Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR282731

Original Issued Date: 09/28/2022

Issued Date: 09/28/2022

Expiration Date: 09/28/2023

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Solar Therapeutics Inc.

Phone Number: 508-300-3366 **Email Address:** shannon@solarthera.com

Business Address 1: 493 Faunce Corner Road **Business Address 2:**

Business City: Dartmouth **Business State:** MA **Business Zip Code:** 02747

Mailing Address 1: 1400 Brayton Point Rd **Mailing Address 2:**

Mailing City: SOMERSET **Mailing State:** MA **Mailing Zip Code:** 02725

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: no

Priority Applicant Type: Not a Priority Applicant

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number:

RMD INFORMATION

Name of RMD:

Department of Public Health RMD Registration Number:

Operational and Registration Status: Obtained Final Certificate of Registration, but is not 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: **Percentage Of Control:** 20

Role: Executive / Officer **Other Role:** CEO, COO, President and Directory, Manager of Dow Capital Partners LLC

First Name: Edward **Last Name:** Dow **Suffix:**

Gender: Male **User Defined Gender:**

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 2

Percentage Of Ownership: **Percentage Of Control:** 20

Role: Board Member **Other Role:**

First Name: Ronald **Last Name:** Rapoport **Suffix:**

Gender: Male **User Defined Gender:**

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 3

Percentage Of Ownership: **Percentage Of Control:** 20

Role: Board Member **Other Role:**

First Name: Ronald **Last Name:** Rapoza **Suffix:** II

Gender: Male **User Defined Gender:**

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 4

Percentage Of Ownership: **Percentage Of Control:** 20

Role: Board Member **Other Role:**

First Name: George **Last Name:** Spanos **Suffix:**

Gender: Male **User Defined Gender:**

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 5

Percentage Of Ownership: **Percentage Of Control:** 20

Role: Board Member **Other Role:**

First Name: James **Last Name:** Goetsch **Suffix:**

Gender: Male **User Defined Gender:**

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

Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100 **Percentage of Ownership:** 100

Entity Legal Name: Dow Capital Partners LLC **Entity DBA:** **DBA City:**

Entity Description: Dow Capital Partners LLC will fund Solar Therapeutics Inc. in support of its Mission Statement, as agreed upon by the Board of Directors

Foreign Subsidiary Narrative:

Entity Phone: 603-498-6326 **Entity Email:** edward.dow.iii@gmail.com **Entity Website:**

Entity Address 1: 604 Route 6A | **Entity Address 2:**

Entity City: East Sandwich | **Entity State:** MA | **Entity Zip Code:** 02537

Entity Mailing Address 1: 604 Route 6A | **Entity Mailing Address 2:**

Entity Mailing City: East Sandwich | **Entity Mailing State:** MA | **Entity Mailing Zip Code:** 02537

Relationship Description: Sole shareholder and capital contributor

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Dow Capital Partners LLC | **Entity DBA:**

Email: edward.dow.ii@gmail.com | **Phone:** 603-498-6326

Address 1: 604 Route 6A | **Address 2:**

City: East Sandwich | **State:** MA | **Zip Code:** 02537

Types of Capital: Monetary/Equity | **Other Type of Capital:** | **Total Value of Capital Provided:** $775000 | **Percentage of Initial Capital:** 100

Capital Attestation: Yes

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Edward | **Last Name:** Dow | **Suffix:** III

Marijuana Establishment Name: Solar Therapeutics Inc. | **Business Type:** Marijuana Retailer

Marijuana Establishment City: Somerset | **Marijuana Establishment State:** MA

Individual 2

First Name: Edward | **Last Name:** Dow | **Suffix:** III

Marijuana Establishment Name: Solar Therapeutics Inc | **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Somerset | **Marijuana Establishment State:** MA

Individual 3

First Name: Edward | **Last Name:** Dow | **Suffix:** III

Marijuana Establishment Name: Solar Therapeutics Inc | **Business Type:** Marijuana Product Manufacture

Marijuana Establishment City: Somerset | **Marijuana Establishment State:** MA

Individual 4

First Name: Edward | **Last Name:** Dow | **Suffix:** III

Marijuana Establishment Name: Solar Therapeutics Inc | **Business Type:** Marijuana Retailer

Marijuana Establishment City: Seekonk | **Marijuana Establishment State:** MA

Individual 5

First Name: Ronald | **Last Name:** Rapoport | **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc | **Business Type:** Marijuana Retailer

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 6

First Name: Ronald **Last Name:** Rapoport **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 7

First Name: Ronald **Last Name:** Rapoport **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Product Manufacture

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 8

First Name: Ronald **Last Name:** Rapoport **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Retailer

Marijuana Establishment City: Seekonk **Marijuana Establishment State:** MA

Individual 9

First Name: Ronald **Last Name:** Rapoza **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Retailer

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 10

First Name: Ronald **Last Name:** Rapoza **Suffix:**

Marijuana Establishment Name: Solar Therapeutics inc **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 11

First Name: Ronald **Last Name:** Rapoza **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc. **Business Type:** Marijuana Product Manufacture

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 12

First Name: Ronald **Last Name:** Rapoza **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc. **Business Type:** Marijuana Retailer

Marijuana Establishment City: Seekonk **Marijuana Establishment State:** MA

Individual 13

First Name: George **Last Name:** Spanos **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Retailer

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 14

First Name: George **Last Name:** Spanos **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 15

First Name: George **Last Name:** Spanos **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Product Manufacture

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 16

First Name: George **Last Name:** Spanos **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc. **Business Type:** Marijuana Retailer

Marijuana Establishment City: Seekonk **Marijuana Establishment State:** MA

Individual 17

First Name: James **Last Name:** Goetsch **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Retailer

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 18

First Name: James **Last Name:** Goetsch **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 19

First Name: James **Last Name:** Goetsch **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Product Manufacture

Marijuana Establishment City: Somerset **Marijuana Establishment State:** MA

Individual 20

First Name: James **Last Name:** Goetsch **Suffix:**

Marijuana Establishment Name: Solar Therapeutics Inc **Business Type:** Marijuana Retailer

Marijuana Establishment City: Seekonk **Marijuana Establishment State:** MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 493 Faunce Corner Road

Establishment Address 2:

Establishment City: Dartmouth **Establishment Zip Code:** 02747

Approximate square footage of the establishment: 4900 **How many abutters does this property have?:** 15

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

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	HCA Certificate.pdf	pdf	621e3a647641f907553e7ac2	03/01/2022
Community Outreach Meeting Documentation	Solar Dartmouth Community Outreach Presentation v2.pdf	pdf	621e7b089ca34b074e79d8e4	03/01/2022
Community Outreach Meeting Documentation	Attachment B.pdf	pdf	623093bc7641f907553ec5d1	03/15/2022
Community Outreach Meeting Documentation	Attachment C.pdf	pdf	623093dc9ca34b074e7a20ba	03/15/2022
Community Outreach Meeting	Attachment A.pdf	pdf	6230954111f5a30789d9b09c	03/15/2022

Documentation				
Community Outreach Meeting Documentation	Community Outreach Meeting Attestation Form.pdf	pdf	623095b89ca34b074e7a20d4	03/15/2022
Plan to Remain Compliant with Local Zoning	DM Plan to Remain Compliant.pdf	pdf	62309a3a43c5a4074731b04b	03/15/2022
Certification of Host Community Agreement	Certification of Host Community Agreement - update.pdf	pdf	62309a7832b90c07941a9c22	03/15/2022

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	(Dartmouth) Solar Therapeutics, Inc_2021 Positive Impact Plan.pdf	pdf	62502e033eefeb000a258fe5	04/08/2022

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Executive / Officer **Other Role:** CEO, COO, President, Manager of Dow Capital Partners LLC

First Name: Edward **Last Name:** Dow **Suffix:** III

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 2

Role: Board Member **Other Role:** Director, Treasurer

First Name: Ronald **Last Name:** Rapoport **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 3

Role: Board Member **Other Role:**

First Name: Ronald **Last Name:** Rapoza **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 4

Role: Board Member **Other Role:**

First Name: George **Last Name:** Spanos **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 5

Role: Board Member **Other Role:**

First Name: James **Last Name:** Goetsch **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Investor/Contributor **Other Role:** Sole Owner

Entity Legal Name: Dow Capital Partners LLC **Entity DBA:**

Entity Description: Sole shareholder and capital contributor

Phone: 603-498-6326 **Email:** edward.dow.iii@gmail.com

Primary Business Address 1: 604 route 6A **Primary Business Address 2:**

Primary Business City: East Sandwich **Primary Business State:** MA **Principal Business Zip Code:** 02537

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	Solar_APP_MOP_2_Certificate-of-Entity-Conversion.pdf	pdf	5ce7ec97748dc71348c362b5	05/24/2019
Bylaws	Solar_APP_MOP_3_For_Profit_Bylaws.pdf	pdf	5ce7ec9c69291617ba85dce2	05/24/2019
Secretary of Commonwealth - Certificate of Good Standing	Secretary of commonwealth Cert.pdf	pdf	621e65ac0d00f50776269b78	03/01/2022
Department of Revenue - Certificate of Good standing	DOR cert of good standing 122221.pdf	pdf	621e65b017ef97077a765bc7	03/01/2022
Secretary of Commonwealth - Certificate of Good Standing	DUA Certificate of Compliance.pdf	pdf	62309e530034de07b094a3e9	03/15/2022
Articles of Organization	Solar Therapeutics - Articles of Organization.pdf	pdf	6245d4f653957f00086ffd1f	03/31/2022

No documents uploaded

Massachusetts Business Identification Number: 001339748

Doing-Business-As Name: Solar Cannabis Co.

DBA Registration City: Somerset

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	Solar_APP_MOP_5_Plan for Liability Insurance.pdf	pdf	5ce7edb5622b7c1357f6f123	05/24/2019
Business Plan	Dartmouth BUSINESS PLAN_ Revised.pdf	pdf	5ffded5b2027b107e8dca28e	01/12/2021
Proposed Timeline	Dartmouth Timeline - Word Doc.pdf	pdf	621e68fb17ef97077a765c1a	03/01/2022
Business Plan	MMaximsResignation - Jan 13 2022 - 11-20 AM.pdf	pdf	62448620c91bef00094faa8a	03/30/2022

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Restricting Access to age 21 and older	DM Plan for Restricting Access.docx.pdf	pdf	5ffdcd2bd18fa907c7d93ca8	01/12/2021
Plan for obtaining marijuana or marijuana products	DM Plan for Obtaining Marijuana.pdf	pdf	621e8c1317ef97077a765df3	03/01/2022
Qualifications and training	DM Qualifications and Training.pdf	pdf	621e8c2943c5a407473169ad	03/01/2022
Record Keeping procedures	DM Recordkeeping Procedures.pdf	pdf	621e8c3ee938dd07a5f4ef51	03/01/2022
Maintaining of financial records	DM Maintaining Financial Records.pdf	pdf	621e8c527641f907553e7fa5	03/01/2022
Personnel policies including background checks	DM Staffing Plan and Personnel Policies.pdf	pdf	621e8c7243c5a407473169b1	03/01/2022
Dispensing procedures	DM Dispensing Procedures.pdf	pdf	621e8c8317ef97077a765df9	03/01/2022
Quality control and testing	DM Quality Control and Testing.pdf	pdf	621e8c9d0034de07b0945d3f	03/01/2022
Inventory procedures	DM Inventory Procedures.pdf	pdf	621e8cace449f407967d94fa	03/01/2022
Transportation of marijuana	DM Transportation of Marijuana.pdf	pdf	621e8cc2440815076f4136bd	03/01/2022
Storage of marijuana	DM Storage of Marijuana.pdf	pdf	621e8cce11f5a30789d96b0c	03/01/2022
Prevention of diversion	DM Prevention of Diversion.pdf	pdf	621e8ce0440815076f4136c1	03/01/2022
Security plan	Solar Security Plan-Dartmouth.pdf	pdf	621e8d2b4dd71307b79cbd83	03/01/2022
Energy Compliance Plan	Solar Dartmouth Energy Compliance.pdf	pdf	621e8db809efaa0768b8dea4	03/01/2022
Diversity plan	Solar Therapeutics, Inc_2022 Diversity Plan (4).pdf	pdf	62867606eb816b0008604c18	05/19/2022

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 Understand

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

I certify that to the best knowledge of any of the individuals listed within this application, there are no background events that have arisen since

the issuance of the establishment's final license that would raise suitability issues in accordance with 935 CMR 500.801.:

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

Monday From: 9:00 AM	**Monday To:** 9:00 PM
Tuesday From: 9:00 AM	**Tuesday To:** 9:00 PM
Wednesday From: 9:00 AM	**Wednesday To:** 9:00 PM
Thursday From: 9:00 AM	**Thursday To:** 9:00 PM
Friday From: 9:00 AM	**Friday To:** 9:00 PM
Saturday From: 9:00 AM	**Saturday To:** 9:00 PM
Sunday From: 9:00 AM	**Sunday To:** 6:00 PM

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

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:

   Solar Therapeutics

2. Name of applicant's authorized representative:

   Edward Dow

3. Signature of applicant's authorized representative:

4. Name of municipality:

   Dartmouth

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

   Shawn MacInnes

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

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

smacinnes@town.dartmouth.ma.us

8. Host community agreement execution date:

5/10/21

SOLAR™

Sustainable cannabis.

Dartmouth Presentation

Why We Created SOLAR

- Belief in the medical properties of Cannabis for patients from all walks of life.
- Passion for building scalable cannabis facilities designed around environmental sustainability.
- Focus on providing Consumers with the highest quality products, a seamless retail experience, a trustworthy alternative to the black market.

Industry Leading Team of Professionals

Solar is lead by seasoned management team with a history of success both in traditional industries as well as Cannabis

Solar Management

Edward Dow
CEO

CEO at Solar Therapeutics, Ed is a serial entrepreneur previously serving as President and Founder of Bay State Metal Finishing Corp. Ed brings a track record of successfully navigating complex regulatory frameworks

Robert Keller
CFO

CFO at Solar Therapeutics, Rob is a seasoned executive with decades of experience at Fidelity, UBS, and now Cannabis. Rob has a track record of being a responsible steward of capital

Brendan Delaney
Cultivation

Director of Cultivation at Solar Therapeutics, Brendan is an experienced cultivator dating back to 2010. Brendan has extensive knowledge of building scalable cannabis farms throughout the Emerald Triangle

Shannon Venezia
Compliance

Director of Compliance at Solar Therapeutics, Shannon is an experienced manager with 2 years of Cannabis compliance experience spanning across state and local licensing and regulations. Shannon has over a decade of management spanning across multiple industries

We've done it right from the start

SOLAR
Sustainable cannabis.

Product Selection

- Triple-Tier Indoor cultivation and relationships with other top operators in MA to ensures diversity in product offerings
- Launching brands by leveraging partnerships as well as bringing in best-in-class talent to develop brands organically
- Constantly tracking sales data to iterate on selection and improve retail velocity wile maintaining a fresh menu that meets our customers needs

Professionalism

- Latest technology integrated across the entire technology stack to drive efficiencies
- Our dispensaries are always staffed with knowledgeable and approachable employees
- Food Grade Cleanliness in Lab and Kitchen
- Standardized SOP's that can transition across states and to potential Licensees

Consumer Focused

- Raising consumer awareness around the plant and the different types of products and uses
- Focus on the entire customer journey, from cultivating the best Cannabis, to providing new infused product lines, to a warm and welcoming retail experience
- Building a lasting relationships with our consumers via continuous engagement over digital channels as well as active community outreach

Proposed Design

Proposed Security Plan

The Solar team will work in partnership Dartmouth PD to develop a comprehensive security plan including but not limited to:

State of the Art Systems

HD Video surveillance cameras

24/7 real-time access to the Dartmouth Police Department

3 Levels of Electronic Access Control

Redundant Alarm Systems

(Panic buttons, Motion detectors, Glass breaks, Door contacts)

Anti Diversion Measures

Positive Identification through ID Verification Scanners

Strict adherence to product sale limits/daily product and cash inventories

Continuous Staff training in compliance and best practices

Safe and Secure

On-site product and cash storage

Dedicated delivery area for product and cash transports

Industry leading SOPs for transportation and processing transactions

Michael J. Allen
Security

FBI National Academy graduate with over 35 years of law enforcement and security experience. Mike has experience in staffing, budgeting, policies, procedures, integration, implementation, and overall crime prevention. To date Mike has worked with multiple successful Cannabis operators spanning three states (MA, NH, FL).

Prevention of Diversion to Minors

The Cannabis Control Commission requires dispensaries to establish plans to avoid Diversion to Minors. Solar Thera has robust systems in place to ensure compliance.

Personnel

- Crime Prevention Training for Employees.
- Responsible Vendor Training for Budtenders.
- Immediate dismissal and reporting of any agent found diverting products.
- Multiple agents required to verify proper disposal of waste.
- Any transportation of product is tracked and staffed by multiple agents.

Systems

- Detailed Security Plan with advanced site infrastructure.
- Warning Statements on all applicable products.
- Child-resistant packaging on all applicable products.
- Real-time inventory tracking system of all plants and all products.
- Multiple ID Verifications for all customers.

Protocol

- No Samples or Giveaways per Commission's guidance .
- Retail displays are locked and secured.
- Compliant marketing strategies designed to avoid advertising to minors.
- Maximum purchase limits for all customers.

