



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR282730
Original Issued Date: 02/10/2020
Issued Date: 02/10/2020
Expiration Date: 02/10/2021

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Apothca, Inc.

Phone Number: 305-741-6540
Email Address: joseph@artcangroup.com

Business Address 1: 99 Development Rd
Business City: Fitchburg
Business State: MA
Business Zip Code: 01420
Business Address 2:
Mailing Address 1: 99 Development Rd
Mailing City: Fitchburg
Mailing State: MA
Mailing Zip Code: 01420

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: yes
Priority Applicant Type: RMD Priority
Economic Empowerment Applicant Certification Number:
RMD Priority Certification Number: RPA201880

RMD INFORMATION

Name of RMD: Apothca, Inc.
Department of Public Health RMD Registration Number: 025
Operational and Registration Status: Obtained Final Certificate of Registration and is open for business in Massachusetts
To your knowledge, is the existing RMD certificate of registration in good standing?: yes
If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 20
Percentage Of Control:
Role: Executive / Officer
Other Role:

First Name: Andrew Last Name: Young 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:

Person with Direct or Indirect Authority 2

Percentage Of Ownership: Percentage Of Control: 20
Role: Board Member Other Role:
First Name: Corey Last Name: Cutler Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 3

Percentage Of Ownership: Percentage Of Control: 20
Role: Board Member Other Role:
First Name: Leon Last Name: Nitka Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 4

Percentage Of Ownership: Percentage Of Control: 20
Role: Director Other Role:
First Name: Moshe Last Name: Bleich Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 5

Percentage Of Ownership: Percentage Of Control:
20
Role: Board Member Other Role:
First Name: Rachmil Last Name: Lekach Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French), Hispanic, Latino, or Spanish (Mexican or Mexican American, Puerto Rican, Cuban, Salvadoran, Dominican, Colombian)
Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100 Percentage of Ownership:
Entity Legal Name: Artcan, LLC Entity DBA: DBA
City:
Entity Description: Cannabis investment and holding company
Foreign Subsidiary Narrative:
Date generated: 12/03/2020

Entity Phone: 305-741-6540	Entity Email: joseph@artcangroup.com	Entity Website:
Entity Address 1: 2001 Tyler St		Entity Address 2: STE 3
Entity City: Hollywood	Entity State: FL	Entity Zip Code: 33020
Entity Mailing Address 1: 2001 Tyler St		Entity Mailing Address 2: STE 3
Entity Mailing City: Hollywood	Entity Mailing State: FL	Entity Mailing Zip Code: 33020

Relationship Description: Artcan, LLC is a lender to Apothca, Inc. and the single member of the not-for-profit Apothca, Inc.

CLOSE ASSOCIATES AND MEMBERS

Close Associates or Member 1

First Name: Joseph	Last Name: Lekach	Suffix:
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Describe the nature of the relationship this person has with the Marijuana Establishment: Chief Executive Officer and President for Apothca, Inc.
President of Artcan LLC

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Artcan, LLC	Entity DBA:
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Email: joseph@artcangroup.com Phone: 305-741-6540

Address 1: 2001 Tyler St	Address 2: STE 3
City: Hollywood	State: FL Zip Code: 33020

Types of Capital: Debt Other Type of Capital: Total Value of Capital Provided: \$1500000 Percentage of Initial Capital: 100

Capital Attestation: Yes

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

Business Interest in Other State 1

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

Owner First Name: Joseph	Owner Last Name: Lekach	Owner Suffix:
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Entity Legal Name: AC Oregon, LLC	Entity DBA:
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Entity Description: Cannabis holding company for Oregon ventures

Entity Phone: 305-741-6540	Entity Email: joseph@artcangroup.com	Entity Website:
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Entity Address 1: 2001 Tyler St	Entity Address 2: STE 5
Entity City: Hollywood	Entity State: FL Entity Zip Code: 33020 Entity Country: United States
Entity Mailing Address 1: 2001 Tyler St	Entity Mailing Address 2: STE 5
Entity Mailing City: Hollywood	Entity Mailing State: FL Entity Mailing Zip Code: 33020 Entity Mailing Country: United States

Business Interest in Other State 2

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

Owner First Name:	Owner Last Name: Lekach	Owner Suffix:
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Joseph

Entity Legal Name: AC Eugene, LLC	Entity DBA:
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Entity Description: Cannabis operating company for a single dispensary in Eugene, Oregon

Entity Phone:

305-741-6540

Entity Email:

joseph@artcangroup.com

Entity Website:

Entity Address 1: 1211 Alder St

Entity Address 2:

Entity City: Eugene

Entity State: OR

Entity Zip Code: 97401

Entity Country: United States

Entity Mailing Address 1: 1211 Alder St

Entity Mailing Address 2:

Entity Mailing City:

Eugene

Entity Mailing State: OR

Entity Mailing Zip Code:

97401

Entity Mailing Country: United

States

Business Interest in Other State 3

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

Owner First Name: Joseph

Owner Last Name: Lekach

Owner Suffix:

Entity Legal Name: Artcan, LLC

Entity DBA:

Entity Description: Cannabis investment and holding company

Entity Phone:

305-741-6540

Entity Email:

joseph@artcangroup.com

Entity Website:

Entity Address 1: 2001 Tyler St

Entity Address 2: STE 3

Entity City: Hollywood

Entity State: FL

Entity Zip Code: 33020

Entity Country: United States

Entity Mailing Address 1: 2001 Tyler St

Entity Mailing Address 2: STE 3

Entity Mailing City:

Hollywood

Entity Mailing State: FL

Entity Mailing Zip Code:

33020

Entity Mailing Country: United

States

Business Interest in Other State 4

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

Owner First Name: Joseph

Owner Last Name: Lekach

Owner Suffix:

Entity Legal Name: Artcan IP, LLC

Entity DBA:

Entity Description: Intellectual property holding company

Entity Phone:

305-741-6540

Entity Email:

joseph@artcangroup.com

Entity Website:

Entity Address 1: 2001 Tyler St

Entity Address 2: STE 3

Entity City: Hollywood

Entity State: FL

Entity Zip Code: 33020

Entity Country: United States

Entity Mailing Address 1: 2001 Tyler St

Entity Mailing Address 2: STE 3

Entity Mailing City:

Hollywood

Entity Mailing State: FL

Entity Mailing Zip Code:

33020

Entity Mailing Country: United

States

Business Interest in Other State 5

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

Owner First Name: Joseph

Owner Last Name: Lekach

Owner Suffix:

Entity Legal Name: Artcan Licensing, LLC

Entity DBA:

Entity Description: Cannabis trademark licensing

Entity Phone:

305-741-6540

Entity Email:

joseph@artcangroup.com

Entity Website:

Entity Address 1: 2001 Tyler St

Entity Address 2: STE 3

Entity City: Hollywood

Entity State: FL

Entity Zip Code: 33020

Entity Country: United States

Entity Mailing Address 1: 2001 Tyler St

Entity Mailing Address 2: STE 3

Entity Mailing City:

Entity Mailing State: FL

Entity Mailing Zip Code:

Entity Mailing Country: United

Hollywood	33020	States
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Business Interest in Other State 6

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

Owner First Name: Joseph Owner Last Name: Lekach Owner Suffix:

Entity Legal Name: VillageDPC, LLC Entity DBA:

Entity Description: Florida cannabis license applicant

Entity Phone: 305-741-6540 Entity Email: joseph@artcangroup.com Entity Website:

Entity Address 1: 2001 Tyler St Entity Address 2: STE 3

Entity City: Hollywood Entity State: FL Entity Zip Code: 33020 Entity Country: United States

Entity Mailing Address 1: 2001 Tyler St Entity Mailing Address 2: STE 3

Entity Mailing City: Hollywood Entity Mailing State: FL Entity Mailing Zip Code: 33020 Entity Mailing Country: United States

Business Interest in Other State 7

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

Owner First Name: Joseph Owner Last Name: Lekach Owner Suffix:

Entity Legal Name: 99 Development Road, LLC Entity DBA:

Entity Description: Real estate holding company

Entity Phone: 305-741-6540 Entity Email: joseph@artcangroup.com Entity Website:

Entity Address 1: 36 Glen Ave Entity Address 2:

Entity City: Newton Entity State: MD Entity Zip Code: 02459 Entity Country: United States

Entity Mailing Address 1: 36 Glen Ave Entity Mailing Address 2:

Entity Mailing City: Newton Entity Mailing State: MA Entity Mailing Zip Code: 02459 Entity Mailing Country: United States

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 1386 Massachusetts Ave

Establishment Address 2:

Establishment City: Arlington Establishment Zip Code: 02476

Approximate square footage of the establishment: 1800 How many abutters does this property have?: 49

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

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan to Remain Compliant with Local Zoning	Plan to Remain Compliant with Local Zoning.pdf	pdf	5d0a4bd950e7af1803c207a3	06/19/2019
Community Outreach Meeting Documentation	Apothca - Arlington Community Outreach Packet.pdf	pdf	5d0a4be369291617ba86143a	06/19/2019

Community Outreach Meeting Documentation	Community-Outreach-Meeting-Attestation-Form.pdf	pdf	5d0a4be641a4321320f2968d	06/19/2019
Certification of Host Community Agreement	HCA Certification Form.pdf	pdf	5d0bb18858ad7e1336c28eca	06/20/2019

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Apothca_Plan for Positive Impact.pdf	pdf	5df11cf7160e3b57a3dd6603	12/11/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Executive / Officer Other Role:
 First Name: Joseph Last Name: Lekach Suffix:
 RMD Association: RMD Manager
 Background Question: no

Individual Background Information 2

Role: Executive / Officer Other Role:
 First Name: Andrew Last Name: Young Suffix:
 RMD Association: RMD Manager
 Background Question: no

Individual Background Information 3

Role: Board Member Other Role:
 First Name: Corey Last Name: Cutler Suffix:
 RMD Association: RMD Manager
 Background Question: no

Individual Background Information 4

Role: Board Member Other Role:
 First Name: Leon Last Name: Nitka Suffix:
 RMD Association: RMD Manager
 Background Question: no

Individual Background Information 5

Role: Board Member Other Role:
 First Name: Moshe Last Name: Bleich Suffix:
 RMD Association: RMD Manager
 Background Question: no

Individual Background Information 6

Role: Board Member Other Role:

First Name: Rachmil Last Name: Lekach Suffix:

RMD Association: RMD Manager

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Other (specify) Other Role: Sole member of not-for-profit and financial contributor

Entity Legal Name: Artcan, LLC Entity DBA:

Entity Description: Cannabis investment and holding company

Phone: 305-741-6540 Email: joseph@artcangroup.com

Primary Business Address 1: 2001 Tyler St Primary Business Address 2: STE 3

Primary Business City: Hollywood Primary Business State: FL Principal Business Zip Code: 33020

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	Articles of Organization.pdf	pdf	5ce6e533748dc71348c361cc	05/23/2019
Articles of Organization	Articles of Amendment.pdf	pdf	5ce6e55c64ca8317f4fc8e2c	05/23/2019
Bylaws	Third Amended By-Laws 12.21.17 Final.pdf	pdf	5ce6e59b1dae681319ce7d94	05/23/2019
Department of Revenue - Certificate of Good standing	DOR Cert of Good Standing.pdf	pdf	5d0a6251624ce5135e927596	06/19/2019
Secretary of Commonwealth - Certificate of Good Standing	Corp Cert of Good Standing.pdf	pdf	5d0a625b69291617ba8614c1	06/19/2019

