



Massachusetts Cannabis Control Commission

Marijuana Product Manufacturer

General Information:

License Number: MP282085
Original Issued Date: 09/29/2021
Issued Date: 02/08/2024
Expiration Date: 02/08/2025

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Verdant Reparative, Inc.

Phone Number: 781-507-3987
Email Address: titojacksonstrategies@gmail.com

Business Address 1: 150 State Street	Business Address 2:
Business City: Boston	Business State: MA
Business Zip Code: 02109	
Mailing Address 1: 37 Schuyler Street	Mailing Address 2:
Mailing City: Dorchester	Mailing State: MA
Mailing Zip Code: 02121	

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:
To your knowledge, is the existing RMD certificate of registration in good standing?:
If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 100	Percentage Of Control:
	100

Role: Owner / Partner

Other Role:

First Name: Tito

Last Name: Jackson

Suffix:

Gender: Male

User Defined Gender:

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

Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

No records found

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

First Name: Tito

Last Name: Jackson

Suffix:

Types of Capital: Monetary/Equity

Other Type of Capital:

Total Value of the Capital Provided: \$10000

Percentage of Initial Capital: 100

Capital Attestation: Yes

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Tito

Last Name: Jackson

Suffix:

Marijuana Establishment Name: Verdant Reparative, Inc.

Business Type: Marijuana Retailer

Marijuana Establishment City: Boston

Marijuana Establishment State: MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 150 State Street

Establishment Address 2:

Establishment City: Boston

Establishment Zip Code: 02109

Approximate square footage of the Establishment: 7980

How many abutters does this property have?: 159

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

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	HCA_Cert.Verdant Reparative_City Signed[2].pdf	pdf	60baab0cff799435f63834c7	06/04/2021
Plan to Remain Compliant with Local Zoning	Verdant Reparative - Plan to Remain Compliant.pdf	pdf	60baab1c86c10c3617e67f30	06/04/2021
Community Outreach Meeting Documentation	Verdant Reparative - Outreach Attestation.pdf	pdf	60be2c7270eb6e3601abf22f	06/07/2021

Community Outreach Meeting Documentation	Verdant - Community Outreach Attendees and Video.pdf	pdf	60eee58eaa87100331f654b8	07/14/2021
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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.: \$

POSITIVE IMPACT PLAN

Positive Impact Plan:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Verdant - PIP - RFI 7.14.21.pdf	pdf	60eee64e23f3f9033f377062	07/14/2021

ADDITIONAL INFORMATION NOTIFICATION

Notification:

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role:	Other Role:
First Name: Tito	Last Name: Jackson Suffix:
RMD Association: Not associated with an RMD	
Background Question: no	

ENTITY BACKGROUND CHECK INFORMATION

No records found

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	Verdant Reparative - Articles.pdf	pdf	60baabe35f6249360c05114e	06/04/2021
Bylaws	VRI Bylaws.pdf	pdf	60baabfb7f6a51360532b7cb	06/04/2021
Secretary of Commonwealth - Certificate of Good Standing	21060000070.pdf	pdf	60baac0de03d9635ef5bedd2	06/04/2021
Department of Revenue - Certificate of Good standing	Verdant - DUA (3)[2].pdf	pdf	60baac2386c10c3617e67f3f	06/04/2021
Department of Revenue - Certificate of Good standing	Verdant Reparative - DOR COGS.pdf	pdf	60eee678fb983a0274aae400	07/14/2021

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	Certificate of Good Standing-1-24-24.pdf	pdf	65aaf67758452f000899fb91	01/19/2024
Secretary of Commonwealth - Certificate of Good Standing	Certificate of Good Standing Sec Of State.pdf	pdf	65aaf8407252ab0008792684	01/19/2024
Department of Unemployment Assistance - Certificate of Good standing	DUA Certificate 1-23-24.pdf	pdf	65aed1fa7252ab00087ac035	01/22/2024

Massachusetts Business Identification Number: 001386903

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	Plan for Obtaining Liability Insurance.pdf	pdf	62def46cc4bff600092b7b77	07/25/2022
Business Plan	Business Plan.pdf	pdf	62e138a6fad139000868f400	07/27/2022
Proposed Timeline	PM Timeline for VRI Jan 2024.pdf	pdf	65aed61f7252ab00087acb62	01/22/2024

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Diversity plan	Diversity Plan.pdf	pdf	62def4cffad1390008664a22	07/25/2022
Restricting Access to age 21 and older	Plan for Restricting Access to Age 21 and Older.pdf	pdf	62e1400cc4bff600092e3928	07/27/2022
Security plan	Security Plan.pdf	pdf	62e14011fad13900086901f2	07/27/2022
Prevention of diversion	Prevention of Diversion.pdf	pdf	62e14017c4bff600092e395e	07/27/2022
Storage of marijuana	Storage of Marijuana.pdf	pdf	62e1404efad1390008690220	07/27/2022
Transportation of marijuana	Transportation of Marijuana.pdf	pdf	62e14069fad1390008690269	07/27/2022
Inventory procedures	Inventory Procedures.pdf	pdf	62e1408fc4bff600092e3a19	07/27/2022
Quality control and testing	Quality Control and Testing.pdf	pdf	62e14094c4bff600092e3a2d	07/27/2022
Personnel policies including background checks	Personnel Policies Including Background Checks.pdf	pdf	62e1409efad1390008690302	07/27/2022
Record Keeping procedures	Recordkeeping Procedures.pdf	pdf	62e140a5c4bff600092e3a85	07/27/2022
Maintaining of financial records	Maintaining of Financial Records.pdf	pdf	62e140abc4bff600092e3ac7	07/27/2022
Qualifications and training	Qualifications and Training.pdf	pdf	62e140cdfad13900086903a0	07/27/2022
Energy Compliance Plan	Energy Compliance Plan.pdf	pdf	62e140d4c4bff600092e3b00	07/27/2022
Safety Plan for Manufacturing	Product Manufacturing Safety Plan.pdf	pdf	62e140dfc4bff600092e3b14	07/27/2022
Plan to Obtain Marijuana	Plan for Obtaining Marijuana.pdf	pdf	62e140e5c4bff600092e3b28	07/27/2022
Method used to produce products	Method Used to Produce Products.pdf	pdf	62e140f2fad13900086903df	07/27/2022
Types of products Manufactured.	Types of Products Manufactured.pdf	pdf	62e140f7c4bff600092e3b80	07/27/2022
Sample of unique identifying marks used for branding	Samples of Unique Identifying Marks Used for Branding.pdf	pdf	62e140fec4bff600092e3b97	07/27/2022

ATTESTATIONS

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

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

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

Notification:

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification:

COMPLIANCE WITH POSITIVE IMPACT PLAN - PRE FEBRUARY 27, 2024
Progress or Success Goal 1

Description of Progress or Success: Verdant Reparative, Inc. d/b/a Apex Noire has not yet completed inspections process or received a final license, and is not yet operational. The company is not currently in a position to successfully carry out its proposed Positive Impact Plan programs but has begun preparing its efforts towards its Positive Impact Plan. A sample of some of the materials relative to Verdant Reparative's Positive Impact Plan is included below.

COMPLIANCE WITH DIVERSITY PLAN
Diversity Progress or Success 1

Description of Progress or Success: Verdant Reparative, Inc. d/b/a Apex Noire has not yet completed inspections process or received a final license, and is not yet operational. The company is not currently in a position to successfully carry out its proposed Diversity Plan programs but has begun preparing its efforts towards its Diversity Plan. A sample of some of the materials relative to Verdant Reparative's Diversity Plan is included below.

PRODUCT MANUFACTURER SPECIFIC REQUIREMENTS
Item 1

Label Picture:

Document Category	Document Name	Type	ID	Upload Date
	Verdant_Not Applicable_Product Manufacturing Specific Requirements.pdf	pdf	62e04efac4bff600092da141	07/26/2022

Name of Item: N.A Item Type: Flower

Item Description: N/A

HOURS OF OPERATION

Monday From: 10:00 AM	Monday To: 11:00 PM
Tuesday From: 10:00 AM	Tuesday To: 11:00 PM
Wednesday From: 10:00 AM	Wednesday To: 11:00 PM
Thursday From: 10:00 AM	Thursday To: 11:00 PM
Friday From: 10:00 AM	Friday To: 11:00 PM

Saturday From: 10:00 AM	Saturday To: 11:00 PM
Sunday From: 10:00 AM	Sunday To: 11:00 PM

Host Community Agreement Certification Form

Instructions

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

Certification

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

1. Name of applicant:

2. Name of applicant’s authorized representative:


3. Signature of applicant’s authorized representative:

4. Name of municipality:

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



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).*):

robert.arcangeli@boston.gov

8. Host community agreement execution date:

March 9, 2021



PLAN TO REMAIN COMPLIANT WITH LOCAL ZONING

Verdant Reparative, Inc. (“Verdant”) will remain compliant at all times with the local zoning requirements set forth in the City of Boston’s Zoning Code. Verdant's site is located within a zone that allows Cannabis Establishments subject to the issuance of a Conditional Use Permit from the Boston Zoning Board of Appeals. Verdant has already submitted an application for such a permit, which must be acted upon within two years of receipt. Verdant will obtain a Building Permit and a Certificate of Occupancy.

In compliance with 935 CMR 500.110(3), the property is not located within 500 feet of a pre-existing public or private school providing education in kindergarten or any of grades 1 through 12. Pursuant to Text Amendment 432 of Boston Zoning Code, the property is not located within ½ mile of another Cannabis Establishment.

At the time of this filing, Verdant has obtained a license from the City of Boston Cannabis Board and will renew such license annually. Verdant will apply for any other local permits required to operate at the proposed location and will comply with all conditions and standards set forth in any local permit required to operate a cultivation and product manufacturing at Verdant's proposed location.

Verdant will continue to work cooperatively with various municipal departments, boards, and officials to ensure that its facility remains compliant with all local laws, regulations, rules, and codes with respect to design, construction, operation, and security.

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):
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:

b. Name of publication:

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

a. Date notice filed:

6. 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:

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



Name of applicant:

Name of applicant's authorized representative:

Signature of applicant's authorized representative:



Community outreach video:

https://www.youtube.com/watch?v=u_n3F6GTPGA

Cancer biotech Myeloid gets \$50m in funding

By Kate Sheridan

STAT
Noted writer and oncologist Siddhartha Mukherjee on Wednesday announced \$50 million in funding for his Cambridge company, Myeloid Therapeutics.

Myeloid is putting a twist on cell cancer therapies like CAR-T that are already successful in blood cancers and using a similar idea to take on conditions like glioblastoma, which form solid tumors. It will use so-called myeloid cells, the collective term for some kinds of blood and immune cells, to trigger the rest of a person's immune system.

"We and others have found that cancer cells form a kind of shell," Mukherjee said in an interview. "You can't penetrate the shell. So we began to wonder, 'Well, what cells penetrate the shells normally?'"

The company is already gearing up for clinical trials. CEO Daniel Getts said Myeloid is planning to give one of its treatments, for glioblastoma, to its first human patient in the next few months.

Myeloid Therapeutics is Mukherjee's second foray into biotech, after he helped found Vor BioPharma in 2016. That company, which is working on ways to genetically modify healthy cells to help them survive existing cell therapy treatments, has yet to start a clinical trial with a therapy developed in-house.

Myeloid, meanwhile, is hoping its technique will help break through some of the challenges that have limited CAR-T to



CHANG W. LEE/NEW YORK TIMES/FILE 2010

Myeloid Therapeutics is Siddhartha Mukherjee's second foray into biotech, after he helped found Vor BioPharma in 2016.

blood cancers. The myeloid cells it will use — including monocytes and macrophages — help the body recognize potential pathogens.

"They are the ones sensing the environment. They pick up on the cue that there's a problem," Getts said in an interview.

But myeloid cells aren't equipped to recognize specific molecules on the surface of a particular invader — which is something Myeloid Therapeutics plans to change. Myeloid Therapeutics scientists have been designing new strands of RNA, which code for receptors that could bind to cancer cells, to kick the myeloid cells into action.

But figuring out exactly what these receptors ought to look like is the company's biggest challenge, Getts said. According to some of the company's published patents, Myeloid's receptors could have two or three binding sites.

"We have a deep pipeline of innate immune receptors," said Getts, but "which pieces of the puzzle are we going to put here?"

If it's successful, Myeloid's approach could be particularly useful for a variety of tumors that often include large numbers of mutated myeloid cells.

But Myeloid is far from the only immuno-oncology company trying to target solid tumors

— it isn't even the only startup trying to leverage myeloid cells for this purpose. Carisma Therapeutics — which just began clinical trials and is raising up to \$70 million, according to one SEC filing — is also using macrophages that have been modified to target and kill cancer cells.

And even Myeloid has found blood-based cancers an impossible target to resist; the company expects to start a clinical trial for peripheral T cell lymphoma in the first six months of this year.

Myeloid's lead investor, Newpath Partners, is a relatively new name in biotech venture capital. The firm's first \$125 million fund, which began in 2018, in-

cludes investors like Peter Thiel, Michael Milken, and Steve Pagliuca, according to the Wall Street Journal; the firm's managing director, Tom Cahill, was also involved in the Trump administration's early COVID-19 response. Newpath has also invested in five other biotech companies, all of which have blue-chip biotech founders like Beam Therapeutics and Prime Medicine cofounder David Liu, prolific entrepreneur Robert Langer, and Vertex cofounder Stuart Schreiber at the helm.

Myeloid is planning to give one of its treatments to its first human patient in the next few months.

Notably, Newpath's portfolio does not include Vor — and Myeloid's investor list includes just one firm that has also backed Vor. But someday, Mukherjee said, the products both startups are working on might be able to come together.

"There's a yin and yang quality to this. The yin is protecting normal cells, the yang is killing the cancer cells," he said. "[Myeloid and Vor] will meet at a point where there will be profound synergies between these two companies."

Kate Sheridan can be reached at kate.sheridan@statnews.com.

EU panel approves Moderna vaccine

►MODERNA
Continued from Page C1

The EU has ordered 80 million doses of the Moderna vaccine with an option for a further 80 million. The bloc also has committed to buying 300 million doses of the Pfizer-BioNTech vaccine.

Ahead of the meeting on the Moderna vaccine, the agency said in a tweet that its experts were "working hard to clarify all outstanding issues with the company." It did not elaborate on what those issues were. Moderna also declined to comment.

German Health Minister Jens Spahn — who has in the past been critical of the slow pace of the EMA — said before the announcement of the EMA approval that he expected the Moderna vaccine to begin rolling out to EU nations next week. Germany would get 2 million doses in the first quarter and 50 million in all of 2021, Spahn said in Berlin.

"The problem is the shortage of production capacity with global demand," he said.

Spahn said that if further vaccines beyond the BioNTech-Pfizer and Moderna shots are approved in the EU, "we'll be able to offer everyone in Germany a vaccine by the summer."

He insisted that the strategy of bulk-buying for the entire bloc had been the right one as it had given manufacturers certainty to go ahead with production and ensured fair distribution among all the 27 countries.

Early results of large, still unfinished studies show both the Moderna and the Pfizer-BioNTech vaccines appear safe and strongly protective, although Moderna's is easier to handle since it doesn't need to be stored at ultra-frozen temperatures.

The EU agency gave the green light to use the Moderna vaccine on people age 18 and above. It said side effects "were usually mild or moderate and got better within a few days after vaccination."

The most common side effects are "pain and swelling at the injection site, tiredness, chills, fever, swollen or tender lymph nodes under the arm, headache, muscle and joint pain, nausea and vomiting," the EMA said.

Cook stressed that EU authorities "will closely monitor data on the safety and effectiveness of the vaccine to ensure ongoing protection of the EU public. Our work will always be guided by the scientific evidence and our commitment to safeguard the health of EU citizens."

The United States, Canada, and Israel have already approved use of the Moderna vaccine. The United States gave it the green light for emergency use in people over 18 on Dec. 18, followed by Canada five days later with an interim authorization also for people over 18. Israel authorized the vaccine on Monday.

Moderna said Monday that it is increasing its estimate for global vaccine production in 2021 from 500 to 600 million doses. The company said it is "continuing to invest and add staff to build up to potentially 1 billion doses for 2021."

Both Moderna's and Pfizer-BioNTech's shots are mRNA vaccines, made with a groundbreaking new technology. They don't contain any coronavirus — meaning they cannot cause infection. Instead, they use a piece of genetic code that trains the immune system to recognize the spike protein on the surface of the virus, ready to attack if the real thing comes along.

The EU officially began giving out Pfizer-BioNTech vaccination shots on Dec. 27, but the speed of each nation's inoculation program has varied widely. France vaccinated around 500 people in the first week, while Germany vaccinated 200,000. The Dutch were only beginning to give out vaccine shots Wednesday, the last EU nation to start doing so.

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Publication Date: 01/07/2021



LEGAL NOTICES

NOTICE OF ACTIVITY AND USE LIMITATION

88 AMES STREET
CAMBRIDGE, MASSACHUSETTS
RTN 3-33330

A release of oil and/or hazardous materials has occurred at this location, which is a disposal site as defined by M.G.L. c. 21E, § 2 and the Massachusetts Contingency Plan, 310 CMR 40.0000. On December 28, 2020, BP Cambridge Residential LLC recorded with the Middlesex South District Registry of Deeds a Notice of Activity and Use Limitation on the disposal site, pursuant to 310 CMR 40.1070 through 40.1080.