Positive Community Impact

Solar Thera looks forward to **partnering** and working **cooperatively** with the Town of Dartmouth. To ensure that Solar Thera operates as a **responsible**, **contributing member** of the local **community**, we work hard to establish a **mutually beneficial** relationship with the town in exchange for permitting Solar Thera to operate.

- **Jobs:**
  Operations add many dozens of full-time and part time jobs, in addition to hiring qualified, local contractors and vendors.
- **Monetary Benefits**:
  A Host Community Agreement with significant monetary contributions and donations provides the Municipality with additional financial benefits beyond local property taxes.
- **Economic Development**:
  Solar Thera's involvement and development in the community will contribute to the revitalization of the area at its vacant or industrial sites and contribute to the overall economic development of the local community.
- **Control**:
  In addition to the Commission, Dartmouth Police Department and other municipal departments will have oversight over Solar Thera's security and fire prevention systems and processes.
- **Responsibility**:
  Solar Thera is comprised of experienced Marijuana Establishment operators, investors, and professionals who have been thoroughly background checked and evaluated by the Commission to meet and exceed their stringent criteria.
- **Access to Quality Product**:
  Solar Thera will allow qualified consumers in the Commonwealth to have access to high quality cannabis flower and products that are tested for cannabinoid content and contaminants.

Where You've Seen Solar

SOLAR Sustainable cannabis.

Featured In

Forbes

CANNABIS BUSINESS TIMES

NBC NEWS

MASS LIVE

MERRY JANE

CT cannabis tech

Behind the Scenes at Solar

SOLAR™

Sustainable cannabis.

We look forward to discussing more how we can effectively partner.

SPECIAL PERMIT

DARTMOUTH
PLANNING BOARD
400 Slocum Road
Dartmouth, MA 02747

RECEIVED

2021 FEB 17 AM 10: 47

TIME STAMP HERE

CERTIFICATE OF ACTION FOR SPECIAL PERMIT

DATE: February 9, 2021

PLAN ENTITLED: Paskamansett Office Park, Lot 1 Faunce Corner Road Dartmouth MA 02747

PLAN DATED: September 17, 2019

SUBJECT PROPERTY LOCATION: 493 Faunce Corner Road

ASSESSOR'S MAP/LOT(s): Map 68 Lot 34-1

APPLICANT: Solar Therapeutics Inc.

OWNER: Cannabis Solutions LLC (a subsidiary of Paskamansett Land Company, LLC)
(if different than Applicant)

There was a Planning Board public hearing held on Monday, February 8th, regarding an application for Solar Therapeutics Inc. requesting a Special Permit under the Dartmouth Zoning By-Law, Chapter 375 - Article 4, Sections 375-4.3 and 375-4.4 – Marijuana Establishments Overlay District. The applicant, Solar Therapeutics Inc., seeks to build a new building with on-site amenities for the purpose of operating an Adult Use Marijuana Retail Establishment in accordance with M. G. L. Ch. 94G, 935 CMR 500.00 et seq, and Dartmouth Zoning By-Law Article 4.

The property owner now identified as Cannabis Solutions LLC had previously received a ZBA Variance in October 2018 and a Certificate of Action for Site Plan Review in February 2018 under the name Paskamansett Land Company LLC. The ZBA application was only for the northerly portion of the building and the northerly portion of the parking lot, but the Site Plan Review was for the entire site. The location is also within the Faunce Corner Overlay district of the Office Industrial district. The establishment will also have access to an overflow parking lot proposed on Lot 4 of the development at 479 Faunce Corner Road in Dartmouth, Massachusetts.

The proposed marijuana retail establishment is part of a previously approved Site Plan Review permit application. The only proposed change to the approved Site Plan Review permit application presented at the February 8, 2021 public hearing involved changes to the Architectural Elevations for the proposed building, which will fit to the previously approved building plan footprint.

SPECIAL PERMIT

DARTMOUTH
PLANNING BOARD
400 Slocum Road
Dartmouth, MA 02747

TIME STAMP HERE

Decision

At its regular meeting of February 8, 2021 and after the close of the above described public hearing, the Planning Board voted to grant the applicant's request as described above for the application for a Special Permit. Roll Call Vote - Lorri Ann Miller - Yes, Kevin Melo - Yes, Stephen Taylor – Yes, and Kathleen Del Sordo (Planning Board Alternate) – Yes; with Margaret Sweet – Recusing and Christopher O'Neil – Recusing.

Findings

A. Nondiscretionary standards.

(1) The Retail Marijuana Establishment is proposed to be in the exact location as the previously approved retail location which never received Massachusetts Cannabis Control Commission (CCC) licensing. The location of the building and all other site improvements were part of a four lot subdivision project which was approved in 2019. The owners Architect will speak to the building's new elevation and styling which is proposed to fit within the approved building footprint for the site. The proposed Retail Marijuana Establishment does meet all setback requirements.

(2) No Marijuana Establishments currently exist within the Town, so the 1,000 foot buffer is irrelevant for this application.

(3) The Building Official/Zoning Enforcement Officer confirmed during the Town's Request for Qualifications (RFQ) process that the proposed building location to be used by this applicant at 493 Faunce Corner Road complies with 500 foot distance requirement from an existing public or private school, college/university, daycare, library, any facility in which children commonly congregate, or residence (single-family or multi-family).

(4) Product delivery and waste disposal shall be in accordance with all Massachusetts Cannabis Control Commission (CCC) requirements. All outdoor fencing associated with the Marijuana Establishment shall be a non-reflective, earth tone color, such as black or dark green.

(5) Proposed onsite parking for all uses on the premises is in compliance with Zoning By-Law Article 24, Site Plan Review.

(6) The Voters of Town of Dartmouth have not approved of such a measure, so no onsite consumption of Marijuana in any form is proposed for this retail location.

(7) No outstanding Special Permits have been granted for any Marijuana Establishments to date, so the issuance of this Special Permit would be allowed would be allowed for this application.

B. Discretionary standards.

(8) The proposed establishment is being reviewed under the Town's most recent Request for Qualifications submission process for compliance with the discretionary standards for public health and safety, and the effect of the proposed Marijuana Establishment on its surroundings.

Conditions

The Planning Board grants the Special Permit to Solar Therapeutics Inc. with the following conditions in accordance with § 375-4.5 Conditions:

A. Prior to obtaining a building permit, and prior to beginning operation of the Marijuana Establishment if no such permit is needed, the following documentation shall be provided to the Director of Inspectional Services and the Chief of Police:

   (1) The License for the Marijuana Establishment that was issued by the Cannabis Control Commission; and

   (2) The Operating Policies and Procedures for the Marijuana Establishment that were created pursuant to either 935 CMR 500.101(1)(c)(7) or 935 CMR 500.101(2)(e)(8), or any successor regulations thereto.

B. The Special Permit may not be transferred, even to any successor in interest to the holder of the Special Permit.

All conditions of approval shall be met within two (2) years from the date this decision was filed with the Town Clerk (time-stamped date on page 1). A reasonable extension of said time shall be granted by the Planning Board in the case of an appeal to the Superior Court under Massachusetts General Laws (MGL), Chapter 40A, Section 17 or if good cause is shown to the Planning Board for an extension.

This Special Permit, or any extension, modification or renewal thereof, does not become effective until the Town Clerk certifies that no appeal of the decision has been filed in Superior Court within the 20-day statutory appeal period; or that if an appeal has been filed, it has been dismissed or denied and a certified copy of the decision is recorded in the Bristol County Registry of Deeds and indexed in the grantor index under the name of the owner of record, or is recorded and noted on the owner's certificate of title.

Appeals, if any, shall be made pursuant to M.G.L., c.40A, §17, and shall be filed within twenty (20) days of the date this decision was filed with the Town Clerk (time-stamped date on page 1).

A copy of the recorded decision certified by the Registry of Deeds is necessary before a building permit, dependent on the Planning Board's decision, can be issued. Copies of the approved plans and this decision are on file in the Town Clerk and Planning Board offices. Copies of the complete minutes of the public hearing are available upon request at the Office of the Planning Board.

SPECIAL PERMIT

DARTMOUTH
PLANNING BOARD
400 Slocum Road
Dartmouth, MA 02747

TIME STAMP HERE

Approval of this Special Permit does not imply compliance with other Town ordinances, standards, and/or requirements administered by other Town agencies.

For the
Dartmouth Planning Board,

Christine

Christine A. O'Grady, AICP
Director of Planning

DARTMOUTH MASSACHUSETTS

Planning Board Office
Town of Dartmouth
400 Slocum Road
Dartmouth, MA 02747

January 19, 2021

To Whom It May Concern: Notice of Public Hearing

You are hereby that the following requests under the town's zoning ordinance has been submitted to the

TOWN OF DARTMOUTH - PLANNING BOARD:

Notice is hereby given under M.G.L. Chapter 40A, Section 5 (The Zoning Act) of a PUBLIC HEARING to be held at 7:00 p.m. on Monday, February 8, 2021. As the Town Office Building is closed to the public for meetings during the COVID-19 emergency per the Governor's ban on public gatherings. The Governor has issued an emergency order allowing municipal boards to temporarily conduct their business through videoconferencing platforms. This public hearing will have no physical location but rather will only be held remotely through the Zoom application and will be accessible for live interaction by the petitioners and the public using telephone and video conferencing:

New Business: Monday, February 8, 2021
Join Zoom Meeting:
https://us02web.zoom.us/j/85750517795?pwd=Vkc1QmF3d1JRZEVnQUUvTTZXZUpaQT09
Meeting ID: 857 5051 7795 Passcode: 995798
Find your local number: https://us02web.zoom.us/u/kfAjcWxnQ

The hearing concerns a Special Permit request to allow the construction and use of a Marijuana Establishment for property located at 493 Faunce Corner Road (formerly identified as 479 Faunce Corner Road) Assessor's Map 68 Lot 34-1. The applicant is Solar Therapeutics Inc. and the subject property is owned by Cannabis Solutions LLC.

The full text of these applications may be seen at the Town Hall by appointment with the Planning Department (Call 508.910.1816).

Lorri-Ann Miller, Chairperson
Dartmouth Planning Board

United Way accepting community funding proposals

United Way of Greater New Bedford is now accepting proposals from non-profit organizations and public entities for $10,000 to $25,000 in community impact funding.

Proposals must directly align with United Way's priority areas and target issues and must have the existing infrastructure to track specific program indicators.

To learn more about the grants and United Way's priority areas, visit unitedwayofgnb.org/community-impact-grants.

Applications are due at noon on Friday, April 23.

Contact Michelle Hantman with any grant-related questions at (508) 994-9625 ext. 212.

Golf tournament for Dartmouth music scholarship

The Dartmouth School Music Association is hosting a golf tournament at Allendale Country Club on May 1 at 1 p.m. to fund its scholarship program.

To sign up, email suebenoit@dsmahome.org. All registrations and payments are due by April 20, 2021.

Opinion

Universities should offer open textbooks

To the editor:

The call for educated candidates in the world of careers increases every year, yet the question of expensive textbooks and resources is swept under the rug.

How are students expected to become these "perfect" employees when they must choose between paying for groceries or for one textbook?

I had my own reality check with expeTextbook prices have risen over a thousand percent since 1977 and the fact that students are forced to choose between education and necessities is an unacceptable reality.

Fortunately, there is a solution that is more accessible than ever.

Open textbooks are textbooks licensed under an open copyright license and made available online to be freely used by the public.

If they can become more available to students, these unacceptable realities won't be the normal anymore.

Amanda Harlfinger,
UMass Dartmouth

Classifieds

To place a classified, please visit www.DartmouthWeekToday.com

EMPLOYMENT

Soft As A Grape is looking for Warehouse Help Soft As A Grape is looking for full-time and part-time warehouse help. Jobs include packaging, screen printing and warehouse general help. Pay is based on prior experience. Apply at 328 Marion Road, Wareham or send resume to info@softasagrape.com.

Manufacturing Engineers / Manager Onset Computer located in Bourne, MA is looking for talented Manufacturing Engineers and Managers. If you posses experience working with electronics in a manufacturing environment we would love to talk with you. We have additional openings listed on our website including assembly, customer service and engineering. Please take a look at our website: https://www.onsetcomp.com/corporate/careers/ Resumes can be emailed to: jobs@onsetcomp.com

Part Time RN needed to work in an Adult Day Health setting as part of a multi-disciplinary team. Individual should enjoy working with seniors and adults with disabilities. No nights or week-ends. Per diem and part time shifts available. For more information please contact Alison at 508-291-3232.

Fisher & Rocha Inc seeking Construction workers Career Opportunity for Carpenters and Painters. Apprentice program available. No traveling, local work, all benefits. Call 508-758-6738

Grounds/Animal Keeper Full or Part time position. Must have valid drivers license and must be reliable. Daily care of property, chickens, small dog kennel, maintaining seasonal vegetable garden. Please call 774-272-3146.

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Zoom link: "https://zoom.us/j/91855080570?pwd=VHRmUFpPNnBJbjVUdkMyZ2xocnpiUT09"

Instructions to join the live virtual meeting:

- Type link into web browser or scan QR code with camera phone
- Click "Launch Meeting" and either open Zoom app or "Join From Browser"
- Next click "Join Audio by Computer"
- After that, you will be taken into the virtual Zoom meeting
- If you join prior to 4pm, please allow time for the host to being the meeting.
- You will have the opportunity to type and submit questions during the virtual meeting. These questions will be answered as they are submitted.

From Our Members

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Join the Lloyd Center

The Lloyd Center for the Environment in Dartmouth is a local treasure with an exceptional estuary location and over five miles of unique hiking trails. Membership support allows the center to offer access to the grounds and future exhibits at no charge to the public. April 1 starts a new membership year. That means it is time to renew or join.

As a new benefit, all members will get preferred entry to the center's Music in the Woods event.

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Turn off the faucet — You can save up to eight gallons of water a day just by shutting off the water while brushing your teeth.

Ditch the plastic straws — Save the sea turtles. Americans use nearly 500 million plastic straws every day. Replace your plastic straws with a set of reusable ones made from stainless steel, silicone or bamboo.

Enroll in e-Statements — This Earth Day, Westport Federal Credit Union is encouraging all of members to enroll in e-statements. Not only is it good for the environment, but it ensures more financial security. For more information about e-statements, contact Member Services at (508) 679-0197.

To learn more about Affiliate Membership on DartmouthWeekToday.com, email sales@dartmouthweek.net.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

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): 4/22/21

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: 4/8/21

    b. Name of publication: DartmouthWeek

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: 4/17/21

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: 01/19/21

7. The applicant presented information at the Community Outreach Meeting, which at a minimum included the following:
    a. The type(s) of ME or MTC to be located at the proposed address;
    b. Information adequate to demonstrate that the location will be maintained securely;
    c. Steps to be taken by the ME or MTC to prevent diversion to minors;
    d. A plan by the ME or MTC to positively impact the community; and
    e. 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:

Solar Therapeutics Inc.

Name of applicant's authorized representative:

Shannon Venezia

Signature of applicant's authorized representative:

Shannon Venezia

ATTACHMENT A

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493 Faunce Corner Road
Dartmouth, Massachusetts 02747

(508) 300-3366 • WWW.SOLARTHERA.COM

Solar™ THERAPEUTICS, INC.

Plan to Remain Compliant with Local Zoning

Solar Therapeutics Inc. ("Solar") will remain compliant at all times with the local zoning requirements set forth in the Town of Dartmouth's Zoning By-Law. In accordance with Article 4 Marijuana Establishments Overlay District, Solar's proposed Marijuana retailer facility is located in the Office Industrial District designated for retail Marijuana Establishments. Solar Therapeutics Inc. shall stay in compliance with all conditions set forth in the Special Permit granted by the Town of Dartmouth.

In compliance with 935 CMR 500.110(3), the property is not located within 500 feet of any public or private school providing education in kindergarten or any of grades 1 through 12, licensed daycare center, nursery school, preschool, building operated as part of the campus of any private or public institution of higher learning, playground, park, public library, church, excluding chapels located within a cemetery, substance abuse treatment facility.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

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:

   Solar Therapeutics

2. Name of applicant's authorized representative:

   Edward Dow

3. Signature of applicant's authorized representative:

4. Name of municipality:

   Dartmouth

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

   Shawn MacInnes

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

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

smacinnes@town.dartmouth.ma.us

8. Host community agreement execution date:

5/10/21

Solar Therapeutics, Inc. ("**Solar**") is committed to implementing sustainable and innovative practices to cultivate a better future through cannabis. Solar plans to positively impact the following individuals: (i) past or present residents of areas of disproportionate impact as defined by the Cannabis Control Commission; (ii) Massachusetts residents who have past drug convictions; and (iii) Commission designated Economic Empowerment Priority and Social Equity Program Participants.

Solar will implement the following goals, programs and measurements pursuant to this Positive Impact Plan (the "**Plan**").

Programs and Goals Overview

Solar's program goals for this Positive Impact Plan are as follows:

1. Increase the number of its hired staff by 25% that are Massachusetts residents with past cannabis-related drug offenses (described in more detail below).

2. Host four (4) (i) educational seminars and workshops; (ii) workforce development programs and/or (iii) networking events through the "Solar Shines Program" (described in more detail below).

4. Implement a quarterly charitable giving program where Solar will raise funds to be donated to organizations/charities that provide services to past or present residents of areas of disproportionate impact and/or who help Massachusetts residents with past drug convictions.