No documents uploaded

Massachusetts Business Identification Number: 001177859

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	5d0a595958ad7e1336c28be1	06/19/2019
Business Plan	Apothca_Business Plan.pdf	pdf	5de6a77474bb15534cd4f33e	12/03/2019
Proposed Timeline	Apothca_Proposed Timeline_Arlington Retailer.pdf	pdf	5de6b0c726aa77532085e239	12/03/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for obtaining marijuana or marijuana products	Apothca_Plan for Obtaining Marijuana.pdf	pdf	5de6c8afa9ef3857c445c534	12/03/2019
Separating recreational from medical operations, if applicable	Apothca_Plan for Separating Recreational from Medical Operations.pdf	pdf	5de6c8be40e348579197f5e5	12/03/2019
Restricting Access to age 21 and older	Apothca_Plan for Restricting Access.pdf	pdf	5de6c8cefd468857b99befd5	12/03/2019
Security plan	Apothca_Security Plan.pdf	pdf	5de6c8dba9ef3857c445c538	12/03/2019
Prevention of diversion	Apothca_Prevention of Diversion.pdf	pdf	5de6c8e8170b4c5353e3d02a	12/03/2019
Storage of marijuana	Apothca_Storage of Marijuana.pdf	pdf	5de6c8fb26aa77532085e2f8	12/03/2019
Transportation of marijuana	Apothca_Transportation of Marijuana.pdf	pdf	5de6c90c74bb15534cd4f410	12/03/2019
Inventory procedures	Apothca_Inventory Procedures.pdf	pdf	5de6c917d5b0805341c64d61	12/03/2019
Quality control and testing	Apothca_Quality Control and Testing.pdf	pdf	5de6c9247aad8653363bfcd9	12/03/2019
Dispensing procedures	Apothca_Dispensing Procedures.pdf	pdf	5de6c939a9ef3857c445c540	12/03/2019
Personnel policies including background checks	Apothca_Personnel Policies.pdf	pdf	5de6c946ea4df3530e647534	12/03/2019
Record Keeping procedures	Apothca_Recordkeeping Procedures.pdf	pdf	5de6c95b9c1081532b9a82af	12/03/2019
Maintaining of financial records	Apothca_Maintaining of Financial Records.pdf	pdf	5de6c969d5b0805341c64d6c	12/03/2019
Qualifications and training	Apothca_Qualifications and Training.pdf	pdf	5de6c981160e3b57a3dd5125	12/03/2019
Diversity plan	Apothca_Diversity Plan.pdf	pdf	5df11ca28bdcfd57ae529d9e	12/11/2019

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

ATTESTATIONS

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

Commission.: I Agree

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

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

I Agree

Notification: I Understand

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

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

Plan to Remain Compliant with Local Zoning

Apothca, Inc. (“Apothca”) will remain compliant at all times with the local zoning requirements set forth in Arlington’s Zoning Bylaw. In accordance with the Zoning Bylaw, APOTHCA’s proposed dual located RMD and Marijuana Retailer facility is located in the B3 Zoning District, which allows for the siting of marijuana establishments pursuant to issuance of a special permit and a Board of Health Operating Permit.

Furthermore, pursuant to Arlington’s Zoning Bylaw, APOTHCA’s proposed facility is not located within any of the zoning buffers, which are:

- 500 feet of pre-existing public or private schools providing education in kindergarten or any of grades one through twelve
- 300 feet of Town-owned playgrounds and recreational facilities
- 200 feet of public libraries
- 2,000 feet of another adult-use or medical marijuana dispensary

APOTHCA will apply for any other local permits required to operate a marijuana establishment at the proposed location. APOTHCA will comply with all conditions and standards set forth in any local permit required to operate a marijuana establishment at APOTHCA’s proposed location.

APOTHCA has already attended several meetings with various municipal officials and boards to discuss APOTHCA’s plans for a proposed marijuana establishment and has negotiated a Host Community Agreement with Arlington. APOTHCA will continue to work cooperatively with various municipal departments, boards, and officials to ensure that APOTHCA’s marijuana establishment remains compliant with all local laws, regulations, rules, and codes with respect to design, construction, operation, and security.

APOTHCA has also retained the law firm Vicente Sederberg LLC to assist with ongoing compliance with local zoning requirements.

Community Outreach Meeting Sign In

June 13, 2019

Name	Name	Name
William Rockwood	71A Paul Reveré Rd ALUMINUM	William.Rockwood@gmail.com
Bob Sprague	150 Washington St	Sprague.bob@gmail.com
Amy Gross	1315 MASS AVE Arlington	amylg14@gmail
Betty Tassinari	66 Paul Revere Rd	Bettytass@Yahoo.com
James Larkin	70 Paul Revere Rd.	jrlarkin@comcast.net <small>= email posted</small>
TIM CASSEL	72 PAUL REVERE RD	GARBANZO4@VERIZON.NE
Kristin Pennessum	1261 Mass Ave #2	kristin--a--schubert@
David Blair Lenoir	37 Park Ave. Bx 1	yaduo.com <u>David.Lenoir@gmail-com</u> (previously sent)

Community Outreach Meeting Sign In

June 13, 2019

Name	Name	Name
Saret Bagliva	72 Piedmont St. Apt.	purplepie72@yahoo.com
Linda Langdon	78 PAUL REVERE RD	lrlangdon54@gmail.com
Sutton Rockwood	71A Paul Rever Rd APR send traffic report any slides	sutton.rockwood@gmail.com
Haven Dillon	Brantwood St. Unit 2	
Josephine Burton	71 Paul Rever Rd	jodieb@comcast.net
Debbie Jarey	10 Burton St Apt 1A	djmaine@hotmail.com
Ruth Chesnell	55 PAUL REVER RD	
Denise Leary	55 PAUL REVER RD	<p>Today bearing @ gmail.com</p> <p>Please send all information that you can thanks yo</p>

June 13, 2019

June 13, 2019

[illegible]

**NOTICE OF COMMUNITY OUTREACH MEETING
APOTHCA, INC.**

Notice is hereby given that Apothca, Inc. will hold a Community Outreach Meeting on **June 13, 2019** at 1386 Massachusetts Avenue, Arlington, MA 02476 at 6:00 PM to discuss the proposed siting of an Adult Use Marijuana Retail Establishment at 1386 Massachusetts Avenue, Arlington, MA 02476 in accordance with M.G.L. c. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 *et seq.*

Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

RECEIVED

TOWN CLERK'S OFFICE
ARLINGTON, MA 02124
2019 JUN -6 AM 8:55

**NOTICE OF COMMUNITY OUTREACH MEETING
APOTHCA, INC.**

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Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

RECEIVED
SELECTIONS OFFICE
ARLINGTON, MA 02476
2019 JUN -6 AM 9:00

Town Manager

**NOTICE OF COMMUNITY OUTREACH MEETING
APOTHCA, INC.**

Notice is hereby given that Apothca, Inc. will hold a Community Outreach Meeting on **June 13, 2019** at 1386 Massachusetts Avenue, Arlington, MA 02476 at 6:00 PM to discuss the proposed siting of an Adult Use Marijuana Retail Establishment at 1386 Massachusetts Avenue, Arlington, MA 02476 in accordance with M.G.L. c. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 *et seq.*

Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

Kristen DeFrancisco

6/6/19

**NOTICE OF COMMUNITY OUTREACH MEETING
APOTHCA, INC.**

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Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

PLANNING & COMMUNITY
DEVELOPMENT
2019 JUN -6 A 9:06

JUN 06 2019

Arlington, MA

**NOTICE OF COMMUNITY OUTREACH MEETING
APOTHCA, INC.**

Notice is hereby given that Apothca, Inc. will hold a Community Outreach Meeting on **June 13, 2019** at 1386 Massachusetts Avenue, Arlington, MA 02476 at 6:00 PM to discuss the proposed siting of an Adult Use Marijuana Retail Establishment at 1386 Massachusetts Avenue, Arlington, MA 02476 in accordance with M.G.L. c. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 *et seq.*

Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

Legal Notices

60 BOW STREET
LEGAL NOTICE
NOTICE OF MORTGAGEE'S SALE
OF REAL ESTATEPremises: 60 Bow Street, Arlington,
Massachusetts

By virtue and in execution of the Power of Sale contained in a certain mortgage given by Patricia Ann Lingley to MetLife Home Loans, a Division of MetLife Bank, N.A. and now held by Nationstar Mortgage Company, said mortgage dated June 15, 2012, and recorded in the Middlesex County (Southern District) Registry of Deeds in Book 59339, Page 298, as affected by an Assignment of Mortgage dated October 16, 2012, and recorded with said Deeds in Book 60294 at Page 577, as affected by an Assignment of Mortgage dated November 16, 2018, and recorded with said Deeds in Book 71971 at Page 49, of which mortgage the undersigned is the present holder, for breach of the conditions in said mortgage and for the purpose of foreclosing the same will be sold at Public Auction on June 27, 2019, at 12:00 P.M. Local Time upon the premises, all and singular the premises described in said mortgage, to wit:

60 Bow Street, in Arlington, Middlesex County, Massachusetts.

Being Lot No. 47 shown on a "Plan of House lots in Arlington, belonging to Mary J. Lennon, J.O. Goodwin, Surveyor, November 23, 1901", recorded with Middlesex South District Deeds, Plan Book 149, Plan 34, bounded and described as follows:

NORTHERLY by Bow Street, one hundred and 44/100 (100.44) feet; EASTERLY by Lot No. 46 on said plan, fifty-one and 68/100 (51.68) feet; SOUTHERLY by land of the Boston & Maine Railroad, seventy and 78/100 (70.78) feet; and WESTERLY forty-seven and 80/100 (47.80) feet.

Except to the extent provided for in the above, you or your attorney must file a written appearance and objection at this Court before: 10:00 a.m. on the return day of 06/28/2019. This is NOT a hearing date, but a deadline by which you must file a written appearance and objection if you object to this proceeding. If you fail to file a timely written appearance and objection followed by an affidavit of objections within thirty (30) days of the return day, action may be taken without further notice to you.

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

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

Date: May 31, 2019

Tara E. DeCristofaro
Register of Probate

AD# 13805466
Arlington Advocate 6/6/19

COMMUNITY OUTREACH MEETING
6/13

**LEGAL NOTICE
NOTICE OF COMMUNITY
OUTREACH MEETING
APOTHCA, INC.**

Notice is hereby given that Apothca, Inc. will hold a Community Outreach Meeting on June 13, 2019 at 1386 Massachusetts Avenue, Arlington, MA 02476 at 6:00 PM to discuss the proposed siting of an Adult Use Marijuana Retail Establishment at 1386 Massachusetts Avenue, Arlington, MA 02476 in accordance with M.G.L. c.

75 Brattle Street, Arlington
**LEGAL NOTICE
COMMONWEALTH OF
MASSACHUSETTS**



**LAND COURT
DEPARTMENT OF THE TRIAL
COURT**

19 SM 002066

ORDER OF NOTICE

TO:
**Jean M. Chamberlain
James E. Chamberlain, Jr. a/k/a
James E. Chamberlin, Jr.**

and to all persons entitled to the benefit of the Servicemembers Civil Relief Act, 50 U.S.C. App. § 3901 et seq.:

The Bank of New York Mellon fka The Bank of New York, as Trustee for the Certificateholders CWMBB Inc., CHL Mortgage Pass-Through Trust 2006-HYB3, Mortgage Pass-Through Certificates, Series 2006-HYB3

claiming to have an interest in a Mortgage covering real property in Arlington, numbered 75 Brattle Street, given by Jean M. Chamberlain and James E. Chamberlain, Jr. to "MERS" Mortgage Electronic Registration Systems, Inc., a separate corporation that is acting solely as nominee for "Lender", Countrywide Home Loans, Inc. and its successors and assigns, dated January 26, 2006, and recorded in the Middlesex County (Southern District) Registry of Deeds in Book 46906, Page 1, and now held by Plaintiff by assignment, has/have filed with this court a complaint for determination of Defendant's/Defendants' Servicemembers status Students Records

**LEGAL NOTICE
ARLINGTON PUBLIC SCHOOLS
ARLINGTON, MASSACHUSETTS
PUBLIC NOTICE**

In accordance with the regulations promulgated by the Massachusetts Board of Education, notice hereby given that the Temporary Student Records for the Arlington High School graduating class of 2014 will be destroyed on June 16, 2019.