The Notice of Activity and Use Limitation will limit the following site activities and uses on the above property;

- Use as a single-family residence;
- Use of the Property for gardening/agricultural purposes, where existing subsurface soil is used for growing fruits or vegetables for human consumption;
- Any activity, other than short term (7 days or less) emergency utility repairs, including but not limited to excavation, which is likely to disturb soil without the prior development and implementation of a Soil Management Plan and a Health and Safety Plan; and,
- Any uses/activities that interfere with or compromise the existing passive vapor mitigation system located beneath the site building and use limitation on the disposal site, that the restoration of the vapor mitigation system was effective.

Any person interested in obtaining additional information about the Notice of Activity and Use Limitation may contact Patricia M. Pinto, PE, LSP, Sanborn, Head & Associates, Inc., 1 Technology Park Drive, Westford, MA 01886, (978) 392-0900.

The Notice of Activity and Use Limitation and the disposal site file can be reviewed at the Energy and Environmental Affairs Data Portal using Release Tracking Number (RTN) 3- 33330 at <https://eaonline.eea.state.ma.us/portal/search/wastosite> or at the MassDEP Northeast Regional Office, 205B Lowell Street, Wilmington, MA 01887, (978) 694-3200.

NOTICE OF ACTIVITY AND USE LIMITATION

5 CAMBRIDGE CENTER
CAMBRIDGE, MASSACHUSETTS
RTN 3-33330

A release of oil and/or hazardous materials has occurred at this location, which is a disposal site as defined by M.G.L. c. 21E, § 2 and the Massachusetts Contingency Plan, 310 CMR 40.0000. On December 28, 2020, BP Five CC LLC recorded with the Middlesex South District Registry of Deeds a Notice of Activity and Use Limitation on the disposal site, pursuant to 310 CMR 40.1070 through 40.1080.

The Notice of Activity and Use Limitation will limit the following site activities and uses on the above property;

- Use as a single-family residence;
- Use of the Property for gardening/agricultural purposes, where existing subsurface soil is used for growing fruits or vegetables for human consumption;
- Any activity, other than short term (7 days or less) emergency utility repairs, including but not limited to excavation, which is likely to disturb soil without the prior development and implementation of a Soil Management Plan and a Health and Safety Plan; and,
- Any uses/activities that compromise or alter the existing building slab without restoration of the slab and demonstration, to the satisfaction of the Licensed Site Professional (LSP), that the restoration of the slab was effective.

Any person interested in obtaining additional information about the Notice of Activity and Use Limitation may contact Patricia M. Pinto, PE, LSP, Sanborn, Head & Associates, Inc., 1 Technology Park Drive, Westford, MA 01886, (978) 392-0900.

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NOTICE OF ACTIVITY AND USE LIMITATION

4 CAMBRIDGE CENTER
CAMBRIDGE, MASSACHUSETTS
RTN 3-33330

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The Notice of Activity and Use Limitation will limit the following site activities and uses on the above property;

- Use as a single-family residence;
- Use of the Property for gardening/agricultural purposes, where existing subsurface soil is used for growing fruits or vegetables for human consumption;
- Any activity, other than short term (7 days or less) emergency utility repairs, including but not limited to excavation, which is likely to disturb soil without the prior development and implementation of a Soil Management Plan and a Health and Safety Plan; and,
- Any uses/activities that compromise or alter the existing building slab without restoration of the slab and demonstration, to the satisfaction of the Licensed Site Professional (LSP), that the restoration of the slab was effective.

Any person interested in obtaining additional information about the Notice of Activity and Use Limitation may contact Patricia M. Pinto, PE, LSP, Sanborn, Head & Associates, Inc., 1 Technology Park Drive, Westford, MA 01886, (978) 392-0900.

The Notice of Activity and Use Limitation and the disposal site file can be reviewed at the Energy and Environmental Affairs Data Portal using Release Tracking Number (RTN) 3- 33330 at <https://eaonline.eea.state.ma.us/portal/search/wastosite> or at the MassDEP Northeast Regional Office, 205B Lowell Street, Wilmington, MA 01887, (978) 694-3200.

LEGAL NOTICES

Commonwealth of Massachusetts
Executive Office of Health and Human Services
NOTICE OF PUBLIC HEARING

Pursuant to the authority of M.G.L. c. 118E and in accordance with M.G.L. c. 30A, a public hearing will be held on Friday, January 29, 2021, at 2 p.m. relative to the emergency adoption of amendments to:

101 CMR 446.00: COVID-19 Payment Rates for Certain Community Health Care Providers

These actions are being taken pursuant to the requirements of M.G.L. c. 118E, §§ 13C and 13D. 101 CMR 446.00 governs the payment rates paid by MassHealth and other governmental purchasers for certain COVID-19-related community health care services rendered to publicly aided individuals by providers.

The Executive Office of Health and Human Services (EOHHS) is adding rates and codes for COVID-19 vaccines, vaccine administration, and certain treatments, rates for administration of vaccines and monoclonal antibodies will be set at 100% of Medicare rates. Rates for the actual vaccines and monoclonal antibodies will be set at 50.00% of Medicare rates. All other rates in the regulation will remain at the current levels. In addition, the proposed amendments allow EOHHS to issue administrative bulletins that set rates for new COVID-19 codes consistent with the fees set by Medicare. This will allow EOHHS to quickly respond to changes in codes and rates as new vaccines and treatments arrive.

EOHHS is making these changes, subject to federal approval, to ensure that payments are reasonable and adequate to meet the costs that must be incurred by efficiently and economically operated facilities, to ensure that payment rates are consistent with efficiency, economy, and quality of care, and to conform with changes to Medicare reimbursement. It is anticipated that the aggregate MassHealth expenditures will increase by \$50.3 million for the remainder of FY2021 and FY2022 combined.

The emergency amendments to 101 CMR 446.00 are adopted December 31, 2020, effective for dates of service beginning January 29, 2021, except as otherwise noted within the regulation.

Coronavirus Update: Due to the coronavirus emergency, EOHHS is holding public hearings remotely. All public hearings will occur on the advertised dates and times. Details regarding the format for participating and testifying are posted on the EOHHS website at www.mass.gov/service-details/execution-office-of-health-and-human-services-public-hearings. Individuals may also submit written testimony by email to ehs-regulatory@state.ma.us. Please submit electronic testimony as an attached Word document or as text within the body of the email with the name of the regulation in the subject line. All submissions must include the sender's full name, mailing address, and organization or affiliation, if any. Individuals who are unable to attend in person may submit written testimony by email to EOHHS, c/o D. Briggs, 100 Hancock Street, 6th Floor, Quincy, MA 02271. Written testimony must be submitted by 5:00 p.m. on January 29, 2021. EOHHS specifically invites comments as to how the amendments may affect beneficiary access to care.

Individuals who notify EOHHS of their intent to testify at the hearing will be afforded an earlier opportunity to speak. Speakers may notify EOHHS of their intention to testify at the hearing by registering online at www.mass.gov/service-details/execution-office-of-health-and-human-services-public-hearings. Individuals may also submit written testimony by email to ehs-regulatory@state.ma.us. Please submit electronic testimony as an attached Word document or as text within the body of the email with the name of the regulation in the subject line. All submissions must include the sender's full name, mailing address, and organization or affiliation, if any. Individuals who are unable to attend in person may submit written testimony by email to EOHHS, c/o D. Briggs, 100 Hancock Street, 6th Floor, Quincy, MA 02271. Written testimony must be submitted by 5:00 p.m. on January 29, 2021. EOHHS specifically invites comments as to how the amendments may affect beneficiary access to care.

All persons who want to review the current draft of the emergency regulation may go to www.mass.gov/service-details/execution-office-of-health-and-human-services-public-hearings or request a copy in writing from MassHealth Publications, 100 Hancock Street, 6th Floor, Quincy, MA 02271.

Special accommodation requests may be directed to the Disability Accommodations Ombudsman by email at ADAaccommodations@state.ma.us or by phone at (617) 847-3468 (TTY: (617) 847-3788 for people who are deaf, hard of hearing, or speech disabled). Please allow two weeks to schedule sign language interpreters.

EOHHS may adopt a revised version of the emergency regulation taking into account relevant comments and any other practical alternatives that come to its attention.

In case of inclement weather or other emergency, hearing cancellation announcements will be posted on the EOHHS website at www.mass.gov/service-details/execution-office-of-health-and-human-services-public-hearings.

January 7, 2021

UNITED STATES DISTRICT COURT DISTRICT OF MASSACHUSETTS

In the Matter of
GEORGE CIRICOSTA, as Owner of
The M/V UNNAMED (MS 549-B), a
20' Moomba Vessel, bearing Hull
Identification Number ISRLM033H405,
For Exoneration from or Limitation of Liability

IN ADMIRALTY

NOTICE OF COMPLAINT FOR EXONERATION FROM OR LIMITATION OF LIABILITY

NOTICE is hereby given that Plaintiff, GEORGE CIRICOSTA ("CIRICOSTA"), as owner of the M/V UNNAMED (MS 549-B), a 20' Moomba vessel bearing Hull Identification Number ISRLM033H405, has filed his Complaint pursuant to 46 U.S.C.A. §3051 through 46 U.S.C.A. §30512 claiming the right to Exoneration and/or Limitation of Liability in respect of any and all losses, damages, injuries or casualty incurred in connection with the Plaintiff's vessel, M/V UNNAMED on September 3, 2020 as more fully described in the Complaint.

All persons having such Claims must file them, under oath, as provided by Supplemental Rules for Certain Admiralty and Maritime Claims Rule (F4), with the Clerk of the United States District Court, District of Massachusetts, #120, Springfield, Massachusetts 01105, and serve on or mail to the Plaintiff's attorneys, David S. Smith, Esq., Farrell Smith O'Connell, 27 Congress Street, Suite 109, Salem, Massachusetts 01970, a copy thereof, at or before 5:00 P.M. on or before February 12, 2021 or be defaulted. Personal attendance is not required.

If any Claimant desires to contest either the right to Exoneration from or the right to Limitation of Liability, he/she shall file and serve on the attorneys for the Plaintiff an Answer to the Complaint on or before the aforesaid date unless his/her Claim has included an answer, so designated, or be defaulted.

/s/ Maurice G. Lindsay
Maurice G. Lindsay
Deputy Clerk
Dated: December 22, 2020

LEGAL NOTICES

The Commonwealth of Massachusetts
DEPARTMENT OF PUBLIC UTILITIES
NOTICE OF INVESTIGATION AND REQUEST
FOR COMMENTS

D.P.U. 20-91

December 31, 2020

Investigation by the Department of Public Utilities into (1) the Rate-making Proposal of the Electric and Gas Companies Subject to the Department's Jurisdiction and (2) the Department's Department of Costs Related to the Financial Impacts of the State of Emergency Declared Regarding the Novel Coronavirus (COVID-19) pandemic ("Rate-making Proposal"). The Distribution Companies developed the Rate-making Proposal in consultation with the Customer Assistance and Rate-making Working Group ("Working Group") established in the process of the Department's investigation. The Working Group has reached a consensus and opposition among Working Group members.

On August 5, 2020, the jurisdictional electric and gas distribution companies ("Distribution Companies") filed with the Department of Public Utilities ("Department") a rate-making proposal identifying measures for the recovery of costs related to the financial impacts of the state of emergency declared regarding the novel coronavirus ("COVID-19") pandemic ("Rate-making Proposal"). The Distribution Companies developed the Rate-making Proposal in consultation with the Customer Assistance and Rate-making Working Group ("Working Group") established in the process of the Department's investigation. The Working Group has reached a consensus and opposition among Working Group members.

The Department will investigate the contested cost recovery provisions of the Rate-making Proposal to determine whether they result in just and reasonable rates for customers and whether they are consistent with the public interest. The Department will also consider proposals to expand alternative cost recovery mechanisms, including a fee-free credit/debit card option, which is a matter that the Department most recently addressed in NSTAR Electric and Gas ("NSTAR") D.P.U. 19-101. The Department's Alternatives for Gas and Electric Distribution Companies, D.P.U. 1971, at 9 (2019). The Department has docketed this new investigation as D.P.U. 2091.

The Department invites all interested persons to participate in this investigation. Any person who desires to participate in the evidentiary phase of this proceeding must file a written petition for leave to intervene or to participate in the proceeding no later than the close of business (5:00 p.m.) on Friday, January 29, 2021. A petition filed late may be disallowed as untimely, unless good cause is shown for waiver. Please direct all inquiries regarding this petition under 220 CMR 1.03(1) must satisfy the standing requirements of G.L. c. 30A, § 10.

The Department will accept written comments on the Rate-making Proposal. Any person who desires to comment on the proposal may do so by filing a written comment with the Department by email to dui filings@mass.gov and rachel.cottie@mass.gov. The text of the e-mail must specify: (1) the docket number of the proceeding (D.P.U. 2091); (2) the name of the person or company submitting the filing; and (3) a brief descriptive title of the document. All documents submitted in electronic format will be posted on the Department's website as soon as practicable at <http://www.mass.gov/dui>. Importantly, all large files submitted must be broken down into electronic files that do not exceed 20 MB. A copy of any documents submitted to the Department also should be emailed to the Distribution Companies' counsel Cheryl Kimball, Esq. at ckimball@keeganwerlin.com and John K. Habib, Esq. at jhabib@keeganwerlin.com.

All documents submitted to the Department pursuant to this Notice must be submitted in pdf format by e-mail attachment to dui filings@mass.gov and rachel.cottie@mass.gov. The text of the e-mail must specify: (1) the docket number of the proceeding (D.P.U. 2091); (2) the name of the person or company submitting the filing; and (3) a brief descriptive title of the document. All documents submitted in electronic format will be posted on the Department's website as soon as practicable at <http://www.mass.gov/dui>. Importantly, all large files submitted must be broken down into electronic files that do not exceed 20 MB. A copy of any documents submitted to the Department also should be emailed to the Distribution Companies' counsel Cheryl Kimball, Esq. at ckimball@keeganwerlin.com and John K. Habib, Esq. at jhabib@keeganwerlin.com.

Due to the ongoing state of emergency, a paper copy of filings will not be available for public viewing at the Department's offices. All documents, pleadings, and filings submitted to the Department or issued by the Department related to this proceeding will be available on the Department's website: <https://eaonline.eea.state.ma.us/DPU/Fileroom/dockets/bynumber> (enter "20-91"). To request materials in accessible formats (braille, large print, electronic files, audio format) for people with disabilities contact Department's ADA coordinator at DPUADAcoordinator@state.ma.us. Please direct any questions regarding this proceeding to Rachel Cottie, Hearing Officer, Department of Public Utilities at rachel.cottie@mass.gov. Any person desiring further information regarding the Distribution Companies' Rate-making Proposal should contact Cheryl Kimball, Esq. at ckimball@keeganwerlin.com or John K. Habib, Esq. at jhabib@keeganwerlin.com.



Experience Globe.com

LEGAL NOTICES

Commonwealth of Massachusetts
The Trial Court
Suffolk Probate and Family Court
Docket No. SU2009464R
24 New Chardon St. Boston, MA 02114

Marie Saint Fleur V. Guerby Charles

To the Defendant
The Plaintiff has filed a Complaint for Divorce requesting that the Court grant a divorce for irrevocable breakdown. The Complaint is on file at the Court.
An Automatic Restraining Order has been entered in this matter preventing you from taking any action which would negatively impact the current financial status of either party. See Supplemental Probate Court Rule 41.
You are hereby summoned and required to serve upon: Marie Saint Fleur
204 1 St.
South Boston, MA 02127-0003
your answer, if any, on or before 02/21/2021.
If you fail to do so, the court will proceed to the hearing and adjudication of this action. You are also required to file a copy of your answer, if any, in the office of the Register of the court.

WITNESS, Hon. Brian J. Dunn, First Justice of this Court
Date: November 23, 2020

CITATION ON PETITION TO CHANGE NAME
Commonwealth of Massachusetts
The Trial Court
Suffolk Probate and Family Court
Boston, MA 02114
(617) 788-8300
Docket No. SU19C0573CA

A Petition to Change Name of Adult has been filed by Lark Marie Hotvet of Boston, MA requesting that the court enter a Decree changing their name to: Lark Carrier

IMPORTANT NOTICE
Any person may appear for purposes of objecting to the petition by filing an appearance at: Suffolk Probate and Family Court before 10:00 a.m. on the return day of 12/12/2019. This is NOT a hearing date, but a deadline by which you must file a written appearance if you object to this proceeding.

WITNESS, Hon. Brian J. Dunn, First Justice of this Court
Date: November 21, 2019

Felix D. Arroyo, Register of Probate

LEGAL NOTICES

Notice of Community Meeting
Verdant Reparatve, Inc.

Notice is hereby given that Verdant Reparatve, Inc. will hold a virtual meeting on January 21, 2021 at 6:00 PM relative to its proposal to site a Cannabis Establishment at 150-152 State Street, Boston, MA 02109. This meeting will be held in accordance with the Massachusetts Cannabis Control Commission's Administrative Order Allowing Virtual Web-based Community Outreach Meetings. A copy of the presentation will be made available at least 24 hours prior to the meeting by visiting <https://bit.ly/2X9Z2xy> or emailing ebecbae@verdantboston.com or asked during the meeting.

