture. **Exhibit G**
- ☐ **New Section IX** – New section that requires the City Council to conduct a review of the Marijuana Retail Overlay District, which shall commence by July 1, 2020 and conclude by December 21, 2020 **Exhibit H**
- **Framingham General By-Laws**
 - ☐ Establish a new Section Article V, Health, a new Section 1.5 Prohibition of Consumption or Ingestion of Marijuana or Tetrahydrocannabinol (as defined in G.L. c. 94C, § 1, as amended), Cannabinoids or Products Containing the same in Public Places
 - ☐ Establish a new Article VIII, Business and Commerce Provisions, a new Section 9, MARIJUANA ESTABLISHMENTS

Exhibit A



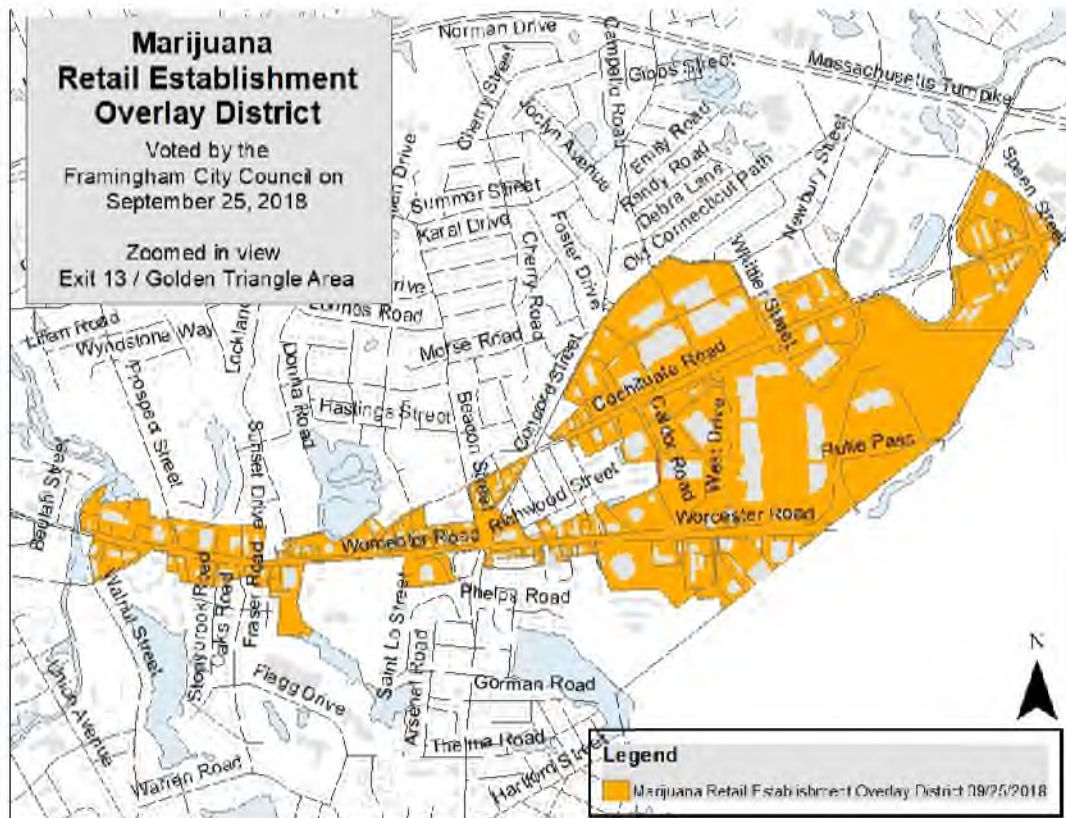
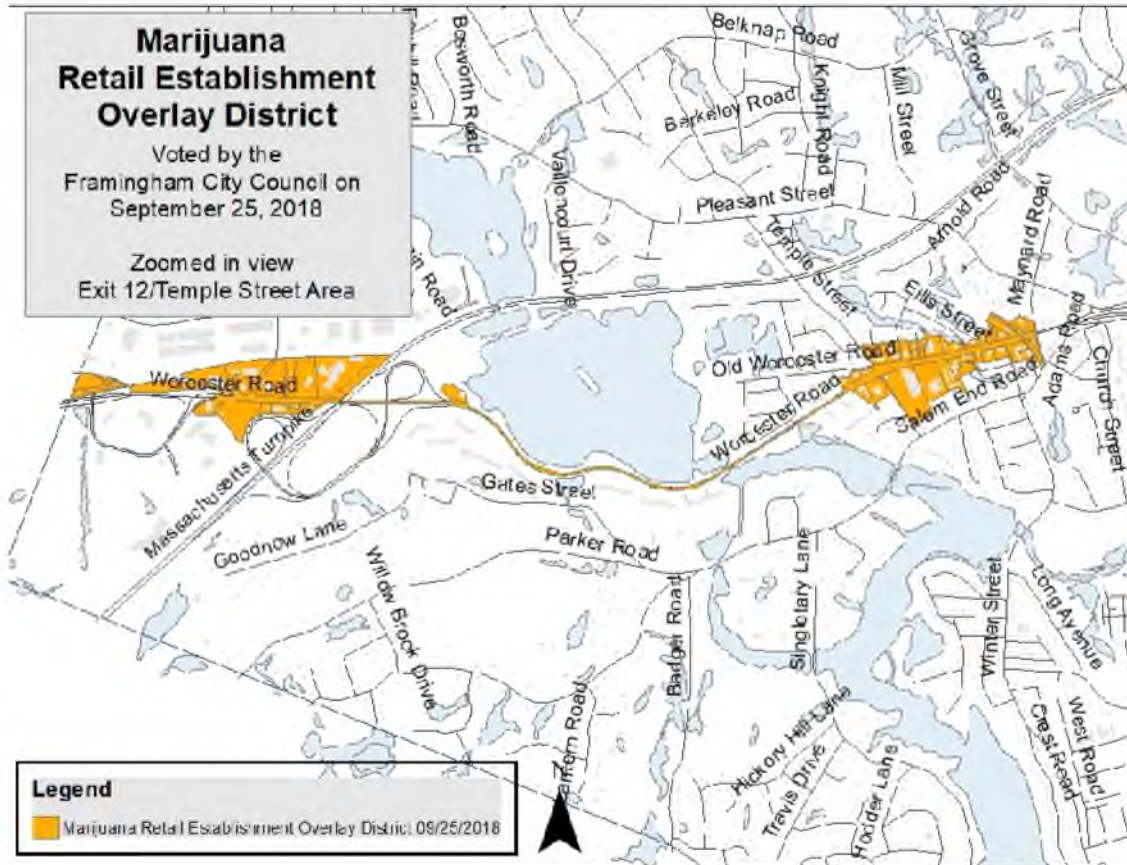


Exhibit B

Use Category	R	G	B-1	B-2	B-3 B-4	CB	B	P	PRD	M-1	M	OSR	TP	Parking Code
5. Commercial														
D. Retail Services ¹²	N	N	Y	Y	Y	Y	Y	N	Y	Y	Y	N	-	19

(12) Marijuana Retailers shall only be permitted within the Marijuana Retail Overlay District. Such Marijuana Retailer shall not be located within a 500' buffer of schools, which shall be measured from boundary line of the school owned property to the boundary line the proposed location.