Any graduate of this class who did not pick up their records prior to graduation and wishes to receive their records before the effective date of their destruction is advised to present themselves at Arlington High School Main Office between the hours of 9:00am and 1:00pm during the period of May 23, 2019 - June 6, 2019.

The temporary records include information by the school department during the course of each student's enrollment. Such information may include standardized test results and health records received by students during their attendance in the Arlington Public Schools. Transcript copies are available upon request and the original transcript is held on file for a period of sixty years.

AD#13794767
Arlington Advocate 5/23, 5/30, 6/6/2019

Bellevue Road and Morton Road
Legal Notice



**SELECT BOARD
PRIVATE WAY REPAIR
PUBLIC HEARING**

At 7:15 p.m. Monday, June 17, 2019, there will be a public hearing at the Select Board Chambers, Town Hall,

ITB/19-05 PRESS BRAKE
**LEGAL NOTICE
MINUTEMAN REGIONAL
VOCATIONAL TECHNICAL
SCHOOL DISTRICT
758 MARRETT ROAD
LEXINGTON, MA 02421**

INVITATION TO BID

The Minuteman Regional Vocational Technical School District is soliciting sealed bids until Thursday, June 20, 2019 until 10:00am for the procurement of the item listed below:

**BID #19-05
STANDARD INDUSTRIAL AB100-6
PRESS BRAKE**

Sealed bids will be received at the office of the Assistant Superintendent of Finance, 758 Marrett Road, Lexington, Massachusetts 02421 at which time the bids shall be publicly opened and read aloud.

Proposals should be addressed to:

Office of the Assistant
Superintendent of Finance
Minuteman Regional Vocational
School District
758 Marrett Road
Lexington, Massachusetts 02421

The Invitation to Bid documents may be obtained on Wednesday, June 5, 2019 from our website: www.minuteman.org. Click on the "Finance: Open Bids" tab on the "Business Office/Human Resources" page listed under the "Departments" section.

The Minuteman Regional Vocational School Committee reserves the right to accept or reject any or all proposals received, as deemed by them to be in the best interest of the Owner, and its decision shall be final.

DATE: May 31, 2019

BY: Kevin F. Mahoney, Assistant
Superintendent of Finance

Petitioner **Maureen E. Duddy of Arlington MA** a Will has been admitted to informal probate.

Maureen E. Duddy of Arlington MA has been informally appointed as the Personal Representative of the estate to serve without surety on the bond.

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

AD#13803047
Arlington Advocate 6/6/19

206 Waverly Street
**LEGAL NOTICE
Town of Arlington
Zoning Board of Appeals**

Notice is herewith given in accordance with the provisions of Section 10.10.e.3, of the Zoning Bylaws that there has been filed by Aram Faghfour and Parisa Mohajery of Arlington, Massachusetts on May 10, 2019 a petition seeking permission to alter their property located at 206 Waverly Street - Block Plan No 156.0-0005-0009. A Said petition would require a Special Permit under Section 5-18 / DISTRICTS & USES of the Zoning Bylaw for the Town of Arlington.

Hearing in regard to the said petition will be held in the Charles Lyons conference room located on the second floor of the Town Hall, 730 Massachusetts Avenue, Arlington, Massachusetts, on Tuesday evening, June 25, 2019 at 7:45 P.M. or as soon thereafter as the petitioner may be heard.

DOCKET NO 3599
**LEGAL NOTICE
Town of Arlington
Zoning Board of Appeals**

Notice is herewith given in accordance with the provisions of Section 10.10.e.3, of the Zoning Bylaws that there has been filed by Aram Faghfour and Parisa Mohajery of Arlington, Massachusetts on May 10, 2019 a petition seeking permission to alter their property located at 206 Waverly Street - Block Plan No 156.0-0005-0009. A Said petition would require a Special Permit under Section 5-18 / DISTRICTS & USES of the Zoning Bylaw for the Town of Arlington.

Hearing in regard to the said petition will be held in the Charles Lyons conference room located on the second floor of the Town Hall, 730 Massachusetts Avenue, Arlington, Massachusetts, on Tuesday evening, June 25, 2019 at 7:45 P.M. or as soon thereafter as the petitioner may be heard.

DOCKET NO 3599

Zoning Board of Appeals
Patrick Quinn, Chair

AD#13803046
Arlington Advocate 6/6, 6/13/19

DOCKET NO 3600
**LEGAL NOTICE
Town of Arlington
Zoning Board of Appeals**

Notice is herewith given in accordance with the provisions of Section 10.10.e.3, of the Zoning Bylaws that there has been filed by Caitlin and Brian Williams of Arlington, Massachusetts on April 9, 2019 a petition seeking permission to alter their property located at 39 Foxmeadow Lane - Block Plan No 101.0-0003-0001.0 Said petition would require a Special Permit under Section 5-18 / DISTRICTS & USES of the Zoning Bylaw for the Town of Arlington.

NOTES

From Page A9

a police, fire or emergency medical response while only slightly increasing the department's daily call volume. Read the full release at <http://arlingtonma.gov/police>.

Arlington expands home loan program

The town's Home Rehabilitation Loan Program now includes one-to four-family properties, providing that 51 percent of the tenants meet the required income guidelines. The program now includes non-owner occupied properties. These loans can aid the landlord and/or owner occupants in mitigating conditions detrimental to the occupant's health or safety while improving the housing stock. Learn more, including eligibility requirements at <http://arlingtonma.gov/weatherization>.

Town updates online assessment database

See what you can discover about your property. With Arlington's new Property Search feature, there is one place to enter an address to thing to her and she would do anything for them. Janet was the most devoted and loving mother and "Nana" to all.

She is survived by her husband Paul O. Webber, Jr.; Her loving daughter and Soul Mate, Catherine "Katie" Webber Khoury of Westborough; Her most beloved granddaughter Janet Marie Khoury, and grandsons - Ibrahim and Jonathan Khoury; Her Son - Paul O. Webber, III and his wife Judith (Tambascio) Webber of Norwell, and their sons, her grandsons - Paul IV, Jacob, Mark, and Lucas; Her Son - Anthony J. Webber of Providence RI; Her Son - Joseph S.

Arlington High School seniors. The Harry J. Haroutunian Memorial Scholarship will be given to a graduating student who has lost a parent to illness. Harry passed away on July 6, 2008, after an 11-year battle with five malignant brain tumors and colon cancer. His dedication to his family, friends and faith, along with an incredible positive attitude, were immeasurable, so this scholarship will help to keep his "spirit" alive for years to come. Donation checks can be made payable to: The Harry Haroutunian Memorial Scholarship Fund. Contributions can be sent to: Mrs. Jan Haroutunian, 6 Jason Street #503, Arlington, Ma. 02476. For information: email jan.harout5@gmail.com.

AFD needs your photos

Do you have old photos that feature the Arlington Fire Department? The department's historian, Capt. Al Sharpe, is putting together a photographic history of the fire department and needs your help. Any Arlingtonian with photos or postcards featuring the fire department, its activities, apparatus, stations or members at any point in the past is asked to email them to asharpe@town.arlington.ma.us or to call Capt. Sharpe at 781-249-9821 to arrange

niece Donna of East Bridgewater and several nephews; and her beloved dog, Molly.

Relatives & friends are respectfully invited to attend Funeral Services in celebration of Janet's Life from the Brasco & Sons Memorial Funeral Home, 773 Moody Street, WALTHAM on Friday morning May 31st at 9:30 a.m. with a Mass of Christian Burial at Sacred Heart Church, 311 River Street, Waltham at 10:30 a.m. Interment will follow at Linwood Cemetery in Weston. Visiting Hours will be held in the Funeral Home on Thursday May 30th from 4-8 p.m.

**How to Submit an Obituary
to the Weekly Newspapers**

To contact our obituary department, please e-mail

obits@wickedlocal.com

OR

call 781-433-6905

OR

call 781-433-6905

communityclassifieds fits your life.

you or your attorney must file a written appearance and objection at this Court before: 10:00 a.m. on the return day of 06/26/2019. This is NOT a hearing date, but a deadline by which you must file a written appearance and objection if you object to this proceeding. If you fail to file a timely written appearance and objection followed by an affidavit of objections within thirty (30) days of the return day, action may be taken without further notice to you.

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

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

Date: May 31, 2019

Tara E. DeCristofaro
Register of Probate

AD# 13805466
Arlington Advocate 6/6/19

COMMUNITY OUTREACH MEETING
6/13

LEGAL NOTICE
NOTICE OF COMMUNITY
OUTREACH MEETING
APOTHCA, INC.

Notice is hereby given that Apothca, Inc. will hold a Community Outreach Meeting on June 13, 2019 at 1386 Massachusetts Avenue, Arlington, MA 02476 at 6:00 PM to discuss the proposed siting of an Adult Use Marijuana Retail Establishment at 1386 Massachusetts Avenue, Arlington, MA 02476 in accordance with M.G.L. c. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 et seq.

Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

AD#13804960
Arlington Advocate 6/6/19

Students Records

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ARLINGTON PUBLIC SCHOOLS
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AD#13794767
Arlington Advocate 5/23, 5/30,
6/6/2019

Bellevue Road and Morton Road
Legal Notice



SELECT BOARD
PRIVATE WAY REPAIR
PUBLIC HEARING

At 7:15 p.m. Monday, June 17, 2019, there will be a public hearing at the Select Board Chambers, Town Hall, 730 Massachusetts Avenue, Arlington, MA, on a petition received from two-thirds of the abutters of the private ways known as Bellevue Road and Morton Road in accordance with Arlington Town bylaws, "Repairs to Private Ways". The purpose of the public hearing is to determine if funds from the Private Way Account should be expended for said roadway.

Per Order of
The Select Board

AD#13801924
Arlington Advocate 6/6, 6/13/19

Petitioner Maureen E. Duddy of
Arlington MA a Will has been admitted to informal probate.

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AD#13803047
Arlington Advocate 6/6/19

206 Waverly Street
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DOCKET NO 3599

Zoning Board of Appeals
Patrick Quinn, Chair

AD#13801331
Arlington Advocate 6/6, 6/13/19

communityclassifieds
fits your life.

thing to her and she would do anything for them. Janet was the most devoted and loving mother and "Nana" to all.

She is survived by her husband Paul O. Webber, Jr.; Her loving daughter and Soul Mate, Catherine "Katie" Webber Khoury of Westborough; Her most beloved granddaughter Janet Marie Khoury, and grandsons - Ibrahim and Jonathan Khoury; Her Son - Paul O. Webber, III and his wife Judith (Tambascio) Webber of Norwell, and their sons, her grandsons - Paul IV, Jacob, Mark, and Lucas; Her Son - Anthony J. Webber of Providence RI; Her Son - Joseph S.

niece Donna of East Bridge-water and several nephews; and her beloved dog, Molly.

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obits@wickedlocal.com

OR

call 781-433-6905

OR

Fax 781-433-6965

Obituaries for the weekly newspapers are taken at the Randolph office Monday through Friday.

Please Call for Deadline Details

**NOTICE OF COMMUNITY OUTREACH MEETING
APOTHCA, INC.**

Notice is hereby given that Apothca, Inc. will hold a Community Outreach Meeting on **June 13, 2019** at 1386 Massachusetts Avenue, Arlington, MA 02476 at 6:00 PM to discuss the proposed siting of an Adult Use Marijuana Retail Establishment at 1386 Massachusetts Avenue, Arlington, MA 02476 in accordance with M.G.L. c. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 *et seq.*

Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

RECEIVED

TOWN CLERK'S OFFICE
ARLINGTON, MA 02178
2019 JUN -6 AM 8:55

**NOTICE OF COMMUNITY OUTREACH MEETING
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RECEIVED
SELECTIONS OFFICE
ARLINGTON, MA 02476
2019 JUN -6 AM 9:00

Town Manager

**NOTICE OF COMMUNITY OUTREACH MEETING
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Kristen DeFrancisco

6/6/19

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PLANNING & COMMUNITY
DEVELOPMENT
2019 JUN -6 A 9:06

JUN 06 2019

Arlington, MA

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Office of the
Board of Assessors
Robbins Memorial Town Hall
Arlington, MA 02476
(781) 316-3050
Assessors@town.arlington.ma.us

Abutters List

Date: May 23, 2019

Subject Property Address: 1386 MASS AVE Arlington, MA
Subject Property ID: 170-1-1

Search Distance: 300 Feet

The Board of Assessors certifies the names and addresses of requested parties in interest, all abutters to a single parcel within 300 feet.