Interested members of the community will have the opportunity to ask questions and receive answers from company representatives about the proposed facility and operations. Questions can be submitted in advance by emailing ebecbae@verdantboston.com or asked during the meeting.

<https://bit.ly/2X9Z2xy>
Password: state
DIAL-IN: +1-408-418-9388,
PIN: 1750187772

Human Resources Office
43 Crescent Street
Brookton, MA 02301

FAX: 508-580-7091
Telephone: 508-580-7535

www.bpsma.org

An Equal Opportunity/ADA Compliant/Affirmative Action Employer

Please send letter of intent, resume, and three references by January 18, 2021 to:

Human Resources Office
43 Crescent Street
Brookton, MA 02301

FAX: 508-580-7091
Telephone: 508-580-7535

www.bpsma.org

An Equal Opportunity/ADA Compliant/Affirmative Action Employer

TAKE BOSTON WITH YOU.

RECEIVED

By City Clerk at 3:58 pm, Jan 04, 2021

Attachment B



Notice of Public Meeting

Notice is hereby given that a Community Outreach Meeting for a Proposed Cannabis Establishment is scheduled for:

Date: Thursday, January 21, 2021

Time: 6:00PM

Location: ONLINE: <https://bit.ly/2X9ZZxy>

Password: State

DIAL-IN: +1-408-418-9388, PIN: 1790187772

Hosted online per the Cannabis Control Commission 4/27/2020 administrative order

The Proposed Cannabis Establishment is anticipated to be located at:

150-152 State Street Boston, MA 02109

There will be an opportunity for the public to ask questions.

Please, test and charge your device ahead of time.

If you have any questions about this meeting or have comments about the proposal please contact:

John Romano

Mayor's Office of Neighborhood Services

John.Romano@boston.gov

617-635-4987

Please note, the City does not represent the owner(s)/developer(s)/attorney(s). The purpose of this meeting is to get community input and listen to the community's positions on this proposal. This flyer has been dropped off by the proponents per the city's request



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John Romano

Mayor's Office of Neighborhood Services

John.Romano@boston.gov

617-635-4987

Please note, the City does not represent the owner(s)/developer(s)/attorney(s). The purpose of this meeting is to get community input and listen to the community's positions on this proposal. This flyer has been dropped off by the proponents per the city's request

Please be advised that the City of Boston was the host of Verdant Reporative Inc.'s outreach meeting and, as such, the company does not have access to a full list of attendees. The maximum number of attendees at any given time was 17 people.

A video recording of the meeting is available here: https://www.youtube.com/watch?v=u_n3F6GTPGA



Tito Jackson <tito@apexnoire.com>

License Renewal

2 messages

Tito Jackson <tito@apexnoire.com>
To: Jasmin Winn <jasmin.winn@boston.gov>

Mon, Jan 22, 2024 at 4:50 PM

Jasmin,

Please disregard my first email.

Jasmin – Please accept this correspondence on behalf of Verdant Reparative, Inc. d/b/a Apex Noire in connection with their state renewal application. As you are aware, the Cannabis Control Commission requires the company to submit documentation that it requested from the City of Boston records of any costs to the City, whether anticipated or actual, results from the company's operation within its borders and any response received from the City of Boston in connection with such request. Any information you are able to provide would be much appreciated.

Warmest,
Tito

--
Tito Jackson, CEO and Founder
Apex Noire
150 State St
Boston, MA 02121

We all rise together.

Jasmin Winn <jasmin.winn@boston.gov>
To: Tito Jackson <tito@apexnoire.com>
Cc: Cannabis Board <cannabisboard@boston.gov>

Tue, Jan 23, 2024 at 10:48 AM

Hi Tito

There are no municipal costs associated with Verdant Reparative, Inc located at [150 State St Boston, MA](#) at this time.

Best,
Jasmin
[Quoted text hidden]

--
Jasmin Winn

Cannabis Board Manager | [Boston Cannabis Board](#) | 617•635•2330 | [1 City Hall Square, Room 809, Boston, MA 02201](#)**CITY of BOSTON**SIGN UP FOR PERIODIC UPDATES FROM THE BOSTON CANNABIS BOARD [HERE](#).

Please note: This is a City of Boston email account and the content of this message is public record.

Plan to Positively Impact Areas of Disproportionate Impact

Overview

Verdant Reparative, Inc. (“Verdant”) is dedicated to serving and supporting the areas around it, particularly those that are classified as areas of disproportionate impact. Marijuana businesses have an obligation to the health and well-being of their customers as well as the communities that have had historically high rates of arrest, conviction, and incarceration related to marijuana crimes. The Cannabis Control Commission (“the Commission”) has identified the following as populations falling within areas of disproportionate impact:

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

It is Verdant's intention to be a contributing, positive force in areas of disproportionate impact and to assist in changing the perception of those associated with marijuana use. Verdant has created the following Plan to Positively Impact Areas of Disproportionate Impact (the “Plan”) and has identified and created goals and programs to positively impact past or present residents of areas of disproportionate impact in designated census tracts of the City of Boston (8.03, 101.03 and .04, 103, 104.04 and .05, 607, 610, 611.01, 702, 712.01, 803, 611.01, 804.01, 805, 806.01, 808.01, 815, 817, 818, 819, 820, 821, 901, 902, 903, 904, 906, 912, 914, 917, 918, 919, 920, 923, 924, 1001, 1002, 1006.01, 1010.01, 1011.01 and .02, 1102.01, 1205, 9801.01, 9803, 9811, 9817, and 9818 as well as Massachusetts residents with past drug convictions.

Goals

In order for Verdant to positively impact the populations identified above, Verdant has established the following goals:

1. To provide continuing service and reinvestment into the identified areas of disproportionate impact through workforce development; and
2. To reduce the barrier to entry in the commercial adult use cannabis industry.

Hiring Goals

As Verdant expands, Verdant’s goal will be to maintain employment of 25% of individuals who currently reside in an area of disproportionate impact as outlined in the census tracts above or have lived for five of the preceding ten years in an area of disproportionate impact in the census tracts above. Verdant will also strive to maintain a staff comprised of at least 20% of individuals that have a drug-related CORI but are otherwise legally employable in a cannabis-related enterprise.

Verdant will seek to meet these goals by holding at least four (4) career fairs each year in the City of Boston that are publicized in nontraditional forms of local media including Facebook and Twitter; via local workforce development and re-entry programs; through door-to-door canvassing; and other outreach methods. Career fairs will occur during and after business hours and will be held virtually or within private venues within 1 mile of the facility.

Seminars

Verdant intends to hold numerous seminars each year designed to reduce the barrier to entry in the commercial adult use cannabis industry. Verdant will meet its goal by:

- Conducting at least two (2) annual industry-specific educational seminars in one or more of the following: marijuana cultivation, marijuana product manufacturing, marijuana retailing, or marijuana business training, attended by at least 15 people per seminar and targeted towards individuals residing area of disproportionate impact as outlined in the census tracts above;
- Providing at least one (1) annual employee seminar in financial literacy and financial mentoring services or hosting organizations that provide these services, specifically, services like Catch, <https://www.catch.co>, to help facilitate a savings plan; Petal, <https://www.petalcard.com/>, to help build credit; Credit Karma, www.creditkarma.com, to help monitor credit, and the Century Bank financial literacy curriculum, among others, attended by 90% of all employees per seminar; and
- Holding at least one (1) informational session regarding the process for sealing and expunging criminal records, attended by at least 15 people per seminar and targeted towards individuals residing area of disproportionate impact as outlined in the census tracts above.

Verdant will ensure that seminars are publicized in nontraditional forms of local media; via local workforce development and re-entry programs; through door-to-door canvassing; and other outreach methods.

Plan Measurement and Accountability

Verdant will utilize qualitative and quantitative measures to ensure that its goals are achieved. Verdant's Chief Operating Officer will be responsible for implementing all plans, measuring plan impact, and preparing quarterly reports for assessment by the executive management team.

Verdant will measure its program implementation annually upon provisional license renewal by:

- Hiring Goals: Count the number of employees that meet goal employment criteria and those that do not and measure against goals. 25% of individuals must currently reside in an area of disproportionate impact. 20% of individuals must have a drug-related CORI.
- Seminars: Count the number of events held each year and measure against goals. Two educational events must be held with 15 attendees per seminar; one employee seminar in financial literacy attended by 90% of all employees per seminar; and one informational session with 15 attendees per seminar.

Acknowledgements

Verdant will adhere to the requirements set forth in 935 CMR 500.105(4), which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment.

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



The Commonwealth of Massachusetts William Francis Galvin

Minimum Fee: \$250.00

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

Articles of Organization

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

Identification Number: 001386903

ARTICLE I

The exact name of the corporation is:

VERDANT REPARATIVE, INC.

ARTICLE II

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

ARTICLE III

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

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding Num of Shares
		<i>Num of Shares</i>	<i>Total Par Value</i>	
CWP	\$0.00100	275,000	\$275.00	0

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

ARTICLE IV

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

ARTICLE V

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

ARTICLE VI

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

A. 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. B. 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 OF ANY 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. C. PARTNERSHIP. THE CORPORATION MAY BE A PARTNER TO THE MAXIMUM EXTENT PERMITTED BY LAW. D. MINIMUM NUMBER OF DIRECTORS. THE BOARD OF DIRECTORS MAY CONSIST OF ONE OR MORE INDIVIDUALS, NOTWITHSTANDING THE NUMBER OF SHAREHOLDERS. E. SHAREHOLDER ACTION WITHOUT A MEETING BY LESS THAN UNANIMOUS CONSENT. ACTION REQUIRED OR PERMITTED BY CHAPTER 156D OF THE GENERAL LAWS OF MASSACHUSETTS TO BE TAKEN AT A SHAREHOLDERS' MEETING MAY BE TAKEN WITHOUT A MEETING BY SHAREHOLDERS HAVING NOT LESS THAN THE MINIMUM NUMBER OF VOTES NECESSARY TO TAKE THE ACTION AT A MEETING AT WHICH ALL SHAREHOLDERS ENTITLED TO VOTE ON THE ACTION ARE PRESENT AND VOTING. F. 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 THE SHAREHOLDERS.

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

ARTICLE VII

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

Later Effective Date: Time:

ARTICLE VIII

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

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

Name: ANNE NAGLE
No. and Street: 711 ATLANTIC AVENUE
LOWER LEVEL
City or Town: BOSTON State: MA Zip: 02111 Country: USA

c. The names and street addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	TITO JACKSON	711 ATLANTIC AVENUE, LOWER LEVEL BOSTON, MA 02111 USA
TREASURER	TITO JACKSON	711 ATLANTIC AVENUE, LOWER LEVEL BOSTON, MA 02111 USA
SECRETARY	TITO JACKSON	711 ATLANTIC AVENUE, LOWER LEVEL BOSTON, MA 02111 USA
DIRECTOR	TITO JACKSON	711 ATLANTIC AVENUE, LOWER LEVEL BOSTON, MA 02111 USA

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

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

RETAIL

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

No. and Street: 711 ATLANTIC AVENUE
LOWER LEVEL
City or Town: BOSTON State: MA Zip: 02111 Country: USA

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

No. and Street: 711 ATLANTIC AVENUE
LOWER LEVEL
City or Town: BOSTON State: MA Zip: 02111 Country: USA

which is

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

Signed this 4 Day of June, 2019 at 2:35:41 PM by the incorporator(s). (If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)

ALEX LAMPHIER, ESQ., AS ATTORNEY FOR VERDANT REPARATIVE, INC.

THE COMMONWEALTH OF MASSACHUSETTS

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

June 04, 2019 02:32 PM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, stylized 'G' at the end.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

BYLAWS OF VERDANT REPARATIVE, INC.

ARTICLE I: GENERAL

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

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

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

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

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

ARTICLE II: SHAREHOLDERS

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Notice shall not be given by electronic transmission to a shareholder after either (i) the Corporation is unable to deliver two (2) consecutive notices to such shareholder by such means or (ii) the inability to deliver such notices to such shareholder becomes known to any person responsible for giving such notices. Any person entitled to notice of a meeting may file a written waiver of notice with the Secretary either before or after the time of the meeting. The participation or attendance at a meeting of a person entitled to notice constitutes waiver of notice, except where the person objects, at the beginning of the meeting, to the lawfulness of the convening of the meeting and except that attendance is not a waiver of any right to object to conducting business at a meeting that is required to be included in the notice of the meeting, but not so included.

Section 2.06 *Reserved*

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

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

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

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

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

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

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

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

Section 2.09 *Reserved*

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Section 2.16 Redemption of Shares Following Automatic Divestiture.

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

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

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

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

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

ARTICLE III: DIRECTORS

Section 3.01 Number of Directors. The authorized number of Directors of the Corporation shall be not less than one (1) and not more than nine (9) 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. Within the limits specified herein, the number of Directors of the Corporation shall be determined solely in the discretion of the Board of Directors.

Directors need not be residents of the Commonwealth of Massachusetts or shareholders of the Corporation

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

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

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

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

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

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

Section 3.07 Meetings of Directors.

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

(b) Special Meetings. Special meetings of the Board for any purpose or purposes may be called at any time by the President, Vice President (if any), Chairman of the Board, the Secretary, by any two (2) Directors or by one (1) Director in the event that there is only one (1) Director. Notice of the time and place of special meetings shall be delivered by mail, electronic delivery or orally. If notice is mailed, it shall be deposited in the United States mail at least two (2) days before the time of the meeting. In the case the notice is delivered either orally or by electronic delivery shall be delivered at least forty-eight (48) hours before the time of the meeting. Any oral notice given personally or by telephone may be communicated either to the Director or to a person at the office of the Director whom the person giving notice has reason to believe will promptly communicate

it to the Director. The notice need not specify the purpose of the meeting nor the place if it is to be held at the principal office of the Corporation.

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

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

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

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

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

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

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

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

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

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

ARTICLE IV: OFFICERS

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

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

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

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

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

ARTICLE V: INDEMNIFICATION OF DIRECTORS AND OFFICERS

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

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

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

ARTICLE VI: SHARE CERTIFICATES AND TRANSFER

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

privileges regarding classified shares or a class of shares with two (2) or more series, if any, from the Corporation's principal office. Each certificate issued shall bear all statements or legends required by law to be affixed thereto.

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

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

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

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

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

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

Corporation because of the alleged loss, theft or destruction of any such certificate or the issuance of such new certificate.

ARTICLE VII: CORPORATE RECORDS AND INSPECTION

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

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

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

ARTICLE VIII: MISCELLANEOUS

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

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

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

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

substitute Directors; *provided*, that such modifications may not conflict with the Articles of Organization.

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

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

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

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

ARTICLE IX: AMENDMENT OF BYLAWS

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

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

**CERTIFICATE OF SECRETARY
OF
VERDANT REPARATIVE, INC.**

The undersigned, Tito Jackson, hereby certifies that he is the duly elected and acting Secretary of **VERDANT REPARATIVE, INC.**, a Massachusetts corporation (the "Corporation"), and that the foregoing Bylaws were adopted as the Bylaws of the Corporation as of _____, 2019, 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 ____ day of _____, 2019.

VERDANT REPARATIVE, INC.

By: _____
Name: Tito Jackson
Title: Secretary



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

William Francis Galvin
Secretary of the
Commonwealth

Date: May 28, 2021

To Whom It May Concern :

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

VERDANT REPARATIVE, INC.

is a domestic corporation organized on **June 04, 2019** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

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

Secretary of the Commonwealth

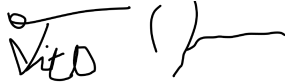
Certificate Number: 21060000070

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

Processed by: smc

**Certificate of Good Standing or Compliance from the Massachusetts
Department of Unemployment Assistance Attestation Form**

Signed under the pains and penalties of perjury, I, Tito Jackson, an authorized representative of Verdant Reparative, Inc. certify that the company does not currently have employees and is therefore unable to register with the Massachusetts Department of Unemployment Assistance to obtain a Certificate of Good Standing or Compliance.

A handwritten signature in black ink, appearing to read "Tito", followed by a stylized flourish or second part of the signature.

5/24/21

Date

Name: Tito Jackson Entity:

Verdant Reparative, Inc.



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

mass.gov/dor

Letter ID: L1206300864
Notice Date: June 28, 2021
Case ID: 0-001-219-188



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



VERDANT REPARATIVE, INC.
711 ATLANTIC AVE FL 1
BOSTON MA 02111-2818

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, VERDANT REPARATIVE, 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

PLAN FOR OBTAINING LIABILITY INSURANCE

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



Business Plan

Boston city councilor sees recreational pot as part of state's drug solution

Tito Jackson is a lifelong resident of Roxbury's Grove Hall neighborhood and is the son of Herb and Rosa Jackson, two beloved community activists. As the former District 7 City Councilor, he represented all of Roxbury and parts of the South End, Dorchester and Fenway neighborhoods.

Prior to being elected to the Council, Tito was the Industry Director for Information Technology in Governor Deval Patrick's Executive Office of Housing and Economic Development where his portfolio focused on creating and sustaining jobs within Massachusetts and helping local businesses grow. As a member of the Patrick Administration, Tito brought 2,500 jobs to Massachusetts.