Non-Profit Institution and Community Group Partners:
Solar has identified the following non-profit institutions and community group partners:

- American Legion Post 228 (Veterans)
- MassEON (EE, SE)

Programs:

In an effort to reach the aforementioned goals, Solar shall implement the following practices and programs:

Targeted Monthly Job Posting Advertisements:

Goal: Solar wishes to increase the number of its hired staff by 25% that are (i) past or present residents of its designated areas of disproportionate impact (Fall River, New Bedford, Taunton and Wareham) or (ii) residents with past cannabis-related drug offenses.

Program: Solar will post monthly advertisements of its job openings targeted at its selected areas of disproportionate impact. These advertisements will run in The Fall River Herald (Fall River, MA), The Standard Times (New Bedford, MA), Taunton Daily Gazette (Taunton, MA) and The Wareham Week (Wareham, MA).

In efforts to increase likeliness of capturing individuals with previous cannabis-related drug offenses, each monthly ad will all feature a disclaimer stating the following: *"Solar Cannabis Co. agrees to hire individual with cannabis-related CORI offenses"*

This program will adhere to the requirements set for in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing and sponsorships practices of Marijuana Establishments.

Measurements: Solar will utilize its Applicant Tracking System (ATS) and implement a referral poll to all prospective applicants with the following fields: "The Fall River Herald," "The Standard Times," "The Taunton Daily Gazette" and "The Wareham Week". Solar will assess program success by the number of individuals hired that were referred by the aforementioned outlets, and whether or not those individuals have previous cannabis-related drug offenses. This number will be assessed from the total number of individuals hired throughout the year to ensure 25% of all individuals hired fall within this category.

Workforce Development Training Workshops:

Goal: Solar wishes to increase the number of its hired staff by 25% that are (i) past or present residents of its designated areas of disproportionate impact (Fall River, New Bedford, Taunton and Wareham) or (ii) residents with past cannabis-related drug offenses.

Program: Solar's Human Resources Department will develop a resume writing and interview skills training program and host a free, annual workshop open to the public. The purpose of this workshop is to educate and train prospective employees basic resume writing skills, as well as interviewing tips and techniques. Solar will advertise these annual workshops with geo-targeted social media ads, The Fall River Herald (Fall River, MA), The Standard Times (New Bedford, MA), Taunton Daily Gazette (Taunton, MA) and The Wareham Week (Wareham, MA) to increase attendance from those respective areas of disproportionate impact.

In efforts to increase likeliness of capturing individuals with previous cannabis-related drug offenses, all promotions and advertisements will feature a disclaimer stating the following: *"Solar Cannabis Co. agrees to hire individual with cannabis-related CORI offenses"*

This program will adhere to the requirements set for in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing and sponsorships practices of Marijuana Establishments.

Measurements: Solar will capture and record attendee information, which includes but is not limited to the following: *(i) name (ii) date of birth (iii) address (iv) phone (v) email (vi) have you been previously convicted of a cannabis-related drug offense?* Solar will assess program success by the number of individuals hired who attended the workshops, and whether or not those individuals are (i) past or current residents of those areas of disproportionate impact and (ii) have previous cannabis-related drug offenses. This number will be assessed from the total number of individuals hired throughout the year to ensure 25% of all individuals hired fall within this category.

Cannabis Expunging and Sealing Criminal Records Workshop:

Goal: Solar wishes to increase the number of its hired staff by 25% that are (i) past or present residents of its designated areas of disproportionate impact (Fall River, New Bedford, Taunton and Wareham) or (ii) residents with previous cannabis-related drug offenses.

Program: Solar's Human Resources and Security Departments will work in conjunction with the Department of Corrections of its areas of disproportionate impact to develop an annual expungement seminar that will provide those attendees with the necessary steps to seal their criminal record for a cannabis-related drug offense. The purpose of this workshop is to educate individuals (i) seeking employment within the cannabis industry and (ii) seeking information on how to seal (time-based and non time-based) criminal records. Solar will advertise this annual workshop with geo-targeted social media ads, The Fall River Herald (Fall River, MA), The Standard Times (New Bedford, MA), Taunton Daily Gazette (Taunton, MA) and The Wareham Week (Wareham, MA) to increase attendance from those respective areas of disproportionate impact.

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Career Fair Networking Events:

Goal: Solar wishes to increase the number of its hired staff by 25% that are (i) past or present residents of its designated areas of disproportionate impact (Fall River, New Bedford, Taunton and Wareham) or (ii) residents with previous cannabis-related drug offenses.

Program: Solar will attend bi-annual career fair networking events hosted by the Southcoast Chamber of Commerce to engage with individuals seeking to (i) learn more about the cannabis industry and (ii) seeking employment for open positions currently available at Solar. These networking events will be staffed by representatives from Solar's respective company departments, which include but are not limited to, cultivation, product manufacturing, retail, marketing, compliance, finance and human resources. Solar will advertise this annual workshop with geo-targeted social media ads, advertisements in local newspaper/media outlets to increase attendance from those respective areas of disproportionate impact.

Measurements: Solar will utilize its Applicant Tracking System (ATS) and implement a referral poll to all prospective applicants with the following fields: "Southcoast Chamber Career Fair." Solar will also capture and record attendee information which includes, but is not limited to the following: *(i) name (ii) date of birth (iii) address (iv) phone (v) email (vi) have you been previously convicted of a cannabis-related drug offense?* Solar will assess program success by the number of individuals hired who attended the workshops, and whether or not those individuals are (i) past or current residents of those areas of disproportionate impact and (ii) have previous cannabis-related drug offenses. This number will be assessed from the total number of individuals hired throughout the year to ensure 25% of all individuals hired fall within this category.

In efforts to increase likeliness of capturing individuals with previous cannabis-related drug offenses, all promotions and advertisements will feature a disclaimer stating the following: *"Solar Cannabis Co. agrees to hire individual with cannabis-related CORI offenses"*

This program will adhere to the requirements set for in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing and sponsorships practices of Marijuana Establishments.

Quarterly Donation Program:

Goal: Solar plans to engage and work with non-profit organizations or institutions that serve or help in its designated areas of disproportionate impact (Fall River, New Bedford, Taunton and Wareham) on a quarterly basis.

Program: Solar will implement a quarterly donation program where it will identify one non-profit organization or institution that serves or helps in its designated areas of disproportionate impact (Fall River, New Bedford, Taunton and Wareham) and donate monetary funds or volunteer

services. Such donations of monetary or volunteer service may be made at any time within the three months of that quarter.

Measurements: When a donation is made to the respective organization or institution (monetary or volunteer work), Solar will provide a signed letter from an appropriate program representative with the updated plan.

Annual Audit and Review:

Solar has recently appointed Derek Gould (Director of Marketing and Communications), who will now serve as its community liaison and will be in charge of implementing, running and monitoring the Plan.

Each year, Solar will audit and review the following criteria pertaining to the Program in an effort to measure the success of its Plan to Positively Affect Areas of Disproportionate Impact.

1. Identify the number of participants within the Program;
2. Identify the number of events it has held through the Program;
3. Identify the number of training sessions provided to participants of the Program and
4. Identify the amount of charitable donations Solar has made during the Positive Impact Plan year, and to which organizations those donations went. (Documentation confirming each charity serves the designated Areas of Disproportionate Impact, or residents with previous drug convictions, will be available for the Commission upon request).

Acknowledgements:

Any actions taken, or programs instituted, by Solar will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

Letters of Intent:

American Legion
Post Commander
Department of Massachusetts

Stephen Souza

P.O. BOX 55
SOMERSET, MA 02726
Steve's cell (508-642-6660)

April 5, 2022

Dear Sir/ Madam

I'm writing to you to inform you that the American Legion, Post 228 of Somerset, Massachusetts is a registered 501 (c) 3 and 501 (c) 19 (Military War Veterans) that will be working with Solar Therapeutics Inc. on various projects throughout the year as it pertains to their Positive Impact Plan and Diversity Plan.

We are willing to accept charitable contributions and (monetary and/or volunteer service time) as forms donations. We will be able to provide a written and signed letter of confirmation at the end of each year detailing the services Solar and the American Legion were able to achieve.

Our Post works with other governmental agencies assisting in similar projects within our community and are familiar with the needed requirements. We additionally keep an ongoing record on such services.

In comradeship,

Stephen Souza, Major, USA (ret)
Post 228 Commander, Massachusetts American Legion
Massachusetts American Legion Department Treasurer

EON

Equitable Opportunities Now
4186 Washington Street #2
Roslindale, MA 02131

April 5, 2022

Solar Therapeutics Inc
1400 Brayton Point Road
Somerset, MA 02725

To whom it may concern,

I am writing to inform you that Equitable Opportunities Now, a registered 501(c)3 nonprofit organization dedicated to increasing the participation of BIPOC in the cannabis industries, will be working with Solar Therapeutics Inc. on various projects throughout the year. We plan to collaborate and offer value to the community in support of Solar Therapeutic's Positive Impact Plan and Diversity Plan. EON is willing to accept charitable contributions; monetary and/or volunteer service time as forms donations.

We will provide a written and signed letter of confirmation at the end of each year detailing the services Solar Therapeutics, Inc and EON are able to achieve together.

Thank you,

Eve Marie Santana
Program Director

evemarie@masseon.com
MassEON.com

D

The Commonwealth of Massachusetts

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

MUST BE TYPED

FORM M

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)

Solar Therapeutics, Inc. is a registrant with the Department of Public Health in accordance with 105 CMR 725.100(C) as of August 1, 2018.

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

(1) Exact name of the non-profit: Solar Therapeutics Inc. 001302432

(2) A corporate name that satisfies the requirements of G.L. Chapter 156D, Section 4.01:

Solar Therapeutics 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:

Solar Therapeutics 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:*

The corporation is organized: (a) to cultivate, manufacture, market, promote, sell, distribute and otherwise provide products containing cannabis, products that enable persons to consume cannabis in different forms, and other related products, for medicinal uses, but only in accordance with the laws of the Commonwealth of Massachusetts; (b) to engage in all activities incidental thereto; and (c) to engage in any other activities in which a corporation formed under the laws of the Commonwealth of Massachusetts may lawfully engage.

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P.C.

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	240,000			

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.

Holders of Common Stock shall be entitled to one (1) vote for each share of Common Stock. Any holder of shares entitled to vote on any matter may vote part of such shares in favor of the proposal and refrain from voting the remaining shares or vote them against the proposal. If a stockholder fails to specify the number of shares such stockholder is voting affirmatively, it will be conclusively presumed that the stockholder's approving vote is with respect to all shares such stockholder is entitled to vote.

ARTICLE V

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

ARTICLE VI

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

See Article VI Continuation Sheet

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

ARTICLE VI: CONTINUATION SHEET

1. **Limitation of Director Liability.** Except as required by applicable law, no Director of the corporation shall have any personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. The preceding sentence shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date upon which such provision becomes effective.

2. **Indemnification.** The Corporation shall, to the extent permitted by G.L c. 156D, indemnify all persons who have served or may serve at any time as officers or Directors of the Corporation and their heirs, executors, administrators, successors, and assigns, from and against any and all loss and expense, including amounts paid in settlement before or after suit is commenced, and reasonable attorney's fees, actually and necessarily incurred as a result of any claim, demand, action, proceeding, or judgment that may have been asserted against any such persons, or in which these persons are made parties by reason of their being or having been officers or Directors of the Corporation. This right of indemnification shall not exist in relation to matters as to which it is adjudged in any action, suit or proceeding that these persons are liable for negligence or misconduct in the performance of duty. The indemnification rights provided herein (i) shall not be deemed exclusive ofany other rights to which those indemnified may be entitled under any law, agreement, vote of shareholders or otherwise; and (ii) shall inure to the benefit of the heirs, executors and administrators of such persons entitled to indemnification. The Corporation may, to the extent authorized from time to time by the board of Directors, grant indemnification rights to other employees or agents of the Corporation or other persons serving the Corporation and such rights may be equivalent to, or greater or less than, those set forth herein.

3. **Partnership.** The Corporation may be a partner to the maximum extent permitted by law.

4. **Shareholder Action Without a Meeting by Less Than Unanimous Consent.** Any action that, under any provision of G.L. c. 156D may be taken at a meeting of the shareholders, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, shall be signed by the holders of the outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares are entitled to vote thereon were present and voted; provided, however, that unless the consents of all shareholders entitled to vote have been solicited in writing, notice shall be given (in the same manner as notice of meetings is to be given), and within the time limits prescribed by law, of such action to all shareholders entitled to vote who did not consent in writing to such action; and provided, further, that Directors may be elected by written consent only if such consent is given by shareholders holding eighty-five percent (85%) of the outstanding votes held by shareholder,s except that action taken by shareholders to fill one or more vacancies on the board other than a vacancy created by the removal of a Director, may be taken by written consent of a majority of the outstanding shares entitled to vote.

5. **Authorization of Directors to Make, Amend or Repeal Bylaws.** The board of directors may make, amend or repeal the Bylaws in whole or in part, except with respect to any provision thereof which by virtue of an express provision in Chapter 156D of the General Laws of Massachusetts, the Articles of Organization or the Bylaws requires action by theshareholders.

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:
   1400 Brayton Point Road Somerset, MA 02725
b. The name of its initial registered agent at its registered office:
   Edward Dow III
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: Edward Dow III

Treasurer: Ronald Rapoport

Secretary: Michael Maxim

Director(s): Edward Dow III, Ronald Rapoport, Michael Maxim

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:
   Cultivate, manufacture, market, promote, sell and distribute medicinal cannabis and related products.
f. The street address of the principal office of the corporation:
   1400 Brayton Point Road Somerset,MA 02725
g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

1400 Brayton Point Road Somerset, MA 02725, 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 16th day of July, 2018,

SECRETARY OF THE COMMONWEALTH

2018 AUG -2 PM 3:48

CORPORATIONS DIVISION

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)

I hereby certify that upon examination of these articles of conversion, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of $ 475 having been paid, said articles are deemed to have been filed with me this 2 day of August, 20 18, at _____ a.m./p.m.
time

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

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

1081

Examiner

Name approval

C

M

Filing fee: Minimum $250

TO BE FILLED IN BY CORPORATION
Contact Information:

Solar Therapeutics Inc.

1400 Brayton Point Road

Somerset, MA 02725

Telephone: (603) 498-6326

Email: edward.dow.iii@gmail.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.

13-15007

BYLAWS

OF

SOLAR THERAPEUTICS INC.

BYLAWS OF SOLAR THERAPEUTICS INC.

ARTICLE I: GENERAL

Section 1.01 Name and Purposes. The name of the Corporation is Solar Therapeutics Inc. (the "**Corporation**"). The purpose of the Corporation shall be as set forth in the Corporation's Articles of Entity Conversion as adopted and filed with the Office of the Secretary of State of the Commonwealth of Massachusetts (as now in effect or as hereafter amended or restated from time to time, the "**Articles of Entity Conversion**") pursuant to Chapter 156D of the Massachusetts General Laws, as now in effect and as hereafter amended, or the corresponding provision(s) of any future Massachusetts General Law ("**Chapter 156D**").

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

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

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

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

ARTICLE II: SHAREHOLDERS

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

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

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

Section 2.03 Special Shareholders' Meetings. Special meetings of the shareholders, for any purpose whatsoever, may be called at any time by the President, the Board of Directors or by shareholders entitled to cast not less than ten percent (10%) of the corporation's voting power. Any person entitled to call a special meeting of shareholders (other than the Board of Directors) may make a written request to the Chair of the Board (if any), President or Secretary, specifying the general purpose of such meeting and the date, time and place of the meeting, which date shall be not less than thirty-five (35) days nor more than sixty (60) days after the receipt by such officer of the request. Within twenty (20) days after receipt of the request, the officer receiving such request forthwith shall cause notice to be given to the shareholders entitled to vote at such meeting, stating that a meeting will be held on the date and at the time and place requested by the person or persons requesting a meeting and stating the general purpose of the meeting. If such notice is not given twenty (20) days after receipt by the officer of the request, the person or persons requesting the meeting may give such notice. No business shall be transacted at a special meeting unless its general nature shall have been specified in the notice of such meeting; *provided, however*, that any business may be validly transacted if the requirements for such validity, as provided in Section 2.12 of these Bylaws, are met.

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

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

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

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

(a) The name(s) and address(es) of the Proposing Shareholder(s).

(b) The classes and number of shares of capital stock of the Corporation held by the Proposing Shareholder.

(c) If the notice regards the nomination of a candidate for election as Director:

(i) The name, age, business and residence address of the candidate;

(ii) The principal occupation or employment of the candidate; and

(iii) The class and number of shares of the Corporation beneficially owned by the candidate.

(d) If the notice is in regard to a proposal other than a nomination of a candidate for election as Director, a brief description of the business desired to be brought before the meeting and the material interest of the Proposing Shareholder of such proposal.