Kenneth C. Freely
Robert E. Greeley
[Signature]

Board of Assessors

Abutters List

Date: May 23, 2019

Prop ID: 170-1-1

Prop Location: 1386 MASS AVE Arlington, MA

Owner: B&G CORSET COMPANY LLC

Co Owner:

Mailing Address:

1386 MASS AVE

ARLINGTON, MA 02476

Prop ID: 170-1-10

Prop Location: 55 PAUL REVERE RD Arlington, MA

Owner: CHESNELL RUTH M

Co-Owner: LEARY DENICE E

Mailing Address:

55 PAUL REVERE RD

ARLINGTON, MA 02476

Prop ID: 170-1-11

Prop Location: 57-59 PAUL REVERE RD Arlington, MA

Owner: DARRIS KATHERINE

Co-Owner:

Mailing Address:

14 FOREST PARK AVE

BILLERICA, MA 01862

Prop ID: 170-1-12

Prop Location: 61 PAUL REVERE RD Arlington, MA

Owner: MACGREGOR LOIS C/TRUSTEE

Co-Owner: CHARLES W MACGREGOR FMLY TRUST

Mailing Address:

86 HARTWELL ROAD

BEDFORD, MA 01730

Prop ID: 170-1-3

Prop Location: 1378 MASS AVE Arlington, MA

Owner: MONTANA VENTURES LLC

Co-Owner:

Mailing Address:

1378 MASS AVE

ARLINGTON, MA 02474

Prop ID: 170-1-4

Prop Location: 1370-1372 MASS AVE Arlington, MA

Owner: 1370 MASS AVE INC

Co-Owner: C/O SACCO RICHARD

Mailing Address:

5 VIA ALICIA

SANTA BARBARA, CA 93108

Prop ID: 170-1-5

Prop Location: 1340-1368 MASS AVE Arlington, MA

Owner: RIKIA LLC

Co-Owner:

Mailing Address:

5 ALBEMARLE ROAD

NORWOOD, MA 02062

Prop ID: 170-1-6

Prop Location: 1332-1338 MASS AVE Arlington, MA

Owner: SAVARESE STEVEN P

Co-Owner:

Mailing Address:

309 BEECH ST

BELMONT, MA 02478

Prop ID: 170-1-7.C

Prop Location: 73-75 PARK AVE Arlington, MA

Owner: SAVARESE STEVEN P

Co-Owner:

Mailing Address:

309 BEECH ST

BELMONT, MA 02478

Prop ID: 170-1-7.D

Prop Location: 81 PARK AVE Arlington, MA

Owner: CAMARANO NANCY A--TRUSTEE

Co-Owner: A & W REALTY TRUST

Mailing Address:

81 PARK AVE

ARLINGTON, MA 02476

Prop ID: 170-1-8

Prop Location: 85 PARK AVE Arlington, MA

Owner: TOWN OF ARLINGTON LIBRARY

Co-Owner:

Mailing Address:

730 MASS AVE

ARLINGTON, MA 02476

Prop ID: 170-5-1

Prop Location: 70 PAUL REVERE RD Arlington, MA

Owner: LARKIN LAURA WILSON

Co-Owner: LARKIN JAMES PATRICK JR

Mailing Address:

70 PAUL REVERE ROAD

ARLINGTON, MA 02476

Prop ID: 170-5-11

Prop Location: 15 WOLLASTON AVE Arlington, MA

Owner: ZARBA JOSEPH L/TRUSTEE &

Co-Owner: SUGRUE TERESA/TRUSTEE

Mailing Address:

7 PINE RIDGE RD

ARLINGTON, MA 02476

Prop ID: 170-5-2.A

Prop Location: 66 PAUL REVERE RD Arlington, MA

Owner: HRYNOWSKI JOHN & MARY F

Co-Owner: LIFE ESTATE

Mailing Address:

66 PAUL REVERE RD

ARLINGTON, MA 02476

Prop ID: 170-5-3
Prop Location: 62 PAUL REVERE RD Arlington, MA
Owner: BUTTERS CHERYL ANN
Co-Owner:
Mailing Address:
62 PAUL REVERE RD
ARLINGTON, MA 02476

Prop ID: 170-5-5
Prop Location: 58 PAUL REVERE RD Arlington, MA
Owner: LINNANE CHRISTOPHER W &
Co-Owner: LINNANE JACLYNN B
Mailing Address:
58 PAUL REVERE ROAD
ARLINGTON, MA 02476

Prop ID: 170-5-6
Prop Location: 54 PAUL REVERE RD Arlington, MA
Owner: PARK AVENUE
Co-Owner: CONGREGATIONAL CHURCH
Mailing Address:
50 PAUL REVERE RD
ARLINGTON, MA 02476

Prop ID: 170-5-7
Prop Location: 91 PARK AVE Arlington, MA
Owner: PARK AVE CONGREGATIONAL CHU
Co-Owner: OF ARLINGTON HEIGHTS
Mailing Address:
50 PAUL REVERE RD
ARLINGTON, MA 02476

Prop ID: 170-5-8
Prop Location: 3 WOLLASTON AVE Arlington, MA
Owner: PARK AVENUE
Co-Owner: CONGREGATIONAL CHURCH
Mailing Address:
PARK AVE
ARLINGTON, MA 02174

Prop ID: 170.A-1-1
Prop Location: 65-67 PAUL REVERE RD UNIT 1 Arlington,
MA
Owner: DAVIES CHRISTOPHER JEFFREY
Co-Owner: DAVIES MADELINE EAGAN
Mailing Address:
67 PAUL REVERE RD UNIT 1
ARLINGTON, MA 02476

Prop ID: 170.A-1-2
Prop Location: 65-67 PAUL REVERE RD UNIT 2 Arlington,
MA
Owner: DAILU LLC
Co-Owner:
Mailing Address:
52 WARREN ST
ARLINGTON, MA 02474

Prop ID: 170.A-1-3
Prop Location: 65-67 PAUL REVERE RD UNIT 3 Arlington,
MA
Owner: PEIDLE JOSEPH D
Co-Owner:
Mailing Address:
65-67 PAUL REVERE RD UNIT 3
ARLINGTON, MA 02476

Prop ID: 170.A-1-71.1
Prop Location: 71 PAUL REVERE RD UNIT 1 Arlington, MA
Owner: ROCKWOOD WILLIAM E III &
Co-Owner: SUTTON L
Mailing Address:
71 PAUL REVERE RD UNIT 1
ARLINGTON, MA 02476

Prop ID: 170.A-1-71.2
Prop Location: 71 PAUL REVERE RD UNIT 2 Arlington, MA
Owner: BURTON JOSEPHINE
Co-Owner:
Mailing Address:
71 PAUL REVERE RD UNIT 2
ARLINGTON, MA 02476

Prop ID: 170.A-5-11
Prop Location: 11 WOLLASTON AVE UNIT 11 Arlington,
MA
Owner: DAVIS LISA
Co-Owner: STROCKIS ALLISON
Mailing Address:
11 WOLLASTON AVE
ARLINGTON, MA 02476

Prop ID: 170.A-5-13
Prop Location: 13 WOLLASTON AVE UNIT 13 Arlington,
MA
Owner: TOWNE SARAH
Co-Owner:
Mailing Address:
13 WOLLASTON AVE
ARLINGTON, MA 02476

Prop ID: 170.A-5-60.1
Prop Location: 60 PAUL REVERE RD UNIT 1 Arlington, MA
Owner: TREPLER JOHNNY & BRED A F
Co-Owner:
Mailing Address:
60 PAUL REVERE RD UNIT 1
ARLINGTON, MA 02476

Prop ID: 170.A-5-60.2
Prop Location: 60 PAUL REVERE RD UNIT 2 Arlington, MA
Owner: WELLINS JO
Co-Owner:
Mailing Address:
60 PAUL REVERE RD UNIT 2
ARLINGTON, MA 02476

Prop ID: 170.A-5-7
Prop Location: 7-9 WOLLASTON AVE UNIT 7 Arlington,
MA
Owner: KAMOUN WALID &
Co-Owner: KARAA AMEL
Mailing Address:
7 WOLLASTON AVE
ARLINGTON, MA 02474

Prop ID: 170.A-5-9
Prop Location: 7-9 WOLLASTON AVE UNIT 9 Arlington,
MA
Owner: SIDDIQUI NADA
Co-Owner:
Mailing Address:
9 WOLLASTON AVE
ARLINGTON, MA 02476

Prop ID: 173-2-1
Prop Location: 1398 MASS AVE Arlington, MA
Owner: 1398 MASSACHUSETTS AVE. LLC
Co-Owner: C/O BIERDRIER DEVELOPMENT
Mailing Address:
430 BEDFORD STREET
LEXINGTON, MA 02420

Prop ID: 173-2-2
Prop Location: 1406 MASS AVE Arlington, MA
Owner: 1406 MASS AVE LLC
Co-Owner:
Mailing Address:
420 BEDFORD ST
LEXINGTON, MA 02420

Prop ID: 173-2-4.A
Prop Location: 1416 MASS AVE Arlington, MA
Owner: 1420 MASSACHUSETTS AVE LLC
Co-Owner:
Mailing Address:
420 BEDFORD STREET
LEXINGTON, MA 02420

Prop ID: 173-2-4.B
Prop Location: 89 PAUL REVERE RD Arlington, MA
Owner: SUGRUE TERESA/TRUSTEE
Co-Owner: JTZ REALTY TRUST
Mailing Address:
7 PINE RIDGE ROAD
ARLINGTON, MA 02476

Prop ID: 173-2-7
Prop Location: 85 PAUL REVERE RD Arlington, MA
Owner: WHEELER DONN EZEKIEL
Co-Owner: WHEELER ANASTASIA
Mailing Address:
85 PAUL REVERE RD
ARLINGTON, MA 02476

Prop ID: 173-4-10
Prop Location: 82 PAUL REVERE RD Arlington, MA
Owner: 24 EPPING STREET LLC
Co-Owner:
Mailing Address:
41 KATIE WAY
TEWKSBURY, MA 01876

Prop ID: 173-4-11
Prop Location: 80 PAUL REVERE RD Arlington, MA
Owner: WENTZ MICHAEL J
Co-Owner:
Mailing Address:
80 PAUL REVERE RD
ARLINGTON, MA 02476

Prop ID: 173-4-12
Prop Location: 78 PAUL REVERE RD Arlington, MA
Owner: LANGDON LINDA R
Co-Owner:
Mailing Address:
78 PAUL REVERE ROAD
ARLINGTON, MA 02476

Prop ID: 173-4-13
Prop Location: 76 PAUL REVERE RD Arlington, MA
Owner: HARTL THOMAS
Co-Owner: BOBEL CHTISTINA G
Mailing Address:
76 PAUL REVERE RD
ARLINGTON, MA 02476

Prop ID: 173-4-14
Prop Location: 72 PAUL REVERE RD Arlington, MA
Owner: CASSELL TIMOTHY S
Co-Owner:
Mailing Address:
72 PAUL REVERE ROAD
ARLINGTON, MA 02476

Prop ID: 173-4-16.B
Prop Location: 7 TANAGER ST Arlington, MA
Owner: RUBINSON ANDY A &
Co-Owner: DAVISON ROBERT S
Mailing Address:
7 TANAGER ST
ARLINGTON, MA 02476