Exhibit C

USE CATEGORY	R	G	B- ₁ ¹	B- ₂ ²	B-3 B- ₃ ³ B- ₄ ⁴	CB ⁴	B ³	P ³	PRD ⁵	M- ₁ ³	M ³	OSR ⁶	TP ⁷	Parking code
6. <u>MANUFACTURING AND INDUSTRIAL</u>														
A. Research, Development & Laboratories ¹³	N	N	N	SP	SP	SP	SP	N	N	Y	Y	N	Y	25

13 Marijuana Independent Testing Laboratory shall be classified under Research, Development & Laboratories for the purposes of Section II.B.2 of the Framingham Zoning By-Law

Exhibit D

USE CATEGORY	R	G	B- ₁ ¹	B- ₂ ²	B-3 B- ₃ ³ B- ₄ ⁴	CB ⁴	B ³	P ³	PRD ⁵	M- ₁ ³	M ³	OSR ⁶	TP ⁷	Parking code
6. <u>MANUFACTURING AND INDUSTRIAL</u>														
C. Processing, assembly and manufacturing ¹⁴	N ¹⁵	N	N	N	N	N	N	N	N	SPP	Y	N	Y	25

14 Marijuana Cultivator and Marijuana Product Manufacturer shall be classified under Processing, Assembly and manufacturing for the purposes of Section II.B.2 of the Framingham Zoning By-Law

Exhibit E

USE CATEGORY	R	G	B- ¹ ₁	B- ² ₂	B- ³ ₃ B- ⁴ ₄	CB ⁴	B ³	P ³	PRD ⁵	M- ³ ₁	M ³	OSR ⁶	TP ⁷	Parking code
6. <u>MANUFACTURING AND INDUSTRIAL</u>														
C. Processing, assembly and manufacturing¹⁴	N ¹⁵	N	N	N	N	N	N	N	N	SPP	Y	N	Y	25

15 Cultivation of marijuana by a duly licensed Marijuana Cultivator, which may be a sole licensee or co-located with a licensed Marijuana Product Manufacturer under the same ownership, shall be permitted within the R-4 Zoning District only on a parcel of land or one or more contiguous parcels of land in common ownership, consisting of 15 acres or more, and engaged in "farming" or "agriculture" as defined in M.G.L. c. 128 §1A.. Such use(s) shall require Site Plan review pursuant to Section VI.F. A Marijuana Product Manufacturer that is not co-located with a Marijuana Cultivator shall not be allowed in the R-4 district. A Marijuana Cultivation facility, or a Marijuana Cultivation facility co-located with a Marijuana Product Manufacturer, shall not be located any closer than 100' from any residential lot line and shall have a 25' wide buffered screen no more than 60' from the edge of the structure to allow the facility to blend with its landscape.

Exhibit F**Section VI.F.2 Applicability**

The Planning Board shall conduct site plan review and approval. Site Plan Review applies to all construction, reconstruction, and/or site redevelopment projects which include any increase in impervious surface except for: single and two-family detached dwelling on its own individual lot; multi-family residential dwellings requiring fewer than nine parking spaces; alterations that do not increase the required number of off-street parking spaces by more than five; or commercial construction, reconstruction, and/or site redevelopment projects that do not exceed 3,000 gross square feet.

- a. The following types of activities and uses require **minor** site plan review by the Planning Board unless the activity or use also falls into a category which requires major site plan review, in which case major site plan review shall prevail:

6) All Marijuana Retailers, Marijuana Cultivators, and Marijuana Product Manufacturers

Exhibit G**Section VI.G.1 Limitation of Use Variances**

A variance authorizing a use or activity not otherwise permitted in the district in which the land is located shall be prohibited in Geriatric Care/Elderly Housing Districts, Central Business (CB) Zoning District, single residence and general residence districts, but may be allowed by the Board of Appeals in other zoning districts in accordance with G.L. c. 40A, §10 except as otherwise prohibited in Section II.C of this By-law.

A variance authorizing a Marijuana Retail Establishment outside of the Marijuana Retail Overlay Zoning District shall not be permitted by the Zoning Board of Appeals. Nor shall a variance for the locating of a Marijuana Cultivator and Marijuana Product Manufacture outside of the identified areas specified in Section II.B.6.C of these Ordinances.

Exhibit H

Section IX. Review of Marijuana Retail Establishment Overlay Districts

The City Council shall cause a review of the Marijuana Retail Overlay Zoning District, which shall commence by July 1, 2020 and conclude by December 31, 2020.

June 29, 2022

Via Electronic Submission

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

Re: Beacon Compassion, Inc. – Positive Impact Plan

To Whom It May Concern

My name is Chad Wise and I am the President of Beacon Compassion, Inc. The mission of Beacon Compassion Inc. (d/b/a UpTop) (the “Company”) is to create an atmosphere that promotes total wellness in a warm, friendly, customer focused environment. Adults over 21 will be able to safely and conveniently access quality cannabis products as well as educational materials. Employees will treat each customer with respect while guiding them through the process and the Company is committed to balancing the needs of the customer with public safety and the community. The Company is eager to have a positive impact on areas that have been identified by the Cannabis Control Commission as areas that were disproportionately impacted by the war on drugs, and residents who have, or have parents or spouses who have, past drug convictions. The Company is proposing to locate a Marijuana Establishment in Framingham. Accordingly, it intends to focus its positive impact plan on Massachusetts residents who have, or have parents or spouses who have, past drug convictions in the city of Worcester (the “Target Areas”):

The Company’s goals for its positive impact plan are:

1. Provide at least two (2) social equity program participants or economic empowerment applicants with guidance and advice relating to the development and operation of Marijuana Establishments. Including providing information on the development of business plans for the applicants desired license types, training opportunities at its facilities, METRC training, post provisional and final license inspection protocols, and information on industry best practices.
2. Hire at least twenty-five percent (25%) of its employees from Target Areas near each location and Massachusetts residents who have, or have parents or spouses who have, past drug convictions.
3. Provide educational seminars at least two (2) times per year. These educational seminars will include information on licensing workshops (i.e. guidance on filing applications with the Commission), preparing standard operating policies and procedures and a Massachusetts market overview. These educational seminars will be held via Zoom and open to up to 100 total participants (99 participants and 1 host).

The Company will implement the following programs to accomplish its goals:

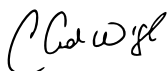
1. Provide notice of its intention to recruit and provide guidance to social equity program participants or economic empowerment applicants to the Commission's social equity program email address and post notice on its website, Facebook, and LinkedIn pages. These notices will direct applicants to submit their request in writing to me and I will coordinate outreach interviews with the prospective applicants.
2. Post monthly notices for at least three (3) months during the hiring process in the municipal offices of the Target Areas, in newspapers of general circulation in the Target Areas (as applicable), such as the Worcester Telegram and Gazette. These notices will encourage those 21 years or older that live in areas of disproportionate impact or have past drug convictions to apply.
3. Post weekly notices at least two (2) weeks in advance of the abovementioned educational seminars in newspapers of general circulation in the Target Areas (as applicable, such as the Worcester Telegram and Gazette).

The Company will annually review its compliance with this Positive Impact Plan and submit the following review metrics to the Commission as part of its renewal applications:

1. Identify the number of social equity program participants or economic empowerment applicants that it has provided guidance or mentorship to.
2. Provide detailed information on the trainings provided to social equity program participants or economic empowerment applicants, as well as testimony from the participants regarding the same, if available.
3. Identify the number of educational events or information sessions it holds and information on the attendees of these events.

The Company affirmatively states that it: (1) acknowledges and is aware, and 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 and MTC; (2) any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws; and (3) the Company will be required to document progress or success of this plan, in its entirety, annually upon renewal of its provisional license.

Thank you,



Chad Wise
President

Beacon Compassion, Inc.

D

The Commonwealth of Massachusetts

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

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

Beacon Compassion Center, Inc. is a registrant
with the Department of Public Health
in accordance with 105 CMR 725.100(C)
as of July 26, 2019.


Elizabeth Chen, PhD
Interim Director
Bureau of Health Care Safety and Quality
Massachusetts Department of Public Health

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

ARTICLE I

The exact name of the corporation upon conversion is:

Beacon Compassion Inc.

ARTICLE II

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

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

ARTICLE III

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

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common	200,000			

ARTICLE IV

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

None.

ARTICLE V

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

None.

ARTICLE VI

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

None.