Section 2.05 Notice of Shareholders' Meeting. Except as otherwise provided by law, written notice stating the place, day and hour of the meeting, and, in case of a special meeting, the nature of the business to be transacted at the meeting, shall be given at least ten (10) days (or, if sent by third class mail, thirty (30) days) and not more than sixty (60) days before the meeting. In the case of an annual meeting, notice will include matters the Corporation's Board of Directors intends, at the time of the giving of the first of such notices, to present to the shareholders for action, and in the case of a meeting at which Directors are to be elected, the names of nominees that the Board of Directors, at the time of the giving of the first of such notices, intends to present to the shareholders for election. Proof that notice was given shall be made by affidavit of the Secretary, assistant Secretary, transfer agent or Director, or of the person acting under the direction of any of the foregoing, who gives such notice, and such proof of notice shall be made part of the minutes of the meeting. Such affidavit shall be prima facie evidence of the giving of such notice. It shall not be necessary to state in a notice of any meeting of shareholders as a purpose thereof any matter relating to the procedural aspects of the conduct of such meeting.

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

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

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

(a) Transmitted to a facsimile number provided by the shareholder for the purpose of receiving notice.

(b) Transmitted to an electronic mail address provided by the shareholder for the purpose of receiving notice.

(c) Posted on an electronic network, with a separate notice sent to the shareholder at the address provided by the shareholder for the purpose of alerting the shareholder of a posting.

(d) Communicated to the shareholder by any other form of electronic transmission consented to by the shareholder.

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

Section 2.06 Persons Entitled to Vote. Except as otherwise provided by law, and except when a record date has been fixed, only persons in whose names shares entitled to vote stand on the stock records of the Corporation at the close of business on the business day next preceding the day on which notice is given shall be entitled to notice of a shareholders' meeting, or to vote at such meeting. In the event notice is waived, only persons in whose names shares entitled to vote stand on the stock records of the Corporation at the close of business on the business day next preceding the day on which the meeting is held shall be entitled to vote. If no record date has been fixed, the record date shall be:

(a) For determining shareholders entitled to give consent to action by the Corporation without a meeting, the day on which the first written consent is given.

(b) For determining shareholders for any other purpose, the later of (i) the day on which the Board of Directors adopts the resolution relating thereto, or (ii) the sixtieth (60th) day prior to the date of such other action.

Section 2.07 Fixing the Record Date. The Board of Directors may fix a time in the future as a record date to determine the shareholders entitled to notice of, and to vote at, any meeting of shareholders or give written consent to action by the Corporation without a meeting or entitled to receive any dividend or distribution, or to any change conversion, or exchange of shares.

A record date fixed under this Section 2.07 may not be more than sixty (60) days or less than ten (10) days before the meeting or more than sixty (60) days before any other action requiring a determination of shareholders. When a record date is so fixed, only shareholders of record at the close of business on that date are entitled to notice of and to vote at the meeting or to receive the dividend, distribution or allotment of rights, or to exercise the rights, as the case may be, notwithstanding any transfer of any shares on the books of the Corporation after the record date. In the event any meeting of shareholders is adjourned for more than forty-five (45) days from the date set for the original meeting, the Board shall fix a new record date for purposes of giving notice of, and determining the holders of shares entitled to vote at, such adjourned meeting.

Section 2.08 Quorum of and Action by Shareholders. The presence at a meeting in person or by proxy of the persons entitled to vote a majority of the voting shares constitutes a quorum for the transaction of business. The shareholders present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment notwithstanding the withdrawal of such number of shareholders so as to leave less than a quorum, if any action taken, other than adjournment, is approved by at least a majority of the shares required to constitute a quorum, except as otherwise provided by law. Except as otherwise provided by law, herein or in the Articles of Entity Conversion, the affirmative vote of a majority of the shares represented at a meeting at which a quorum is present, shall be the act of the shareholders.

Section 2.09 Adjourned Meetings and Notice Thereof. Any shareholders' meeting, annual or special, whether or not a quorum is present, may be adjourned from time to time by a vote of the majority of the shares present, in person or proxy. When a meeting is adjourned for forty-five (45) days or more, or if a new record date for the adjourned meeting is fixed by the Board of Directors, notice of the adjourned meeting shall be given to such shareholders of record entitled to vote at the adjourned meeting, as in the case of any original meeting. When a meeting is adjourned for less than forty-five (45) days, and a new record date is not fixed by the Board of Directors, it shall not be necessary to give any notice of the time and place of the adjourned meeting, means of electronic transmission or electronic video screen communication, if any, or of the business to be transacted thereat other than by announcement at the meeting at which the adjournment is taken, provided only business that might have been transacted at the original meeting may be conducted at such adjourned meeting.

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

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

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

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

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

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

ARTICLE III: DIRECTORS

Section 3.01 Number of Directors; Identity of Initial Directors. The authorized number of Directors of the Corporation shall be three (3) until changed by an amendment to these Bylaws duly adopted in accordance with these Bylaws by the vote or written consent of a majority of the outstanding shares entitled to vote. The initial Directors shall be:

(a) Edward Dow III.;

(b) Ronald Rapoport; and

(c) Michael Maxim;

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

Without limiting the generality of the foregoing, and subject to the same limitations, it is hereby expressly declared that the Directors shall have the power and, to the extent required by law, the duty to:

(a) Appoint and remove at pleasure of the Board all officers, managers, management companies, agents and employees of the Corporation, prescribe their duties in addition to those prescribed in these Bylaws, supervise them, fix their compensation and require from them security for faithful service. Such compensation may be increased or diminished at the pleasure of the Directors;

(b) Conduct, manage and control the affairs and business of the Corporation, make rules and regulations not inconsistent with the Articles of Entity Conversion or applicable law or these Bylaws, make all lawful orders on behalf of the Corporation and prescribe in the manner of executing the same;

(c) Incur indebtedness and borrow money on behalf of the Corporation and designate from time to time the person or persons who may sign or endorse checks, drafts or other orders of payment of money, notes or other evidences of indebtedness, issued in the name of, or payable to, the Corporation, and prescribe the manner of collecting or depositing funds of the Corporation and the manner of drawing checks thereon;

(d) Appoint by resolution of a majority of the authorized number of Directors an executive committee and other committees and delegate to the executive committee any of the powers and authorities of the Board in the management of the business and affairs of the Corporation, except the powers to (i) fill vacancies on the Board or any committee, (ii) fix compensation of Directors; (iii) adopt, amend or repeal these Bylaws; (iv) amend or repeal resolutions of the Board that are expressly non-amendable or not able to be repealed; (v) declare a dividend or distribution to shareholders or authorize the repurchase of the Corporation's shares except at a rate, in a periodic amount or within a range,

determined by the Board; (vi) establish other committees of the Board; or (vii) approve any action that in addition to Board approval requires shareholder approval. The executive committee shall be composed of two (2) or more Directors. The provisions of these Bylaws regarding notice and meetings of Directors shall apply to all committees;

(e) Authorize the issuance of stock of the Corporation from time to time, upon such terms as may be lawful; and

(f) Prepare an annual report to be sent to the shareholders after the close of the fiscal or calendar year of this Corporation, which report shall comply with the requirements of law. To the extent permitted by law, the requirements that an annual report be sent to shareholders and the time limits for sending such reports are hereby waived, the Directors, nevertheless, having the authority to cause such report to be sent to shareholders.

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

Section 3.04 Vacancies and Newly Created Directorships. A vacancy on the Board of Directors exists in case of the occurrence of any of the following events:

(a) The death, resignation or removal of any Director.

(b) The removal or declaration of vacancy by the Board of Directors of a Director who has been declared of unsound mind by a court order or convicted of a felony.

(c) The Director is a member who is divested from ownership of the marijuana business resulting from a decision by either the state or local licensing authority.

(d) The authorized number of Directors is increased.

(e) At any annual, regular or special meeting of shareholders at which any Director is elected, the shareholders fail to elect the full authorized number of Directors to be voted for at that meeting.

All vacancies may be filled by the approval of the Board of Directors or, if there is less than a quorum of Directors, by (i) a vote of the majority of the remaining Directors at a meeting held pursuant to notice or waivers of notice complying with G.L. c. 156D, (ii) unanimous written consent or (iii) a sole remaining Director. Each Director so elected shall hold office until his successor is elected at an annual, regular or special meeting of the shareholders. The shareholders may, by vote or written consent of a majority of outstanding shares entitled to vote in the election of Directors, elect a Director at any time to fill any vacancy not filled by the Directors. The shareholders may, by vote of a majority of outstanding shares entitled to vote in the election of Directors or unanimous written consent, elect a Director at any time to fill any vacancy created by removal of a Director, except that a vacancy created pursuant to clause (b) of this Section 3.04 may be filled by the Board of Directors. If the Board of Directors accepts the resignation of a Director tendered to take effect at a future time, the Board or the shareholders may elect a successor to take office when the resignation becomes effective. A reduction of the authorized number of Directors does not remove any Director prior to the expiration of that Director's term of office.

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

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

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

Section 3.07 Meetings of Directors.

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

(b) Special Meetings. Special meetings of the Board for any purpose or purposes may be called at any time by the President, the Secretary, by any two (2) Directors or by one (1) Director in the event that there is only one (1) Director. Notice of the time and place of special meetings shall be delivered by mail, electronic delivery or orally. If notice is mailed, it shall be deposited in the United States mail at least four (4) days before the time of the meeting. In the case the notice is delivered either orally or by electronic delivery shall be delivered at least forty-eight (48) hours before the time of the meeting. Any oral notice given personally or by telephone may be communicated either to the Director or to a person at the office of the Director whom the person giving notice has reason to believe will promptly communicate it to the Director. The notice need not specify the purpose of the meeting nor the place if it is to be held at the principal office of the Corporation.

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

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

Corporation implements some means of verifying that each person participating is entitled to participate and all votes or other actions are taken by persons entitled to participate.

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

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

Section 3.11 Action by Directors Without a Meeting. Any action required or permitted to be taken by the Board of Directors or any committee thereof under G.L. c. 156D may be taken without a meeting if, prior or subsequent to the action, a consent or consents thereto by all of the Directors in office, or all the committee members then appointed, is filed with the Secretary to be filed with the minutes of the proceedings of the Board of Directors. Such action by written consent shall have the same force and effect as a unanimous vote of such Directors.

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

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

(a) Approve actions that require approval of the shareholders or the outstanding shares.

(b) Fill vacancies on the Board or in any committee.

(c) Fix compensation of the Directors for serving on the Board or on any committee.

(d) Amend or repeal bylaws or adopt new bylaws.

(e) Amend or repeal any resolution of the Board of Directors that by its terms is not so amendable or repealable.

(f) Make a distribution to shareholders, except at a rate, in a periodic amount or within a price range set forth in the Articles of Entity Conversion or determined by the Board.

(g) Appoint other committees or Board members.

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

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

ARTICLE IV: OFFICERS

Section 4.01 Positions and Election. The officers of the Corporation shall be elected by the Board of Directors and shall be a President, a Secretary, a Treasurer and all other officers as may from time to time be determined by the Board of Directors. At the discretion of the Board of Directors, the Corporation may also have other officers, including but not limited to one (1) or more Vice Presidents or assistant Vice Presidents, one (1) or more assistant Secretaries, a Chief Financial Officer and a Chief Operations Officer, as may be appointed by the Board of Directors, with such authority as may be specifically delegated to such officers by the Board of Directors. Any two (2) or more offices may be held by the same person.

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

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

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

Section 4.03 Powers and Duties of Officers. The powers and duties of the officers of the Corporation shall be as provided from time to time by resolution of the Board of Directors or by direction of an officer authorized by the Board of Directors to prescribe the duties of other

officers. In the absence of such resolution, the respective officers shall have the powers and shall discharge the duties customarily and usually held and performed by like officers of corporations similar in organization and business purposes to the Corporation subject to the control of the Board of Directors.

ARTICLE V: INDEMNIFICATION OF DIRECTORS AND OFFICERS

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

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

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

ARTICLE VI: SHARE CERTIFICATES AND TRANSFER

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

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

Section 6.02 Transfers of Shares. Transfer of shares of the Corporation shall be made only on the books of the Corporation by the registered holder thereof or by such other person as may under law be authorized to endorse such shares for transfer, or by such shareholder's attorney thereunto authorized by power of attorney duly executed and filed with the Secretary or transfer agent of the Corporation. Except as otherwise provided by law, upon surrender to the Corporation

or its transfer agent of a certificate for shares duly endorsed or accompanied by proper evidence of succession, assignment or authority to transfer, it shall be the duty of the Corporation to issue a new certificate to the person entitled thereto, cancel the old certificate and record the transaction upon its books.

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

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

ARTICLE VII: CORPORATE RECORDS AND INSPECTION

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

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

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

ARTICLE VIII: MISCELLANEOUS

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

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

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

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

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

(a) Modify lines of succession to accommodate the incapacity of any Director, officer, employee or agent resulting from the emergency.

(b) Relocate the principal office or designate alternative principal offices or regional offices.

(c) Give notice to Directors in any practicable matter under the circumstances, including but not limited to publication and radio, when notice of a board meeting cannot be given in a manner prescribed by these Bylaws.

(d) Deem that one (1) or more officers present at a board meeting is a Director as necessary to achieve a quorum for that meeting.

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

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

ARTICLE IX: AMENDMENT OF BYLAWS

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

Section 9.02 Amendment by Directors. Subject to the rights of shareholders as provided in Section 9.01, and the statutory limitations of G.L. c. 156D, the Board of Directors may adopt, amend or repeal these Bylaws.

[SIGNATURE PAGE TO FOLLOW]

CERTIFICATE OF SECRETARY
OF
Solar Therapeutics Inc.

The undersigned, Michael Maxim, hereby certifies that [s]he is the duly elected and acting Secretary of SOLAR THERAPEUTICS INC.., a Massachusetts corporation (the "**Corporation**"), and that the foregoing Bylaws were adopted as the Bylaws of the Corporation as of _____ ____, 2018, and that the same do now constitute the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this certificate on behalf of the Corporation as of this 16 day of JULY, 2018.

SOLAR THERAPEUTICS INC.

By: _____
Name: Michael Maxim
Title: Secretary

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

Date: February 17, 2022

To Whom It May Concern :

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

SOLAR THERAPEUTICS INC.

is a domestic corporation organized on **August 02, 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.

Secretary of the Commonwealth

Certificate Number: 22020452540

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

Processed by: ili

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

mass.gov/dor

Letter ID: L1849832128
Notice Date: December 22, 2021
Case ID: 0-001-367-921

CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE

SOLAR THERAPEUTICS, INC.
1735 FALL RIVER AVE
SEEKONK MA 02771-2032

Why did I receive this notice?

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

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

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

What if I have questions?

If you have questions, call us at (617) 887-6400 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 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

389808268

Rosalin Acosta
SECRETARY

Richard A. Jeffers
DIRECTOR

Solar Therapeutics
1400 Brayton Point Rd Ste 1 ... 4
Somerset, MA 02725-2302

EAN: 22126545
March 14, 2022

Certificate Id:57080

The Department of Unemployment Assistance certifies that as of 3/14/2022 ,Solar Therapeutics is current in all its obligations relating to contributions, payments in lieu of contributions, and the employer medical assistance contribution established in G.L.c.149,§189.

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

Richard A. Jeffers, Director

Department of Unemployment Assistance

CHARLES F. HURLEY BUILDING • 19 STANIFORD STREET • BOSTON, MA 02114
www.mass.gov/uima

The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: $35.00

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

Articles of Organization
(General Laws, Chapter 180)

Identification Number: 001302432

ARTICLE I

The exact name of the corporation is:

SOLAR THERAPEUTICS INC.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

THE CORPORATION IS ORGANIZED AND AT ALL TIMES SHALL BE OPERATED EXCLUSIVELY FOR CHARITABLE, SCIENTIFIC, CIVIC, RELIGIOUS, LITERARY, OR EDUCATIONAL PURPOSES PURSUANT TO MGL CHAPTER 180 § 4.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

ARTICLE IV

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:
(If there are no provisions state "NONE")

THE CORPORATION IS ORGANIZED SOLELY FOR THE FURTHERANCE OF ITS NONPROFIT PURPOSES. THE NET EARNINGS OF THE NONPROFIT SHALL NOT INURE TO THE BENEFIT OF ITS MEMBERS, DIRECTORS, OFFICERS, OR OTHER PRIVATE PERSON OR BE DISTRIBUTABLE THERETO; HOWEVER, REASONABLE COMPENSATION MAY BE PAID, AT THE AUTHORITY OF THE CORPORATION, FOR SERVICES RENDERED AND PAYMENTS AND DISTRIBUTIONS MAY BE EXECUTED IN FURTHERANCE OF THE NONPROFIT PURPOSES OF THE CORPORATION. IN ACCORDANCE WITH THE STATUTES OF THE COMMONWEALTH OF MASSACHUSETTS, THE BOARD OF DIRECTORS SHALL DISPOSE OF ALL THE ASSETS OF THE CORPORATION EXCLUSIVELY FOR THE PURPOSE OF THE CORPORATION, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, IN THE EVENT OF THE DISSOLUTION OF THE CORPORATION, AS THE BOARD OF DIRECTORS SHALL DETERMINE. THE CORPORATION'S OFFICERS AND DIRECTORS SHALL NOT BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR A BREACH OF FIDUCIARY DUTY, OR ARISING THEREOF, AS AN OFFICER OR DIRECTOR NOTWITHSTANDING ANY PROVISION