Prop ID: 173-4-19.B
Prop Location: 0-LOT TANAGER ST Arlington, MA
Owner: RUBINSON ANDY A &
Co-Owner: DAVISON ROBERT S
Mailing Address:
7 TANAGER ST
ARLINGTON, MA 02476

Prop ID: 60-1-10
Prop Location: 1367-1381 MASS AVE Arlington, MA
Owner: B.F. ARLINGTON PROPERTIES LLC
Co-Owner:
Mailing Address:
220 MASS AVE
ARLINGTON, MA 02474

Prop ID: 60-1-11
Prop Location: 1389 MASS AVE Arlington, MA
Owner: MASS BAY TRANSIT AUTHORITY
Co-Owner:
Mailing Address:
500 ARBORWAY
JAMAICA PLAIN, MA 02130

Prop ID: 60-1-11.A
Prop Location: 1395 MASS AVE Arlington, MA
Owner: SUNRISE ASSISTED LIVING INC
Co-Owner: C/O ALTUS GROUP US INC #04051
Mailing Address:
5450 EAST HIGH ST
SUITE 220
PHOENIX, AZ 85054

Prop ID: 60-1-2
Prop Location: 41-45 PARK AVE Arlington, MA
Owner: ARLINGTON COAL & LUMBER CO
Co-Owner:
Mailing Address:
41 PARK AVE
ARLINGTON, MA 02476

Prop ID: 60-1-8
Prop Location: 1341-1347 MASS AVE Arlington, MA
Owner: DONAHUE BERNARD TRUSTEE
Co-Owner: MASS AVE REALTY TRUST
Mailing Address:
14 RIVERSIDE PARK
MAYNARD, MA 01754

Prop ID: 60-1-8.B
Prop Location: 1349-1357 MASS AVE Arlington, MA
Owner: ARLINGTON COAL & LUMBER CO
Co-Owner:
Mailing Address:
41 PARK AVENUE
ARLINGTON, MA 02476

Prop ID: 60-1-9.A
Prop Location: 1365 MASS AVE Arlington, MA
Owner: G. V. REALTY CORP
Co-Owner:
Mailing Address:
1365 MASS AVE
ARLINGTON, MA 02474

**NOTICE OF COMMUNITY OUTREACH MEETING
APOTHCA, INC.**

Notice is hereby given that Apothca, Inc. will hold a Community Outreach Meeting on **June 13, 2019** at 1386 Massachusetts Avenue, Arlington, MA 02476 at 6:00 PM to discuss the proposed siting of an Adult Use Marijuana Retail Establishment at 1386 Massachusetts Avenue, Arlington, MA 02476 in accordance with M.G.L. c. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 *et seq.*

Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

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DAVIS LISA & STROCKIS ALLISON
 11 WOLLASTON AVE
 ARLINGTON, MA 02476

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KAMOUN WALID & KARAA AMEL
 7 WOLLASTON AVE
 ARLINGTON, MA 02476

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WELLINS JOE
 60 PAUL REVERE RD UNIT 2
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<input type="checkbox"/> Return Receipt (electronic)	\$0.00
<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00

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BURTON JOSEPHINE
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<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00

Postage \$0.55

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ROCKWOOD WILLIAM E III & SUTTON L
 71 PAUL REVERE RD UNIT 1
 ARLINGTON, MA 02476

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<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00

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TOWNE SARAH
 13 WOLLASTON AVE
 ARLINGTON, MA 02476

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7014 2120 0003 4883 6841

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Restricted Delivery Fee (Endorsement Required)	\$0.00
	\$0.55

06/04/2019

RUBINSON ANDY A & DAVIDSON
 ROBERT S
 7 Tanager St
 ARLINGTON, MA 02476

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CASSELL, TIMOTHY S
 72 PAUL REVERE ROAD
 ARLINGTON, MA 02476

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HARTL THOMAS & BOBEL
 CHTISTINA G
 76 PAUL REVERE RD
 ARLINGTON, MA 02476

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Restricted Delivery Fee (Endorsement Required)	\$0.00
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B.F. ARLINGTON PROPERTIES LLC
 220 MASS AVE
 ARLINGTON, MA 02474

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NORTH BILLERICA, MA 01862

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DARRIS KATHERINE
 14 FOREST PARK AVE
 BILLERICA, MA 01862

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ARLINGTON, MA 02476

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LANGDON LINDA R
 78 PAUL REVERE ROAD
 ARLINGTON, MA 02476

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1420 MASSACHUSETTS AVE LLC
 420 BEDFORD STREET
 LEXINGTON, MA 02420

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CHESNELL RUTH M & LEARY
 DENICE E
 55 PAUL REVERE ROAD
 ARLINGTON, MA 02476

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\$0.55

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WHEELER DONN EZEKIEL &
 WHEELER ANASTASIA
 85 PAUL REVERE RD
 ARLINGTON, MA 02476

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Restricted Delivery Fee (Endorsement Required)	\$0.00

\$0.55

06/04/2019

SUGRUE TERESA/TRUSTEE & JT
 REALTY TRUST
 7 PINE RIDGE ROAD
 ARLINGTON, MA 02476

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<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
<input type="checkbox"/> Adult Signature Required	\$0.00
<input type="checkbox"/> Adult Signature Restricted Delivery	\$0.00

Postage \$0.55

SUNRISE ASSISTED LIVING INC
 C/O ALTUS GROUP US INC #04051
 5450 EAST HIGH ST SUITE 220
 PHOENIX, AZ 85054

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<input type="checkbox"/> Certified Mail Restricted Delivery	\$0.00
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MASS BAY TRANSIT AUTHORITY
 500 ARBORWAY
 JAMAICA PLAIN, MA 02130

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DONAHUE BERNARD TRUSTEE &
 MASS AVE REALTY TRUST
 14 RIVERSIDE PARK
 MAYNARD, MA 01754

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ARLINGTON COAL & LUMBER CO
 41 PARK AVE
 ARLINGTON, MA 02476

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TOWN OF ARLINGTON LIBRARY
 730 MASS AVE
 ARLINGTON, MA 02476

7018 0360 0000 7929 6844

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AVARESE STEVEN P
 09 BEECH ST
 BELMONT, MA 02478

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 1378 MASS AVE
 ARLINGTON, MA 02474

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MACGREGOR LOIS C/TRUSTEE &
 CHARLES W MACGREGOR FMLY
 TRUST
 36 HARTWELL ROAD
 BEDFORD, MA 01730

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 A—TRUSTEE & A &
 W REALTY TRUST
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 ARLINGTON, MA 02476

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370 MASS AVE INC
 C/O SACCO RICHARD
 VIA ALICIA
 SANTA BARBARA, CA 93108

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RIKIA LLC
 5 ALBEMARLE ROAD
 NORWOOD, MA 02062

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<input type="checkbox"/> Adult Signature Required	\$
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PARK AVENUE CONGREGATIONAL
CHURCH OF ARLINGTON HEIGHTS
50 PAUL REVERE RD
ARLINGTON, MA 02476

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<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

PARK AVENUE CONGREGATIONAL
CHURCH
PARK AVE
ARLINGTON, MA 02174

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<input type="checkbox"/> Return Receipt (hardcopy)	\$
<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

SIDDIQUI NADA
9 WOLLASTON AVE
ARLINGTON, MA 02476

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<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

B&G CORSET COMPANY LLC
1386 MASS AVE
ARLINGTON, MA 02476

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<input type="checkbox"/> Return Receipt (hardcopy)	\$
<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

1398 MASSACHUSETTS AVE. LLC
C/O BIERDRIER DEVELOPMENT
430 BEDFORD STREET
LEXINGTON, MA 02420

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<input type="checkbox"/> Return Receipt (hardcopy)	\$
<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

TREPLER JOHNNY & BRED A F
60 PAUL REVERE RD UNIT 1
ARLINGTON, MA 02476

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Extra Services & Fees (check box, add fee as appropriate)

<input type="checkbox"/> Return Receipt (hardcopy)	\$
<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

1406 MASS AVE LLC
420 BEDFORD ST
LEXINGTON, MA 02420

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Extra Services & Fees (check box, add fee as appropriate)

<input type="checkbox"/> Return Receipt (hardcopy)	\$
<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

LINNANE CHRISTOPHER W &
LINNANE JACLYNN B
58 PAUL REVERE ROAD
ARLINGTON, MA 02476

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

**U.S. Postal Service™
CERTIFIED MAIL® RECEIPT**
Domestic Mail Only

For delivery information, visit our website at www.usps.com.

OFFICIAL USE

Postage \$

Certified Fee

Return Receipt Fee (Endorsement Required)

Restricted Delivery Fee (Endorsement Required)

Postmark Here

HRYNOWSKI JOHN & MARY F & LIFE
ESTATE
66 PAUL REVERE RD
ARLINGTON, MA 02476

PS Form 3800, July 2014 See Reverse for Instructions

**U.S. Postal Service™
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OFFICIAL USE

Certified Mail Fee
\$

Extra Services & Fees (check box, add fee as appropriate)

<input type="checkbox"/> Return Receipt (hardcopy)	\$
<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

DAILU LLC
52 WARREN ST
ARLINGTON, MA 02474

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

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OFFICIAL USE

Certified Mail Fee
\$

Extra Services & Fees (check box, add fee as appropriate)

<input type="checkbox"/> Return Receipt (hardcopy)	\$
<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

PEIDLE JOSEPH D
65-67 PAUL REVERE RD UNIT 3
ARLINGTON, MA 02476

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

**U.S. Postal Service™
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OFFICIAL USE

Certified Mail Fee
\$

Extra Services & Fees (check box, add fee as appropriate)

<input type="checkbox"/> Return Receipt (hardcopy)	\$
<input type="checkbox"/> Return Receipt (electronic)	\$
<input type="checkbox"/> Certified Mail Restricted Delivery	\$
<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

DAVIES CHRISTOPHER JEFFREY &
DAVIES MADELINE EAGAN
67 PAUL REVERE RD UNIT 1
ARLINGTON, MA 02476

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7014 2120 0003 4883 6868

U.S. Postal Service™
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For delivery information, visit our website at www.usps.com®.

OFFICIAL USE

Postage \$
 Certified Fee
 Return Receipt Fee
 (Endorsement Required)
 Restricted Delivery Fee
 (Endorsement Required)



LARKIN LAURA WILSON & LARKIN
 JAMES PATRICK JR
 70 PAUL REVERE ROAD
 ARLINGTON, MA 02476

PS Form 3800, July 2014

See Reverse for Instructions

7018 0360 0000 7929 6868

U.S. Postal Service™
CERTIFIED MAIL® RECEIPT
 Domestic Mail Only

For delivery information, visit our website at www.usps.com®.

ARLINGTON, MA 02476

Certified Mail Fee \$3.50
 Extra Services & Fees (check box, add fee as appropriate)
☐ Return Receipt (hardcopy) \$0.00
☐ Return Receipt (electronic) \$0.00
☐ Certified Mail Restricted Delivery \$0.00
☐ Adult Signature Required \$0.00
☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.55



G. V. REALTY CORP
 1365 MASS AVE
 ARLINGTON, MA 02474

06/04/2019

02476

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions

7018 0360 0000 7929 6868

U.S. Postal Service™
CERTIFIED MAIL® RECEIPT
 Domestic Mail Only

For delivery information, visit our website at www.usps.com®.

OFFICIAL USE

Certified Mail Fee \$
 Extra Services & Fees (check box, add fee as appropriate)
☐ Return Receipt (hardcopy) \$
☐ Return Receipt (electronic) \$
☐ Certified Mail Restricted Delivery \$
☐ Adult Signature Required \$
☐ Adult Signature Restricted Delivery \$

Postage



BUTTERS CHERYL ANN
 62 PAUL REVERE RD
 ARLINGTON, MA 02476

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions

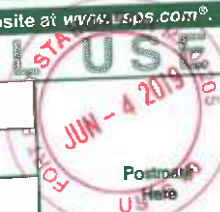
7014 2120 0003 4883 7015

U.S. Postal Service™
CERTIFIED MAIL® RECEIPT
 Domestic Mail Only

For delivery information, visit our website at www.usps.com®.