Tito is the founder of the Tito Jackson Community Fund, which has directly invested \$450,000 into the Boston community. Tito is an active leader in youth development programs such as Citizen Schools and Anytown/The Leadership Initiative and sits on the board of multiple organizations, including Heading Home, the Global Citizens Circle and the Boston Ballet.

Consulting & Legal Team



Kerry Bowie
MSE, MBA



Maribel Mendoza
MBA



Chris Johns
MS, AIA, NCARB



Ellana Stinson
MD, MPH



Sankeetha Selvarajah, Esq.

MSAADA
PARTNERS



MOVolution

MSAADA
PARTNERS



MSAADA
PARTNERS



MONSTER



DIMELLA
SHAFFER



HARVARD T.H. CHAN
SCHOOL OF PUBLIC HEALTH



MIT
MANAGEMENT
SLOAN SCHOOL



UF
UNIVERSITY OF
FLORIDA

St. Petersburg College
SPC



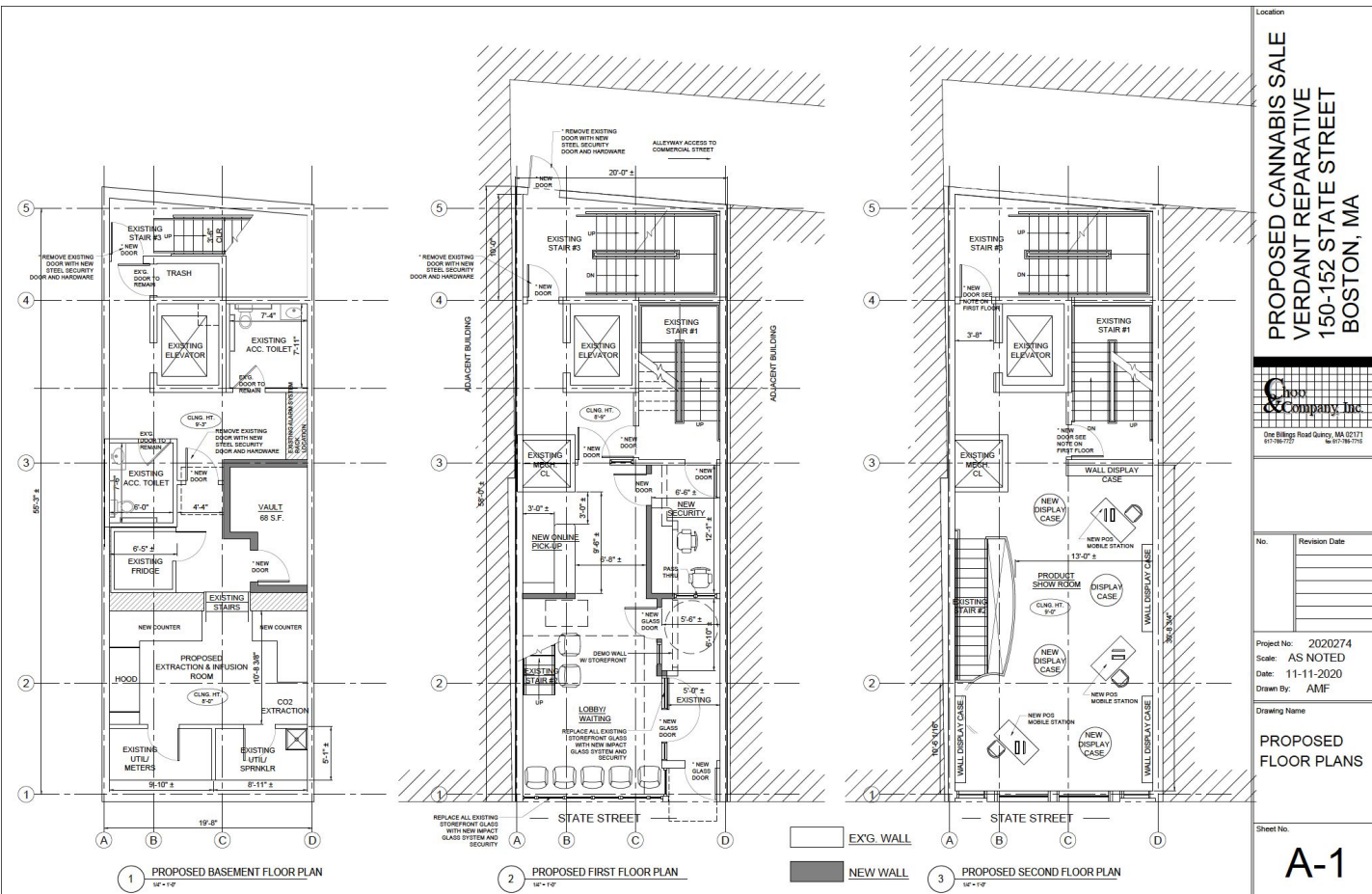
verdant
reparative

Proposed Location

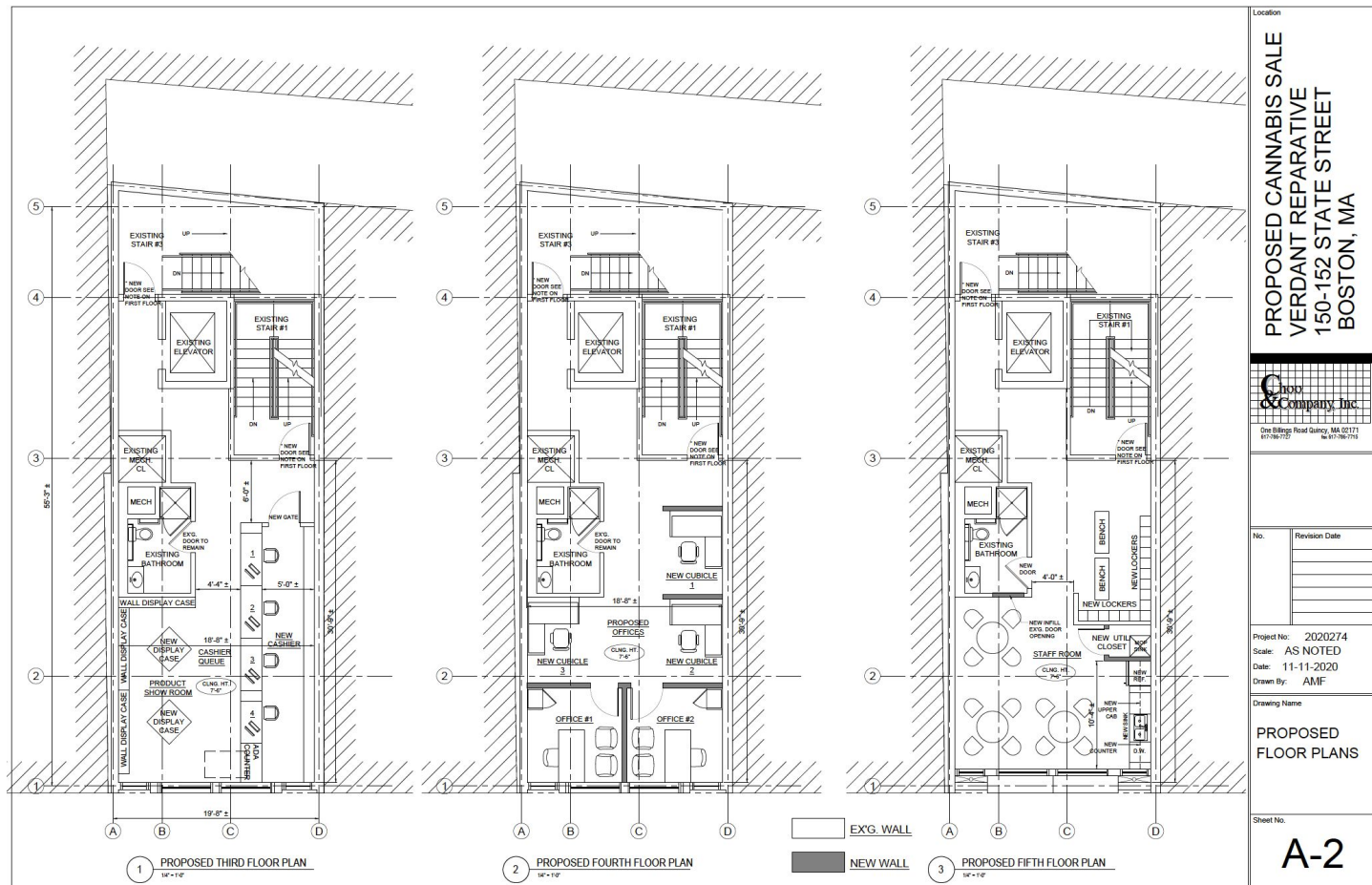
150 State Street, Boston MA



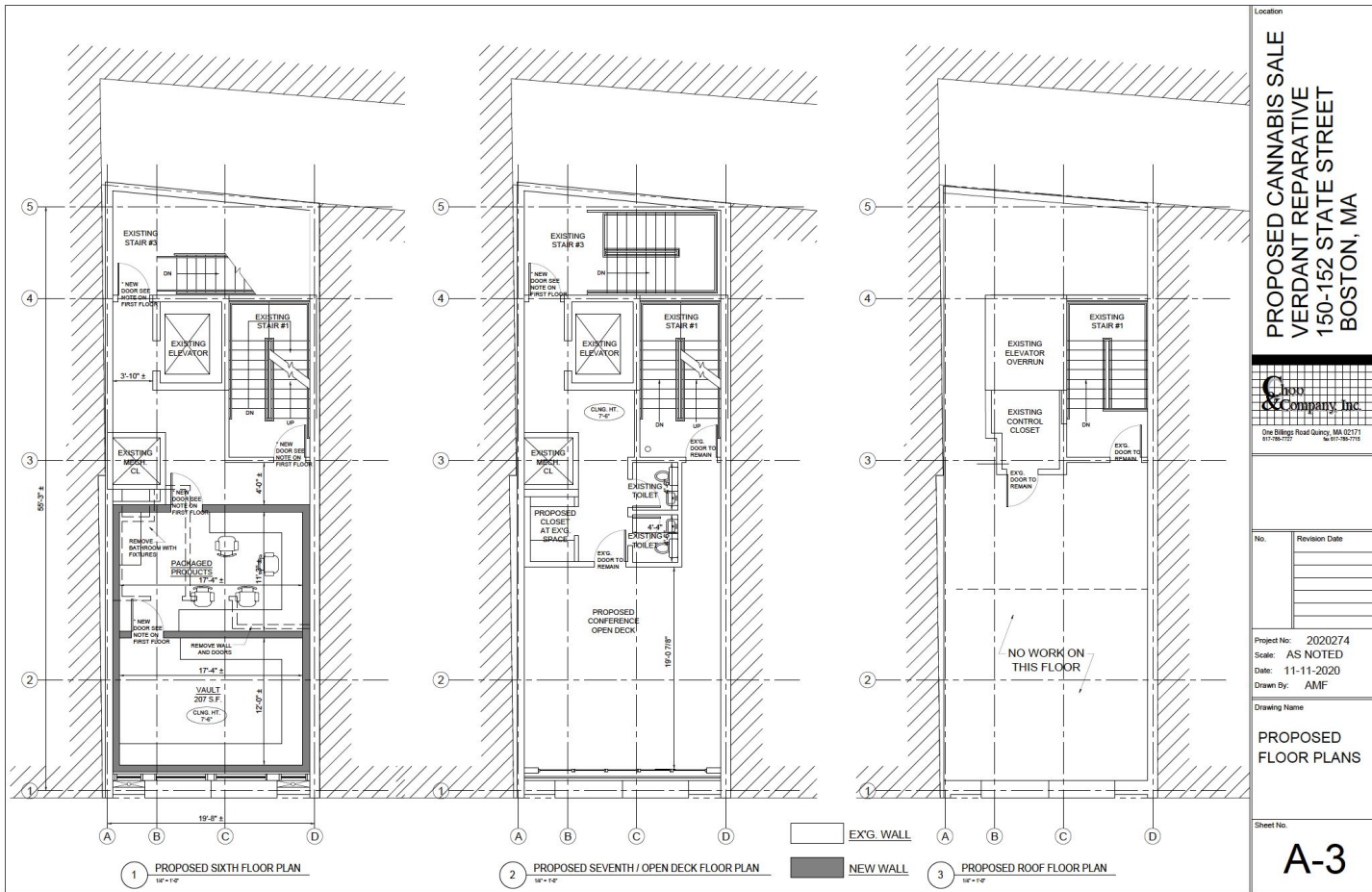
Verdant Reparative 150 State Street, Boston MA



Verdant Reparative 150 State Street, Boston MA



Verdant Reparative 150 State Street, Boston MA



Security Overview

Ensuring the safety of customers, employees, and the surrounding community is the chief priority of our team.



Security Protocol: Access Control

- The dispensary will be monitored live by security on site during all hours of operation by numerous security personnel in both the dispensary and offsite.
- Security staff will enforce strict access control procedures on the dispensary. Loitering, public consumption, and other nuisance behaviors will be prohibited on site.
- Security systems will include extensive video surveillance with integrated alarms.
- Video surveillance will be present throughout the exterior of the facility, all doors and windows, and any interior portion of the facility that will contain marijuana. Alarm systems will include intrusion detection sensors on access points including doors and windows. Video and alarms will be monitored 24/7 by FTG Security's offsite team. We will work with local law enforcement to ensure the best possible surveillance coverage and to provide real time access to camera feeds.
- Alarm systems will be supported by backup generators so they remain operational in the instance of a power outage.

Security Protocol: Interior Safety

- Access to different points of the facility is maintained through a tiered access card system. Access can be revoked instantly electronically.
- Products will be located in locked, secure vaults under video surveillance. No more than the anticipated inventory required for two days will be stored on site.
- **Duress, panic, and hold-up alarms will be located strategically throughout the facility.**
- Security agents will monitor the interior and exterior of the facility on alert for suspicious behaviors. They will be trained on Standard Operating Procedures to respond instantly in crisis situations.

Security Protocol: Preventing Diversion

- All marijuana and marijuana products are tracked by weight from **seed-to-sale** by a sophisticated tracking system. Through this program, Verdant staff and state officials have access to intimate details about the life cycle of each plant, including each individual that has interacted with it during stages of the growing, processing, transportation, and retail processes.
- Employees who divert product, intentionally or negligently, will be terminated immediately and reported to law enforcement. Customers who divert product will be banned from the facility and reported to law enforcement.
- Verdant's hiring and training process will be designed to reduce the potential for product diversion with a heavy emphasis on customer education.

Security Protocol: Preventing Youth Consumption

Verdant's marketing and branding efforts will be targeted towards adults only.

- Our products will not resemble realistic or fictional human, animal, or fruit, including artistic, caricature, or cartoon renderings.
- Visitors to our website will be required to verify that they are over 21 years of age.
- Visitors are required to present age identification three times before they are allowing to assess our products.

Verdant's Physical Security Plan

- Plan to open location with between 8-12 Security Staff (equivalent to the largest nightclub security staff in the area) at a time to ensure the safety of customers, community and staff
- Officers will be present in uniform at all times outside the facility and inside the facility to ensure safety for all.
- Spoke with Commissioner Gross. He directed us to coordinate with A-1 and follow Captain Cicollo's assessment of BPD Officers needed onsite.

Nuisance Prevention

- Our success as a cannabis operator is a direct reflection of our commitment to the surrounding community.
- Staff and security personnel will undergo rigorous training to implement a series of Standard Operating Procedures to ensure that they are educated about on-site safety protocol, safe transportation and storage of product; prevention of diversion to unauthorized parties; and prevention of neighborhood nuisance.
- Consumption of marijuana on-site or in the immediate neighborhood will not be tolerated. Anyone found in violation of this provision will be reported to law enforcement and not allowed back.
- Local business owners and residents will be given the direct contact information of our local dispensary manager, and my personal direct contact who will be on call to address and immediately remedy any issues that arise.

Nuisance Prevention

- Upon their first visit to our facility, customers will sign a **'Community Norms Agreement'** indicating that they have been educated on how to appropriately consume, transport, and store their product. They also indicate that they understand that the following behaviors will not be permitted on site or in the community at large.
 - Any disturbance of the peace
 - Public consumption of cannabis
 - Illegal activity under state or local law
 - Excessive littering
 - Excessive loitering or pedestrian / vehicular traffic
 - Illegal parking or violations of state and local traffic laws
 - Queuing of patrons or other obstructions of the public or private way
- **Queuing technology to ensure there are not long lines when we open.**
- **All products will arrive pre-packed limiting any odor on site.**
- **Signage will be discrete and for the purposes of wayfinding only.**

The Boston Cannabis Board Rubric

1. Diversity and Inclusion Plan - 25%
2. Employment Plan - 20%
 - a. Plan for employment of Boston residents.
 - b. Plan for employment of minorities and women.
 - c. Plan for offering competitive wages and benefits for local residents.
 - d. Plan for employment of individuals with criminal records.
3. Community Feedback/Public Support - 20%
 - a. Letters of support from local elected officials.
 - b. Letters of support from local community organizations.
4. Location, Safety and Security - 20%
 - a. Plan for on-site security personnel.
 - b. Plan for building and product security.
 - c. Plan for protecting youth from accessing the product.
5. Parking/Transportation Plan - 15%
 - a. Access to public transportation.
 - b. Accessibility and amount of on-site parking.
 - c. Plan for the transportation and delivery of product.
 - d. Plan for the transportation of monies to and from the site

Verdant Reparative's Diversity and Inclusion Plan

Verdant is currently a 100% Black Owned and Controlled Company seeking to operate a successful vertically integrated cannabis company, open the doors of economic opportunity for those who have been disproportionately affected by the war on drugs and build wealth in the communities we serve.