OF LAW IMPOSING SUCH LIABILITY. HOWEVER, TO THE EXTENT THAT APPLICABLE LAW IMPOSES LIABILITY, THE FOREGOING SHALL NOT ELIMINATE OR LIMIT THE LIABILITY OF AN OFFICER OR DIRECTOR (I) FOR A BREACH OF THE OFFICER'S OR DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION OR ITS MEMBERS, (II) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF THE LAW, OR (III) FOR ANY TRANSACTION FROM WHICH THE OFFICER OR DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT. TO THE EXTENT LEGALLY PERMISSIBLE, THE CORPORATION SHALL INDEMNIFY EACH PERSON WHO MAY SERVE OR WHO HAS SERVED – AT ANY TIME – AS AN OFFICER OR DIRECTOR OF THE CORPORATION AGAINST ALL EXPENSES AND LIABILITIES WITHOUT LIMITATION, WHICH SHALL INCLUDE, INTER ALIA, COUNSEL FEES, JUDGMENTS, FINES, EXCISE TAXES, PENALTIES AND SETTLEMENT PAYMENTS, REASONABLY INCURRED BY OR IMPOSED UPON SUCH PERSON IN CONNECTION WITH ANY THREATENED, PENDING OR COMPLETED ACTION, SUIT OR PROCEEDING IN WHICH HE OR SHE MAY BECOME INVOLVED BY REASON OF HIS OR HER SERVICE IN SUCH CAPACITY. HOWEVER, NO INDEMNIFICATION WILL BE PROVIDED FOR ANY SUCH PERSON WITH RESPECT TO ANY MATTER IN WHICH THE INDIVIDUAL SHALL HAVE BEEN FINALLY ADJUDICATED TO HAVE NOT ACTED IN GOOD FAITH WITH THE REASONABLE BELIEF THAT SUCH ACTION WAS IN THE BEST INTERESTS OF THE CORPORATION IN ANY PROCEEDING. FURTHER, A MAJORITY VOTE OF A QUORUM OF DIRECTORS WHO ARE NOT AT THAT TIME PARTIES TO THE PROCEEDING SHALL APPROVE ANY COMPROMISE OR SETTLEMENT PAYMENT THERETO. THE INDEMNIFICATION HEREUNDER PROVIDED WILL INURE TO THE BENEFIT OF THE HEIRS, EXECUTORS, AND ADMINISTRATORS OR OTHER INDIVIDUALS ENTITLED TO INDEMNIFICATION. UNDER THE AUTHORITY OF THIS ARTICLE, THE RIGHT OF INDEMNIFICATION SHALL BE IN ADDITION TO – NOT EXCLUSIVE OF – ALL OTHER RIGHTS TO WHICH ANY INDIVIDUAL MAY BE ENTITLED. AS BETWEEN THE CORPORATION AND ITS INDEMNIFIED OFFICERS AND DIRECTORS, THIS ARTICLE CONSTITUTES A CONTRACT. AMENDMENTS TO OR REPEALS OF THE PROVISIONS OF THIS ARTICLE THAT ADVERSELY AFFECT THE RIGHTS OF AN INDEMNIFIED OFFICER OR DIRECTOR SHALL NOT APPLY TO ANY SUCH OFFICER OR DIRECTOR WITH RESPECT TO THOSE ACTS OR OMISSIONS THAT OCCURRED AT ANY TIME PRIOR TO SUCH AMENDMENT OR REPEAL.

Notes: The preceding four (4) atricles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

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

a. The street address *(post office boxes are not acceptable)* of the principal office of the corporation *in Massachusetts* is:

No. and Street: 1400 HANCOCK STREET
THIRD FLOOR

City or Town: QUINCY State: MA Zip: 02169 Country: USA

b. The name, residential street address and post office address of each director and officer of the

corporation is as follows:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	EDWARD DOW III	24 YEARLING RUN ROAD BOURNE, MA 02532 USA 24 YEARLING RUN ROAD BOURNE, MA 02532 USA	Until successors are duly elected and qualified
TREASURER	RONALD RAPOPORT	48 LEONARD DRIVE TIVERTON, RI 02878 USA 48 LEANORD DRIVE TIVERTON, RI 02878 USA	Until successors are duly elected and qualified
CLERK	MICHAEL MAXIM	929 SHORE ROAD POCASSET, MA 02559 USA 929 SHORE ROAD POCASSET, MA 02559 USA	Until successors are duly elected and qualified
DIRECTOR	EDWARD DOW III	24 YEARLING RUN ROAD BOURNE, MA 02532 USA 24 YEARLING RUN ROAD BOURNE, MA 02532 USA	Until successors are duly elected and qualified
DIRECTOR	RONALD RAPOPORT	48 LEONARD DRIVE TIVERTON, RI 02878 USA 48 LEANORD DRIVE TIVERTON, RI 02878 USA	Until successors are duly elected and qualified
DIRECTOR	MICHAEL MAXIM	929 SHORE ROAD POCASSET, MA 02559 USA 929 SHORE ROAD POCASSET, MA 02559 USA	Until successors are duly elected and qualified

c. The fiscal year (i.e., tax year) of the business entity shall end on the last day of the month of:
December

d. The name and business address of the resident agent, if any, of the business entity is:

Name: BRANDON KURTZMAN, ESQ.
No. and Street: 1400 HANCOCK STREET
THIRD FLOOR
City or Town: QUINCY State: MA Zip: 02169 Country: USA

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain:

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 8 Day of December, 2017. *(If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)*
BRANDON KURTZMAN, ESQ., ATTORNEY FOR SOLAR THERAPEUTICS INC.

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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:

December 08, 2017 11:35 AM

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

1400 Brayton Point Road
Somerset, Massachusetts 02725

(603) 498-6326 • WWW.SOLARTHERA.COM

Plan for Obtaining Liability Insurance

Solar Therapeutics Inc. ("Solar Thera") plans to contract with Nationwide to maintain general liability insurance coverage for no less than $1,000,000 per occurrence and $2,000,000 in aggregate annually and product liability coverage for no less than $1,000,000 per occurrence & $2,000,000 in aggregate annually. The policy deductible will be no higher than $5,000 per occurrence. Solar Thera will consider additional coverage based on availability & cost-benefit analysis. If adequate coverage is unavailable at a reasonable rate, Solar Thera will place in escrow at least $250,000 to be expended for liabilities coverage. Any withdrawal from such escrow replenished within 10 business days. Solar Thera will keep reports documenting compliance with 935 CMR 500.105(10).

Solar Therapeutics, Inc.

BUSINESS PLAN

Town of Dartmouth

January 2021

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1. EXECUTIVE SUMMARY

Solar Therapeutics Inc. ("Solar Thera") is a vertically integrated cannabis operator headquartered in Somerset, MA. In addition to being a legacy medical license holder in the Commonwealth of Massachusetts, Solar Thera is a local, community focused operator with a demonstrated track record of professional Adult Use and Medical Marijuana Establishment operations. The Company is committed to creating an inclusive and positive community environment in the communities in which we operate and provide consistent, high quality alternative therapy and wellness products to qualified registered patients of the Medical Marijuana Program. Solar Thera's experienced management team, dedicated board, and passionate investors are driven by a singular mission: to provide industry-leading alternative therapies with a sustainable energy footprint.

Our Products

Solar Thera will offer a variety of cannabis products that will be compliant with the guidelines and regulations set out by the State of Massachusetts. In addition to traditional sativa, indica, and hybrid cannabis flower, Solar Thera will offer a range of products and services that will allow the company to serve consumers and patients alike. Products Solar Thera intends to offer include, but will not be limited to:

1. Cannabis Flower and Pre-rolls
2. Concentrates and Vape Cartridges
3. Tinctures, Edibles, Tablets and Beverages
4. Topical Salves, Creams, Lotions, Patches and Sprays

What Drives Us

1. Serving customers 21 years of age or older and qualified patients with a wide variety of high-quality products that are safe, effective and consistent;
2. Assisting local communities, including in offsetting the cost of Solar Thera's operations within their communities;
3. Hiring employees and contractors from within the Town of Dartmouth;
4. Hiring employees and contractors from the Town of Dartmouth that have been particularly impacted by the war on drugs;
5. Hiring employees from economically distressed communities and giving them the space and knowledge to flourish professionally within Solar Thera and the cannabis industry as a whole;
6. Having a diverse and socially representative pool of employees;
7. Empowering the next generation of entrepreneurs and leaders through hiring, training, and teaching; and
8. Running environmentally friendly cultivation and dispensary sites in the State of Massachusetts;

2. COMPANY OVERVIEW

2.1 Introduction

Solar Thera's corporate headquarters are located in Somerset, Massachusetts where the company operates a state-of-the-art cultivation facility powered by sustainable solar. The location also hosts the company's first medical and adult use dispensary.

The facility encompasses a total of almost 70,000 square feet, with approximately 36,000 square feet dedicated exclusively to cultivation and approximately 30,000 square feet of space dedicated to supporting cultivation and dispensary efforts.

Solar Thera is organized as a Massachusetts domestic for-profit corporation and has secured a Certificate of Registration from the Massachusetts Cannabis Control Commission (the "**Commission**") to operate in the Commonwealth.

2.2 Operations

Solar Thera has established extensive Standard Operating Procedures for all facets of the company's operations including inventory controls and procedures for reviewing comprehensive inventories of marijuana products.

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

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

Solar Thera maintains records, which are available for inspection by the Commission upon request. The records are maintained in accordance with generally accepted accounting principles.

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

Solar Thera provides adequate lighting, ventilation, temperature, humidity, space, and equipment, in accordance with applicable provisions of 935 CMR 500.105 and 500.110.

All recyclables and waste, including organic waste composed of or containing finished marijuana and marijuana products, are stored, secured, and managed in accordance with applicable state and local statutes, ordinances, and regulations. Organic material, recyclable material, solid waste, and liquid waste containing marijuana or by-products of marijuana

processing will be disposed of in compliance with all applicable state and federal requirements.

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

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

2.3 Security

Solar Thera will contract with a professional security and alarm company to design, implement, and monitor a comprehensive security plan to ensure that the facility is a safe and secure environment for employees and the local community. Solar Thera's state-of-the-art security system will consist of perimeter windows, as well as duress, panic, and holdup alarms connected to local law enforcement for efficient notification and response in the event of a security threat. The system will also include a failure notification system that will immediately alert the executive management team if a system failure occurs.

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

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

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

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

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

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

Solar Thera will have security personnel on-site during business hours.

2.4 Benefits to the Town of Dartmouth

Solar Thera looks forward to working cooperatively with the Town of Dartmouth to ensure that Solar Thera operates as a responsible, contributing member of the Dartmouth community. Solar Thera anticipates establishing a mutually beneficial relationship with the Town in exchange for permitting Solar Thera to site and operate in Dartmouth. The Town stands to benefit in various ways, including but not limited to the following:

- **Jobs**:
  - A dispensary will add over 40 full-time and part time jobs, in addition to hiring qualified, local contractors and vendors.
- **Monetary Benefits**:
  - A Licensed dispensary will create monetary contributions and donations will provide the Town with additional financial benefits beyond local property taxes.
- **Access to Quality Product**:
  - Solar Thera will allow qualified consumers in the Commonwealth to have access to high quality cannabis flower and products that are tested for cannabinoid content and contaminants.
- **Control**:
  - In addition to the Commission, the Dartmouth Police Department and other municipal departments will have oversight over Solar Thera's security systems and processes.
- **Responsibility**:
  - Solar Thera is comprised of experienced Marijuana Establishment operators and professionals who have been thoroughly background checked and evaluated by the Commission to meet and exceed the stringent criteria.
- **Economic Development**:
  - Solar Thera's involvement and development in the community will contribute to the revitalization of the area and contribute to the overall economic development of the local community.

2.5 Zoning

To be located in a newly renovated approx. 4900 sq. ft. building at 493 Faunce Corner Road., the proposed retail establishment complies with all Dartmouth zoning requirements and bylaws and includes sufficient on and offsite parking accommodations.

Solar Therapeutics will remain compliant at all times with the local zoning requirements set forth in the Town of Dartmouth Zoning By-Law.

In compliance with 935 CMR 500.110(3), The nearest point of any property line on the lot where a Marijuana Establishment is located – excluding those property lines surrounding portions of irregularly-shaped lots that cannot sustain the main operational facilities required for the Marijuana Establishment, such as but not limited to property lines surrounding the "pole" of a flag lot – shall be 500 feet from the nearest entrance of any pre-existing public or private school providing education in kindergarten or any grades 1 through 12.

(a) For the purposes of 935 CMR 500.110(3): Buffer Zone, "entrance" shall be defined as the entrance that provides ingress and egress to the students of the pre-existing public or private school at the time of the Marijuana Establishment license application.
(b) The buffer zone distance of 500 feet shall be measured in a straight line from the approximate geometric center of the main entrance unless there is an impassable barrier within those 500 feet; in these cases, the buffer zone distance shall be measured along the center of the shortest publicly-accessible pedestrian travel path from the approximate geometric center of the main entrance.
(c) The buffer zone distance of 500 feet may be reduced if a city or town adopts an ordinance or bylaw that reduces the distance requirement.

3. MARKET RESEARCH

3.1 Industry

The Cannabis Industry is among the fastest growing industries in the United States. Revenues continue to increase each year with conservative estimates of $30-$37 billion in annual US sales of cannabis by 2024. Massachusetts is the leading market in the Northeast on track to achieve over $1Bn of sales in the 2021.

3.2 Customers

Solar Thera's target customers include adults 21 years of age and older seeking high quality alternative therapy and wellness products.

3.3 Competitors

Solar Thera's competitors include other local, regional, and national dispensary and cultivation operators.

3.4 Competitive Advantage

Solar Thera's competitive advantages include a diverse and experienced management and operations team, along with the company's state of the art sustainability and energy efficiency initiatives. Sustainable design principles can be found throughout the retail dispensing locations with the company reducing waste when possible by using recycled and paper packaging, LED lights, recycling programs and highly efficient heating and cooling technology.

3.5 Regulations

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

Solar Thera is registered to do business in the Commonwealth as a domestic business corporation. Solar Thera will maintain the corporation in good standing with the Massachusetts Secretary of the Commonwealth and the Department of Revenue.

Solar Thera will apply for all state and local permits and approvals required to build and operate the facility.

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

4. PRODUCTS & SERVICES

Our core products will be cannabis flower and cannabis derivative products, which will come in a variety of strains and product types. We will also engage in the sale of marijuana related products, such as accessories and hardware.

4.1 Pricing Structure

Solar Thera's pricing structure will vary based on market conditions. The Company plans to source and market products of superior quality and will price its products accordingly. Solar's Somerset Dispensary is fully transparent with pricing available via its online menu for price sensitive consumers to choose the best offering within their respective budgets.

5. SALES & MARKETING

5.1 Growth Strategy

Over time, the Company will seek additional, appropriate locations in the surrounding area to expand business and reach an increasing number of customers in the future. Solar Thera's plan to grow the company includes:

1. Strong and consistent branding;
2. Intelligent, targeted, and compliant marketing programs;
3. A compelling loyalty program;
4. An exemplary customer in-store experience;
5. A caring and thoughtful staff of consummate professionals

5.2 Communication

Solar Thera will engage in reasonable marketing, advertising, and branding practices that do not jeopardize the public health, welfare, or safety of the general public, or promote the

diversion of marijuana or marijuana use in individuals younger than 21 years old. Any such marketing, advertising, and branding created for viewing by the public will include the statement: "Please Consume Responsibly," in a conspicuous manner on the face of the advertisement and will include a minimum of two of the warnings, located at 935 CMR 500.105(4)(a), in their entirety in a conspicuous manner on the advertisement.

All marketing, advertising, and branding produced by or on behalf of Solar Thera will include the following warning, including capitalization, in accordance with M.G.L. c. 94G, § 4(a1⁄2)(xxvi): "This product has not been analyzed or approved by the Food and Drug Administration (FDA). There is limited information on the side effects of using this product, and there may be associated health risks. Marijuana use during pregnancy and breast-feeding may pose potential harms. It is against the law to drive or operate machinery when under the influence of this product. KEEP THIS PRODUCT AWAY FROM CHILDREN. There may be health risks associated with consumption of this product. Marijuana can impair concentration, coordination, and judgment. The impairment effects of Edibles may be delayed by two hours or more. In case of accidental ingestion, contact poison control hotline 1-800-222-1222 or 9-1-1. This product may be illegal outside of MA."

Solar Thera will communicate with customers through:

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

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

5.3 Sales

Solar Thera will sell its product and service by engaging customers with knowledgeable in-store personnel.

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

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

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

5.4 Logo

Solar Thera has developed a logo to be used in labeling, signage, and other materials such as letterhead and distributed materials. The logo is discreet, unassuming, and does not use medical symbols, images of marijuana, related paraphernalia, or colloquial references to cannabis or marijuana.

6. FINANCIALS & PROJECTIONS

6.1 Amounts & Sources of Operating Capital

Solar Thera has entered a strategic partnership to develop 493 Faunce Corner into a leading dispensary. Funding for 493 will be split into two tranches with the Landlord funding the initial buildout as referenced in Exhibit A and Solar Thera funding any amount over the initial allocation as well as other startup costs associated with bringing the facility to operational status. Solar Thera's contribution will come from Cash Flow generated from the Company's entire footprint; Exhibit B is a bank letter demonstrating that the Company has over $1,000,000 on deposit with its banking partner BayCoast Bank.