OFFICIAL USE

Postage
 Certified Fee
 Return Receipt Fee
 (Endorsement Required)
 Restricted Delivery Fee
 (Endorsement Required)



ZARBA JOSEPH L/TRUSTEE &
 SUGRUE TERESA/TRUSTEE
 7 PINE RIDGE ROAD
 ARLINGTON, MA 02476

PS Form 3800, July 2014

See Reverse for Instructions

Community Outreach Meeting Attestation Form

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

I, Joseph Lekach, (*insert name*) attest as an authorized representative of Apothca, Inc. (*insert name of applicant*) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on June 13, 2019 (*insert date*).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on June 6, 2019 (*insert date*), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (*please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document*).
3. A copy of the meeting notice was also filed on June 6, 2019 (*insert date*) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (*please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document*).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on June 4, 2019 (*insert date*), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (*please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee*).

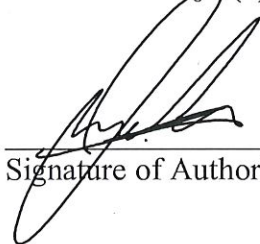
5. Information was presented at the community outreach meeting including:
 - a. The type(s) of Marijuana Establishment to be located at the proposed address;
 - b. Information adequate to demonstrate that the location will be maintained securely;
 - c. Steps to be taken by the Marijuana Establishment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

Host Community Agreement Certification Form

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

Applicant

I, Joseph Lekach, (*insert name*) certify as an authorized representative of Apothca, Inc. (*insert name of applicant*) that the applicant has executed a host community agreement with the Town of Arlington (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on July 19, 2019 (*insert date*).



Signature of Authorized Representative of Applicant

Host Community

I, Adam Chapdelaine, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for the Town of Arlington (*insert name of host community*) to certify that the applicant and the Town of Arlington (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on July 19, 2019 (*insert date*).



Signature of Contracting Authority or
Authorized Representative of Host Community

APOTHCA, INC.

PLAN TO POSITIVELY IMPACT AREAS OF DISPROPORTIONATE IMPACT

Overview

Apothca, Inc. (“Apothca”) is dedicated to serving and supporting populations falling within areas of disproportionate impact, which the Commission has identified as the following:

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

To support such populations, Apothca has created the following Plan to Positively Impact Areas of Disproportionate Impact (the “Plan”) and has identified and created goals/programs to positively impact past or present residents of Fitchburg, Lynn, and other areas of disproportionate impact.

Goals

In order for Apothca to positively impact past or present residents of Fitchburg, Lynn, and other areas of disproportionate impact, Apothca has established the following goals:

1. Reducing barriers to entry in the commercial adult-use cannabis industry by ensuring that at least 30% of Apothca’s agents are past or present residents of Fitchburg, Lynn, or other areas of disproportionate impact¹; and
2. Providing business assets towards endeavors that will have a positive impact on the residents of Fitchburg, Lynn, and other areas of disproportionate impact through educational seminars and annual donations to My Brother’s Table.

Programs

Apothca has developed specific programs to effectuate its stated goals to positively impact past or present residents of Fitchburg and Lynn. Such programs will include the following:

1. Creating a hiring preference for Fitchburg and Lynn residents, whereby qualified candidates for available job positions will be favorably considered if they self-identify as past or present residents of Fitchburg or Lynn.²

¹ In conjunction with Apothca’s hiring commitments provided in its Diversity Plan, Apothca will ensure that at least 50% of its agents are from diverse populations or past or present residents of Fitchburg, Lynn, or other areas of disproportionate impact.

² To the extent allowed by applicable employment law.

2. Participating in job fairs in Lynn and Fitchburg as positions become available, but not less than once annually in total. Apothca held its own job fairs in Lynn on March 20, 2019 (98 applicants) and in Fitchburg on March 18, 2019 (119 applicants).
3. Holding two (2) educational seminars per year in Lynn or Fitchburg that will cover topics such as cannabis product manufacturing and cannabis retailing best practices.
4. Making annual donations of at least \$2,500 to My Brother's Table.

Measurements

The Chief Operating Officer will administer the Plan and will be responsible for developing measurable outcomes to ensure Apothca continues to meet its commitments. Such measurable outcomes, in accordance with Apothca's goals and programs described above, include:

- Ensuring that at least 30% of Apothca's agents are past or present residents of Fitchburg, Lynn, or other areas of disproportionate impact.
- Documenting the job fairs in Lynn and Fitchburg that Apothca participates in (not less than one per year) and keeping on file any Human Resources documentation received as a result.
- Documenting that Apothca held at least two (2) educational seminars each year and keeping a record of the location, subject matter, and participants/attendees in such educational seminars.
- Keeping accurate accounting for Apothca's annual donation of at least \$2,500 to My Brother's Table, located in Lynn, MA.

Beginning upon the Commission's approval of this amended Plan, Apothca will utilize the proposed measurements to assess its Plan and will account for demonstrating proof of success or progress of the Plan upon the yearly renewal of the license. The Chief Operating Officer will review and evaluate Apothca's measurable outcomes no less than twice annually to ensure that Apothca is meeting its commitments. Apothca is mindful that demonstration of the Plan's progress and success will be submitted to the Commission upon renewal.

Acknowledgements

- As identified above, Apothca intends to donate to My Brother's Table and acknowledges that My Brother's Table has been contacted and will receive the donation described herein.
- Apothca 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 Apothca will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

From: Dianne Kuzia Hills <dianne@mybrotherstable.org>

Sent: Monday, November 25, 2019 1:57 PM

To: Joseph Lekach <joseph@artcangroup.com>

Subject: Re: Donation

Hi Joseph-

Yes, we would be thrilled to accept a donation!

Thanks for thinking of us.

Regards,

Dianne

On Nov 25, 2019, at 1:47 PM, Joseph Lekach <joseph@artcangroup.com> wrote:

Hi Dianne

I am the CEO of Apothca, the cannabis dispensary located on the Lynnway. We are looking to support some worthwhile local organizations and I was referred to your organization as one worth supporting.

Can you please confirm that your organization would be willing to accept a donation from Apothca as we are a cannabis company?

Thank you!

Best,
Joseph Lekach

CEO
Artcan/Apothca



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$35.00

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

Special Filing Instructions

n/a

Articles of Organization

(General Laws, Chapter 180)

Identification Number: 001177859

ARTICLE I

The exact name of the corporation is:

MASSACHUSETTS PATIENT FOUNDATION, INC.

ARTICLE II

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

TO ENGAGE IN CIVIC, EDUCATIONAL, AND BENEVOLENT ACTIVITIES PER MGL CH. 180 §4.

ARTICLE III

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

MAY BE SET FORTH IN BY-LAWS.

ARTICLE IV

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

(If there are no provisions state "NONE")

1. MEETINGS OF DIRECTORS AND OFFICERS ARE AUTHORIZED TO TAKE PLACE ANYWHERE WITHIN THE UNITED STATES. 2. THE DIRECTORS MAY MAKE, AMEND, OR REPEAL THE BY LAWS IN WHOLE OR IN PART, EXCEPT WITH RESPECT TO ANY PROVISION THEREOF WHICH BY LAW, THE ARTICLES OF ORGANIZATION, OR THE BY-LAWS REQUIRE ACTION BY THE DIRECTORS. 3. NO DIRECTOR SHALL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS DIRECTOR NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY, PROVIDED HOWEVER THAT THIS PROVISION SHALL NOT ELIMINATE THE LIABILITY OF A DIRECTOR, TO THE EXTENT THAT SUCH LIABILITY IS IMPOSED BY APPLICABLE LAW; A. FOR ANY BREACH OF THE DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION. B. FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR KNOWING VIOLATION OF LAW; AND C. FOR ANY TRANSACTION FROM WHICH THE DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT.

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

ARTICLE V

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

ARTICLE VI

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

6/17/2015

ARTICLE VII

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

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

No. and Street: 36 GLEN AVENUE
City or Town: NEWTON State: MA Zip: 02459 Country: USA

b. The name, residential street address and post office address of each director and officer of the corporation is as follows:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	RACHMIL LEKACH	296 OCEAN BLVD GOLDEN BEACH, FL 33160 USA 296 OCEAN BLVD GOLDEN BEACH, FL 33160 USA	2016
TREASURER	ANDREW MARK YOUNG	9651 NW 42ND STREET CORAL SPRINGS, FL 33065 USA 9651 NW 42ND STREET CORAL SPRINGS, FL 33065 USA	2016
CLERK	PATRICIA PIKE	5304 LAKESIDE AVENUE VIRGINIA BEACH, VA 23451 USA 5304 LAKESIDE AVENUE VIRGINIA BEACH, VA 23451 USA	2016
DIRECTOR	THOMAS S FARRELL	23 VIOLA CIRCLE SEABROOK, NH 03874 USA 23 VIOLA CIRCLE SEABROOK, NH 03874 USA	2016
DIRECTOR	RACHMIL LEKACH	296 OCEAN BLVD GOLDEN BEACH, FL 33160 USA 296 OCEAN BLVD GOLDEN BEACH, FL 33160 USA	2016
DIRECTOR	PATRICIA PIKE	5304 LAKESIDE AVENUE VIRGINIA BEACH, VA 23451 USA 5304 LAKESIDE AVENUE VIRGINIA BEACH, VA 23451 USA	2016
DIRECTOR	MOSHE Y BLEICH	793 WORCESTER STREET WELLESLEY, MA 02481 USA 793 WORCESTER STREET WELLESLEY, MA 02481 USA	2016
DIRECTOR	ANDREW MARK YOUNG	9651 NW 42ND STREET CORAL SPRINGS, FL 33065 USA 9651 NW 42ND STREET CORAL SPRINGS, FL 33065 USA	2016

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

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

Name: JOSHUA M. FOX, ESQ.
No. and Street: 36 GLEN AVENUE
City or Town: NEWTON State: MA Zip: 02459 Country: USA

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

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 17 Day of June, 2015. (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.)

RACHMIL LEKACH, PRESIDENT

THE COMMONWEALTH OF MASSACHUSETTS

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

June 17, 2015 10:05 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$15.00

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

Articles of Amendment

(General Laws, Chapter 180, Section 7)

Identification Number: 001177859

We, JOSEPH LEKACH ☒ President ☐ Vice President,

and LEON NITKA ☒ Clerk ☐ Assistant Clerk ,

of MASSACHUSETTS PATIENT FOUNDATION, INC.

located at: 36 GLEN AVENUE NEWTON , MA 02459 USA

do hereby certify that these Articles of Amendment affecting articles numbered:

☒ Article 1 ☐ Article 2 ☐ Article 3 ☐ Article 4

(Select those articles 1, 2, 3, and/or 4 that are being amended)

of the Articles of Organization were duly adopted at a meeting held on 9/24/2018 , by vote of: 0 members, 5 directors, or 0 shareholders,

being at least two-thirds of its members/directors legally qualified to vote in meetings of the corporation (or, in the case of a corporation having capital stock, by the holders of at least two thirds of the capital stock having the right to vote therein):

ARTICLE I

The exact name of the corporation, **as amended**, is:
(Do not state Article I if it has not been amended.)

APOTHCA, INC.

ARTICLE II

The purpose of the corporation, **as amended**, is to engage in the following business activities:
(Do not state Article II if it has not been amended.)

ARTICLE III

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

ARTICLE IV

As amended, other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the business entity, or of its

directors or members, or of any class of members, are as follows:
(If there are no provisions state "NONE")

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 180, Section 7 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later Effective Date:

**Signed under the penalties of perjury, this 16 Day of October, 2018, JOSEPH LEKACH , its ,
President / Vice President,
LEON NITKA , Clerk / Assistant Clerk.**

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:

October 16, 2018 03:20 PM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

THIRD AMENDED BY-LAWS
OF
MASSACHUSETTS PATIENT FOUNDATION, INC.
December 21, 2017

THIRD AMENDED BY-LAWS
OF
MASSACHUSETTS PATIENT FOUNDATION, INC.