The aspects of the State Cannabis Control Commission requirements that we will focus on are as follows:

1. Reduce barriers to entry in the commercial adult-use cannabis industry; and
 2. Provide business assets (time, organization skills, finances) towards endeavors that will have a positive impact towards the promotion of sustainable, socially, and economically reparative practices in the cannabis industry in Massachusetts.
-
1. Goals: one or more desired outcomes of the plan;
 2. Programs: detailed actions, activities, or processes that will be utilized or implemented to achieve the outlined goals; and 1 935 CMR 500.101(1)(c)(7)(k); 935 CMR 500.101(2)(e)(8)(k)
 3. Measurements: specific metrics that will be implemented to assess the progress and success of the program.

Verdant Reparative's Diversity and Inclusion Plan

Business Community

- MBE General Contractor
- MBE Cleaning Company
- MBE Garbage Company
- Purchase 10% of Products from other Economic Empowerment/Social Equity Vendors as available
- Verdant Shop Local Card - Cross Promoting Local Businesses in the area
- Senior Education Equity Department-Senior Educators will be employed part-time to educate their peers on the safe and effective use of cannabis products
- Community Art Presentation Expose (CAPE) - Monthly Features of Local Artists Work in the Dispensary. Each month we showcase amazing local Boston area artists at all of our dispensary locations.

Verdant Reparative's Diversity and Inclusion Plan

Community

- Cannabis Employment Training Uplift Program (CETUP)

This program is designed to provide free cannabis industry specific skills training apprenticeship course for individuals who are formerly or currently involved in the criminal justice system. The objective is to provide these individuals with all the vital skills needed to enter, exceed and excel in the cannabis industry. We will hold classes for 20 residents a year. We will work in conjunctions with Violence in Boston, Gang in Green, Sheriff Tompkins, Dorchester and Roxbury District court probation departments to source talent. The goal of the program is not merely job training but job placement. We are committed to a goal of 20% of our workforce to be individuals with a Cori, a spouse or parent with a Cori.

- 4 CORI Expungement Events Annually
- Host 3 career fairs in Boston and areas designated by the Cannabis Control Commission as areas of disproportionate impact
- Verdant Ventures Training and Application Access Program-Training and funding for Economic Empowerment, Social Equity and interested community members on how to open a cannabis business. It is our goal to pass on the needed skills and SOPs to succeed in application process.

Verdant Reparative's Employment Plan

Estimated 30 Employee Workforce

- \$16/hr Starting Pay
- Health Benefits
- 401k Program
- Paid Financial Literacy Training
- Recruit 20% of the establishment's employees from Boston and/or Massachusetts residents who have, or have parents or spouses who have, past drug convictions.
- Goal of 51% Boston Residents
- Goal of 51% People of Color
- Goal of 50% Women
- Down Payment/First, Last, Security Housing Assistance Fund
- 50% Subsidy for MBTA Passes
- Gold Level Blue Bike Membership for all employees
- 1 Year Anniversary Verdant Bike Bonus

Verdant Reparative's Employment Plan for individuals with criminal records

- Creating Reparations Fund to provide entrepreneurial education to those who have been previously incarcerated
 - \$100,000 annually
 - \$50,000 for training & \$50,000 for investing
 - Support related organizations/programs:
 - The Last Mile
 - Reentry Ventures
 - Majira Project
 - Boston Ujima Project
 - The Runway Project
- Recruit 20% of the establishment's employees from Boston and/or Massachusetts residents who have, or have parents or spouses who have, past drug convictions.



Verdant Reparative's Parking and Transportation Plan

Public Transportation

- Wharf District is a transportation hub and offers a wide range of multi-modal transportation options including MBTA Train Blue and Orange Lines, MBTA Bus Lines, Commuter Rail, and Blue Bike stations.
- Blue Bike Program
- Potential partnerships with Uber and Lyft

Parking

- Plentiful Paid Parking Garage options in the area with thousands of spaces (working to negotiate discount parking for Verdant Reparative Customers)
- Street Parking

Verdant Reparative's plan for the transportation and delivery of product

General Overview

Verdant will ensure that all transported marijuana and products are properly tracked through its seed-to-sale tracking system. Verdant will properly track and label all seeds and clones in the form and manner deemed acceptable by the Commission. Verdant will only transport marijuana from its licensed facilities to other licensed Marijuana Establishments as permitted by Verdant's license.

There will be no advertising, marketing or branding, including, but not limited to, vinyl-wrapped vehicles, signs, logos or markings, indicating that the vehicle is being used to transport marijuana on transportation vehicles or company cars.

In the event that any marijuana product is undeliverable or refused by the destination, Verdant will ensure that it will be transported back to Verdant's originating facility.

Verdant will staff all vehicles transporting marijuana and marijuana products with at least two Verdant agents, one of whom will remain in the vehicle at all times that the vehicle contains marijuana or marijuana products. Prior to departing the premises to transport marijuana products, Verdant will make a video record of weighing, inventorying, and accounting for all marijuana products to be transported.

When receiving transported marijuana, within eight hours after arrival, Verdant will re-weigh, re-inventory, and account for, on video, all marijuana and marijuana products received. When videotaping the weighing, inventorying, and accounting of marijuana and marijuana products before transportation or after receipt, Verdant will ensure that the video shows each product being weighed, the weight, and the manifest.

Prior to departure from its facility, Verdant will package marijuana and marijuana products in sealed, labeled, and tamper-resistant or child-resistant packaging, and ensure that marijuana and marijuana products remain as such during transportation.

All vehicles and transportation equipment used in the transportation of marijuana products requiring temperature control for safety must be designed, maintained, and equipped as necessary to provide adequate temperature control to prevent the marijuana or marijuana products from becoming unsafe during transportation, consistent with applicable requirements pursuant to 21 CFR 1.908(c). Any vehicle used to transport marijuana or marijuana products will be owned or leased by Verdant or a marijuana transporter, will be properly registered, inspected and insured in the Commonwealth, and equipped with an alarm system.

In the case of an emergency stop during the transportation of marijuana or marijuana products, Verdant will maintain a log describing the reason for the stop, the duration of the stop, the location of the stop, and any activities of its personnel exiting the vehicle.

Verdant will ensure that all routes used for the transportation of marijuana or marijuana products are randomized and remain within the Commonwealth.



Verdant Reporative's plan for the transportation and delivery of product

Storage Requirements

Verdant will transport marijuana and marijuana products in secure, locked storage compartments that are a part of the vehicle transporting the marijuana products and cannot be easily removed.

Storage and transportation of finished products will be under conditions that will protect them against physical, chemical, and microbial contamination, while also protecting against deterioration of finished products or their containers. Marijuana and marijuana products will not be visible from the outside of the vehicle.

If and when Verdant transports marijuana or marijuana products to more than one Marijuana Establishment at a time, the marijuana and marijuana products for each marijuana establishment will be kept in a separate locked storage compartment during transportation, and separate manifests will be maintained for each marijuana establishment. If and when Verdant is transporting marijuana and marijuana products to multiple marijuana establishments, Verdant will obtain permission from the Commission to adopt reasonable alternative safeguards. When transporting marijuana and marijuana products, no other products will be transported or stored in the vehicle nor will firearms be located in the vehicle or on transporting agents.

Verdant Reparative's plan for the transportation and delivery of product

Communications

Any vehicle used by Verdant to transport marijuana and marijuana products will contain a global positioning system (GPS) monitoring device that is: 1) not a mobile device that is easily removable; 2) attached to the vehicle at all times that the vehicle contains marijuana and marijuana products; and 3) monitored by Verdant during transport of marijuana and marijuana products. Verdant will obtain an inspection from the Commission prior to initial transportation of marijuana and marijuana products and after any alteration to the locked storage compartment.

Each Verdant agent transporting marijuana products will have access to a secure form of communication with personnel at Verdant at all times that the vehicle contains marijuana and marijuana products. Verdant will utilize either two-way digital or analog radio, cellular phones, or satellite phones for these purposes dependent upon the transportation area, base capabilities, cellular signal coverage, antenna coverage, and frequency of transportation.

Prior to and immediately after leaving Verdant premises, Verdant agents will be required to use a secure form of communication to contact agents at the Verdant facility to test communications and GPS operability. In the event that communications or the GPS system fail while on route, the Verdant agents transporting marijuana or marijuana products must return to the originating Verdant location until the communication system or GPS system is once again operational.

Marijuana establishment agents transporting marijuana or marijuana products will be required to contact the Verdant facility when stopping at and leaving any scheduled location, and regularly throughout the trip, at least every 30 minutes.

Verdant will ensure that there is a Verdant agent assigned to monitoring the GPS unit and secure form of communication, who will be required to log all official communications with marijuana establishment agents transporting marijuana products. All manifests used in the transportation of marijuana will be filled out by Verdant agents in triplicate, with the original manifest remaining with Verdant, a second copy provided to the destination marijuana establishment upon arrival, and a copy to be kept with the Verdant agent during transportation and returned to the marijuana establishment or marijuana transporter upon completion of the transportation. Verdant will securely transmit the manifest to the destination marijuana establishment via facsimile or email prior to departure.

Verdant Reparative's plan for the transportation and delivery of product

Communications (cont.)

Upon arrival at the destination marijuana establishment, Verdant's agents will compare the manifest produced by Verdant agent and the copy transmitted by facsimile or email to the destination marijuana establishment. Each manifest will include, at a minimum, the originating marijuana establishment name, address, and registration number; the names and registration numbers of the agents who transported the marijuana products; the name and registration number of the marijuana establishment agent who prepared the manifest; the destination marijuana establishment name, address, and registration number; a description of the marijuana and marijuana products being transported, including the weight and form or type of the product; the mileage of the transporting vehicle at departure from Verdant and mileage upon arrival at destination marijuana establishment, as well as mileage upon return to Verdant; the date and time of departure from Verdant and arrival at destination marijuana establishment for each transportation; a signature line for the marijuana establishment agent who receives the marijuana products; the weight and inventory before departure and upon receipt; the date and time that the transported products were re-weighed and re-inventoried; the name of the marijuana establishment agent at the destination marijuana establishment who re-weighed and re-inventoried products; and the vehicle make, model, and license plate number.

Verdant will maintain the manifest inside of its vehicle throughout the entire transportation process until delivery is complete. All transportation manifests will be retained by Verdant for a minimum of one year and will be available for inspection by the Commission upon request.

Should any unusual discrepancy occur in weight or inventory, Verdant agents will document and report the discrepancy to the Commission and law enforcement authorities not more than 24 hours after the discovery of such a discrepancy. Verdant agents will report to the Commission and law enforcement authorities any vehicle accidents, diversions, losses, or other reportable incidents that occur during transport, not more than 24 hours after such accidents, diversions, losses, or other reportable incidents.

Each agent transporting or otherwise handling marijuana or marijuana products for Verdant will be registered as a marijuana establishment agent and have a driver's license in good standing issued by the Massachusetts Registry of Motor Vehicles for all classes of vehicle the marijuana establishment agent will operate for Verdant prior to transporting or otherwise handling Verdant's marijuana or marijuana products.

All Verdant agents will carry their registration cards at all times when transporting marijuana or marijuana products for Verdant and will produce their registration card to the Commission or law enforcement officials upon request. Verdant will use best management practices to reduce energy and water usage, engage in energy conservation, and mitigate other environmental impacts wherever possible.

Representatives of the Commission, other Commonwealth agencies, and emergency responders responding in the course of an emergency will have access to all Verdant transportation vehicles as necessary.



Verdant Reparative's plan for the transportation of monies to and from the site

Verdant will adhere to all Cannabis Control Commission requirements for Cash Handling and Transportation:

Cash Handling and Transportation Requirements. (a) A Marijuana Establishment with a contract to deposit funds with a financial institution that conducts any transaction in cash shall establish and implement adequate security measures and procedures for safe cash handling and cash transportation to financial institutions or DOR facilities to prevent theft and loss, and to mitigate associated risks to the safety of employees, customers and the general public. Adequate security measures shall include:

1. An on-site secure locked safe or vault maintained in an area separate from retail sales areas used exclusively for the purpose of securing cash;
2. Video cameras directed to provide images of areas where cash is kept, handled and packaged for transport to financial institutions or DOR facilities, provided that the cameras may be motion-sensor activated cameras and provided, further, that all cameras be able to produce a clear, still image whether live or recorded;
3. A written process for securing cash and ensuring transfers of deposits to the Marijuana Establishment's financial institutions and DOR facilities on an incremental basis consistent with the requirements for deposit by the financial institution or DOR facilities; and

Verdant Reparative's plan for the transportation of monies to and from the site

Verdant will adhere to all Cannabis Control Commission requirements for Cash Handling and Transportation (cont.):

4. Use of an armored transport provider that is licensed pursuant to M.G.L. c. 147, § 25 (watch, guard or patrol agency) and has been approved by the financial institution or DOR facility. 935 CMR: CANNABIS CONTROL COMMISSION 11/1/19 935 CMR - 163 500.110: continued (b) Notwithstanding the requirement of 935 CMR 500.110(7)(a)(4), a Marijuana Establishment may request an alternative security provision under 935 CMR 500.110(2) for purposes of cash transportation to financial institutions and DOR facilities. Any approved alternative security provision shall be included in the security plan shared with law enforcement in the municipality in which the Marijuana Establishment is licensed and periodically updated as required under 935 CMR 500.110(1)(q). To be determined to provide a sufficient alternative, any such alternative safeguard shall include, but may not be limited to:

1. Requiring the use of a locked bag for the transportation of cash from a Marijuana Establishment to a financial institution or DOR facility;
2. Requiring any transportation of cash be conducted in an unmarked vehicle;
3. Requiring two registered Marijuana Establishment Agents employed by the Licensee to be present in the vehicle at all times during transportation of deposits;
4. Requiring real-time GPS tracking of the vehicle at all times when transporting cash;
5. Requiring access to two-way communications between the transportation vehicle and the Marijuana Establishment;
6. Prohibiting the transportation of Marijuana or Marijuana Products at the same time that cash is being transported for deposit to a financial institution or DOR

facility; and

7. Approval of the alternative safeguard by the financial institution or DOR facility. (c) All written safety and security measures developed under 935 CMR 500.105(7) shall be treated as security planning documents, the public disclosure of which would jeopardize public safety.

Diversity Plan

Verdant Reparative, Inc. d/b/a Apex Noire (“Apex Noire”) believes in creating and sustaining a robust policy of inclusivity and diversity. Apex Noire recognizes that diversity in the workforce is key to the integrity of a company’s commitment to its community. Apex Noire is dedicated to creating a diverse culture with a commitment to equal employment opportunity for all individuals. Apex Noire's diversity plan is designed to promote equity among minorities, women, veterans, people with disabilities, and people who identify as LGBTQ+. Apex Noire will make every effort to employ and advance in employment qualified and diverse people at all levels within the company.

Goals

Apex Noire seeks to develop a Diversity Plan that promotes equity among minorities, women, veterans, people with disabilities, and people who identify as LGBTQ+. Apex Noire has developed specific goals, including:

1. Increasing the number of individuals falling into the above-listed demographics working in the establishment as follows:
 - a. Women: 50%
 - b. Minorities: 50%
 - c. LGBTQ+: 10%
 - d. Veterans: 10%
 - e. People with disabilities: 10%
2. Providing tools to ensure the success of individuals falling into the above-listed demographics through at least two annual trainings.

Diversity Recruitment and Sourcing

Apex Noire will establish and maintain an inclusive and diverse workforce to serve its customers through innovative corporate recruitment of underrepresented and minority communities. Apex Noire has developed strategic corporate initiatives to ensure a diverse and qualified staff stands ready to serve Apex Noire customers’ needs. Apex Noire's recruitment efforts are designed to maintain a steady flow of qualified diverse applicants and includes the following steps:

- Hosting four career fairs in identified census tracts of Boston;
- Advertising employment opportunities whenever a job opportunity is available but no less than once annually in diverse publications including bilingual media, networking groups for those who identify with the above-listed demographics, and posting job options on public boards;
- Providing briefings to representatives from recruitment sources tailored to individuals falling in the above-listed demographics concerning current and future job openings;
- Encouraging employees to refer applicants from diverse groups for employment;
- Utilizing personal connections to communicate hiring objectives throughout diverse populations;
- Hosting and advertising informational sessions once per year about careers in the marijuana industry; and
- Utilizing Zip Recruiter to reach over 100 online career and job websites, as well as social media.

Employee Retention, Training and Development

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

Apex Noire will offer promotions, career counseling, and training to provide all employees with equal opportunity for growth and to decrease turnover. Apex Noire will ensure that all employees are given equal opportunities for promotion by communicating opportunities, training programs, and clearly-defined job descriptions. Promotions will be granted at reviews occurring twice annually. Apex Noire will ensure that all employees receive equal opportunity for career counseling, counsel employees on advancement opportunities, and provide training programs to assist them in career development. Training programs will occur no less than annually both internal and external to the company and cannabis industry, and may include topics such as: marijuana cultivation techniques, product manufacturing techniques, retail practices, compliance, writing, management training, and industry seminars provided at annual conferences such as MJBizCon.