6.2 Use of Funds

Buildout of Facility	$1,000,000
Tenant Improvements	$100,000
Equipment, POS, Displays, Safe etc.	$50,000
Operational Reserve (Salaries)	$200,000

6.3 Financial Projections

Pro-forma P&L Dartmouth		2021	2022	2023	2024	2025
Gross Revenues		5,061,818	15,036,267	14,806,964	14,581,158	14,358,795
State Tax (8%)		*(404,945)*	*(1,202,901)*	*(1,184,557)*	*(1,166,493)*	*(1,148,704)*
HCA (3%)		(151,855)	(451,088)	(444,209)	(437,435)	(430,764)
Net Revenue		**4,507,039**	**13,384,300**	**13,180,221**	**12,979,254**	**12,781,353**
Less: Cost of Goods Sold		*(2,410,390)*	*(7,160,127)*	*(7,793,139)*	*(8,100,643)*	*(7,977,108)*
280e Taxable Income		**2,096,650**	**6,224,172**	**5,387,082**	**4,878,611**	**4,804,244**
Tax - Federal	21%	*(440,296)*	*(1,307,076)*	*(1,131,287)*	*(1,024,508)*	*(1,008,891)*
Tax - State	8.0%	*(130,955)*	*(393,934)*	*(322,747)*	*(277,672)*	*(267,140)*
280e Net		**1,525,399**	**4,523,162**	**3,933,047**	**3,576,431**	**3,528,213**
Less: SG&A		(459,718)	(1,300,000)	(1,352,740)	(1,407,708)	(1,464,999)
Salaries, wages, benefits, etc.		*(278,300)*	*(839,500)*	*(873,080)*	*(908,003)*	*(944,323)*
Security and surveillance		*(16,575)*	*(50,000)*	*(51,250)*	*(52,531)*	*(53,845)*
IT / Information systems		*(9,945)*	*(30,000)*	*(30,600)*	*(31,212)*	*(31,836)*
Banking fees		*(40,500)*	*(40,500)*	*(41,310)*	*(42,136)*	*(42,979)*
Permit, licensing, and filing fees		*(5,000)*	*(10,000)*	*(10,000)*	*(10,000)*	*(10,000)*
Rent and utilities (non-production area)		*(109,397)*	*(330,000)*	*(346,500)*	*(363,825)*	*(382,016)*
280e Non-Deductible Expenses		**(459,718)**	**(1,300,000)**	**(1,352,740)**	**(1,407,708)**	**(1,464,999)**
Free cash flow (net of Tax)		**1,065,681**	**3,223,162**	**2,580,307**	**2,168,723**	**2,063,214**

7. PROPOSED TIMELINE FOR INITIATING OPERATIONS

Proposed Timeline

A proposed timeline for achieving operation of the Marijuana Establishment and evidence that the Marijuana Establishment will be ready to operate within the proposed timeline after notification by the Commission that the applicant qualifies for licensure.

Lead Time	Date	Event
-	1/08/2021	Site Control Obtained
	1/13/2021	Submit Dartmouth Application
-	02/08/2021	Present for Special Permit & Approval of Architectural Review
+46 days after Submission of Complete Application	03/01/2021	Obtain Host Community Agreement

+67 days after Submission of Complete Application	03/20/2021	Complete State Application, Submit to Commission
+67 days after Submission of Complete Application	03/20/2021	Commission Receives Confirmation from Host Community of Compliance with Zoning Bylaws
+97 days after Submission of Complete Application	04/20/2021	Receive Municipal Building Permit & Begin Facility Construction
+157 days after Submission of Complete Application	06/20/2021	Received Provisional Certificate from Commission
+187 days after Submission of Complete Application	07/20//2021	Finish Facility Construction & Interior Buildout
+198 days after Submission of Complete Application	08/01/2021	Receive Certificate of Occupancy
+ 212 days after Submission of Complete Application	8/15/2021	Commission Inspection of Facility & Security Monitoring
+242 days after Submission of Complete Application	9/15/2021	Receive Final License from Commission
+257 days after Submission of Complete Application	10/1/2021	Receive Authorization to Commence Operations
+257 days after Submission of Complete Application	10/01/2021	Begin Sales

8. TEAM

Solar Thera has put together a team to implement the operations of the dispensary. Solar Thera intends to create 30 - 40 full and part time staff positions within the first three years of operations in the Town of Dartmouth. No individual on the Solar Thera team is a controlling individual with more than three licenses in a particular class of license and no manager, director, officer, investor, or other individual affiliated with the company has been convicted of any criminal disqualifying conditions, offenses, and violations pursuant to 935 CMR 500.

Edward Dow III: (Chief Executive Officer and Chief Operating Officer)

Edward is a graduate of the University of New Hampshire and is actively pursuing his Master's in Business at the University of Massachusetts. Edward has a diverse professional background, ranging from engineering, sales management, and corporate management.

Currently, Edward steers Dow Capital Partners, an investment firm comprised of a diverse group of professionals that controls over $20 million in assets. He also directs Solar Therapeutics, an innovative 67,000 square foot marijuana establishment that will supply both medical and recreational marijuana products upon completion of build-out. Solar Therapeutics is designed based on all industry best-practices while employing extensive green-initiative equipment including solar fields, natural gas cogeneration units, as well as battery storage and rainwater collection. There are no known comparable grow facilities within the country.

Edward has an extensive engineering background, formerly working for Woods Hole Oceanographic Institution (WHOI). Originally an engineering assistant at the Advanced Engineering Labs, he was responsible for managing production and build schedule for commercial sensors and instrumentation. Duties evolved to design and lead to his eventual title of Engineer with the Deep Submergence Laboratory (DSL). At DSL, Edward was able to travel the world mobilizing ROV Jason, a remotely operated underwater vehicle.

While designing parts and equipment at WHOI, Edward realized a supply gap within the engineered metal finishing space. It was clear that engineers were specifying technical anodized finishes requiring tighter tolerances than local industry provided. It was then Edward began the design and construction of Bay State Metal Finishing (BSM) in January 2012. BSM provides engineered metal finishes used within multiple high-tech industries including oceanography, aeronautics, and automated machinery. Duties involved design and construction of an industrial processing facility while working with all relevant local and federal zoning authorities, permitting boards, along with engineers, contractors, and local municipalities. Edward also ran the daily operations of the business.

Additionally, Edward completed a year-long corporate management training program, and subsequently worked in all aspects of commercial sales within the construction industry for Wolseley PLC (Now Ferguson PLC) for the next two years prior to WHOI.

Edward will leverage his multi-faceted experience to implement the strategy and operations of Solar Therapeutics.

Robert Keller: (Chief Financial Officer)

Mr. Robert Keller shall serve as the Chief Financial Officer. He is a founding member of Patriot Capital LLC started in 2016. Patriot Capital is a private equity firm established to fund the expansion of state licensed marijuana cultivation and dispensing operations. Mr. Keller and Patriot Capital previously sourced over 40% of the capital required to complete a $11 million private equity deal in the Massachusetts cannabis market.

Mr. Keller earned his Associate of Arts in architecture from Dean College and his Bachelor of Science in economics from the University of Arizona in 1998. In the fall of 1998, he accepted an offer from Fidelity Investments as a financial representative which started a 15-year tenure that consisted of developing and managing Fidelity's largest book of assets under management consisting of Fidelity's highest net worth clients exceeding $990 million. While at Fidelity Mr. Keller was recognized three times by receiving Fidelity's highest recognition for performance The Fidelity Presidents' Circle Award. This experience enabled Mr. Keller to receive extensive training in regulatory compliance, taxation, capital markets and complex investment strategies. The experience provided the foundation for him to start with UBS Financial Services in 2012 as Vice President of Wealth Management. While he was at UBS Mr. Keller managed a boutique firm of high-net-worth clients including the implementation of complex investment strategies, estate planning techniques, risk and tax mitigation and private equity.

In addition to his business interests, Mr. Keller has spent a considerable time pursuing charitable and community endeavors. He has been a Milford Rotarian since 2012 serving as director from 2015-2017. Milford Rotary raises and distributes over $100,000 annually to local and international charities. Mr. Keller has also been a director at Andy's Summer Playhouse since 2014. Andy's Playhouse is a children's theater that focuses on original pieces that are written, produced and choreographed by award winning theater professionals from around the country which are then performed and managed by children. Mr. Keller has been a board member of the Town of Wilton, NH Energy Committee since 2016 assisting the town analysis energy saving strategies when remodeling the historic town hall, police station and fire department including replacing new heating systems, LED upgrades and possible future municipal solar fields. Mr. Keller has also served numerous directorships and head coaching positions in multiple town and AAU baseball organizations over a ten-year youth coaching career. He currently resides with his wife of sixteen years and three children.

Michael Allen: (Chief of Security)

Mr. Michael Allen is an FBI National Academy graduate with over 30 years of law 28

enforcement experience. Fully accountable for staffing, budgeting, policies, procedures, integration, implementation, and overall crime prevention through a variety of means to include Community Policing, Crime Analysis and CompStat. Crime reduction strategies in 2015 that resulted in a 35% reduction in overall property crime (63% reduction in Shoplifting) and a 118% increase in drug related arrests. Worked collaboratively with Frisbie Hospital in 2016 to implement a new Recovery Center in Rochester, New Hampshire in conjunction with a Community Access to Recovery program in the police department on a 24/7 basis. Worked collaboratively with Frisbie Hospital to implement the first Narcan administration program for police officers in the State of New Hampshire. Worked collaboratively with the Rochester School Department to introduce L.E.A.D (a new substance abuse prevention/education program for youth) in grades 3, 6 and 9. Designed and implemented the departments first formal Strategic Plan.

8. FINAL REMARKS

We are a local community-focused partner first, an experienced, professional operator second. In addition to partnering on favorable host community agreements, Solar Therapeutics prides itself on maintaining a demonstrable track record of seeking out high-impact charitable donations and volunteering opportunities within the local communities in which we have the pleasure of operating.

Our company is dedicated to promoting equity in its operations for diverse populations, such as minorities, women, veterans, people with disabilities, and people of all gender identities and sexual orientations and, Solar Thera makes commitments in spirit and practice to prioritize hiring and doing business locally by proactively prioritizing members of the Dartmouth community in hiring and selecting vendors to support operations.

The legal cannabis market promises to be one of the fastest growing industries in the state and Solar Thera is prepared to position itself as a market leader in the Town of Dartmouth. We welcome the opportunity to better understand your goals and objectives for this emerging industry and invite you to visit our state-of-the-art facility in Somerset.

APPENDIX: A – Landlord Letter

APPENDIX: B – Landlord Letter

Michael Maxim
Resignation
Sep 5, 2021 at 9:36:38 AM
Edward Dow

Dear Edward,

It is with great regret that I am writing to inform you of my decision to resign my position on Solar Therapeutics Board, effective immediately.

My other commitments have become far too great for me to be able to fulfill my requirements of my position on the board.

It has been a pleasure being apart of Solar Therapeutics board. I am proud of all we have accomplished in the past three years and I have no doubt that the board will continue these successes in the future.

Best Regards,

Michael Maxim
Michael Maxim 9/5/21
Sent from my iPhone

Michael Maxim
860 Shore Rd
Pocasset MA 02559

PROVIDENCE RI 028
17 NOV 2021 PM 3 L

Ed Dow
Solar Therapeutics
1400 Brayton Point Rd
Somerset, MA

02725-230700

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Dartmouth, Massachusetts 02747

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Sustainable cannabis.

Plan for Restricting Access to Age 21 and Older

Pursuant to 935 CMR 500.050(5)(b), Solar Therapeutics ("Solar") will only be accessible to consumers 21 years of age or older with a verified and valid, government issued photo ID or in possession of a Program ID Card demonstrating the individual is a registered qualifying patient with the Medical Use of Marijuana Program. Upon entry into the premises of the marijuana establishment by an individual, a Solar agent will immediately inspect the individual's proof of identification and determine the individual's age, in accordance with 935 CMR 500.140(2).

In the event Solar discovers any of its agents intentionally or negligently sold marijuana to an individual under the age of 21, the agent will be immediately terminated and the Commission will be promptly notified, pursuant to 935 CMR 500.105(1)(l). Solar Thera will not hire any individuals who are under the age of 21 or who have been convicted of distribution of controlled substances to minors, pursuant to 935 CMR 500.030(1).

Pursuant to 935 CMR 500.105(4), Solar will not engage in any marketing, advertising or branding practices that are targeted to, deemed to appeal to or portray minors under the age of 21. Solar will not engage in any advertising, marketing and branding by means of television, radio, internet, mobile applications, social media, or other electronic communication, billboard or other outdoor advertising, including charitable, sporting or similar events, unless at least 85% of the audience is reasonably expected to be 21 years of age or older as determined by reliable and current audience composition data. Solar will not manufacture or sell any edible products that resemble a realistic or fictional human, animal or fruit, including artistic, caricature or cartoon renderings, pursuant to 935 CMR 500.150(1)(b). In accordance with 935 CMR 500.105(4)(a)(7), any marketing, advertising and branding materials for public viewing will include a warning stating, "**For use only by adults 21 years of age or older. Keep out of the reach of children. Marijuana can impair concentration, coordination and judgment. Do not operate a vehicle or machinery under the influence of marijuana.**" Pursuant to 935 CMR 500.105(6)(b), Solar packaging for any marijuana or marijuana products will not use bright colors, resemble existing branded products, feature cartoons or celebrities commonly used to market products to minors, feature images of minors or other words that refer to products commonly associated with minors or otherwise be attractive to minors. Solar's website will require all online visitors to verify they are 21 years of age or older prior to accessing the website, in accordance with 935 CMR 500.105(4)(b)(13).

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Solar THERAPEUTICS, INC.

Qualifications and Training

Solar Therapeutics Inc. ("Solar") will ensure that all employees hired to work at a Solar facility will be qualified to work as a marijuana establishment agent and properly trained to serve in their respective roles in a compliant manner.

Qualifications

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

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

Training

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

On or after July 1, 2019, all of Solar's current owners, managers, and employees will have attended and successfully completed a Responsible Vendor Program operated by an education provider accredited by the Commission to provide the annual minimum of four hours of responsible vendor training to Marijuana Establishment Agents. Solar's new, non administrative employees will complete the Responsible Vendor Program within 90 days of the date they are hired. Solar's owners, managers, and employees will then successfully complete the program once every year thereafter. Solar will also encourage administrative employees who do not handle or sell marijuana to take the responsible vendor program on a voluntary basis to help ensure compliance. Solar's records of responsible vendor training program compliance will be maintained for at least four (4) years and made available during normal business hours for inspection by the Commission and any other state licensing authority upon request.

As part of the Responsible Vendor program, Solar's agents will receive training on a variety of topics relevant to Marijuana Establishment operations, including but not limited to the following:

1. Marijuana's effect on the human body, including physical effects based on different types of marijuana products and methods of administration, and recognizing the visible signs of impairment;
2. Best practices for diversion prevention and prevention of sales to minors;
3. Compliance with tracking requirements;
4. Acceptable forms of identification;
5. Such other areas of training determined by the Commission to be included; and
6. Other significant state laws and rules affecting operators, such as:

- Local and state licensing and enforcement;
- Incident and notification requirements;
- Administrative and criminal liability and license sanctions and court sanctions;
- Waste disposal and health and safety standards;
- Patrons prohibited from bringing marijuana onto licensed premises;
- Permitted hours of sale and conduct of establishment;
- Permitting inspections by state and local licensing and enforcement authorities;
- Licensee responsibilities for activities occurring within licensed premises;
- Maintenance of records and privacy issues; and
- Prohibited purchases and practices.

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Solar™ THERAPEUTICS, INC.

Recordkeeping Procedures

General Overview

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

Recordkeeping

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

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

products;
    - Salary and wages paid to each agent, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with Solar, including members, if any.
- Personnel Records: At a minimum will include:
    - Job descriptions for each agent and volunteer position, as well as organizational charts consistent with the job descriptions;
    - A personnel record for each marijuana establishment agent. Such records will be maintained for at least twelve (12) months after termination of the agent's affiliation with Solar and will include, at a minimum, the following:
        - All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
        - Documentation of verification of references;
        - The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
        - Documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
        - Documentation of periodic performance evaluations; and
        - A record of any disciplinary action taken.
        - Notice of completed responsible vendor and eight-hour related duty training.
    - A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
    - Personnel policies and procedures; and
    - All background check reports obtained in accordance with 935 CMR 500.030.
- Handling and Testing of Marijuana Records
    - Solar will maintain the results of all testing for a minimum of one (1)year.
- Inventory Records
    - The record of each inventory will include, at a minimum, the date of the inventory, a summary of the inventory findings, and the names, signatures, and titles of the agents who conducted the inventory.
- Seed-to-Sale Tracking Records
    - Solar will use a POS Software to maintain real-time inventory. The POS Software inventory reporting meets the requirements specified by the Commission and 935 CMR 500.105(8)(c) and (d), including, at a minimum, an inventory of marijuana plants; Marijuana plant seeds and clones in any phase of development such as propagation, vegetation, flowering; Marijuana ready for dispensing; all Marijuana Products; and all damaged, defective, expired, or contaminated marijuanaand Marijuana Products awaiting disposal.
    - Inventory records will include, at a minimum, the date of the inventory, a summary of the inventory findings, and the names, signatures, and titles of the individuals who conducted the inventory.
- Incident Reporting Records
    - Within ten (10) calendar days, Solar will provide written notice tothe Commission of any incident described in 935 CMR 500.110(7)(a), by submitting an incident report, detailing the incident, the investigation, the findings, resolution (if any),

confirmation that the Police Department and Commission were notified within twenty-four (24) hours of discovering the breach, and any other relevant information. Reports and supporting documents, including photos and surveillance video related toa reportable incident will be maintained by Solar for no less than one year or the duration of an open investigation, whichever is longer, and made available to the Commission and law enforcement authorities upon request.