PURSUANT TO ARTICLE XII OF THE ORIGINAL BY-LAWS, VARIOUS AMENDMENTS TO THESE BY-LAWS HAVE BEEN MADE;

ARTICLE 1

General Provisions

Section 1.1 Name. The name of this non-profit corporation is MASSACHUSETTS PATIENT FOUNDATION, INC., and shall herein be referred to as the "NON-PROFIT."

Section 1.2 Offices. The principal business office of the NON-PROFIT shall be at 36 GLEN AVENUE, NEWTON, MASSACHUSETTS, 02459. The NON-PROFIT may also have offices at such other places as the NON-PROFIT may require.

Section 1.3 Fiscal Year. The fiscal year of the NON-PROFIT shall begin on January 1 and end on the following December 31 of each year.

Section 1.4 Voting Members. The NON-PROFIT shall have ONE (1) voting member. No person now or hereafter designated by the Non-Profit as a "member" for fundraising or other purposes shall be or be deemed to be a member for purposes of the Articles of Organization or By-Laws of the Non-Profit nor shall such person have any voting or fiduciary rights or responsibilities of the Non-Profit.

ARTICLE 2

Statement of Purposes

The NON-PROFIT is organized for non-profit purposes including, but not limited to, providing patients with knowledgeable, dedicated, compassionate herbal medicine expertise, and high quality, affordable medicine. As permitted by law, the NON-PROFIT may engage in any and all activities in furtherance of, related to, or incidental to these purposes, the activities being lawful for a non-profit formed under Chapter 180 of the General Laws of Massachusetts. In compliance with 105 CMR 725.100(A)(1), the DPH "*Guidance for Registered Marijuana Dispensaries Regarding Non-Profit Compliance*," and the Provisional Certificate of Registration, the NON-PROFIT shall at all times operate on a non-profit basis for the benefit of registered qualifying patients and shall ensure that revenue of the NON-PROFIT is used solely in furtherance of its nonprofit purpose.

ARTICLE 3

Members

Section 3.1 Identity of Original Member. The original member of the Non-Profit shall be Artcan, LLC, with a principal place of business at 2001 Tyler St, STE 5, Hollywood, FL 33020 (hereinafter referred to herein as the "Original Member"). In the event the Original Member resigns, withdraws, becomes disqualified or is otherwise incapable of acting, then the Chairman of the Board of Directors shall be vested with exclusive authority to appoint a substitute Member, subject to such terms and conditions, including terms and conditions with respect to voting rights, as individual may determine to be appropriate at the time of such appointment.

Section 3.2 Additional and Substitute Members. The Original Member may increase the number of members of the Non-Profit and may appoint additional members and substitute members on such terms and conditions, including terms and conditions related to voting rights, as the Original Member may from time to time determine (“Additional Members”). Rights conferred upon an Additional Member by the Original Member, including voting rights, need not be uniform for all Additional Members. As used in these Bylaws, the term “Member” shall refer only to the Original Member (including substitute Members described in Section 3.1), unless and until the Original Member acts to designate one or more Additional Members as specified in these Bylaws, at which time the term “Members” shall refer to the Original Member and the Additional Members collectively.

Section 3.3 Tenure. Unless a different term is designated at the time an Additional Member is admitted by the Original Member, for so long as a Member continues to comply with the qualifications, rules and regulations applicable to Membership as shall be established from time to time by the Member(s), each such Member shall continue to be a Member in good standing until such Member dies, resigns, withdraws, dissolves, becomes incapacitated or disqualified.

Section 3.4 Resignation. Any Member may resign by delivering a written resignation to the President or Clerk of the Non-Profit, to the Board of Directors, or to the principal office of the Non-Profit. Such resignation shall be effective upon receipt (unless specified to be effective at another time), and acceptance thereof shall not be necessary to make it effective; *provided, however*, that the non-resigning Members may act to accept such resignation immediately or at any other time sooner than the time specified by such resigning Member in his, her, or its resignation.

Section 3.5 Annual Meeting. The annual meeting of the Member(s) shall be held on such day and at such hour as may be named in the notice of such meeting designated by the Member(s). In the event that the annual meeting is not held on such date, a special meeting in lieu thereof may be held with all of the force and effect of an annual meeting.

Section 3.6 Special Meetings. Special meetings of the Member(s) may be called by the Member(s), the President or by a majority of the Directors, and shall be noticed by the Clerk, or in the case of the death, absence, incapacity or refusal of the Clerk, by any other officer.

Section 3.7 Notice. A written notice of the date, place, and hour of all meetings stating the purposes of the meeting shall be given by the Clerk (or by any other officer) at least seven (7) calendar days before the meeting to the Member(s). The Member(s) may waive notice either before or after a meeting.

Section 3.8 Action by Written Consent. Any action required or permitted to be taken at any meeting of the Member(s) may be taken without a meeting and without notice if the Member(s) unanimously consent to the action in writing and the written consent is filed with the records of the meetings of the Member(s). Such consent shall be treated for all purposes as a vote at a meeting.

Section 3.9. Quorum; Action at Meetings; Proxy Voting Not Permitted. Except as otherwise provided by law, the Articles of Organization or these Bylaws, at all meetings of the Member(s), a majority of the total number of Members then in office shall constitute a quorum

for the transaction of business, and the vote of a majority of the Members present and voting at a meeting when a quorum is present shall be the act of the Members. A majority of the Members present, whether or not a quorum is present, may adjourn any meeting to another time, date and place. Each Member shall be entitled to one (1) vote on any matter that comes before the Member(s). There shall be no voting by proxy.

Section 3.10. Presence through Communications Equipment. Unless otherwise provided by law or the Articles of Organization, the Member(s) may participate in a meeting by means of a conference telephone or similar communications equipment so that all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at the meeting.

Section 3.11. Powers of the Member(s). In addition to and without limiting the powers, rights and privileges the Member(s) shall have that are afforded to “members” of a Corporation organized under Chapter 180, the Articles of Organization, these Bylaws and other applicable law, the actions and powers of the Non-Profit listed below shall be reserved exclusively to the Member(s):

- (a) Amend or amend and restate the Articles of Organization;
- (b) Adopt, amend or repeal these Bylaws or any Policies related thereto;
- (c) Appointment, removal or suspension of any Director of the Non-Profit;
- (d) Change in the number of members of the Board of Directors of the Non-Profit;
- (e) Approval of any sale or other disposition of all, or substantially all, of the assets or operations of the Non-Profit;
- (f) Approval of any merger or consolidation of the Non-Profit;
- (g) Approval of any plan of dissolution of the Non-Profit, or other action related to dissolution or liquidation of the Non-Profit;
- (h) Appointment, suspension or removal of a Member of the Non-Profit; and
- (i) Authorize the Non-Profit to enter into any agreement to do any of the foregoing.

ARTICLE 4

Board of Directors

Section 4.1 Authority. The business and affairs of the NON-PROFIT shall be controlled and governed by the board of directors, which shall have the right to exercise all powers and duties of a board of directors under Massachusetts law, subject to Sections 3.11 and 4.14.

Section 4.2 Composition. The board of directors shall be comprised of five (5) directors. The composition of the board shall only be changed by amending the by-laws pursuant to Article 13.

Section 4.3 Terms of Office. The board of directors shall determine the length and number of terms to be served by directors.

Section 4.4 Meetings. The board of directors shall hold annual meetings each year and may select the time and place for annual and other meetings of the board. The board of directors must meet a minimum of once every six (6) months at the principal place of business. Other meetings of the board of directors may be called by the Member(s), the president or by a majority of the directors then in office by delivering notice in writing, of the date, time, place, and purpose of such meeting, to all directors at least three (3) days in advance of such meeting.

Section 4.5 Quorum and Voting. A majority of the board of directors shall constitute a quorum for the transaction of business at any meeting of the board. At any meeting of the board of directors at which a quorum is present, a majority of those directors present shall decide any matter, unless a different vote is specified by law, the Articles of Organization, or these bylaws. In the case of a tie, a vote shall be referred to an Advisory Board, if any, to decide the tie by a majority vote of the Advisory Board. If no Advisory Board exists at the time of the vote or within seven days of the tie vote, then a tie vote shall result in the motion or action being defeated.

Section 4.6 Meetings by Remote Communication. One or more directors may attend any annual, regular, special, or committee meeting of the board through telephonic, electronic, or other means of communication by which all directors have the ability to fully and equally participate in all discussions and voting on a substantially simultaneous basis. Such participation shall constitute presence in person at such meeting.

Section 4.7 Action Without a Meeting. Any action required or permitted to be taken at any board meeting may be taken without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all of the directors with respect to such subject matter. Such consent, which may be signed in counterparts, shall have the same force and effect as a vote of the board of directors.

Section 4.8 Waiver of Notice for Meetings. Whenever any notice of a meeting is required to be given to any director under the Articles of Organization, these bylaws, or the laws of the Commonwealth of Massachusetts, a waiver of notice in writing signed by the director, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.

Section 4.9 Committees. By majority vote the board of directors may create such standing and special committees as it determines to be in the best interest of the NON-PROFIT. The board of directors shall determine the duties, powers, and composition of such committees, except that the board shall not delegate to such committees those powers which by law may not be delegated. Each such committee shall submit to the board of directors at such meetings as the board may designate, a report of the actions and recommendations of such committees for consideration and approval by the board of directors. Any committee may be terminated at any time by the board of directors.

Section 4.10 Compensation. Directors may receive a reasonable stipend as approved by the board from time to time, and directors shall not be precluded from serving the NON-PROFIT in any other capacity and receiving reasonable compensation.

Section 4.11 Resignation. Any director may resign by delivering a written resignation to the NON-PROFIT at its principal office or to the president or clerk. Such resignation shall be effective upon receipt unless it is specified to be effective at some later time. The resigning director may nominate his successor provided that three of the four remaining directors approve the nomination. a is present. In the event the nomination is not approved, the vacancy shall be filled pursuant to Section 4.13.

Section 4.12 Removal. Any director may be removed, with or without cause, by the Member, or in the event that Additional Members are added, by a vote of a majority of the Members at any meeting of the Members.

Section 4.13 Vacancies. Any vacancy occurring in the board of directors shall be filled by the Member(s). A director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

Section 4.14 Powers. The board of directors shall manage, control and be responsible for oversight of the affairs and property of the NON-PROFIT, and at all times may exercise on behalf of the NON-PROFIT all lawful powers, rights and privileges of the NON-PROFIT under Chapter 180 and any other applicable law, except those powers reserved to the Member(s) by law, the Articles of Organization or these Bylaws. The board of directors may delegate its powers, or a portion thereof, to committees that either consist solely of directors or give voting power only to directors on any such committee, except that the board of directors may not delegate the powers specified in Section 55 of Chapter 156B of the Massachusetts General Laws or other actions under Massachusetts law that require action by the board of directors including, without limitation, the Board may not delegate the power to change the location of the principal office of the NON-PROFIT. The board of directors may not exercise the powers in Section 3.11 that are reserved exclusively to the Member(s). Subject to these Bylaws and applicable law, the board of directors may authorize the Member(s), officers, attorneys or agents of the NON-PROFIT to act on its behalf subject to such limitations as the board of directors determines.

ARTICLE 5

Officers

Section 5.1 Officers. The officers of the NON-PROFIT shall be a president, treasurer and a clerk, and such other officers as may be elected in accordance with the provisions of this Article 5.

Section 5.2 Appointment. The officers of the NON-PROFIT shall be appointed by the board of directors at least one time every two (2) years. Each officer shall hold office until a successor shall have been elected and qualified.

Section 5.3 Vacancies. A vacancy in any office because of death, resignation, disqualification, or otherwise may be filled by the board of directors for the unexpired portion of the term.