Apex Noire's diversity awareness training emphasizes Apex Noire's zero- tolerance commitment of harassment and discrimination and Apex Noire's strict adherence to take corrective action should any issues, concerns, or complaints arise. All Apex Noire employees are required to complete the diversity awareness training program during employee orientation. Training will begin immediately upon hiring, and all new employees will be required to participate in an orientation program that will introduce and stress the importance of the Diversity Plan. Training will occur no less than annually.

Upon completion of the orientation program, new hires will be equipped to describe, discuss, and implement the Diversity Plan. Following successful completion of the general orientation program, employees will undergo additional diversity training that will be tailored to the employee's specific job function. All employees will also be required to undergo ongoing diversity training to ensure knowledge of newly determined best practices and policies and continued familiarity and compliance with the Diversity Plan.

Measuring Progress

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

The Committee will conduct annual audits upon provisional license renewal. The audit will include:

- Employment data, including the number of individuals from the above-referenced demographic groups who were hired and retained ;
- Number of positions created since initial licensure;
- Number of and type of information sessions held or participated in with supporting documentation;

- Number of postings in diverse publications or general publications with supporting documentation;
- Number and subject matter of trainings held and the number of individuals falling into the above- listed demographics in attendance; and
- A comprehensive description of all efforts made by Apex Noire to monitor and enforce the Diversity Plan.

Acknowledgements

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



PLAN FOR RESTRICTING ACCESS TO AGE 21 AND OLDER

Pursuant to 935 CMR 500.050(8)(b), Verdant Reparative, Inc. d/b/a Apex Noire (“Apex Noire”) will only be accessible to individuals, visitors, and agents who are 21 years of age or older with a verified and valid government-issued photo ID. Upon entry into the premises of the marijuana establishment by an individual, visitor, or agent, an Apex Noire agent will immediately inspect the person’s proof of identification and determine the person’s age.

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

Pursuant to 935 CMR 500.105(4), Apex Noire will not engage in any advertising practices that are targeted to, deemed to appeal to or portray minors under the age of 21. Apex Noire will not engage in any advertising by means of television, radio, internet, mobile applications, social media, or other electronic communication, billboard or other outdoor advertising, including sponsorship of charitable, sporting or similar events, unless at least 85% of the audience is reasonably expected to be 21 years of age or older as determined by reliable and current audience composition data. Apex Noire will not manufacture or sell any edible products that resemble a realistic or fictional human, animal, fruit, or sporting-equipment item including artistic, caricature or cartoon renderings, pursuant to 935 CMR 500.150(1)(b). In accordance with 935 CMR 500.105(4)(a)(5), any advertising created for public viewing will include a warning stating, **“For use only by adults 21 years of age or older. Keep out of the reach of children. Marijuana can impair concentration, coordination and judgment. Do not operate a vehicle or machinery under the influence of marijuana. Please Consume Responsibly.”** Pursuant to 935 CMR 500.105(6)(b), Apex Noire packaging for any marijuana or marijuana products will not use bright colors, defined as colors that are “neon” in appearance, resemble existing branded products, feature cartoons, a design, brand or name that resembles a non-cannabis consumer 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 marketed to minors. Apex Noire’s website will require all online visitors to verify they are 21 years of age or older prior to accessing the website, in accordance with 935 CMR 500.105(4)(b)(13).



QUALITY CONTROL AND TESTING

Quality Control

Verdant Reporative, Inc. d/b/a Apex Noire (“Apex Noire”) will comply with the following sanitary requirements:

1. Any Apex Noire agent whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, is subject to the requirements for food handlers specified in 105 CMR 300.000, and all edible marijuana products will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 590.000, and with the requirements for food handlers specified in 105 CMR 300.000.
2. Any Apex Noire 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. Apex Noire’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 Apex Noire’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. Apex Noire’s facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. Apex Noire 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. Apex Noire’s floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. Apex Noire’s facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. Apex Noire’s buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. Apex Noire will ensure that all contact surfaces, including utensils and equipment, will be maintained in a clean and sanitary condition. Such surfaces will be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils will be so designed and of such material and workmanship as to be adequately cleanable;
10. All toxic items will be identified, held, and stored in a manner that protects against contamination of marijuana products. Toxic items will not be stored in an area containing products used in the cultivation of marijuana. Apex Noire acknowledges and understands



that the Commission may require Apex Noire to demonstrate the intended and actual use of any toxic items found on Apex Noire's premises;

11. Apex Noire will ensure that its water supply is sufficient for necessary operations, and that any private water source will be capable of providing a safe, potable, and adequate supply of water to meet Apex Noire's needs;
12. Apex Noire's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the marijuana establishment. Plumbing will properly convey sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and wastewater lines;
13. Apex Noire will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. Apex Noire 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. Apex Noire 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.

Apex Noire'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).

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

Apex Noire 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 Apex Noire 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.

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

- Well-cured and generally free of seeds and stems;
- Free of dirt, sand, debris, and other foreign matter;
- Free of contamination by mold, rot, other fungus, and bacterial diseases;



- Prepared and handled on food-grade stainless steel tables; and
- Packaged in a secure area.

All edible products will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 590.000: Minimum Sanitation Standards for Food Establishments, and any marijuana product that is made to resemble a typical food or beverage product will be packaged and labeled as required by 935 CMR 500.105(5) and 500.105(6).

When selling or otherwise transferring marijuana to another marijuana establishment Apex Noire will provide documentation of its compliance with the testing requirements of 935 CMR 500.160: *Testing of Marijuana and Marijuana Products*, and standards established by the Commission for the conditions, including time and temperature controls, necessary to protect marijuana products against physical, chemical, and microbial contamination as well as against deterioration of finished products during storage and transportation.

Testing

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

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

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



Apex Noire's marijuana will be tested for the cannabinoid profile and for contaminants as specified by the Commission including, but not limited to, mold, mildew, heavy metals, plant-growth regulators, and the presence of pesticides. In addition to these contaminant tests, final ready-to-sell Marijuana Vaporizer Products shall be screened for heavy metals and Vitamin E Acetate (VEA) in accordance with the relevant provisions of *the Protocol for Sampling and Analysis of Finished Marijuana and Marijuana Products for Marijuana Establishments, Medical Marijuana Treatment Centers and Colocated Marijuana Operations*. Apex Noire acknowledges and understands that the Commission may require additional testing.

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

Apex Noire 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. Apex Noire acknowledges and understands that testing results will be valid for a period of one year, and that marijuana or marijuana products with testing dates in excess of one year shall be deemed expired and may not be dispensed, sold, transferred or otherwise conveyed until retested.

All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services will comply with 935 CMR 500.105(13). All storage of Apex Noire's marijuana at a laboratory providing marijuana testing services will comply with 935 CMR 500.105(11). All excess marijuana will be disposed in compliance with 935 CMR 500.105(12), either by the Independent Testing Laboratory returning excess marijuana to Apex Noire for disposal or by the Independent Testing Laboratory disposing of it directly. All Single-servings of marijuana products will be tested for potency in accordance with 935 CMR 500.150(4)(a) and subject to a potency variance of no greater than plus/minus ten percent (+/- 10%).

Any marijuana or marijuana products that fail any test for contaminants must either be reanalyzed without remediation, remediated or disposed of. In the event marijuana or marijuana products are reanalyzed, a sample from the same batch shall be submitted for reanalysis at the ITL that provided the original failed result. If the sample passes all previously failed tests at the initial ITL, an additional sample from the same batch previously tested shall be submitted to a second ITL other than the initial ITL for a Second Confirmatory Test. To be considered passing and therefore safe for sale, the sample must have passed the Second Confirmatory Test at a second ITL. Any Marijuana or Marijuana Product that fails the Second Confirmatory Test will not be sold, transferred or otherwise dispensed to Consumers, Patients or Licensees without first



being remediated. Otherwise, any such product shall be destroyed in compliance with 935 CMR 500.105(12): *Waste Disposal*.

If marijuana or marijuana products are destined for remediation, a new test sample will be submitted to a licensed ITL, which may include the initial ITL for a full-panel test. Any failing Marijuana or Marijuana Product may be remediated a maximum of two times. Any Marijuana or Marijuana Product that fails any test after the second remediation attempt will not be sold, transferred or otherwise dispensed to Consumers, Patients or Licensees and will be destroyed in compliance with 935 CMR 500.105(12): *Waste Disposal*.

Quality Control Samples

Apex Noire may create a sample of Marijuana Product (“Marijuana”) to be provided internally to employees for purposes of ensuring product quality and making determinations about whether to sell the Marijuana. Quality Control Samples and employee feedback regarding such samples will allow Apex Noire to produce the highest quality Marijuana Products for distribution on the adult use market.

Quality Control Samples provided to employees may not be consumed on Apex Noire’s Premises nor may they be sold to another licensee or Consumer. Quality Control Samples will be tested in accordance with 935 CMR 500.160: Testing of Marijuana and Marijuana Products. Apex Noire will limit the Quality Control Samples provided to all employees in a calendar month period to the following aggregate amounts:

1. Five grams of Marijuana concentrate or extract, including but not limited to tinctures;
2. Five hundred milligrams of Edibles whereby the serving size of each individual sample does not exceed five milligrams and otherwise satisfies the potency levels set forth in 935 CMR 500.150(4): Dosing Limitations; and
3. Five units of sale per Cannabis product line and no more than six individual Cannabis product lines. For purposes of 935 CMR 500.130(8): Vendor Samples, a Cannabis product line shall mean items bearing the same Stock Keeping Unit Number.

If Quality Control Samples are provided as Vendor Samples pursuant to 935 CMR 500.130(8), they will be assigned a unique, sequential alphanumeric identifier and entered into the Seed-to-sale SOR in a form and manner to be determined by the Commission, and further, shall be designated as “Quality Control Sample.”

Quality Control Samples will have a legible, firmly Affixed label on which the wording is no less than 1/16 inch in size containing at minimum the following information:

1. A statement that reads: “QUALITY CONTROL SAMPLE NOT FOR RESALE”;
2. The name and registration number of the Marijuana Product Manufacturer;
3. The quantity, net weight, and type of Marijuana flower contained within the package; and
4. A unique sequential, alphanumeric identifier assigned to the Production Batch associated with the Quality Control Sample that is traceable in the Seed-to-sale SOR.



Upon providing a Quality Control Sample to an employee, Apex Noire will record:

1. The reduction in quantity of the total weight or item count under the unique alphanumeric identifier associated with the Quality Control Sample;
2. The date and time the Quality Control Sample was provided to the employee;
3. The agent registration number of the employee receiving the Quality Control Sample; and
4. The name of the employee as it appears on their agent registration card.

PERSONNEL POLICIES INCLUDING BACKGROUND CHECKS

Overview

Verdant Reporative, Inc. d/b/a Apex Noire (“Apex Noire”) will securely maintain personnel records, including registration status and background check records. Apex Noire 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 operating conditions;
- Personnel policies and procedures; and
- All background check reports obtained in accordance with 935 CMR 500.030.

Agent Personnel Records

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

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

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

Agent Background Checks

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

- For purposes of determining suitability based on background checks performed in accordance with 935 CMR 500.030, Apex Noire 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, Apex Noire 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, Apex Noire will consider the following factors:
 - i. Time since the offense or incident;
 - ii. Age of the subject at the time of the offense or incident;
 - iii. Nature and specific circumstances of the offense or incident;
 - iv. Sentence imposed and length, if any, of incarceration, if criminal;
 - v. Penalty or discipline imposed, including damages awarded, if civil or administrative;
 - vi. Relationship of offense or incident to nature of work to be performed;
 - vii. Number of offenses or incidents;
 - viii. Whether offenses or incidents were committed in association with dependence on drugs or alcohol from which the subject has since recovered;
 - ix. If criminal, any relevant evidence of rehabilitation or lack thereof, such as information about compliance with conditions of parole or probation, including orders of no contact with victims and witnesses, and the subject's conduct and experience since the time of the offense including, but not limited to, professional or educational certifications obtained; and
 - x. Any other relevant information, including information submitted by the subject.
 - c. Consider appeals of determinations of unsuitability based on claims of erroneous information received as part of the background check during the application

process in accordance with 803 CMR 2.17: Requirement to Maintain a Secondary Dissemination Log and 2.18: Adverse Employment Decision Based on CORI or Other Types of Criminal History Information Received from a Source Other than the DCJIS.

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

Personnel Policies and Training

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

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

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



RECORDKEEPING PROCEDURES

General Overview

Verdant Reporative, Inc. d/b/a Apex Noire (“Apex Noire”) 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 Apex Noire documents. Records will be stored at Apex Noire 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 Apex Noire 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 Apex Noire’s quarter-end closing procedures. In addition, Apex Noire’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**

Corporate Records are defined as those records that require, at a minimum, annual reviews, updates, and renewals, including:

- Insurance Coverage:
 - Directors & Officers Policy
 - Product Liability Policy
 - General Liability Policy
 - Umbrella Policy
 - Workers Compensation Policy
 - Employer Professional Liability Policy
- Third-Party Laboratory Contracts
- Commission Requirements:
 - Annual Agent Registration
 - Annual Marijuana Establishment Registration
- Local Compliance:
 - Certificate of Occupancy
 - Special Permits
 - Variances
 - Site Plan Approvals
 - As-Built Drawings
- Corporate Governance:
 - Annual Report
 - Secretary of Commonwealth Filings

- **Business Records**

Business Records require ongoing maintenance and updates. These records can be electronic or hard copy (preferably electronic) and at minimum include:

- Assets and liabilities;

- Monetary transactions;
- Books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
- Sales records including the quantity, form, and cost of marijuana products;
- Salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over Apex Noire.
- Personnel Records

At a minimum, Personnel Records 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 Apex Noire 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 operating conditions;
 - Personnel policies and procedures; and
 - All background check reports obtained in accordance with 935 CMR 500.030: Registration of Marijuana Establishment Agents 803 CMR 2.00: Criminal Offender Record Information (CORI).
- Handling and Testing of Marijuana Records
 - Apex Noire 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
 - Apex Noire will use Metrc as the seed-to-sale tracking software to maintain real-time inventory. The seed-to-sale tracking software inventory reporting will meet

the requirements specified by the Commission and 935 CMR 500.105(8)(e), including, at a minimum, an inventory of marijuana plants; marijuana plant-seeds and clones in any phase of development such as propagation, vegetation, flowering; marijuana ready for dispensing; all marijuana products; and all damaged, defective, expired, or contaminated marijuana and marijuana products awaiting disposal.

- Incident Reporting Records

- Within ten (10) calendar days, Apex Noire will provide notice to the Commission of any incident described in 935 CMR 500.110(9)(a), by submitting an incident report in the form and manner determined by the Commission which details the circumstances of the event, any corrective action taken, and confirmation that the appropriate law enforcement authorities were notified within twenty-four (24) hours of discovering the breach or incident .
- All documentation related to an incident that is reportable pursuant to 935 CMR 500.110(9)(a) will be maintained by Apex Noire for no less than one year or the duration of an open investigation, whichever is longer, and made available to the Commission and law enforcement authorities within Apex Noire's jurisdiction on request.

- Visitor Records

- A visitor sign-in and sign-out log will be maintained at the security office. The log will include the visitor's name, address, organization or firm, date, time in and out, and the name of the authorized agent who will be escorting the visitor.

- Waste Disposal Records

- When marijuana or marijuana products are disposed of, Apex Noire will create and maintain an electronic record of the date, the type and quantity disposed of or handled, the manner of disposal or other handling, the location of disposal or other handling, and the names of the two Apex Noire agents present during the disposal or other handling, with their signatures. Apex Noire will keep disposal records for at least three (3) years. This period will automatically be extended for the duration of any enforcement action and may be extended by an order of the Commission.

- Security Records

- A current list of authorized agents and service personnel that have access to the surveillance room will be available to the Commission upon request.
- Recordings from all video cameras which shall be enabled to record twenty-four (24) hours each day shall be available for immediate viewing by the Commission on request for at least the preceding ninety (90) calendar days or the duration of a request to preserve the recordings for a specified period of time made by the Commission, whichever is longer.
- Recordings shall not be destroyed or altered and shall be retained as long as necessary if Apex Noire is aware of pending criminal, civil or administrative investigation or legal proceeding for which the recording may contain relevant information.