- Visitor Records
  - A visitor sign-in and sign-out record will be maintained at the security office. The record will include the visitor's name, address, organization or firm, date, time in and out, and the name of the authorized agent who will be escorting the visitor.
- Waste Disposal Records
  - When Marijuana or Marijuana Products are disposed of, Solar will create and maintain a written record of the date, type and quantity disposed of or handled, the manner of disposal or other handling, and the names of the two Solar agents present during the disposal or handling, with their signatures. Solar will keep disposal records for at least three (3) years. This period will automatically be extended for the duration of any enforcement action and may be extended by an order of the Commission.
- Security Records
  - A current list of authorized agents and service personnel that have access to the surveillance room will be available to the Commission upon request.
  - Twenty-four (24) hour recordings from all video cameras that are available for immediate viewing by the Commission upon request and that are retained for at least ninety (90) calendar days.
- Transportation Records
  - Solar will retain all shipping manifests for a minimum of one (1)year and make them available to the Commission upon request.
- Agent Training Records
  - Documentation of all required training, including training regarding privacy and confidentiality requirements, and a signed statement of the individual indicating the date, time, and place he or she received the training, the topics discussed and the name and title of the presenter(s).
- Closure
  - In the event Solar closes, all records will be kept for at least two (2)years at Solar's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, Solar will communicate with the Commission during the closure process and accommodate any additional requests the Commission or other agencies may have.
- Written Operating Policies and Procedures: Policies and Procedures related to Solar's operations will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis. Policies and Procedures will include the following:
  - Security measures in compliance with 935 CMR 500.110;
  - Agent security policies, including personal safety and crime prevention techniques;
  - A description of Solar's hours of operation and after-hours contact information, which will be provided to the Commission, made available to law enforcement officials upon request, and

updated pursuant to 935 CMR 500.000.

- Storage of Marijuana in compliance with 935 CMR 500.105(11);
- Description of the various strains of marijuana to be cultivated, processed or sold, as applicable, and the form(s) in which Marijuana will be dispensed;
- Procedures to ensure accurate recordkeeping, including inventory protocols in compliance with 935 CMR 500.160;
- Plans for quality control, including product testing for contaminants in compliance with 935 CMR 500.160;
- A staffing plan and staffing records in compliance with 935 CMR 500.105(9);
- Emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
- Alcohol, smoke, and drug-free workplace policies;
- A plan describing how confidential information will be maintained;
- Policy for the immediate dismissal of any dispensary agent who has:
  - Diverted Marijuana, which will be reported the Police Department and to the Commission;
  - Engaged in unsafe practices with regard to Solar operations, which will be reported to the Commission; or
  - Been convicted or entered a guilty plea, plea of *nolo contendere*, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority.
- A list of all executives of Solar, and members, if any, of the licensee must be made available upon request by any individual. 935 CMR 500.105(1)(m) requirement may be fulfilled by placing this information on Solar's website.
- Policies and procedures for the handling of cash on Solar premises including but not limited to storage, collection frequency and transport to financial institution(s).
- Policies and procedures to prevent the diversion of marijuana to individuals younger than 21 years old.
- Policies and procedures for energy efficiency and conservation that will include:
  - Identification of potential energy use reduction opportunities (including but not limited to natural lighting, heat recovery ventilation and energy efficiency measures), and a plan for implementation of such opportunities;
  - Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on site, and an explanation of why the identified opportunities were not pursued, if applicable;
  - Strategies to reduce electric demand (such as lighting schedules, active load management and energy storage); and
  - Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25 § 21, or through municipal lighting plants.

Record-Retention

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

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Solar THERAPEUTICS, INC.

Maintaining of Financial Records

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

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

an adequate supply of marijuana and marijuana products under 935 CMR 500.140(15).

- Additional written business records will be kept, including, but not limited to, records of:
  - Compliance with liability insurance coverage or maintenance of escrow requirements under 935 CMR 500.105(10) and all bond or escrow requirements under 935 CMR 500.105(16);
  - Fees paid under 935 CMR 500.005 or any other section of the Commission's regulations; and
  - Fines or penalties, if any, paid under 935 CMR 500.360 or any other section of the Commission's regulations.

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Solar™ THERAPEUTICS, INC.

Staffing Plan and Personnel Policies

Overview

Solar Therapeutics has put together a locally committed team to implement the operations of the dispensary. Solar intends to create 20-30 full and part time staff positions within the first three years of operations in the Town of Dartmouth. Solar is dedicated to hiring locally and will prioritize the hiring of individuals from the Town of Dartmouth. No individual on the Solar team is a controlling individual with more than three licenses in a particular class of license and no manager, director, officer, investor, or other individual affiliated with the company has been convicted of any criminal disqualifying conditions, offenses, and violations pursuant to 935 CMR 500.

Job Descriptions

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

- Oversee the processes involved with maintaining daily stock of product on sales floor
- Implement inventory tracking systems
- Direct Assistant Inventory Managers with the tracking of all supplies within the dispensary
- Research and correct any product variances within the inventory tracking system
- Maintain compliance with all state-regulated inventory documentation
- Continue to train and learn the METRC system and other inventory systems
- Lead a team of Assistant Inventory Managers in a fast-paced setting
- Maintain a clean and organized work environment
- Other duties and tasks as assigned by management

Assistant Dispensary Inventory Manager: Assistant Dispensary Inventory Managers' are responsible for all dispensary inventory and coordinate with/report directly to the Dispensary Inventory Manager. Responsibilities include, but are not limited to:

- Maintain daily stock of product on sales floor
- Implement inventory tracking systems designated by Dispensary Inventory Manager
- Maintain and track levels of all supplies within the dispensary
- Analyze various suppliers to ensure the company is receiving cost-effective deals
- Research and correct any product variances within the inventory tracking system
- Maintain compliant with all state-regulated inventory documentation
- Continue to train and learn the METRC system and other inventory systems
- Maintain a clean and organized work environment

Dispensary Manager: The Dispensary Manager is responsible for all daily

operations and maintenance of the Dispensary. The Dispensary Manager will:

- Oversee the day-to-day operations of the dispensary
- Maintain store compliance with all local, state, and federal regulations
- Complete all financial reporting
- Oversee physical inventory as well as, storage and supply of cannabis
- Train and lead team members
- Oversee a distribution process that is professional, confidential and safe for all patients and customers
- Inspire, motivate, supervise, and direct staff
- Serve as a liaison to the local community by providing accurate information to patients and medical providers
- Oversee the monitoring and maintaining of inventory levels in coordination with the Inventory team and keep track of expired products
- Manage financial records and daily cash handling procedures
- Maintain a clean and organized store
- Provide and inspire retail staff to deliver best-in-class customer service
- Maintain in-depth knowledge of products and strains in the store, as well as industry-wide product knowledge
- Lead staff to exceed goals set forth by the Retail Operations Manager
- Review all customer feedback, requests, and concerns and provide resolution

Assistant Dispensary Manager: The Assistant Dispensary Manager supervises and participates in all aspects of daily Dispensary tasks. The Assistant Dispensary Manager operates under the supervision of the Dispensary Manager and will:

- Oversee the day-to-day operations of the dispensary
- Maintain store compliance with all local, state, and federal regulations
- Assist the Dispensary Manager with various reports
- Oversee the sales process
- Inspire, motivate, supervise, and direct staff
- Serve as a liaison to the local community by providing accurate information to patients and medical providers
- Monitor and maintain inventory levels in coordination with the Inventory team and keep track of products that have expired
- Manage financial records and daily cash handling procedures during shift
- Maintain a clean and organized store
- Provide and inspire retail staff to deliver best-in-class customer service
- Maintain in-depth knowledge of products and strains in the store, as well as industry-wide product knowledge
- Lead staff to exceed goals set forth by the Retail Operations Manager
- Review all customer feedback, requests, and concerns and provide resolution

Dispensary Shift Supervisor: The Dispensary Shift Supervisor is responsible for maintaining high productivity and a consistently positive customer experience. The Dispensary Shift Supervisor coordinates and reports directly with the Dispensary Manager and/or Assistant Manager. The Dispensary Shift Supervisor is responsible for the following:

- Overseeing the day-to-day operations of the dispensary
- Maintaining store compliance with all local, state, and federal regulations

- Overseeing the sales process
- Serving as a liaison to the local community by providing accurate information to patients and medical providers
- Monitoring and maintaining inventory levels in coordination with the Inventory team as well as keeping track of expiring products
- Managing financial records and daily cash handling procedures during shift
- Maintaining a clean and organized store

Budtender: Budtenders are responsible for all daily tasks in their assigned areas within the Dispensary. Budtenders report directly to the Dispensary Manager as well as to Assistant Managers and Shift Supervisors. Responsibilities include, but are not limited to:

- Provide each patient with best-in-class customer service
- Ensure that all forms and other paperwork are properly completed
- Comply with all state regulations and company standard practices and procedures
- Educate patients on all varieties of cannabis and cannabis-infused products in the store
- Accurately processes and dispenses cannabis to patients
- Stock/restock product
- Maintain cleanliness of display cases and store
- Operate POS system and efficiently and accurately process payments
- Other tasks as assigned by management

Custodian: Custodians are responsible for maintaining cleanliness in assigned areas and keeping up with maintenance issues. Custodians are to report directly to the Facilities Manager. Responsibilities include, but are not limited to:

- Clean and maintain designated spaces both inside and outside of the facility on a daily basis, which includes the dispensary, restrooms, corporate offices, conference rooms, parking lot and public areas.
- Dust, vacuum, sweep, mop, polish, shampoo carpets, wash windows and empty trash on a daily basis.
- Report maintenance issues as soon as they come to your attention
- Maintain and stock supply rooms and bathrooms as needed.
- Complete minor building repairs.
- Check for potential safety issues in all public areas on a daily basis and bring them to the attention of the Facilities Manager.
- Work with the team when necessary to remove debris, leaves, snow and other obstructions from parking lot areas.
- Assist the Facilities Manager with other duties and tasks as assigned.

Security Officer: Security Officers monitor Solar's security systems including alarms, video surveillance, and motion detectors. Security Officers are responsible for ensuring that only authorized individuals are permittedaccess to the Solar facility by verifying appropriate ID cards and other forms ofidentification. In addition, they shall perform the following duties and other duties upon request:

- Monitor and enforce Solar Therapeutics safety and security procedures
- Monitor the security cameras and help prevent/investigate diversion
- Receive packages/deliveries for the store

- Assist with state inspections
- Assist with general store issues
- Write various reports
- Develop action plans with the Dispensary Manager to ensure execution and follow up of physical security gaps
- Maintain compliance and records as required by the state and municipality
- Integrate and maintain relationships with local law enforcement, fire department, and all other emergency services
- Other duties as assigned by the Dispensary Manager

Expected Wage Range

Position	Full/Part Time	# of positions	Salary
Dispensary Manager	Full Time	1	55k-65k
Inventory Manager	Full Time	1	45k-55k
Full Time Associates	Full Time	4	35k-40k
Part Time Associates	Part Time	12	20k-25k
Security	Full Time	3	30k-35k

Agent Personnel Records

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

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

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

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

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

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

Staffing Plan and Business Hours

Hiring and Recruitment

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

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

Standards of Conduct

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

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

- Adversely affects an individual's employment opportunities.

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

Violence and Weapons in the Workplace

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

At-Will Employment

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

Workplace Attire

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

Business Hours

Monday: 9:00 a.m. - 9:00 p.m.
Tuesday: 9:00 a.m. - 9:00 p.m.
Wednesday: 9:00 a.m. - 9:00 p.m.
Thursday: 9:00 a.m. - 9:00 p.m.
Friday: 9:00 a.m. - 9:00 p.m.
Saturday: 9:00 a.m. - 9:00 p.m.
Sunday: 10:00 p.m. - 6:00 p.m.

Overview of Personnel Policies and Procedures

Standard Employment Practices

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

Advancement

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

Written Policies

Solar's written policies will address, inter alia, the Family and Medical Leave Act (FMLA), the Consolidated Omnibus Budget Reconciliation Act (COBRA), equal employment opportunity, discrimination, harassment, the Employee Retirement Income Security Act (ERISA), disabilities, workers' compensation, maintenance of personnel files, privacy, email policy, 935 CMR 500 et seq., holidays, hours, sick time, personal time, overtime, performance reviews, disciplinary procedures, working hours, pay rates, overtime, bonuses, veteran preferences, drug testing, personnel policies, military leaves of absence, bereavement leave, jury duty, CORI checks, smoking, HIPAA, patient confidentiality, and compliance hotline.

Investigations

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

Designated Outside Counsel

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

Job Status

Job Classifications

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

Work Schedules

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

Mandatory Meetings and Community Service Days

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

manager.

Breaks

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

Performance Reviews

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

Leave Policies

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

Solar anticipates observing the following holidays:

- New Year's Day;
- Martin Luther King Day;
- Memorial Day;
- Independence Day;
- Labor Day;
- Indigenous Persons Day/Columbus Day
- Thanksgiving; and
- Christmas Day.

Disciplinary Policies

Purpose

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

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

Procedure

Step 1: Counseling and Verbal Warning

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

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

Step 2: Written Warning

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

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

Step 3: Suspension and Final Written Warning

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

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

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

so that discipline is administered without jeopardizing the FLSA exemption status.

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

Step 4: Recommendation for Termination of Employment

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

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

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

Appeal Process

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

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

Performance and Conduct Issues Not Subject to Progressive Discipline

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

Documentation

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

Separation of Employment

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

Types of Separation

1. *Resignation*

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

2. *Retirement*

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

3. *Job Abandonment*

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

4. *Termination*

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

5. *Reduction in Workforce*

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

6. *Release*

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

Exit Interview

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

Return of Property

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

Termination of Benefits

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

Health Insurance

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

Rehire

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

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

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

Compensation

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

Selection Criteria

1. The compensation system will price positions to market by using local, national, and industry specific survey data.

2. The market data will primarily include marijuana-related businesses and will include survey data for more specialized positions and will address significant market differences due to geographical location.
3. The system will evaluate external equity, which is the relative marketplace job worth of every marijuana industry job directly comparable to similar jobs at Solar, factored for general economic variances, and adjusted to reflect the local economic marketplace.
4. The system will evaluate internal equity, which is the relative worth of each job in the organization when comparing the required level of job competencies, formal training and experience, responsibility and accountability of one job to another, and arranging all jobs in a formal job grading structure.
5. Professional support and consultation will be available to evaluate the compensation system and provide on-going assistance in the administration of the program.
6. The compensation system must be flexible enough to ensure that the company is able to recruit and retain a highly-qualified workforce, while providing the structure necessary to effectively manage the overall compensation program.

Responsibilities

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

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

Management Responsibility

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

<u>Agent Background Checks</u>

- In addition to completing the Commission's agent registration process, all agents hired to work for Solar will undergo a detailed background investigation prior to being granted access to a Solar facility or beginning work duties.
- Background checks will be conducted on all agents in their capacity as employees or volunteers for Solar pursuant to 935 CMR 500.100 and will be used by the Director of Security, who will be registered with the Department of Criminal

Justice Information Systems pursuant to 803 CMR 2.04: iCORI Registration and the Commission for purposes of determining the suitability of individuals for registration as a marijuana establishment agent with the licensee.

- For purposes of determining suitability based on background checks performed in accordance with 935 CMR 500.101(1), Solar will consider:
    a. All conditions, offenses, and violations are construed to include Massachusetts law or like or similar law(s) of another state, the United States or foreign jurisdiction, a military, territorial or Native American tribal authority, or any other jurisdiction.
    b. All criminal disqualifying conditions, offenses, and violations include the crimes of attempt, accessory, conspiracy, and solicitation. Juvenile dispositions will not be considered as a factor for determining suitability.
    c. Where applicable, all look back periods for criminal conditions, offenses, and violations included in 935 CMR 500.802 commence upon the date of disposition; provided, however, that if disposition results in incarceration in any institution, the look back period will commence upon release from incarceration.
- Suitability determinations will be made in accordance with the procedures set forth in 935 CMR 500.800. In addition to the requirements established in 935 CMR 500.800, Solar will:
    a. Comply with all guidance provided by the Commission and 935 CMR 500.802: Tables B through D to determine if the results of the background are grounds for Mandatory Disqualification or Presumptive Negative Suitability Determination.
    b. Consider whether offense(s) or information that would result in a Presumptive Negative Suitability Determination under 935 CMR 500.802. In the event a Presumptive Negative Suitability Determination is made, Solar will consider the following factors:
        i. Time since the offense or incident;
        ii. Age of the subject at the time of the offense or incident;
        iii. Nature and specific circumstances of the offense or incident;
        iv. Sentence imposed and length, if any, of incarceration, if criminal;
        v. Penalty or discipline imposed, including damages awarded, if civil or administrative;
        vi. Relationship of offense or incident to nature of work to be performed;
        vii. Number of offenses or incidents;
        viii. Whether offenses or incidents were committed in association with dependence on drugs or alcohol from which the subject has since recovered;
        ix. If criminal, any relevant evidence of rehabilitation or lack thereof, such as information about compliance with conditions of parole or probation, including orders of no contact with victims and witnesses, and the subject's conduct and experience since the time of the offense including, but not limited to, professional or educational certifications obtained; and

x. Any other relevant information, including information submitted by the subject.

c. Consider appeals of determinations of unsuitability based on claims of erroneous information received as part of the background check during the application process in accordance with 803 CMR 2.17: Requirement to Maintain a Secondary Dissemination Log and 2.18: Adverse Employment Decision Based on CORI or Other Types of Criminal History Information Received from a Source Other than the DCJIS.