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

ARTICLE VII

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

ARTICLE VIII

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

- a. The street address of the initial registered office of the corporation in the commonwealth:
900 Washington Street, Suite A, Norwood MA 02062
- b. The name of its initial registered agent at its registered office:
Catherine Cametti
- c. The names and addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

President: Catherine Cametti

Treasurer: Catherine Cametti

Secretary: Catherine Cametti

Director(s): Catherine Cametti

- d. The fiscal year end of the corporation:
December 31
- e. A brief description of the type of business in which the corporation intends to engage:
Medical Marijuana Establishment
- f. The street address of the principal office of the corporation:
900 Washington Street Suite A, Norwood, MA 02062
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

900 Washington Street Suite A, Norwood, MA 02062

, which is

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

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

Signed by: _____

(signature of authorized individual)

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

on this

20th

day of

September

2018

V 502231

COMMONWEALTH OF MASSACHUSETTS

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

1317794

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

I hereby certify that upon examination of these articles of conversion, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$415 having been paid, said articles are deemed to have been filed with me this 26th day of SEPTEMBER, 2018, at _____ a.m./p.m.
time

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

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

STa
Examiner
lay
Name approval

Filing fee: Minimum \$250

C

M

TO BE FILLED IN BY CORPORATION
Contact Information:

Andrea F. Nuciforo, Jr.
One International Place, Suite 1400
Boston, Massachusetts 02110

Telephone: (617) 535-7720
Email: anuciforo@nuciforo.com

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

SECRETARY OF THE
COMMONWEALTH
2018 SEP 26 PM 3:58
CORPORATIONS DIVISION



The Commonwealth of Massachusetts
William Francis Galvin

No Fee

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

Statement of Change of Supplemental Information

(General Laws, Chapter 156D, Section 2.02 AND Section 8.45; 950 CMR 113.17)

1. Exact name of the corporation: BEACON COMPASSION INC.

2. Current registered office address:

Name: C T CORPORATION SYSTEM

No. and Street: 155 FEDERAL STREET

SUITE 700

City or Town: BOSTON State: MA Zip: 02210 Country: USA

3. The following supplemental information has changed:

X Names and street addresses of the directors, president, treasurer, secretary

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	CHAD W WISE	110 SAN ANTONIO STREET, #2507 AUSTIN, TX 78701 USA
TREASURER	BENTON B BODAMER	2108 E BROAD STREET BEXLEY, OH 43209 USA
SECRETARY	BENTON B BODAMER	2108 E BROAD STREET BEXLEY, OH 43209 USA
VICE PRESIDENT	BENTON B BODAMER	2108 E BROAD STREET BEXLEY, OH 43209 USA
DIRECTOR	BENTON B BODAMER	2108 E BROAD STREET BEXLEY, OH 43209 USA
DIRECTOR	CHAD W WISE	110 SAN ANTONIO STREET, #2507 AUSTIN, TX 78701 USA

 Fiscal year end:
 December

 Type of business in which the corporation intends to engage:

BUS. ACTIVITIES PERMITTED UNDER MASS. GEN. LAW 94G

 Principal office address:

No. and Street: 900 WASHINGTON STREET

STE A

City or Town: NORWOOD State: MA Zip: 02062 Country: USA

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

No. and Street: 900 WASHINGTON STREET

STE A

City or Town: NORWOOD

State: MA

Zip: 02062

Country: USA

which is

☒ its principal office

☐ an office of its transfer agent

☐ an office of its secretary/assistant secretary

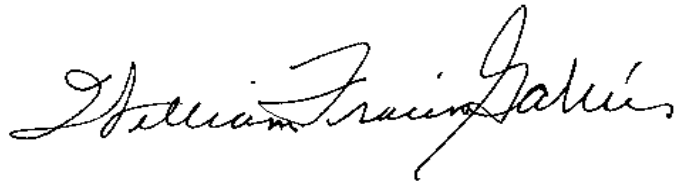
☐ its registered office

**Signed by CHAD W WISE , its PRESIDENT
on this 21 Day of June, 2021**

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:

June 21, 2021 09:09 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

BYLAWS
BEACON COMPASSION, INC.

Article I: Offices

Section 1. Principal Office. The principal office of the Corporation shall be c/o Beacon Compassion Inc., 1524 VFW Parkway, West Roxbury, MA 02132, or such other location as the Board shall determine within the Commonwealth from time to time.

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

Article II: Purpose

To make cannabis products available to qualified patients and their personal caregivers, and also to adult use consumers under 935 CMR 500.000 et seq, in a safe, healthy, and clean environment that complies with the laws of The Commonwealth of Massachusetts, the directives of the Massachusetts Department of Public Health, and the Massachusetts Cannabis Control Commission. Additionally, the purpose includes providing palliative and other services to qualified patients and consumers, as well as educational materials regarding the potential benefits and dangers associated with the use of cannabis and cannabis products. As permitted by law, the Corporation may engage in any and all activities in furtherance of, related to, or incidental to these purposes.

Article III: Shareholders

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

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

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

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

Section 5. Quorum and Required Vote. A majority of the outstanding voting shares, whether represented in person or by proxy, shall constitute a quorum entitled to take action at a meeting of Shareholders. Without a quorum, a majority of the represented Shareholders may adjourn the meeting to another time without further notice.

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

Article IV: Directors

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

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

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

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

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

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

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

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

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

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

Article V: Officers

Section 1. Officers. The Officers of the Corporation will consist of the President, one or more Vice Presidents, the Treasurer, and the Secretary. Officers shall be elected for three years and shall hold office until their successors become elected and qualified. An appointee may hold one or more offices. Chad W. Wise shall initially serve as President, and Benton B. Bodamer shall initially serve as a Vice President, Treasurer, and Secretary.

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

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

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

Section 5. Vice President. Any Vice president shall perform such duties as determined by the Board.

Section 6. Treasurer. The Treasurer shall have the custody of all moneys and securities of the corporation and shall keep accurate financial records for the Corporation.

Section 7. Secretary. The Secretary shall issue notices for all meetings except for notices for special meetings of the Shareholders and special meeting of the Directors; shall prepare the

minutes of the meetings of the Shareholders and meetings of the Board; and shall keep a record of Shareholders at the principal office.

Article VI: Liability

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

Section 2. Corporate Obligations. All persons, corporations or other entities extending credit to, contracting with, or having any claim against, the Corporation, may look only to the funds and property of the Corporation for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Corporation.

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

Article VII: Amendments

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

Article VIII: Powers

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

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

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

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

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

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

Article IX: Anti-Trust Policy

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

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

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

Article X: Severability

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

Article XI: Dissolution

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

In the event that the dissolution also requires one or more MTC/ME locations to close, cease conducting business or dissolve, the board of directors shall vote to take the following actions: (i) written notice to the Massachusetts Department of Public Health and the Massachusetts Cannabis Control Commission; (ii) written notice to patients and caregivers via mail, or in-person if the opportunity arises to notify the patient or caregiver arises prior to the closing of the doors of the Corporation's place of business; (iii) any remaining cannabis product will be destroyed at the close of business, and disposed of in a manner consistent with 935 CMR 500.000 et seq. or any other provision of Massachusetts law or regulation and with the policies and procedures of the ME/MTC.

As set forth above, these Bylaws have been adopted by a vote of the Board as per Article VII and affirmed by the President of the Corporation on this 14 day of October, 2021.

A handwritten signature in cursive script, appearing to read "Chad W Wise", is written over a horizontal line.

By: Chad W Wise

Its: President



City of Framingham, Massachusetts

Business Certificate

22-172

Fee: \$50.00

~~20~~

Under the provisions of Chapter 110, Section 5 of the Massachusetts General Laws, as amended, the undersigned hereby declares that a business under the title of:

UpTop

(Please Print)

is being conducted at: 315 Worcester Road

FRAMINGHAM, MA 01701
(Zip Code)

by the following individual(s) or Corporation:

	Name	Corporate or Residential Address	Signature
1	Beacon Compassion, Inc.	12 POST OFFICE SQUARE, 6TH FLOOR C/O TENAX STRATEGIES, BOSTON, MA 02109	
2			
3			
4			

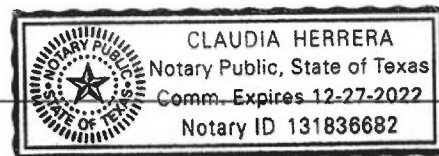
list additional individuals on back

Date Signed: April 28, 2022

(seal)

Personally appeared before me, signed and sworn to by

Chad W. Wise, President



before me:

(Notary Public, Justice of the Peace, City Clerk, Asst. City Clerk, Designated Clerk)

This Certificate Expires:

April 28, 2024
(For Administrative Use)

This certificate registers the name of your business as required under chapter 110, it offers no authorization regarding the legality of your business, nor does it alter your requirement to comply with local and state zoning ordinances. This does not trademark your business.