- Transportation Records
 - Apex Noire will retain all transportation manifests for a minimum of one (1) year and make them available to the Commission upon request.
- Vehicle Records (as applicable)
 - Records that any and all of Apex Noire's vehicles are properly registered, inspected, and insured in the Commonwealth and shall be made available to the Commission on request.
- Agent Training Records
 - Documentation of all required training, including training regarding privacy and confidentiality requirements, and a signed statement of the individual indicating the date, time, and place he or she received the training, the topics discussed and the name and title of the presenter(s).
- Responsible Vendor Training
 - Apex Noire shall maintain records of Responsible Vendor Training Program compliance for four (4) years and make them available to inspection by the Commission and any other applicable licensing authority on request during normal business hours.
- Closure
 - In the event Apex Noire closes, all records will be kept for at least two (2) years at Apex Noire's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, Apex Noire 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 Apex Noire's operations will be updated on an ongoing basis as needed and undergo a review by the executive management team on an annual basis. Policies and Procedures will include the following:

 - Security measures in compliance with 935 CMR 500.110;
 - Employee security policies, including personal safety and crime prevention techniques;
 - A description of Apex Noire's hours of operation and after-hours contact information, which will be provided to the Commission, made available to law enforcement officials upon request, and updated pursuant to 935 CMR 500.000.
 - Storage of marijuana in compliance with 935 CMR 500.105(11);
 - Description of the various strains of marijuana to be cultivated, processed or sold, as applicable, and the form(s) in which marijuana will be sold;
 - Price list for Marijuana and Marijuana Products, and alternate price lists for patients with documented Verified Financial Hardship as defined in 501.002: *Definitions*, as required by 935 CMR 501.100(1)(f);
 - Procedures to ensure accurate recordkeeping, including inventory protocols in compliance with 935 CMR 500.105(8) and (9);
 - Plans for quality control, including product testing for contaminants in compliance with 935 CMR 500.160;

- A staffing plan and staffing records in compliance with 935 CMR 500.105(9)(d);
- Emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
- Alcohol, smoke, and drug-free workplace policies;
- A plan describing how confidential information will be maintained;
- Policy for the immediate dismissal of any dispensary agent who has:
 - Diverted marijuana, which will be reported to Law Enforcement Authorities and to the Commission;
 - Engaged in unsafe practices with regard to Apex Noire operations, which will be reported to the Commission; or
 - Been convicted or entered a guilty plea, plea of *nolo contendere*, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority.
- A list of all board of directors, members, and executives of Apex Noire, and members, if any, of the licensee must be made available upon request by any individual. This requirement may be fulfilled by placing this information on Apex Noire's website.
- Policies and procedures for the handling of cash on Apex Noire premises including but not limited to storage, collection frequency and transport to financial institution(s), to be available upon inspection.
- Policies and procedures to prevent the diversion of marijuana to individuals younger than 21 years old.
- Policies and procedures for energy efficiency and conservation that will include:
 - Identification of potential energy use reduction opportunities (including but not limited to natural lighting, heat recovery ventilation and energy efficiency measures), and a plan for implementation of such opportunities;
 - Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on site, and an explanation of why the identified opportunities were not pursued, if applicable;
 - Strategies to reduce electric demand (such as lighting schedules, active load management and energy storage); and
 - Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25 § 21, or through municipal lighting plants.
- Policies and procedures to promote workplace safety consistent with applicable standards set by the Occupational Safety and Health Administration, including plans to identify and address any biological, chemical or physical hazards. Such policies and procedures shall include, at a minimum, a hazard communication plan, personal protective equipment assessment, a fire protection plan, and an emergency action plan.

- License Renewal Records

- Apex Noire shall keep and submit as a component of the renewal application documentation that the establishment requested from its Host Community the records of any cost to a city or town reasonably related to the operation of the establishment, which would include the city's or town's anticipated and actual expenses resulting from the operation of the establishment in its community. The applicant shall provide a copy of the electronic or written request, which should include the date of the request, and either the substantive response(s) received or an attestation that no response was received from the city or town. The request should state that, in accordance with M.G.L. c. 94G, § 3(d), any cost to a city or town imposed by the operation of a Marijuana Establishment or MTC shall be documented and considered a public record as defined by M.G.L. c. 4, § 7, cl. 26.

Record-Retention

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

MAINTAINING OF FINANCIAL RECORDS

Verdant Reporative, Inc. d/b/a Apex Noire's ("Apex Noire") 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 Apex Noire.
- 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;
 - Prohibiting the use of software or other methods to manipulate or alter sales data;
 - Conducting a monthly analysis of its equipment and sales data, and maintaining records, available to the Commission upon request, that the monthly analysis has been performed;
 - If Apex Noire determines that software has been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data: 1. it shall immediately disclose the information to the Commission; 2. it shall cooperate with the Commission in any investigation regarding manipulation or alteration of sales data; and 3. take such other action directed by the Commission to comply with 935 CMR 500.105.
 - Complying with 830 CMR 62C.25.1: *Record Retention* and DOR Directive 16-1 regarding recordkeeping requirements;
 - Adopting separate accounting practices at the point-of-sale for marijuana and marijuana product sales, and non-marijuana sales; and
 - Maintaining such records that would allow for the Commission and the DOR to audit and examine the point-of-sale system used in order to ensure compliance with Massachusetts tax laws and 935 CMR 500.000

- 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.
- License Renewal Records
 - Apex Noire shall keep and submit as a component of the renewal application documentation that the establishment requested from its Host Community the records of any cost to a city or town reasonably related to the operation of the establishment, which would include the city's or town's anticipated and actual expenses resulting from the operation of the establishment in its community. The applicant shall provide a copy of the electronic or written request, which should include the date of the request, and either the substantive response(s) received or an attestation that no response was received from the city or town. The request should state that, in accordance with M.G.L. c. 94G, § 3(d), any cost to a city or town imposed by the operation of a Marijuana Establishment or MTC shall be documented and considered a public record as defined by M.G.L. c. 4, § 7, cl. 26.



QUALIFICATIONS AND TRAINING

Verdant Reparative, Inc. d/b/a Apex Noire (“Apex Noire”) will ensure that all employees hired to work at a Apex Noire facility will be qualified to work as a marijuana establishment agent and properly trained to serve in their respective roles in a compliant manner. Apex Noire will maintain a list of anticipated positions and their qualifications.

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.

Apex Noire will also ensure that its employees are suitable for registration consistent with the provisions of 935 CMR 500.802. In the event that Apex Noire discovers any of its agents are not suitable for registration as a marijuana establishment agent, the agent’s employment will be terminated, and Apex Noire 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 Apex Noire’s agents will successfully complete a comprehensive training program that is tailored to the roles and responsibilities of the agent’s job function. A Apex Noire Agent will receive a total of eight (8) hours of training annually. A minimum of four (4) hours of training will be from Responsible Vendor Training Program (“RVT”) courses established under 935 CMR 500.105(2)(b). Any additional RVT over four (4) hours may count towards the required eight (8) hours of training.

Non-RVT may be conducted in-house by Apex Noire or by a third-party vendor engaged by the Apex Noire. Basic on-the-job training in the ordinary course of business may also be counted towards the required eight (8) hour training.

All Apex Noire Agents that are involved in the handling or sale of marijuana at the time of licensure or renewal of licensure will have attended and successfully completed the mandatory Responsible Vendor Training Program operated by an education provider accredited by the Commission.

Basic Core Curriculum

Apex Noire Agents must first take the Basic Core Curriculum within 90 days of hire, which includes the following subject matter:

- Marijuana's effect on the human body, including:



- Scientifically based evidence on the physical and mental health effects based on the type of Marijuana Product;
 - The amount of time to feel impairment;
 - Visible signs of impairment; and
 - Recognizing the signs of impairment.
- Diversion prevention and prevention of sales to minors, including best practices.
- Compliance with all tracking requirements.
- Acceptable forms of identification. Training must include:
 - How to check identification;
 - Spotting and confiscating fraudulent identification;
 - Common mistakes made in identification verification.
 - Prohibited purchases and practices, including purchases by persons under the age of 21 in violation of M.G.L. c. 94G, § 13.
- Other key state laws and rules affecting Apex Noire Agents which shall include:
 - Conduct of Apex Noire Agents;
 - Permitting inspections by state and local licensing and enforcement authorities;
 - Local and state licensing and enforcement, including registration and license sanctions;
 - Incident and notification requirements;
 - Administrative, civil, and criminal liability;
 - Health and safety standards, including waste disposal;
 - Patrons prohibited from bringing marijuana and marijuana products onto licensed premises;
 - Permitted hours of sale;
 - Licensee responsibilities for activities occurring within licensed premises; xix. Maintenance of records, including confidentiality and privacy; and
 - Such other areas of training determined by the Commission to be included in a Responsible Vendor Training Program.

Apex Noire will encourage administrative employees who do not handle or sell marijuana to take the “Responsible Vendor” program on a voluntary basis to help ensure compliance. Apex Noire’s records of Responsible Vendor Training Program compliance will be maintained for at least four (4) years and made available during normal business hours for inspection by the Commission and any other applicable licensing authority on request.

After successful completion of the Basic Core Curriculum, each Apex Noire Agent involved in the handling or sale of marijuana will fulfill the four-hour RVT requirement every year thereafter for Apex Noire to maintain designation as a Responsible Vendor. Once the Apex Noire Agent has completed the Basic Core Curriculum, the Agent is eligible to take the Advanced Core Curriculum. Failure to maintain Responsible Vendor status is grounds for action by the Commission.



ENERGY COMPLIANCE PLAN

Verdant Reparative, Inc. d/b/a Apex Noire (“Apex Noire”) is currently exploring potential energy-use reduction opportunities such as natural lighting and energy efficiency measures and a plan for implementation of such opportunities.

Renewable Energy Generation Opportunities

Apex Noir will demonstrate consideration of the following factors:

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.

As the need and opportunity for facility upgrades and maintenance arise in the future and the company becomes cash flow positive, Apex Noire will continue to evaluate strategies to reduce electric demand.

Energy Efficiency and Conservation

1. Apex Noir has identified potential energy use reduction opportunities such as natural lighting and energy efficiency measures and a plan for implementation of such opportunities. Our facility has been fully designed with features including state-of-the-art spray foam insulation, and energy efficient lighting
2. Our team is dedicated to consistently striving for sustainability and emissions reduction. Apex Noir has considered opportunities for renewable energy generation.
3. Apex Noir is pursuing the following strategies to reduce electric demand.
 - a. Energy efficient lighting controls, LED Lighting, dimmable ballasts, smart HVAC systems with programmable thermostats that allow managers to adjust and manage the level of energy usage and demand during key time intervals, while still maintaining comfort.
4. Programs may include lighting schedules, active load management and energy storage programs.
5. Apex Noir plans on engaging with the energy efficiency program offered by the City of Boston: The Community Choice Electricity, Renew Boston and Lights out Boston.



PRODUCT MANUFACTURING SAFETY PLAN

In accordance with 935 CMR 500.105(3)(c), Verdant Reparative, Inc. d/b/a Apex Noire (“Apex Noire”) will ensure that all edibles will be prepared, handled and stored in compliance with the sanitation requirements in 105 CMR 590.000: *State sanitary code chapter X: Minimum Sanitation Standards for Food Establishments*.

Agent Hygiene Practices

Apex Noire agents will follow thorough hygienic practices and will maintain adequate personal cleanliness. All Apex Noire agents will wash their hands thoroughly before starting work, and at any other time when hands may have become soiled or contaminated. Hand-washing facilities will be placed conveniently within the Apex Noire facility and will be equipped with running water, effective hand-cleaning and sanitizing preparations, suitable drying devices, and sufficient storage for all cleaning and sanitation materials. All Apex Noire agents will also wear food grade disposable gloves when handling marijuana and in the creation of marijuana products.

Any agent who, by medical examination or supervisory observation, is shown to have, or appears to have, an illness, open lesion (e.g., boils, sores, infected wounds), or any other abnormal source of microbial contamination for which there is a reasonable possibility of contact with cannabis shall be excluded from any operations that may be expected to result in microbial contamination until the condition is corrected.

Food Material Practices

Food material used in the preparation of marijuana products will be acquired from an approved source. Any and all materials used in the production of marijuana products that can support the rapid growth of undesirable microorganisms will be stored in a manner that prevents the growth of such microorganisms, such as proper refrigeration or other appropriate storage. All thermometers used in the storage and preparation of marijuana products will be tested regularly to ensure accuracy. All food products will be properly stored in their original containers and will be properly labeled. Only approved food additives will be used. Marijuana products and food products used in the production of marijuana products will be maintained in good condition and will be unadulterated.

Food Contact Surface Sanitation Practices

The Company recognizes the importance of properly washing, rinsing, and sanitizing food preparation equipment, utensils, and all surfaces that come into contact with food to reduce the number of bacteria, prevent the spread of bacteria, and eliminate the possibility of cross-contamination. Apex Noire will institute the following sanitation procedures in its commercial kitchen:

- Sanitizing solution should be used in the kitchen and other areas to sanitize food contact surfaces and utensils prior to use.
- All surfaces that come into contact with food will be washed, rinsed, and sanitized after each use, when an agent begins working with another type of food, anytime an agent is

interrupted during a task and the tools or items they have been working with may have become contaminated, or at four-hour intervals if the areas or items are in constant use.

- Sanitizing solution will be stored in buckets or other containers such as a spray bottle and used with wiping cloths to sanitize prep tables, prep sinks, dining room tables, bar area, and working utensils; in the third compartment of a 3-compartment sink to sanitize all dishes that are washed; and use the final rinse in the dish machine to sanitize all dishes that are washed.
 - The chlorine-based solution will be prepared each morning, using the following recipe:

Minimum concentration: 50ppm Range recommended: 50-100ppm. Do not exceed 200 ppm.	Amount needed per unit of water		
	per 2 quarts	per gallon	per 12 gallons
Use provided test strips. Check the temperature of the water for recommend temperature of 75-120 degrees Fahrenheit.	½ tsp.	1 tsp.	1/4 cup

- The sanitizing solution will be measured, tested, and placed into red sanitization bins and used to wipe down surfaces that will then air-dry.
- The third bay in the bay sinks will be filled with the solution, in order to soak utensils, cookware and labware, for a minimum of one (1) minute, and will air-dry.
- Agents will ensure that all wiping cloths are soaked with sanitizer when cleaning food contact surfaces (like cutting boards, prep tables, slicers, etc.) and stored in sanitizer when not in use.
- Sanitizer buckets will be set up at all times in areas where food is being handled. Agents will check sanitizer solutions frequently to ensure that they are at the correct concentration, using the proper test strips for the type of sanitizing chemical that they are using.

- Sanitizer solutions will be changed as needed to properly sanitize food contact surfaces.
- Cleaning of all equipment, work surfaces, laboratory glassware and kitchen cookware can be challenging given the non-aqueous nature of cannabis concentrate. Often, strong solvents such as acetone must be used to chemically dissolve hard-to-clean cannabis concentrate. When acetone is used to clean surfaces, a solvent respirator must be worn to prevent inhalation of fumes. When acetone is used to clean lab glass and utensils, soaking must be done under the fume hood located in the Apex Noire facility, at all times. Used solvent will be disposed of in the provided solvent-waste bin, which is only to be removed by a chemical waste disposal professional.
- Equipment and utensils utilized in the Apex Noire facility be so designed and of such material and workmanship as to be adequately cleanable.

Training

All agents will complete mandatory safety training sessions. Apex Noire agents and Apex Noire management will have the following responsibilities when it comes to health and safety:

- Apex Noire Management:
 - Ensure the health and safety of all agents.
 - Correct any workplace conditions that are hazardous to the health and safety of agents.
 - Inform agents about any remaining hazards.
 - Make copies of the OSHA Regulations and any workers compensation requirements available by posting throughout the facility.
 - Ensure agents know their rights and responsibilities under OSHA Regulations and the Commission's requirements and that they comply with them.
 - Provide and maintain protective devices, equipment, and clothing, and ensure that agents use them.
 - Provide agents with education, supervision, and training specific to equipment.
 - Perform ongoing reviews and updates to policies and procedures as needed.
- Apex Noire Agents:
 - Take care to protect health and safety and the health and safety of others who may be affected by individual actions.
 - Comply with all regulations and other legal requirements.
 - Follow established safe work procedures.
 - Use the required personal protective equipment.
 - Refrain from horseplay or similar conduct that may endanger others.
 - Ensure individual ability to work safely is not impaired by drugs or alcohol.
 - Report accidents and other incidents (including near misses) to the manager on duty.
 - Report the following to the manager on duty:
 - A hazard that might endanger Apex Noire agents;
 - A problem with personal protective equipment or clothing; or
 - Any suggestions to improve workplace safety.

Cleanliness & Sanitation Training:

Apex Noire will combine its existing successful agent training program, supplemented with Commission rules and cannabis specific training to provide exhaustive training curricula to all agents. Apex Noire's training will include USDA Good Handling Practices and Quality Systems, FDA Current Good Manufacturing Practices, and sickness or illness policies. Agents who handle cannabis will receive hygiene training with specific attention to preventing microbial contamination. All employees will receive, at a minimum, the following quality assurance and contamination prevention training:

- USDA Good Handling Practices and Quality Systems, including but not limited to 21 CFR part 110.
- Product care, inspection, and maintenance techniques.
- Company policies which prohibit employees showing signs of illness, open wounds, sores, or skin infections from handling cannabis or materials that come into contact with cannabis.
- Hygiene training for employees who handle cannabis with specific attention to preventing microbial contamination.
- Handwashing requirements, including washing hands with soap and hot water before beginning work, after using the bathroom, and after meal breaks.
- Quality assurance procedures and consequences of failing to follow the company's established processes; and
- ServSafe certification training.