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

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Solar™ THERAPEUTICS, INC.

Quality Control and Testing

Quality Control

Solar Therapeutics ("Solar") will comply with the following sanitary requirements:

1. Any Solar agent whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, is subject to the requirements for food handlers specified in 105 CMR 300.000, and all edible marijuana products will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 500.000, and with the requirements for food handlers specified in 105 CMR 300.000.
2. Any Solar agent working in direct contact with preparation of marijuana or nonedible marijuana products will conform to sanitary practices while on duty, including:
    a. Maintaining adequate personal cleanliness; and
    b. Washing hands thoroughly in an adequate hand-washing area before starting work, and at any other time when hands may have become soiled or contaminated.
3. Solar 's hand-washing facilities will be adequate and convenient and will be furnished with running water at a suitable temperature. Hand- washing facilities will be located in Solar's production areas and where good sanitary practices require employees to wash and sanitize their hands, and will provide effective hand cleaning and sanitizing preparations and sanitary towel service or suitable drying devices;
4. Solar's facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations; 5. Solar will ensure that litter and waste is properly removed and disposed of so as to minimize the development of odor and minimize the potential for the waste attracting and harboring pests. The operating systems for waste disposal will be maintained in an adequate manner pursuant to 935 CMR 500.105(12);
6. Solar's floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. Solar's facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. Solar's buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. Solar will ensure that all contact surfaces, including utensils and equipment, will be maintained in a clean and sanitary condition. Such surfaces will be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils will be so designed and of such material and workmanship as to be adequately cleanable;
10. All toxic items will be identified, held, and stored in a manner that protects against contamination of marijuana products;
11. Solar will ensure that its water supply is sufficient for necessary operations, and that such water supply is safe and potable;
12. Solar's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the

marijuana establishment. Plumbing will properly convey sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and waste water lines;

13. Solar will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. Solar will hold all products that can support the rapid growth of undesirable microorganisms in a manner that prevents the growth of these microorganisms; and
15. Solar will store and transport finished products under conditions that will protect them against physical, chemical, and microbial contamination, as well as against deterioration of finished products or their containers.

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

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

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

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

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

Testing of Solar's environmental media will be performed in compliance with the Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries published by the DPH.

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

Solar will maintain testing results in compliance with 935 CMR 500.000 *et seq* and the

record keeping policies described herein and will maintain the results of all testing for no less than one year.

All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services will comply with 935 CMR 500.105(13). All storage of Solar's marijuana at a laboratory providing marijuana testing services will comply with 935 CMR 500.105(11). All excess marijuana will be disposed of in compliance with 935 CMR 500.105(12), either by the Independent Testing Laboratory returning excess marijuana to Solar Thera for disposal or by the Independent Testing Laboratory disposing of it directly.

Solar Dartmouth Energy Compliance

Solar Dartmouth will maintain Energy Compliance in accordance with the following guidelines

1. Identification of potential energy use reduction opportunities (such as natural lighting and energy efficiency measures), and a plan for implementation of such opportunities;
2. 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;
3. Strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage); and
4. Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

Solar Dartmouth 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), to reduce energy and water usage, engage in energy conservation and mitigate other environmental impacts, and, if requested will provide energy and water usage reporting to the Commission in a form determined by the Commission.

The Commission may further define these standards, or create reasonable exemptions or modifications, through guidelines issued in consultation with the energy and environmental standards working group established under St. 2017, c. 55, § 78(b). Solar Dartmouth will regularly check for such guidelines and continue to follow the Commission's standards.

Solar Dartmouth will be implementing various methods of maintaining state of the art energy efficiency practices, such as installing more efficient equipment (lighting, cooling/heating, and dehumidification systems), to control energy costs and optimize energy performance by developing more comprehensive energy management programs. Energy management includes managing overall energy costs and reducing energy consumption through improved efficiency.

Solar Dartmouth will be encouraging facility managers and employees to pay more attention to energy consumption, because we recognize it is essential for measuring improvements in energy efficiency over time.

For indoor operations, LED lighting fixtures are being successfully applied to all rooms, saving up to 50% of the lighting energy compared to the standard practice. For cooling/heating and dehumidification, we are saving energy by using split ductless air conditioning units in place of standard rooftop units.

We will also take advantage of any relevant energy efficiency programs offered by local utility companies.

This plan will be evaluated annually to ensure Solar Dartmouth takes advantage of all opportunities for energy efficiency.

Diversity Plan

Solar Therapeutics, Inc. ("**Solar**") is committed to implementing sustainable and innovative practices to cultivate a better future through cannabis. In efforts to help cultivate a better future through cannabis, Solar was built on the grounds that diversity and inclusion should be instilled into its culture and company attitude through three components (i) mission, (ii) vision and (iii) values (MVV). It is through these three pillars in which Solar will demonstrate its commitment to fostering a diverse workforce toward the following demographics: veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

Solar will achieve its goals of diversity and inclusion from a top-down approach. Its internal MVV is spread company-wide to celebrate inclusivity and diversity; embrace change and initiate opportunity; and respect each individual employees' values. These pillars will help position Solar and its workforce to have continued success, which can be qualified through job satisfaction, greater employee retention and an overall better quality of work/life balance.

Solar's MVV is aimed to stretch beyond its company walls. Solar is dedicated to practice due diligence in order to reduce barriers and break down silos as it pertains to diversity and inclusion. Empowering others through education and good will is a key component to ensuring all efforts put forth to the Plan will end with positive and measurable results. In an effort to make a sizable impact, Solar will strategically partner with non-profit institutions and community organizations that work closely with individuals identifying as part of the aforementioned groups. The goals of these partnerships is to work collaboratively to ensure any works or service performed by Solar will be targeted to the appropriate demographics that include veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

Non-Profit Institution and Community Group Partners:
Solar has identified the following non-profit institutions and community group partners:

- American Legion Post 228 (Veterans)
- MassEON (EE, SE)
- Big Hope Project (EE, SE)
- SouthCoast LGBTQ+ Network

Solar will implement the following goals, programs and measurements pursuant to this Diversity Plan (the "**Plan**").

Diversity Plan Goals:

1. Ensure that recruiting and hiring practices create a diverse and inclusive organization and increase the number of its hired staff that would be classified as veterans, women, minorities, people with Disabilities and LGBTQ+ individuals. Solar's diversity plan has been designed to increase the hiring percentage of following demographics:

a. Minorities (people of color, particularly Black, African American, Hispanic, Latinx, and Indigenous people) - **25%**
b. Women - **25%**
c. Veterans - **25%**
d. Persons with Disabilities - **25%**
e. LGBTQ+ People - **25%**

2. Host <u>four (4)</u> (i) educational seminars and workshops; (ii) workforce development programs and/or (iii) networking events targeted to veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

3. Implement a quarterly charitable giving program where Solar will raise funds to be donated to organizations/charities that provide services to veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

<u>Diversity Plan Programs:</u>

In an effort to reach the aforementioned goals, Solar shall implement the following practices and programs:

Targeted Monthly Job Posting Advertisements:

Goal: Solar wishes to <u>increase the number of its hired staff by 25%</u> that would be classified as veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

Program: Solar's Human Resources department will create **<u>monthly</u>** job opening advertisements and share with its non-profit and community organization partners that work closely with individuals identifying as part of the aforementioned groups. By leveraging its partners' targeted outreach capabilities (job board postings, email newsletters, etc.), Solar can ensure that its employment openings are specifically targeting Commission-approved areas of diversity: veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

This program will adhere to the requirements set for in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing and sponsorships practices of Marijuana Establishments.

Measurements: Solar will utilize its Applicant Tracking System (ATS) and implement a referral poll to all prospective applicants with the following fields: "American Legion;" "MassEON;" "Big Hope Project" and "SC LQBTQ+ Network." Solar will assess program success by the number of individuals hired that were referred by the aforementioned outlets, and whether they identify as veterans, women, minorities, people with Disabilities and LGBTQ+ individuals. This number will be assessed from the total number of individuals hired throughout the year <u>to ensure 25% of all individuals hired fall within these categories</u>.

Workforce Development Training Workshops:

Goal: Solar wishes to increase the number of its hired staff by 25% that would be classified as veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

Program: Solar's Human Resources Department will develop a resume writing and interview skills training program and host a free, **annual** workshop open to members of its non-profit and community organization partners. The purpose of this workshop is to educate and train prospective employees basic resume writing skills, as well as interviewing tips and techniques. Solar will advertise these annual workshops with geo-targeted social media ads (Linkedin /Facebook) and share with its non-profit and community organization partners that work closely with individuals identifying as part of the aforementioned groups. By leveraging its partners' targeted outreach capabilities (job board postings, email newsletters, etc.), Solar can ensure that this program is specifically targeting Commission-approved areas of diversity: veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

This program will adhere to the requirements set for in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing and sponsorships practices of Marijuana Establishments.

Measurements: Solar will capture and record attendee information, which includes but is not limited to the following: *(i) name (ii) date of birth (iii) address (iv) phone (v) email (vi) referring organization name.* Solar will assess program success by the number of individuals hired that were referred by the aforementioned outlets, and whether they identify as veterans, women, minorities, people with Disabilities and LGBTQ+ individuals. This number will be assessed from the total number of individuals hired throughout the year to ensure 25% of all individuals hired fall within these categories.

This program will adhere to the requirements set for in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing and sponsorships practices of Marijuana Establishments.

Career Fair Networking Events:

Goal: Solar wishes to increase the number of its hired staff by 25% that would be classified as veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

Program: Solar will attend **bi-annual (March & September)** career fair networking events hosted by the Southcoast Chamber of Commerce to engage with individuals seeking to (i) learn more about the cannabis industry and (ii) seeking employment for open positions currently available at Solar. These networking events will be staffed by representatives from Solar's respective company departments, which include but are not limited to cultivation, product manufacturing, retail, marketing, compliance, finance and human resources. Solar will advertise this bi-annual event with geo-targeted social media ads (Linkedin/Facebook) and share with its non-profit and community organization partners that work closely with individuals identifying as

part of the aforementioned groups. By leveraging its partners' targeted outreach capabilities (job board postings, email newsletters, etc.), Solar can ensure that this event is specifically targeting Commission-approved areas of diversity: veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.

Measurements: Solar will utilize its Applicant Tracking System (ATS) and implement a referral poll to all prospective applicants with the following fields: "Southcoast Chamber Career Fair." Solar will also capture and record attendee information which includes, but is not limited to the following: *(i) name (ii) date of birth (iii) address (iv) phone (v) email (vi) referring organization name.* Solar will assess program success by the number of individuals hired who attended the workshops, and whether or not those individuals identify as veterans, women, minorities, people with Disabilities and LGBTQ+. This number will be assessed from the total number of individuals hired throughout the year <u>to ensure 25% of all individuals hired fall within this category.</u>

Quarterly Donation Program:

Goal: Solar plans to engage non-profit and community organizations that closely with individuals identifying as part of the aforementioned groups make quarterly donations (monetary or volunteer works of service).

Program: Solar will implement a **<u>quarterly</u>** donation program (monetary funds or volunteer services) where it will identify one non-profit organization or institution that serves or helps veterans, women, minorities, people with Disabilities and LGBTQ+ individuals. Such donations of monetary or volunteer services may be made at any time within the three months of that quarter.

Measurements: When a donation is made to the respective organization or institution (monetary or volunteer work services), Solar will provide a signed acknowledgement letter from an appropriate program representative with the updated plan.

<u>Measurements:</u>

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

- Counting the number of individuals hired who are veterans, women, minorities, people with Disabilities and LGBTQ+ individuals.
- This number will be assessed from the total number of individuals hired to ensure that 25% of all individuals hired fall within this goal.
- Attendance report of Solar's annual internal educational session on diversity and inclusion;
- Number of and type of information sessions held or participated in with supporting documentation;

- Number of postings in diverse publications or general publications with supporting documentation;
- Number and subject matter of trainings held and the number of individuals falling into the above-listed demographics in attendance;
- Signed acknowledgement letters verifying donations (monetary or volunteer services rendered) from non-profit and community organization partners that work closely with individuals identifying as part of the aforementioned groups; and
- A comprehensive description of all efforts made by Solar to monitor and enforce the Plan.

Annual Audit and Review:

Solar has recently appointed Derek Gould (Director of Marketing and Communications), who will serve as its community liaison and will be in charge of implementing, running and monitoring the Program.

The Director of Marketing and Communications will review and evaluate Solar's measurable outcomes no less than annually to ensure that Solar is meeting its commitments. Solar is mindful that demonstration of the Plan's progress and success will be submitted to the Commission upon renewal.

Each year, Solar will audit and review the following criteria pertaining to the programs in an effort to measure the success of its Diversity Plan.
1. Identify the number of participants within the Program;
2. Identify the number of events it has held through the Program;
3. Identify the number of training sessions provided to participants of the Program and
4. Identify the amount of charitable donations Solar has made during the Positive Impact Plan year, and to which organizations those donations went. (Documentation confirming each charity serves the designated Areas of Disproportionate Impact, or residents with previous drug convictions, will be available for the Commission upon request).

Acknowledgements:

**Solar is aware that it has not tracked employee make-up of persons with Disabilities and identity as LGBTQ+. To ensure the activities of this data collection is gathered in an appropriate and discrete manner, Solar will do the following:*

- *Make anonymous notation of any conversation that would constitute as self identifying to the aforementioned individual groups.*

Recognize "personal pronouns" comprising a set that shows contrasts of person, gender, number, and case as self identifying to the aforementioned individual groups.

Any actions taken, or programs instituted, by Solar will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

Acknowledgement Letters:

American Legion
Post Commander
Department of Massachusetts

Stephen Souza

P.O. BOX 55
SOMERSET, MA 02726
Steve's cell (508-642-6660)

April 5, 2022

Dear Sir/ Madam

I'm writing to you to inform you that the American Legion, Post 228 of Somerset, Massachusetts is a registered 501 (c) 3 and 501 (c) 19 (Military War Veterans) that will be working with Solar Therapeutics Inc. on various projects throughout the year as it pertains to their Positive Impact Plan and Diversity Plan.

We are willing to accept charitable contributions and (monetary and/or volunteer service time) as forms donations. We will be able to provide a written and signed letter of confirmation at the end of each year detailing the services Solar and the American Legion were able to achieve.

Our Post works with other governmental agencies assisting in similar projects within our community and are familiar with the needed requirements. We additionally keep an ongoing record on such services.

In comradeship,

Stephen Souza, Major, USA (ret)
Post 228 Commander, Massachusetts American Legion
Massachusetts American Legion Department Treasurer

EON

Equitable Opportunities Now
4186 Washington Street #2
Roslindale, MA 02131

April 5, 2022

Solar Therapeutics Inc
1400 Brayton Point Road
Somerset, MA 02725

To whom it may concern,

I am writing to inform you that Equitable Opportunities Now, a registered 501(c)3 nonprofit organization dedicated to increasing the participation of BIPOC in the cannabis industries, will be working with Solar Therapeutics Inc. on various projects throughout the year. We plan to collaborate and offer value to the community in support of Solar Therapeutic's Positive Impact Plan and Diversity Plan. EON is willing to accept charitable contributions; monetary and/or volunteer service time as forms donations.

We will provide a written and signed letter of confirmation at the end of each year detailing the services Solar Therapeutics, Inc and EON are able to achieve together.

Thank you,

Eve Marie Santana
Program Director

evemarie@masseon.com
MassEON.com

SouthCoast LGBTQ+ Network
P O Box 8473
New Bedford, MA 02747

April 29, 2022

Solar Therapeutics Inc.
1400 Brayton Point Road
Somerset, MA 02725

To Whom It May Concern.

I am writing to inform you of our partnership with Solar Therapeutics. We are a 501 3(c) charity that focuses on the LGBTQ+ community in the SouthCoast. We are excited about Solar's DEI initiative and would enjoy working with them to increase the number, comfort level and success of LGBTQ+ people within the company. We are willing and able to accept donations and charitable contributions. We look forward to a long and mutually positive relationship.

Best.

Andy Pollock
President of the Board of Directors
SouthCoast LGBTQ+ Network
508-264-9064
Pollockandy82@gmail.com

Big Hope Project
81 Burt Street
Boston, MA 02124

April 15, 2022

Solar Therapeutics, Inc.
1400 Brayton Point Rd
Somerset, MA 02725

To whom it may concern,

I am writing this letter to inform you that Big Hope Project, a registered 501(c)3 nonprofit organization dedicated to increasing participation of BIPOC in the cannabis industries, will be working with Solar Therapeutics Inc. on various projects and programming throughout the year. We plan to collaborate and offer value to the community to support Solar Therapeutics' Positive Impact Plan and Diversity Plan. Big Hope Project is also willing to accept charitable contributions (monetary and/or volunteer time) as forms of donations.

We will provide a written and signed letter of contamination at the end of each year detailing the achievements Solar Therapeutics and Big Hope Project were able deliver.

Thank you,

Harry Jean-Jacques
Program Director