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

mass.gov/dor

Letter ID: L1447513536
Notice Date: June 13, 2022
Case ID: 0-001-554-194



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



BEACON COMPASSION INC 0
315 WORCESTER RD
FRAMINGHAM MA 01701-5305

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, BEACON COMPASSION INC 0 is in compliance with its tax obligations under Chapter 62C of the Massachusetts General Laws.

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

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

What if I have questions?

If you have questions, call us at (617) 887-6400 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 9:00 a.m. to 4:00 p.m..

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



THE COMMONWEALTH OF MASSACHUSETTS
EXECUTIVE OFFICE OF LABOR AND WORKFORCE DEVELOPMENT
DEPARTMENT OF UNEMPLOYMENT ASSISTANCE

Charles D. Baker
GOVERNOR

Karyn E. Polito
LT. GOVERNOR



395517709

Rosalin Acosta
SECRETARY

Connie C. Carter
DIRECTOR

Beacon Compassion, Inc
12 Post Office Square
6th Floor
Boston, MA 02109

EAN: 22157612
June 13, 2022

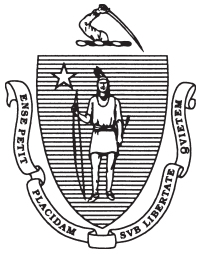
Certificate Id:59831

The Department of Unemployment Assistance certifies that as of 6/13/2022 ,Beacon Compassion, Inc is current in all its obligations relating to contributions, payments in lieu of contributions, and the employer medical assistance contribution established in G.L.c.149,§189.

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

Connie C. Carter, Director

Department of Unemployment Assistance



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

William Francis Galvin
Secretary of the
Commonwealth

Date: June 10, 2022

To Whom It May Concern :

I hereby certify that according to the records of this office,
BEACON COMPASSION INC.

is a domestic corporation organized on **September 26, 2018**, under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



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

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

Secretary of the Commonwealth

Certificate Number: 22060321750

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

Processed by: tad

Business Plan

Mission Statement:

The mission of Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) is to create an atmosphere that promotes total wellness in a warm, friendly, customer focused environment. Adults over 21 will be able to safely and conveniently access quality cannabis products as well as educational materials (as permitted by law). The staff will treat each customer with respect while guiding them through the process. The Company is committed to balancing the needs of the customer with public safety and the community. The Company will partner with the community through donations to local charities, community events and nonprofits. The Company will observe and when possible, exceed all state and local regulations.

Vision Statement:

The Company will strive to achieve our vision of becoming a provider of choice for quality cannabis products by:

- Empowering each customer to make the appropriate choices.
- Offering access to education materials covering a wide range of topics.
- Operating in a completely transparent manner and being accessible and accountable to the community.
- Carefully following and enforcing all local and state regulations to ensure public safety.

About Beacon Compassion Inc.:

Health and education will be the Company’s primary focus. We will dispense safe, high-quality cannabis products that are professionally processed, packaged and presented to customers in a comfortable, secure environment. Our staff will be well trained and attentive, aiming to serve customers respectfully and with compassion. We will offer educational services in addition to quality cannabis products.

The Company hopes to provide quality cannabis products to adults over 21 years old. Legal compliance, fiscal responsibility and community involvement will remain pillars of our operation. The Company’s management team consists of individuals that have demonstrated prior success in operating businesses that contribute to the community. With decades of expertise in business management, the Company’s team has the skills and commitment necessary to ensure a well-run, well-managed marijuana establishment. Our well-rounded team is respected and has been frequently recognized for their contributions in their industries. With this team of professionals, we are confident that we have the expertise necessary to run a successful marijuana establishment.

Beacon Compassion goals are to:

- Build a world class, secure, transparent facility and associated education services that customers will recognize as a leader in the industry.
- Hire and train the best local talent in the surrounding area, who reflect our passion for helping customers.
- Achieve recognition for our community outreach programs and our direct involvement in local civic activities.
- Bring high quality educational opportunities and services to the local community
- Work to change the perception of marijuana from an illegal drug.
- Ensure that all members of our organization treat each customer with dignity and respect.

Strategic Implementation

Given the nature of the cannabis industry, Beacon will be taking a phased approach to its implementation. Upon completion of all phases of our project, Beacon will be operating three retail marijuana establishments, a full production/processing center including a commercial kitchen and up to 50,000 sq ft of cannabis cultivation space.

Market Assessment

The demand for and acceptance of cannabis products from adults over 21 is at the highest level in our nation's history. Beacon has spent the last several years engaging communities and has positioned its retail centers in high traffic retail zones. There are approximately 600,000 residents that live within a 5-mile radius of our retail centers and approximately 200,000 cars pass our retail locations on any given day. Target demographics at our retail centers will be adults over 30 years of age.

Plan for Obtaining Liability Insurance

Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) will work with an insurance broker licensed in the Commonwealth of Massachusetts to obtain insurance that meets or exceeds the requirements set forth in 935 CMR 500.105 (10).

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

Pursuant to 935 CMR 500.105(10)(b) if the Company is unable to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a) the Company will place in escrow (the “**Liability Insurance Escrow Account**”) a sum of no less than Two Hundred and Fifty Thousand and 00/100 (\$250,000.00) or such other amount approved by the Commission, to be expended for coverage of liabilities. If the Company is unable to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a) the Company will properly document such inability through written records that will be retained in accordance with the Company’s *Record Retention Policy* (incorporated herein by reference). If the Liability Insurance Escrow Account is used to cover such liabilities, it will be replenished within ten (10) business days of such expenditure.

The Company will submit reports documenting compliance with 935 CMR 500.105(10) in a manner and form determined by the Commission pursuant to 935 CMR 500.000: *Adult Use of Marijuana*.

This policy may also be referred to by the Company as the “**Liability Insurance Policy**”.

Separating Recreational from Medical Operations

It shall be a policy of Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) that marijuana and marijuana products for medical use shall only be sold to registered qualifying patients and personal caregivers. The Company shall refuse to sell marijuana to any registered qualifying patient or personal caregiver who is unable to produce a registration card and valid proof of identification, or who does not have a valid certification. The identification shall contain a name, photograph, and date of birth, and shall be limited to one of the following:

1. A driver’s license;
2. A government-issued identification card;
3. A military identification card; or
4. A passport.

It shall be a policy of the Company that: (1) if an individual is younger than 21 years old, but 18 years of age or older, he or she shall not be admitted unless they produce an active patient registration card issued by the DPH or the Commission; and (2) if the individual is younger than 18 years old, he or she shall not be admitted unless they produce an active patient registration card and they are accompanied by a Personal Caregiver (as defined in 935 CMR 501.002) with an active patient registration card. In addition to the patient registration card, registered qualifying patients 18 years of age and older and Personal Caregivers must also produce proof of identification. A patient registration card is not sufficient proof of age.

The Company shall physically separate medical and adult-use sales areas. Subject to final approval by the Commission, such separation shall be provided by a temporary or semi-permanent physical barrier, such as a stanchion, that adequately separates sales areas of marijuana or marijuana products for medical use from sales areas of marijuana or marijuana products for adult use for the purpose of patient confidentiality.

The Company shall provide for separate lines for sales of marijuana or marijuana products for medical use from marijuana or marijuana products for adult use within the sales area, provided, however, that the holder of a medical registration card shall be permitted to use either line and shall not be limited only to the medical use line so long as compliance with 935 CMR 501.105(5)(d) can be maintained.

The Company shall adopt separate accounting practices at the point-of-sale for medical and adult-use sales and implement procedures for virtual, i.e., electronic, separation of medical and adult use marijuana and marijuana products, which procedures shall be subject to the Commission’s approvals, but may include the use of plant or package tags in the seed-to-sale tracking system.

The Company shall additionally provide a patient consultation area, an area that is separate from the sales floor to allow for confidential visual and auditory consultation with qualifying patients. Such consultation area shall have signage stating “Consultation Area”, be separate from the sales area, and accessible by a qualifying patient or caregiver without having to traverse a limited access area.

The Company shall also use best efforts to prioritize patient and caregiver identification verification and physical entry into its retail area.