Apex Noire Lab and Production Agent Health and Safety Program

Apex Noire has identified eight basic components which have been identified to help prevent accidents and injuries from happening in the Apex Noire facility, as well as to help deal effectively with any incidents that do occur. These components are:

- Hazard Identification & Risk Control—determine which hazards are present in the workplace and take steps to eliminate or minimize such hazard.
- Safe Work Procedures:
 - Dealing with wet surfaces;
 - Wearing proper personal protective equipment and clothing;
 - Handling solvents with use of protective gloves and proper ventilation; and
 - Using proper body mechanics when lifting heavy objects.
- Orientation, Education, Training & Supervision—properly prepare agents for job duties and ensure policies and procedures are consistently followed.
- Safety Inspections—regular safety inspections throughout the Apex Noire facility, which will help identify workplace hazards so that they can be eliminated or controlled.
- Incident Investigation—determine cause of accident or injury and implement preventive measures.
- Health and Safety Meetings—regular meetings to provide an opportunity for agents and managers to communicate any concerns about health and safety.
- First Aid—determine what level of first aid is necessary on-site.



- Records & Statistics—maintain documentation to help identify recurring problems and ensure that hazardous conditions are corrected.

An annual Health and Safety Program review will be carried out to address current concerns.

When selling or otherwise transferring marijuana to another marijuana establishment Apex Noire will provide documentation of its compliance with the testing requirements of 935 CMR 500.160: *Testing of Marijuana and Marijuana Products*, and standards established by the Commission for the conditions, including time and temperature controls, necessary to protect marijuana products against physical, chemical, and microbial contamination as well as against deterioration of finished products during storage and transportation.

Workplace Safety Procedures

Apex Noire has developed policies and procedures to promote workplace safety consistent with applicable standards set by the Occupational Safety and Health Administration, including plans to identify and address any biological, chemical or physical hazards

1. Each employee must comply with occupational safety and health standards and all rules, regulations, and orders issued pursuant to 29 U.S.C. § 651, et seq., which are applicable to the employee's own actions and conduct. All current and updated regulations and references at 29 CFR Parts 1903, 1904, 1910, 1915, 1917, 1918, 1926, 1928 and 1977 are incorporated by reference, and applicable to all places of employment covered by 935 CMR 500.000. All current and updated regulations and references at 29 CFR Parts 1903, 1904, 1910, 1915, 1917, 1918, 1926, 1928, and 1977 are incorporated by reference.
2. OSHA Standards that may be applicable are:
 - a. 1904 Recording and reporting occupational injuries and illnesses
 - b. 1910.36 Design and construction requirements for exit routes
 - c. 1910.38 Emergency action plans
 - d. 1910.39 Fire prevention plans
 - e. 1910.94 Ventilation
 - f. 1910.95 Occupational noise exposure
 - g. 1910.101 Compressed gases
 - h. 1910.106 Flammable Liquids
 - i. 1910.120 Hazardous waste operations and emergency response
 - j. 1910.132 Personal protective equipment: general requirements
 - k. 1910.133 Eye and face protection
 - l. 1910.134 Respiratory protection
 - m. 1910.135 Head protection
 - n. 1910.136 Foot protection
 - o. 1910.137 Electrical protective equipment
 - p. 1910.138 Hand protection
 - q. 1910.141 Sanitation



- r. 1910.147 The control of hazardous energy (lockout/tagout)
- s. 1910.151 Medical services and first aid
- t. 1910.157 Portable fire extinguishers
- u. 1910.159 Automatic sprinkler systems
- v. 1910.165 Employee alarm systems
- w. 1910.212 Machinery and machine guarding
- x. 1910.242 Hand and portable powered tools and equipment
- y. 1910.263 Bakery equipment
- z. 1910.303 General design standards for electrical systems
- aa. 1910.335 Safeguards for personnel protection and electrical systems
- bb. 1910.1000 Table Z-1 Table Z-1 Limits for Air Contaminants
- cc. 1910.1200 Hazard communication

Hazard Communications Plan

1. Apex Noire' Hazard Communication policies and procedures shall ensure Apex Noire is compliant with applicable OSHA requirements and all applicable state and local laws, regulations, ordinances, and other requirements.
2. All levels of supervision will be held accountable for the safety of those employees under their direction.
3. Copies of Apex Noire' Hazard Communication policies and procedures shall be given to all employees and be available for all to review, upon request.
4. Apex Noire' Hazard Communication policies and procedures shall, at a minimum, address the following:
 - a. Informing employees of hazardous chemicals used at Apex Noire.
 - b. Use of labels and other forms of warning. Use of Material Safety Data Sheets (MSDS).
 - c. Procedure with respect to hazardous non-routine tasks.
 - d. Maintaining a list of known hazardous chemicals used by employees and independent contractors.
 - e. Communication of hazards.
 - f. Training of employees and independent contractors.
5. Apex Noire Facility Manager will maintain, review, and update the Hazard Communication policies and procedures and be responsible for:
 - a. Implementation of Apex Noire' Hazard Communication policies and procedures.
 - b. Ensure that OSHA records are maintained at all times.
 - c. Train all Apex Noire employees and visiting independent contractors.
 - d. Provide documentation of all training and communications to the Human Resources Manager.

Personal Protective Equipment (PPE)

1. Apex Noire' personal protective equipment (PPE) policies and procedures have been developed to identify work situations that require the use of PPE and to determine the proper selection and use of PPE.

2. PPE will be selected and used to protect employees from the hazards and potential hazards that they are likely to encounter.
3. Employees will wear appropriate PPE at all times.
4. All managers, will implement all aspects of Apex Noire' PPE policies and procedures, including:
 - a. Understanding of the applicable federal, state and local laws, regulations, ordinances, and other requirements, as well as best practice safety standards.
 - b. Reviewing hazard assessments to determine the need for PPE.
 - c. Acquiring the correct PPE.
 - d. Training employees on the use of PPE.
 - e. In coordination with the Human Resources Manager, documenting and maintaining employee PPE training.
 - f. Ensuring PPE is available, provided and documented.
 - g. Conducting hazard specific training for the use of PPE.
 - h. Establishing inspections, maintenance and replacement procedures to make sure damaged PPE is not used.

All Managers will:

1. Ensure all employees wear the appropriate PPE.
2. Ensure that all employees have completed PPE training.
3. Contact the Chief Operating Officer when a hazard or process has changed which may render previously used PPE ineffective.
4. Comply with PPE policies as required and support the PPE program as necessary.
5. Participate in quarterly training for the use and maintenance of PPE.
6. Replace all damaged PPE.

Employees will:

1. Inspect PPE before use and ensure proper maintenance.
2. Wear all assigned PPE and conduct assigned tasks in a safe manner.
3. Notify a manager when PPE is damaged and needs to be replaced.
4. Participate in quarterly training for the use and maintenance of PPE.
5. Comply with PPE policies as required and support the PPE program as necessary.

Assessment

1. For each hazard identified during the hazard assessment, PPE will be selected to protect the employee by creating a barrier against the workplace hazard.
2. PPE will be selected to protect against any hazard that is present or likely to be present.
3. PPE selections will be compliant with all applicable federal (excepting federal laws related to marijuana), state and local laws, regulations, ordinances, and other requirements.
4. All managers will choose PPE based on characteristics such as design, reliability, and suitability for the hazardous task.

5. Managers will ensure the PPE selected offers a level of protection greater than the minimum required to protect employees from the identified hazards.
6. Upgraded PPE will be immediately provided if any change in facility status results in dangerous exposures to employees.

Fire Protection Plan

1. All Apex Noire employees, supervisors, and managers are expected to follow the procedures outlined in this plan to ensure that employees and consumers are protected.
2. The Facility Manager is responsible for the control of accumulation of flammable or combustible waste materials.
3. In addition, the Facility Manager is responsible for maintenance of equipment and systems installed to prevent or control ignitions of fires (ex. Fire Extinguishers, fire hoses, etc.)
4. All Apex Noire agents will be trained on and are responsible for understanding the following Safe Code of Work Practices:
 - a. Flammables, including datasheets, books, rags, clothing, flammable liquids or trash shall not be placed or stored near heaters or their vents, any electrical appliance, or other potential sources of ignition.
 - b. Sources of actual or potential heat such as hot plates or electric coffee pots shall not be placed near flammable materials. Portable space heaters and candles are prohibited.
 - c. Care must be taken not to block potential escape routes, particularly with flammable materials.
 - d. Each individual is personally responsible for assuring that extension cords and multiple plugs are in good condition. Cords that are missing the grounding prong, are spliced together, or that are missing their protective sheath shall not be used.
5. Additionally, fire control measures installed or available in work areas include installed and monitored sprinkler systems, fire extinguishers and fire alarms systems.
6. The Facility will have Fire Extinguishers throughout the facility.

Emergency Action Plan

1. Apex Noire' emergency action plan serves to outline procedures for handling of emergency situations.
2. These protocols ensure the safety of all personnel in an emergency situation.
3. The Compliance Officer will oversee policy compliance for personnel under his or her supervision. Facility managers are responsible for oversight of all the employees and all emergency procedures.
4. All Apex Noire employees will adhere to the policies and SOPs in this manual.
5. All employees will have proper training in emergency preparedness as a condition of employment.

Response to a Medical Emergency

Medical problems may range from minor, isolated events such as a fall down the stairs to the

significant events involving many people. All employees will be trained in the following responses to medical emergencies:

- They should assess the situation.
- If the person is conscious, Agents should ask him or her to tell them if anything hurts. If unconscious, Agents should gently inspect the person for obvious signs of injury.
- Agents should not move the person (especially if he or she indicates any pain) unless Agents are in imminent danger of further injury, e.g., an approaching fire.
- Agents should ask someone else to call 911 if Agents are helping an injured person.
- Agents should also call the manager if he or she is not present and inform them of the situation, the location, etc.
- Agents may render first aid if Agents are knowledgeable and willing, but if possible should wait for qualified personnel to deliver medical attention.
- Agents should ask someone else to recover the first aid kit to utilize during the emergency and avoid coming in contact with blood, vomit, or other bodily fluids without the use of rubber gloves.
- Agents should not provide or administer any medicines and defer to emergency personnel once Agents arrive.
- Agents should limit their conversation with the person to reassurances and not discuss their injury, the accident, or what circumstances might have contributed to its cause, if possible.
- After the person has been given first aid and the incident is over, Agents should provide police or other emergency personnel with any details that Agents know.
- After the medical emergency is over, the injured person, witness, and/or supervisor should formally document the incident and maintain a record of it.

Response to a Fire Emergency

- Activate nearest fire alarm (if installed)
- Notify the local fire department by calling 911
- If no fire alarm is available notify on-site personnel via:
 - Voice communication
 - Phone paging
 - Radio
- Fight the fire ONLY if:
 - The fire department has been notified
 - The fire is small and not spreading to other areas
 - Escaping the area is possible by backing up to the nearest exit
 - The fire extinguisher is in working condition and personnel are trained to use it
- Upon being notified of a fire emergency, occupants must:
 - Leave the building using designated escape routes
 - Assemble in the designated area
 - Remain outside until the competent authority (Designated Official or designee) announces that it is safe to re-enter.

- The Compliance Officer shall designate employees as emergency responders who shall:
 - Disconnect utilities and equipment unless doing so jeopardizes his/her safety
 - Coordinate an orderly evacuation of personnel
 - Perform an accurate headcount of personnel reported to the designated area
 - Determine a rescue method to locate missing personnel
 - Provide fire department personnel with the necessary information about the facility

Extended Power Loss

In the event of an extended power loss to this facility, precautionary measures should be taken including but not limited to:

- Unnecessary electrical equipment and instruments should be turned off if power restoration causes a surge that could damage electronics and sensitive equipment.

If the power loss causes freezing temperatures within the building the following measures should be taken:

- Emergency eyewash station should be drained of water to avoid freezing and cracking of pipes.
- Equipment that contains fluids that can freeze due to long-term exposure should be drained of all such fluids.
- Propylene-glycol may be added to drains to prevent traps from freezing.

Upon restoration of power (and heat):

- Electronic equipment should be brought up to ambient temperatures before energizing to prevent condensate from forming in circuitry.
- Water pipes should be checked for leaks after heat has been restored to prevent flooding.

Bomb Threat

In the event of a bomb threat made in person or over the phone:

- Be calm and listen,
- Do not interrupt the caller,
- Record your name, time, and date,
- Record the following about the caller's identity:
 - Sex (Male or female)
 - Adult or juvenile
 - Origin of call (local, long distance, telephone booth):
 - Voice characteristics: loud/soft, high pitch/deep, raspy/pleasant, intoxicated, other
 - Accent: local/not local, foreign/regional, race
 - Speech: fast/slow, distinct/distorted, stutter/slurred/nasal
 - Manner: calm/angry, rational/irrational, coherent/incoherent, deliberate/emotional, righteous/laughing
 - Language: excellent, good, fair, poor, foul
 - Background noises: factory, trains, machines, animals, music, quiet, office,

voices, airplanes, street, party, traffic, atmosphere

- If told, record all the following facts:
 - When will it go off
 - Where is it located
 - What kind of bomb
 - What kind of package
- While on the phone or handling the person deploy the silent alarm button nearest your position.
- If the threat is made by phone, signal personnel to evacuate the facility immediately.
- As soon as possible call 911 and all company emergency contacts.

Flood

- Stay calm and await instructions from designate emergency personnel or first responders.
- Shut down all utilities and equipment if it is safe to do so.
- Follow the recommended primary or secondary evacuation routes.

Blizzard

- Stay calm and await instructions from designate emergency personnel or first responders.
- Stay indoors.
- If there is no heat:
 - Close off unneeded rooms or areas
 - Stuff towels or rags in cracks under doors
 - Cover windows
 - Eat and drink. Food provides the body with energy and heat. Fluids prevent dehydration.
 - Wear layers of loose-fitting, lightweight warm clothing, if available.

Armed Robbery

All employees will be trained on how to respond to an armed robbery. Agents will receive initial training as a component of onboarding, re-fresher training annually and as needed throughout the year:

- 1) If a firearm is displayed, Agents should assume it is real and loaded.
- 2) Agents should not do anything that would jeopardize their safety or the safety of others.
- 3) Agents should remain calm and not make any sudden moves. If Agents must put their hands into a pocket or make any other moves, explain the action before doing it. If the robber(s) have a weapon, they will likely use it if provoked.
- 4) Agents should activate alarms ONLY if Agents can do so safely and without detection.
- 5) Agents should follow the directions of the robber(s), but not volunteer to anything more than asked.
- 6) If the robber hands them a note, Agents should drop it on the floor or place it out of sight to retain as evidence.

- 7) Agents should study the robber(s) as carefully as possible without being obvious, noting height, weight, race, age, clothing, jewelry, sex, speech characteristics, scars, tattoos, physical characteristics, gait, and method of operation.
- 8) Agents should note the number of accomplices and where they stood, paying special attention to the way the robbers address each other because under stress, they may use real names.
- 9) Agents should note the type of weapon used by the robber and where he or she carried it.
- 10) Agents should note the direction in which the robber(s) departed and how they carried the money or cannabis away (sack, bank bag, etc.).
- 11) Agents should try to remember exactly what the robber(s) said.
- 12) Agents should prioritize their safety and the safety of others because money or cannabis can be recovered or replaced but a life cannot.

After an armed robbery, any employee can call 911 to report the robbery and provide their name and location. Agents should not leave the phone until they have answered all of the operator's questions. If injury occurred, Agents should advise the police if an ambulance is needed. The person who actually dealt with the robber(s) should be near the person designated to telephone the police to assist in answering any questions.

As soon as the robbery has been reported to the police, the employees should lock all doors, ask all witnesses to remain, and allow no one to enter until officers arrive. Agents should not touch anything. All persons who dealt with the robber or were present during the robbery should immediately begin writing all they can remember of the incident but not discuss the robbery with anyone until after Agents have given their information to the police.

Active Shooter

The U.S. Department of Homeland Security defines an active shooter as “an individual actively engaged in shooting or attempting to shoot people in a confined and populated area.” Apex Noire will teach all employees the DHS-recommended procedures of Run.Hide.Fight. if they find themselves in an area with an active shooter:

- 1) **Evacuate (RUN)**: If employees are in the building where an active shooter is present, they should look and listen for indications of where the threat is. If they see people fleeing from a particular area, they know that the threat is in that area and could be coming toward them. They can try to evacuate the building if the nearest route is away from the active shooter or move to a room that can be locked (safe room). If they cannot evacuate or move to a safe room, they should move away from the threat and away from the noise and commotion.
- 2) **Lockdown and Shelter-in-Place (HIDE)**: If they cannot safely evacuate the area, the best option is for the employees to find a room with a door that locks from the inside. If the door does not lock, they should barricade it with large heavy objects such as desks, tables, file cabinets, furniture, and books to make entry as difficult as possible. They

should locate an area with ballistic cover, not just visual concealment, because cover stops and slows bullets while concealment does not. If for some reason the employees are caught in an open area such as a hallway or reception area, they can try to hide, remain as quiet and calm as possible, or “play dead” to avoid detection. Employees should also:

- Cover windows and draw blinds
- Turn off radios and computer monitors
- Keep out of sight
- Silence cell phones and remain as quiet as possible

- 3) **Confront the Shooter (FIGHT):** If the employees come face to face with the assailant, as a last resort and because no single procedure can be recommended in this situation, they should attempt to quickly overpower the individual with force in the most violent manner possible. If the employees are with other people they should work as a collective group to overcome the shooter by yelling “Gun!”, throwing items at the shooter’s head to distract him or her, grabbing the weapon, or holding the shooter for police. They should remember that in most cases, the attacker will continue to shoot victims unless he or she is stopped.