Pursuant to 935 CMR 500.140(15) the Company shall, as a co-located Medical Marijuana Treatment Center and Marijuana Establishment (together a “Co-located Marijuana Establishment” or “CMO”), strive to ensure access to a sufficient quantity and variety of marijuana products, including marijuana, for patients registered under 935 CMR 501.000: *Medical Use of Marijuana*. The Company is constantly working to ensure that, at a minimum, its medical marijuana customers have access to a mirrored assortment of products as are available to its adult-use customers.

In furtherance of this goal and in an effort to maintain compliance with 935 CMR 500.000 *et. seq.* and 935 CMR 501.000 *et. seq.*, as the same may be amended from time to time, the Company shall establish an Internal Review Committee (the “**Committee**”) to ensure that a sufficient Patient Supply is maintained and to ensure that any time a product must be discontinued that all applicable regulations are followed and its patient population is made aware of the product change.

The Company shall implement the following policies and procedures in furtherance of this policy:

1. The Company shall maintain a quantity and variety of marijuana products for patients registered under 935 CMR 501.000 that is sufficient to meet the demand indicated by an analysis of sales data for the preceding six (6) months as collected and recorded pursuant to 935 CMR 500.140(6) and its *Record Retention Policy*, which policy shall be incorporated herein by reference.
2. On a bi-annual basis, the Company shall maintain and provide to the Commission, accurate sales data collected by the it for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(15)
3. Marijuana products reserved for patient supply shall, unless determined to be unreasonably impracticable by the Committee, reflect the actual types and strains of marijuana products documented during the previous six (6) months. If the Committee determines that a product must be discontinued, or it is unreasonably impracticable to continue to stock those products, a reasonable substitution shall be made pursuant to this policy. In the event that a substitution must be made, the substitution shall reflect, as closely as reasonably practicable, the type and strain no longer available.
4. On a quarterly basis, the Company shall submit to the Commission an inventory plan to reserve a sufficient quantity and variety of marijuana products for registered patients, based on reasonably anticipated patient needs as documented by sales records over the preceding six (6) months. On each occasion that the supply of any product within the reserved patient supply is exhausted and a reasonable substitution cannot be made, the Company shall submit a report to the Commission in a form determined by the Commission.
5. Marijuana products reserved for patient supply shall be either maintained on site at the retailer or easily accessible at another Company location.

6. If a Marijuana product, reserved for patient supply, has been exhausted and the reserves are available, but maintained at another Company location, an adequate amount of reserved product shall be transferred to the retail location within 48 hours of notification that the on-site supply has been exhausted.
7. The Company shall perform audits of patient supply available at its Marijuana Retailer locations on a weekly basis and retain those records for a period of six months.
8. All records and reports produced by the Committee shall be available for Commission inspection at any time.
9. If deemed appropriate by the Committee, Company staff or management, the Company shall transfer marijuana products reserved for medical use to adult use within a reasonable period of time prior to the date of expiration, provided that the product does not pose a risk to health or safety.

This policy may also be referred to by the Company as the “**Policy for Separating Recreational from Medical Operations**”.

Restricting Access to Age 21 and Older

Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) shall require that all Marijuana Establishment Agents, Visitors and Consumers of marijuana for adult use (each as defined in 935 CMR 500.002) are 21 years of age or older. The Company will positively identify individuals seeking access to the premises of the Marijuana Establishment, or to whom marijuana or marijuana products are being transported pursuant to 935 CMR 500.105(14) (if applicable) to limit access solely to individuals 21 years of age or older.

Pursuant to 935 CMR 500.140, the Company shall immediately inspect an individual’s proof of identification and determine that the individual is 21 years of age or older upon entry to the Marijuana Establishment. The Company shall also inspect an individual’s proof of identification at the point of sale and determine that the individual is 21 years of age or older.

The identification shall contain a name, photograph, and date of birth, and shall be limited to one of the following:

1. A driver’s license;
2. A government issued-identification card;
3. A military identification card; or
4. A passport.

It shall be a policy of the Company that marijuana and marijuana products for medical use shall only be sold to registered qualifying patients and personal caregivers. The Company shall refuse to sell marijuana to any registered qualifying patient or personal caregiver who is unable to produce a registration card and valid proof of identification, or who does not have a valid certification. The identification shall contain a name, photograph, and date of birth, and shall be limited to one of the following:

1. A driver’s license;
2. A government-issued identification card;
3. A military identification card; or
4. A passport.

It shall be a policy of the Company that: (1) if an individual is younger than 21 years old, but 18 years of age or older, he or she shall not be admitted unless they produce an active patient registration card issued by the DPH or the Commission; and (2) if the individual is younger than 18 years old, he or she shall not be admitted unless they produce an active patient registration card and they are accompanied by a Personal Caregiver (as defined in 935 CMR 501.002) with an active patient registration card. In addition to the patient registration card, registered qualifying patients 18 years of age and older and Personal Caregivers must also produce proof of identification. A patient registration card is not sufficient proof of age.

This policy may also be referred to by the Company as the “**Policy to Restrict Access to Persons Age 21 and Older**”.

Quality Control and Testing for Contaminants

Testing of Marijuana

Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) shall not sell or otherwise market for adult use any marijuana product, including marijuana, that has not first been tested by an Independent Testing Laboratory, except as allowed under 935 CMR 500.000: *Adult Use of Marijuana*.

The Company is not proposing to cultivate or produce its own products at this time. The Company intends to obtain all of its products from other duly licensed Marijuana Establishments.

The Company shall ensure that all marijuana and marijuana products sold at its Marijuana Establishment have been tested by an Independent Testing Laboratory that tests the marijuana products in compliance with the protocol(s) established in accordance with M.G.L. 94G § 15 and in a form and manner determined by the Commission including, but not limited to, *Protocol for Sampling and Analysis of Finished Marijuana and Marijuana Products for Marijuana Establishments, Medical Marijuana Treatment Centers and Co-located Marijuana Operations*. Testing of the Company’s environmental media (e.g., soils, solid growing media, and water) shall be performed in compliance with the *Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries* published by the Commission, as applicable.

The Company shall ensure that all marijuana and marijuana products have been tested for the cannabinoid profile and for contaminants as specified and required by the Commission, including but not limited to mold, mildew, heavy metals, plant-growth regulators, and the presence of pesticides not approved for use on marijuana by the Massachusetts Department of Agricultural Resources. In addition to these contaminant tests, final ready-to-sell Marijuana Vaporizer Products shall be screened for heavy metals and Vitamin E Acetate (VEA) in accordance with the relevant provisions of the *Protocol for Sampling and Analysis of Finished Marijuana and Marijuana Products for Marijuana Establishments, Medical Marijuana Treatment Centers and Co-located Marijuana Operations*.

The Company shall notify the Commission within seventy-two (72) hours of receipt in writing, of any laboratory testing results indicating that the marijuana or marijuana products contaminant levels are above acceptable limits established in the protocols identified in 935 CMR 500.160(1) that contamination cannot be remediated, and must be disposed of. The notification from the Company shall describe a proposed plan of action for both the destruction of the contaminated production batch within seventy-two (72) hours, and the assessment of the source of contamination and shall contain any information regarding contamination as specified by the Commission, or immediately upon request by the Commission. The Company shall ensure that notification comes from both the Marijuana Establishment and the Independent Testing Laboratory, separately and directly.

The Company shall maintain the results of all testing for no less than one year. Any marijuana or marijuana products with testing dates in excess of one year shall be deemed expired and may not be dispensed, sold, transferred or otherwise conveyed until retested.

All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services shall comply with the Company's *Transportation Policy* and 935 CMR 500.105(13).

All excess marijuana shall be disposed of in compliance with the Company's *Waste Disposal Policy* and 935 CMR 500.105(12), either by the Independent Testing Laboratory returning excess marijuana to the source Marijuana Establishment for disposal or by the Independent Testing Laboratory disposing of it directly.

Single-servings of Marijuana Products tested for potency in accordance with 935 CMR 500.150(4)(a) shall be subject to a potency variance of no greater than plus/minus ten percent (+/- 10%).

If the Company receives notice that the marijuana or marijuana products it has submitted for testing has failed any test for contaminants, it shall either: (1) re-analyze without remediation; (2) take steps remediate the identified contaminants; or (3) dispose of the marijuana or marijuana product and in any event, all actions shall comply with 935 CMR 500.160(13).

Handling of Marijuana

The Company shall handle and process marijuana and marijuana products in a safe and sanitary manner. The Company shall implement the following policies (as applicable to its Marijuana Retail License):

- (a) To the extent applicable the Company shall process the leaves and flowers of the female marijuana plant only, which shall be:
 1. Well cured and generally free of seeds and stems;
 2. Free of dirt, sand, debris, and other foreign matter;
 3. Free of contamination by mold, rot, other fungus, pests and bacterial diseases and satisfying the sanitation requirements in 105 CMR 500.000: *Good Manufacturing Practices for Food*, and if applicable, 105 CMR 590.000: *State Sanitary Code Chapter X: Minimum Sanitation Standards for Food Establishments*;
 4. Prepared and handled on food-grade stainless steel tables with no contact with the Company's marijuana establishment agents' bare hands; and
 5. Packaged in a secure area.
- (b) The Company shall comply with the following sanitary requirements:

1. Any marijuana establishment agent whose job includes contact with marijuana or non-edible marijuana products, including cultivation, production, or packaging shall comply with the requirements for food handlers specified in 105 CMR 300.000: *Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements*;
2. Any marijuana establishment agent working in direct contact with preparation of marijuana or non-edible marijuana products shall conform to sanitary practices while on duty, including:
 - i. Maintaining adequate personal cleanliness; and
 - ii. 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. The Company shall supply adequate and convenient hand-washing facilities furnished with running water at a suitable temperature. Hand-washing facilities shall be located in the Marijuana Establishment in production areas and where good sanitary practices require employees to wash and sanitize their hands, and shall provide effective hand-cleaning and sanitizing preparations and sanitary towel service or suitable drying devices;
4. The Company shall supply sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. Litter and waste shall be properly removed, 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 shall be maintained in an adequate manner pursuant to 935 CMR 500.105(12);
6. Floors, walls, and ceilings shall be constructed in such a manner that they may be adequately kept clean and in good repair;
7. The Company shall ensure that there will be adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. Buildings, fixtures, and other physical facilities shall be maintained in a sanitary condition;
9. All contact surfaces, including utensils and equipment, shall be maintained in a clean and sanitary condition. Such surfaces shall 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 shall be so designed and of such material and workmanship as to be adequately cleanable;

10. All toxic items shall be identified, held, and stored in a manner that protects against contamination of marijuana products. Toxic items shall not be stored in an area containing products used in the cultivation of marijuana. The Commission may require a Marijuana Establishment to demonstrate the intended and actual use of any toxic items found on the premises;
 11. The Company's water supply shall be sufficient for necessary operations. Any private water source shall be capable of providing a safe, potable, and adequate supply of water to meet the Marijuana Establishment's needs;
 12. Plumbing shall 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 shall properly convey sewage and liquid disposable waste from the Marijuana Establishment. There shall be no cross-connections between the potable and waste water lines;
 13. The Company shall provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
 14. Products that can support the rapid growth of undesirable microorganisms shall be held in a manner that prevents the growth of these microorganisms; and
 15. Storage and transportation of finished products shall be under conditions that will protect them against physical, chemical, and microbial contamination as well as against deterioration of finished products or their containers.
 16. All vehicles and transportation equipment used in the transportation of marijuana products or edibles requiring temperature control for safety shall 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).
- (c) The Company shall comply with sanitary requirements. All edible products shall be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 590.000: *State Sanitary Code Chapter X: Minimum Sanitation Standards for Food Establishments*.

This policy may also be referred to by the Company as the “**Quality Control and Testing Policy**”.

Personnel Policies Including Background Checks

Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) shall implement the following Personnel Policies and Background Check policies:

- (1) The Company shall require that all personnel strictly adhere to, and comply with, all aspects of the *Security Policy*, which policy shall be incorporated herein by reference, specifically employee security policies, including personal safety and crime prevention techniques;
- (2) The Company shall develop a staffing plan and staffing records in compliance with 935 CMR 500.105(9)(d);
- (3) The Company shall develop emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
- (4) It shall be a policy of the Company that the workplace shall be alcohol, smoke and drug-free;
- (5) The Company shall require that all personnel strictly adhere to, and comply with, all aspects of the *Record Retention* and *Financial Record Maintenance and Retention* policies, which policies shall be incorporated herein by reference, specifically regarding the maintenance of confidential information and other records required to be maintained confidentially;
- (6) The Company shall immediately dismiss any Marijuana Establishment agent who has:
 - a. Diverted marijuana, which shall be reported to law enforcement authorities and to the Commission;
 - b. Engaged in unsafe practices with regard to operation of the Marijuana Establishment, which shall be reported to the Commission; or
 - c. 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 Other Jurisdictions (as that term is defined in 935 CMR 500.002).
- (7) The Company shall make a list of all board members and Executives (as that term is defined in 935 CMR 500.002) of the Marijuana Establishment, and members of the licensee (if any), available upon request by any individual. The Company may make this list available on its website.
- (8) The Company shall develop policies and procedures for the handling of cash on Marijuana Establishment premises including but not limited to storage, collection frequency, and transport to financial institution(s), as set forth in its *Security Policy*.

- (9) The Company shall apply for registration for all of its board members, directors, employees, Executives (as that term is defined in 935 CMR 500.002), managers, and volunteers. All such individuals shall:
- a. be 21 years of age or older;
 - b. not have been convicted of an offense in the Commonwealth involving the distribution of controlled substances to minors, or a like violation of the laws of Other Jurisdictions (as that term is defined in 935 CMR 500.002); and
 - c. be determined suitable for registration consistent with the provisions of 935 CMR 500.800 and 935 CMR 500.801 or 935 CMR 500.802.
- (10) An application for registration of a marijuana establishment agent shall include:
- a. the full name, date of birth, and address of the individual;
 - b. all aliases used previously or currently in use by the individual, including maiden name, if any;
 - c. a copy of the applicant's driver's license, government-issued identification card, liquor purchase identification card issued pursuant to M.G.L. c. 138, § 34B, or other verifiable identity document acceptable to the Commission;
 - d. an attestation that the individual will not engage in the diversion of marijuana products;
 - e. written acknowledgment by the applicant of any limitations on his or her authorization to cultivate, harvest, prepare, package, possess, transport, and dispense marijuana in the Commonwealth;
 - f. background information, including, as applicable:
 1. a description and the relevant dates of any criminal action under the laws of the Commonwealth, or Other Jurisdiction (as that term is defined in 935 CMR 500.002), whether for a felony or misdemeanor and which resulted in conviction, or guilty plea, or plea of nolo contendere, or admission of sufficient facts;
 2. a description and the relevant dates of any civil or administrative action under the laws of the Commonwealth, or Other Jurisdiction (as that term is defined in 935 CMR 500.002) relating to any professional or occupational or fraudulent practices;

3. a description and relevant dates of any past or pending denial, suspension, or revocation of a license or registration, or the denial of a renewal of a license or registration, for any type of business or profession, by any federal, state, or local government, or any foreign jurisdiction;
 4. a description and relevant dates of any past discipline by, or a pending disciplinary action or unresolved complaint by, the Commonwealth, or Other Jurisdiction (as that term is defined in 935 CMR 500.002) with regard to any professional license or registration held by the applicant;
- (b) a nonrefundable application fee paid by the Marijuana Establishment with which the marijuana establishment agent will be associated; and
- (c) any other information required by the Commission.
- (11) An Executives (as that term is defined in 935 CMR 500.002) of the Company registered with the Department of Criminal Justice Information Systems (“DCJIS”) pursuant to 803 CMR 2.04: *iCORI Registration*, shall submit to the Commission a Criminal Offender Record Information (“CORI”) report and any other background check information required by the Commission for each individual for whom the Company seeks a marijuana establishment agent registration, obtained within 30 calendar days prior to submission.
- a. The CORI report obtained by the Company shall provide information authorized under Required Access Level 2 pursuant to 803 CMR 2.05(3)(a)2.
 - b. The Company’s collection, storage, dissemination and usage of any CORI report or background check information obtained for marijuana establishment agent registrations shall comply with 803 CMR 2.00: *Criminal Offender Record Information (CORI)*.
- (12) The Company shall notify the Commission no more than one (1) business day after a marijuana establishment agent ceases to be associated with the Company. The subject agent’s registration shall be immediately void when the agent is no longer associated with the Company.
- (13) The Company shall require that all agents renew their registration cards annually from the date of issue, subject to a determination by the Commission that the agent continues to be suitable for registration.
- (14) After obtaining a registration card for a marijuana establishment agent, the Company shall notify the Commission, in a form and manner determined by the Commission, as soon as possible, but in any event, within five (5) business days of any changes to the information that the Marijuana Establishment was previously required to submit to the Commission or after discovery that a registration card has been lost or stolen.

- (15) The Company's agents shall carry their registration card at all times while in possession of marijuana products, including at all times while at the Marijuana Establishment or while transporting marijuana products.
- (16) Should any of the Company's agents be affiliated with multiple Marijuana Establishments the Company shall ensure that such agents are registered as a marijuana establishment agent by each Marijuana Establishment and shall be issued a registration card for each establishment.
- (17) The Company shall maintain, and keep up to date, an employee handbook that employees will be given copies of at the start of their employment and will be required to attest that they have read and received the same, covering a wide range of topics, including but not limited to: (1) Employee benefits; (2) Vacation and sick time; (3) Work schedules; (4) Confidentiality standards; (5) Criminal background check standards (6) Security and limited access areas; (7) Employee identification and facility access; (8) Personal safety and crime prevention techniques; (9) Alcohol, drug, and smoke-free workplace; and (10) Grounds for discipline and termination. Each Employee shall be required to review the handbook and attest to their understanding and receipt of the same. The Company will review its employee handbook periodically and communicate any changes to its employees.

Personnel Record Keeping

The Company shall maintain the following Personnel Records:

1. Job descriptions for each employee and volunteer position, as well as organizational charts consistent with the job descriptions;
2. A personnel record for each marijuana establishment agent. Such records shall be maintained for at least 12 months after termination of the individual's affiliation with the Marijuana Establishment and shall include, at a minimum, the following:
 - a. All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
 - b. Documentation of verification of references;
 - c. The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision
 - d. 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;
 - e. Documentation of periodic performance evaluations;

- f. A record of any disciplinary action taken; and
 - g. Notice of completed responsible vendor and eight (8) hour related duty training.
3. A staffing plan that will demonstrate accessible business hours and safe cultivation conditions (as applicable);
 4. Personnel policies and procedures; and
 5. All background check reports obtained in accordance with M.G.L. c. 6 § 172, 935 CMR 500.029, 935 CMR 500.030, and 803 CMR 2.00: *Criminal Offender Record Information (CORI)*.

The Company's aforementioned Personnel Records shall be available for inspection by the Commission, on request. All records shall be maintained in accordance with generally accepted accounting principles.

Following closure of the Company's Marijuana Establishment, all records shall be kept for at least two (2) years at the Company's expense, in a form and location acceptable to the Commission.

Staffing Plan

Executive Level:

- CEO;
- CFO; and
- COO.

Management Level:

- Sales Manager; and
- Security Manager.

Staff Level

- Up to fifteen (15) Staff Level Sales Representatives;

Consultant Level

- Attorney / Compliance Officer;
- Human Resources Provider; and
- Up to five (5) Security Officers.

This policy may also be referred to by the Company as the “**Personnel and Background Check Policy**”.

Maintaining of Financial Records

Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) shall keep and maintain records of the Marijuana Establishment in accordance with generally accepted accounting principles. Such records shall be available for inspection by the Commission, upon request and shall include, but not be limited to, all financial records required in any section of 935 CMR 500.000: *Adult Use of Marijuana*, and business records, in accordance with 935 CMR 500.105(e), which shall include manual or computerized records of:

1. Assets and liabilities;
2. Monetary transactions;
3. Books of accounts, which shall include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
4. Sales records including the quantity, form, and cost of marijuana products; and
5. Salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over the marijuana establishment, if any.

Furthermore, consistent with the Company’s *Dispensing Policy*, the Company shall implement the following policies for Recording Sales

- (a) The Company shall utilize a point-of-sale (“**POS**”) system approved by the Commission, in consultation with the Massachusetts Department of Revenue (“**DOR**”).
- (b) The Company may also utilize a sales recording module approved by the DOR.
- (c) The Company shall not utilize any software or other methods to manipulate or alter sales data at any time or under any circumstances.
- (d) The Company shall 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. The Company shall maintain records that it has performed the monthly analysis and produce it upon request to the Commission. If the Company determines that software has been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data:
 - i. it shall immediately disclose the information to the Commission;
 - ii. it shall cooperate with the Commission in any investigation regarding manipulation or alteration of sales data; and

- iii. take such other action directed by the Commission to comply with 935 CMR 500.105.
- (e) The Company shall comply with 830 CMR 62C.25.1: *Record Retention and DOR Directive 16-1* regarding recordkeeping requirements.
- (f) The Company shall adopt separate accounting practices at the POS for marijuana and marijuana product sales, and non-marijuana sales.
- (g) The Company shall allow the Commission and the DOR audit and examine the POS system used by a retailer in order to ensure compliance with Massachusetts tax laws and 935 CMR 500.000: *Adult Use of Marijuana*;

Following closure of a Marijuana Establishment, the Company shall keep all records for at least two years at the Company's expense and in a form and location acceptable to the Commission.

This policy may also be referred to by the Company as the “**Financial Record Maintenance and Retention Policy**”.

Record Keeping Procedures

Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) shall keep and maintain records of the Marijuana Establishment in accordance with generally accepted accounting principles. Such records shall be available for inspection by the Commission, upon request and shall include, but not be limited to, all records required in any section of 935 CMR 500.000: *Adult Use of Marijuana*, in addition to the following:

- (a) Written operating procedures as required by 935 CMR 500.105(1);
- (b) Inventory records as required by 935 CMR 500.105(8);
- (c) Seed-to-sale SOR electronic tracking system records for all marijuana products as required by 935 CMR 500.105(8)(e);
- (d) Personnel records as described in the Company’s *Personnel and Background Check Policy*, which policy shall be incorporated herein by reference, and as follows:
 - a. Job descriptions for each employee and volunteer position, as well as organizational charts consistent with the job descriptions;
 - b. A personnel record for each marijuana establishment agent. Such records shall be maintained for at least 12 months after termination of the individual’s affiliation with the Marijuana Establishment and shall include, at a minimum, the following:
 - i. All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
 - ii. Documentation of verification of references;
 - iii. The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision
 - iv. 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;
 - v. Documentation of periodic performance evaluations;
 - vi. A record of any disciplinary action taken; and
 - vii. Notice of completed responsible vendor training program and in-house training.

- c. A staffing plan that will demonstrate accessible business hours and safe cultivation conditions (as applicable);
 - d. Personnel policies and procedures, including at a minimum, the following: (a) code of ethics; (b) whistleblower policy; and (c) a policy which notifies persons with disabilities of their rights under <https://www.mass.gov/service-details/about-employment-rights> or a comparable link, and includes provisions prohibiting discrimination and providing reasonable accommodations; and
 - e. All background check reports obtained in accordance with M.G.L. c. 6 § 172, 935 CMR 500.029, 935 CMR 500.030, and 803 CMR 2.00: *Criminal Offender Record Information (CORI)*;
- (e) Business records as described in the Company's *Financial Record Maintenance and Retention Policy*, which shall include manual or computerized records of the following: (1) assets and liabilities; (2) monetary transactions; (3) books of accounts, which shall include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers; (4) sales records including the quantity, form, and cost of marijuana products; and (5) salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over the marijuana establishment, if any; and
- (f) Waste disposal records as required under 935 CMR 500.105(12), including but not limited to, a written or electronic record of the date, the type and quantity of marijuana, marijuana products or waste disposed or handled, the manner of disposal or other handling, the location of disposal or other handling, and the names of the two (2) Marijuana Establishment Agents present during the disposal or other handling, with their signatures. The Company shall keep these records for at least three (3) years. This period shall automatically be extended for the duration of any disciplinary action and may be extended by an order of the Commission.

All Confidential Information (as that term is defined in 935 CMR 500.002) shall be maintained confidentially including secured or protected storage (whether electronically or in hard copy), and accessible only to the minimum number of specifically authorized employees essential for efficient operation and retention of such records. In any event, the Company shall be authorized to disclose such confidential information as may be required by law.

Following closure of a Marijuana Establishment, the Company shall keep all records for at least two (2) years at the Company's expense and in a form and location acceptable to the Commission.

It shall be a policy of the company that any and all records subject to any disciplinary action shall be retained for the duration of such action, or as otherwise extended by order of the Commission.

This policy may also be referred to by the Company as the “**Record Retention Policy**”.

Employee Qualifications and Training

Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) shall ensure that all marijuana establishment agents complete minimum training requirements prior to performing job functions.

Agents responsible for tracking and entering product into the Seed-to-sale SOR must receive training in a form and manner determined by the Commission.

Company Training Policies shall be as follows:

1. At a minimum, Company employees shall receive a total of eight (8) hours of training annually, which shall include a minimum of four (4) hours of Responsible Vendor Training (“**RVT**”) program courses established pursuant to 935 CMR 500.105(2)(b). Basic, on-the-job training, provided by the Company in the ordinary course of business, may be counted toward the eight (8) hour total training requirement.
2. Administrative employees that do not handle or sell marijuana are exempt from the four (4) hour RVT training requirement, but may take a RVT program as part of fulfilling the eight (8) hour training requirement.
3. Training shall be tailored to the roles and responsibilities of the job function of each employee.
4. RVT training may be conducted by the Company or by a third-party vendor
5. All agents that are involved in the handling and sale of marijuana for adult use at the time of licensure or renewal of licensure, as applicable, shall have attended and successfully completed a responsible vendor training program, which shall include the Basic Core Curriculum (as that term is defined in 935 CMR 500.000 *et. seq.*).
6. Once the Company is designated as a “responsible vendor” all new employees involved in the handling and sale of marijuana for adult use shall successfully complete the Basic Core Curriculum training program within ninety (90) days of hire.
7. It shall be a policy of the Company that after initial successful completion of a responsible vendor program, each owner, manager, and employee involved in the handling and sale of marijuana for adult use shall successfully complete the program once every year thereafter to maintain designation as a “responsible vendor.”
8. Administrative employees who do not handle or sell marijuana may take the responsible vendor training program on a voluntary basis.
9. The Company shall maintain records of compliance with all training requirements for four (4) years and make them available to inspection by the Commission and any other applicable licensing authority on request during normal business hours.

The Company shall ensure that the Basic Core Curriculum program offered to its employees includes the following:

- (a) Marijuana's effect on the human body, including:
 - a. Scientifically based evidence on the physical and mental health effects based on the type of marijuana product;
 - b. The amount of time to feel impairment;
 - c. Visible signs of impairment; and
 - d. Recognizing the signs of impairment.
- (b) Diversion prevention and prevention of sales to minors, including best practices;
- (c) Compliance with all tracking requirements; and
- (d) Acceptable forms of identification. Training shall include:
 - a. How to check identification;
 - b. Spotting and confiscating fraudulent identification;
 - c. Patient registration cards currently and validly issued by the Commission;
 - d. Common mistakes made in verification; and
 - e. Prohibited purchases and practices, including purchases by persons under the age of 21 in violation of M.G.L. c. 94G.
- (e) Other key state laws and rules affecting owners, managers, and employees, which shall include:
 - a. Conduct of marijuana establishment agents;
 - b. Permitting inspections by state and local licensing and enforcement authorities;
 - c. Local and state licensing and enforcement;
 - d. Incident and notification requirements;
 - e. Administrative, civil, and criminal liability;
 - f. Health and safety standards, including waste disposal

- g. Patrons prohibited from bringing marijuana and marijuana products onto licensed premises;
- h. Permitted hours of sale;
- i. Licensee responsibilities for activities occurring within licensed premises;
- j. Maintenance of records, including confidentiality and privacy; and
- k. Any other areas of training determined by the Commission to be included in a responsible vendor training program.

The Company shall also ensure that all of its board members, directors, employees, Executives (as that term is defined in 935 CMR 500.002), managers, and volunteers shall:

- (a) be 21 years of age or older;
- (b) not have been convicted of an offense in the Commonwealth involving the distribution of controlled substances to minors, or a like violation of the laws of another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority; and
- (c) be determined suitable for registration consistent with the provisions of 935 CMR 500.800 and 500.802.

This policy may also be referred to by the Company as the “**Employee Qualification and Training Policy**”.

Energy Compliance Plan

Beacon Compassion Inc. (d/b/a UpTop) (the “**Company**”) shall meet all applicable environmental laws, regulations, permits and other applicable approvals, including, but not limited to, those related to water quality and quantity, wastewater, solid and hazardous waste management and air pollution control, including prevention of odor and noise pursuant to 310 CMR 7:00: *Air Pollution Control*. The Company will use additional best management practices as determined by the Commission in consultation with the working group established under St. 2017, c. 55 78(b) or applicable departments or divisions of the Executive Office of Energy and Environmental Affairs (the “EOEEA”) to reduce energy and water usage, engage in energy conservation and mitigate other environmental impacts, including but not limited to:

- Identification of potential energy use reduction opportunities (such as natural lighting 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 the 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.

This policy may also be referred to by the Company as the “**Energy Compliance Policy**”.

June 29, 2022

Via Electronic Submission

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

Re: Beacon Compassion, Inc. – Diversity Plan

To Whom It May Concern

My name is Chad Wise and I am the president of Beacon Compassion, Inc. The mission of Beacon Compassion Inc. (d/b/a UpTop) (the “Company”) is to create an atmosphere that promotes total wellness in a warm and friendly customer focused environment. Adults over 21 will be able to safely and conveniently access quality cannabis products as well as educational materials. Employees will treat each customer with respect while guiding them through the process and the Company is committed to balancing the needs of the customer with public safety and the community.

The Company is committed to developing a diverse workforce and has set forth the following goals for its business:

1. Target Demographics:
 - a. Women: 50%
 - b. Minorities: 25%
 - c. L.G.B.T.Q. +: 10%
 - d. Persons with Disabilities: 5%
 - e. Veterans: 5%
2. Engage at least one (1) disadvantaged business enterprise (i.e. a minority owned business, woman owned business or veteran owned business) in connection with the operation of its facilities.

The Company will implement the following programs to accomplish its goals:

1. Post monthly notices for at least three (3) months during the hiring process in the Worcester Telegram and Gazette. These notices will state that the Company is an equal opportunity employer.
2. Form a diversity and equity committee to monitor the Company’s progress towards meeting its hiring goals. The committee will meet quarterly to review and assess the Company’s hires and hiring practices. Meeting minutes will be provided to the Commission on request and as part of the annual license renewal application process.

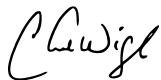
3. The Company shall utilize the Massachusetts Supplier Diversity offices list of Certified Minority and Woman Owned Business Enterprises to source the various jobs required to construct its facility. The Company will utilize the searchable directory available at: <https://www.sdo.osd.state.ma.us/BusinessDirectory/BusinessDirectory.aspx> to identify eligible businesses.

The Company will annually review its compliance with this Diversity Plan and submit the following review metrics to the Commission as part of its renewal applications:

1. Identify the number of individuals from target demographic groups who were hired and retained after the issuance of a license.
2. Identify the number of disadvantaged business enterprises hired to support the operation of its facilities.
3. Identify the number of promotions for people falling into the target demographics since initial licensure and number of promotions offered.
4. Identify the number of jobs created since initial licensure.
5. Provide evidence of the job postings used.

The Company affirmatively states that it: (1) acknowledges and is aware, and 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 and MTC; (2) any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws; and (3) the Company will be required to document progress or success of this plan, in its entirety, annually upon renewal of its provisional license.

Thank you,



Chad Wise
President
Beacon Compassion, Inc.