Section 5.4 Removal. Any officer may be removed for cause, by a vote of a majority of the entire board of directors at any meeting of the board of directors. No officer shall be removed from office unless the notice of the meeting at which removal is to be considered states such purpose and opportunity to be heard at such meeting is given to the officer whose removal is sought. Notwithstanding the notice provision of Section 4.4 above, written notice shall be delivered to all directors at least fourteen (14) days in advance of a meeting at which removal is sought. For the purpose of this Section “Cause” shall mean if any officer: (1) fails to qualify as a dispensary agent as determined by the Massachusetts Department of Public Health (“DPH”); (2) is found unsuitable or unqualified to sit as director of a registered marijuana dispensary as determined by DPH pursuant to written notice to the NON-PROFIT; or (3) engages in any negligent, reckless, or intentional action or inaction that causes substantial financial or reputational injury to the NON-PROFIT, or jeopardizes the NON-PROFIT’S ability to receive or renew a marijuana dispensary registration, as determined in a written opinion of the NON-PROFIT’S legal counsel.

Section 5.5 President. The president shall preside at all meetings of the board of directors. The president, or other proper officer or agent of the NON-PROFIT authorized by the board of directors, may sign any deeds, mortgages, bonds, contracts, or other instruments which the board of directors has authorized to be executed. The president shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time.

Section 5.6 Treasurer. The treasurer, or other proper officer or agent of the NON-PROFIT authorized by the board of directors, shall have charge and custody of and be responsible for all funds and securities of the NON-PROFIT; receive and give receipt for moneys due and payable to the NON-PROFIT from any source whatsoever, and deposit all such moneys in the name of the NON-PROFIT in such banks, trust companies, or other depositories as shall be selected by the board of directors; and in general perform all of the duties incident to the office of treasurer and such others as may from time to time be assigned by the board of directors.

Section 5.7 Clerk. The clerk shall keep the minutes of the meetings of the board of directors in one or more books provided for that purpose; ensure that all notices are given in accordance with the provisions of these bylaws; be custodian of the corporate records; and in general perform all such duties as may from time to time be assigned by the board of directors.

ARTICLE 6

Corporate Transactions

Section 6.1 Contracts. The board of directors may authorize any officer or officers, agent or agents of the NON-PROFIT in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the NON-PROFIT, and such authority may be general or confined by specific instances.

Section 6.2 Indebtedness. All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the NON-PROFIT, shall be signed by the president, vice president or treasurer, or such other officer or agent of the NON-PROFIT as from time to time may be determined by the board of directors. In the absence of such determination of the board, such instruments shall be signed by the president or treasurer of the NON-PROFIT.

Section 6.3 Deposits. All funds of the NON-PROFIT shall be deposited from time to time to the credit of the NON-PROFIT in such banks, trust companies, brokerages, or other depositories as the board of directors shall select.

ARTICLE 7

Books and Records

The NON-PROFIT shall keep at the principal office of the NON-PROFIT correct and complete books and records of account; minutes of the proceedings of board of directors; and a register of the names and addresses of the directors of the NON-PROFIT. All books, and records of the NON-PROFIT may be inspected by any Member(s), director, or agent or attorney thereof, for any proper purpose at any reasonable time.

ARTICLE 8

Restrictions on Activities

No part of the net earnings of the NON-PROFIT shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the NON-PROFIT shall be authorized and empowered to pay reasonable compensation for services rendered, to make payments and distributions in furtherance of the purposes of the NON-PROFIT, and to pay a reasonable stipend to directors as described in Section 3.10 above.

ARTICLE 9

Dissolution

In the event of dissolution of the NON-PROFIT, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the NON-PROFIT, dispose of all the assets of the NON-PROFIT exclusively for the purposes of the NON-PROFIT, as the board of directors shall determine, in accordance with the statutes of the Commonwealth of Massachusetts.

ARTICLE 10

Conflicts of Interest

Whenever a Member, director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the NON-PROFIT to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval. This Article 10 may be further defined in applicable policy adopted by the board or directors.

ARTICLE 11

Personal Liability

No Member, officer or director of the NON-PROFIT shall be personally liable to the NON-PROFIT for monetary damages for or arising out of a breach of fiduciary duty as a Member, officer or director notwithstanding any provision of law imposing such liability; provided, however, that the foregoing shall not eliminate or limit the liability of a Member, officer or director to the extent that such liability is imposed by applicable law (i) for a breach of the Member's, officer's or director's duty of loyalty to the NON-PROFIT or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct

or a knowing violation of applicable state or local law, or (iii) for any transaction from which the officer or director derived an improper personal benefit.

ARTICLE 12

Indemnification

The NON-PROFIT shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a Member, officer or director of the NON-PROFIT against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the NON-PROFIT; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article 12 shall be in addition to and not exclusive of all other rights to which any person may be entitled.

This Article 12 constitutes a contract between the NON-PROFIT and the indemnified Member(s), officers and directors. No amendment or repeal of the provisions of this Article 12 which adversely affects the right of an indemnified officer or director under this Article 12 shall apply to such officer or director with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

ARTICLE 13

Amendments to By-Laws

These By-Laws may be amended or repealed by a majority vote of the Member(s).

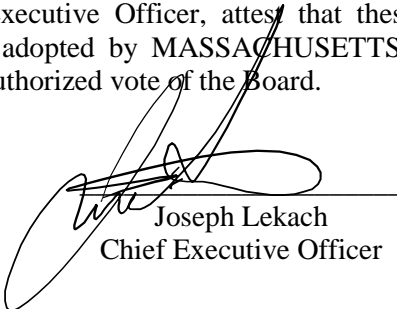
ARTICLE 14

Policies

The board of directors may adopt policies that shall be incorporated into these By-Laws. The following policies have been adopted and incorporated herein:

Appendix 1: Conflict of Interest Policy
Appendix 2: Whistleblower Policy
Appendix 3: Document Retention and Destruction Policy
Appendix 4: Compensation Setting Policy
Appendix 5: Comprehensive Information Security Policy
Appendix 6: Antitrust Policy

I, Joseph Lekach, the Chief Executive Officer, attest that these Third Amended By-Laws with the incorporated Appendices were adopted by MASSACHUSETTS PATIENT FOUNDATION, INC. on December 21, 2017, by a duly authorized vote of the Board.



Joseph Lekach
Chief Executive Officer

**MASSACHUSETTS PATIENT FOUNDATION, INC.
CONFLICT OF INTEREST POLICY**

I. Definitions

For purposes of this policy, the term "interest" shall include any personal connection or connection as a Member, director, officer, member, stockholder, shareholder, partner, manager, trustee, beneficiary, employee or consultant of any concern on the part of a Member, director, officer or key employee of MASSACHUSETTS PATIENT FOUNDATION, INC. the ("NON-PROFIT") or his/her immediate family member.

The term "concern" shall mean any corporation, association, trust, partnership, limited liability group, firm, person or entity other than the NON-PROFIT.

II. Policy

No Member, director, officer or key employee of the NON-PROFIT shall be disqualified from holding any office or post in the NON-PROFIT by reason of any interest in any concern. A Member, director, officer or key employee of the NON-PROFIT shall not be disqualified from engaging, either as vendor, purchaser or otherwise, or contracting or entering into any transaction with the NON-PROFIT or with any entity of which the NON-PROFIT is an affiliate, provided, however, that the following precautions are undertaken:

1. The interest of such Member, director, officer or key employee is fully disclosed to the board of directors prior to its entering into the transaction.
2. No interested Member, director, officer or key employee may vote or lobby (lobbying shall not include presenting to the board or a director about the benefits of the transaction) on the matter or be counted in determining the existence of a quorum at the meeting of the board of directors at which such matter is voted upon.
3. Any transaction in which a Member, director, officer or key employee has an interest shall be duly approved by the disinterested directors as being in the best interest of the NON-PROFIT. The disinterested directors shall seek and examine comparison data, showing the availability and price of alternative transactions, in making such determination.
4. Payments to the interested Member, director, officer, or key employee shall be reasonable and shall not exceed fair market value.
5. The minutes of the meeting at which the disinterested directors vote on the transaction shall reflect that disclosure of the potential conflict was made, that the interested director(s) abstained from voting, the rationale for approval, and how each disinterested director voted. The minutes shall be prepared and finalized within thirty (30) days of such meeting.

Members, directors, officers and key employees are required to disclose interests that could give rise to conflicts at least annually.

**MASSACHUSETTS PATIENT FOUNDATION, INC.
WHISTLEBLOWER POLICY**

I. Expectation

MASSACHUSETTS PATIENT FOUNDATION, INC., the (“NON-PROFIT”) expects Members, directors, officers and employees to observe high ethical standards in carrying out their responsibilities and to comply with all applicable laws and regulations.

II. Open Door Policy

If any Member, director, officer or employee has complaints, concerns, or questions as to the ethics or legality of a particular action taken by another Member, director, officer or employee, he/she is encouraged to raise such complaints, concerns or questions with the relevant individual. With respect to Members, the relevant individual is the Original member, or the president of the Board of Directors or any Director. With respect to directors, the relevant individual is a Member, the president of the board of directors or any other director. With respect to officers and employees, the relevant individual is the Chief Executive Officer, if there is one in office, and if not, any member of the board. In the event the Member, director, officer or employee believes there may have been a legal transgression, and that it is not reasonable to raise the issue with a board member or the Chief Executive Officer, he/she should contact an outside attorney. Anyone filing a complaint concerning a violation or suspected violation of a law, regulation or ethical requirement must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Individuals making baseless or malicious accusations will be disciplined up to and including termination.

III. Requirement of Investigation

Within a reasonable time of receiving a complaint, concern or question regarding compliance with a law, regulation or ethics requirement, the Member, Chief Executive Officer and/or board member shall open an investigation into the matter and pursue it to resolution. Should the Member, Chief Executive Officer or board member find that a law, regulation or ethics requirement has been violated, appropriate action should be taken.

IV. Confidentiality

To the degree possible, the names of the individuals reporting under this Whistleblower Policy shall be kept confidential.

V. Protection from Retaliatory Action

Neither the NON-PROFIT nor its Members, directors, officers, or employees may take any negative employment or other retaliatory action against any Member, director, officer or employee who in good faith reports a violation of a law or regulatory requirement. A Member, director, officer, or employee who retaliates against someone who has reported a violation in good faith is subject to discipline including, but not limited to, termination of employment.

VI. General Policy

This general policy is not a contract and it may be rescinded or amended at any time by the NON-PROFIT. It is not intended to and does not create any legally enforceable rights whatsoever for any employee.

**MASSACHUSETTS PATIENT FOUNDATION, INC.
DOCUMENT RETENTION AND DESTRUCTION POLICY**

I. Retention Policy

Massachusetts Patient Foundation, Inc. the (“NON-PROFIT”) takes seriously its obligations to preserve information relating to litigation, audits, and investigations. The information listed in the retention schedule below is intended as a guideline and may not contain all the records the NON-PROFIT may be required to keep in the future, and may include records that the NON-PROFIT is not required to keep.

From time to time, the NON-PROFIT may suspend the destruction of records due to pending, threatened, or otherwise reasonably foreseeable litigation, audits, government investigations, or similar proceedings.

File Category	Item	Retention Period
Corporate Records	<i>By-Laws and Articles of Organization</i>	Permanent
	<i>Member and Board resolutions</i>	Permanent
	<i>Member and Board and committee meeting agendas and minutes</i>	Permanent
	<i>Minutes</i> <i>Conflict-of-interest disclosure forms</i>	4 years
Finance and Administration	<i>Financial statements (audited)</i>	7 years
	<i>Auditor management letters</i>	7 years
	<i>Payroll records</i>	7 years
	<i>Check register and checks</i>	7 years
	<i>Bank deposits and statements</i>	7 years
	<i>Chart of accounts</i>	7 years
	<i>General ledgers and journals (includes bank reconciliations)</i>	7 years
	<i>Investment performance reports</i>	7 years
	<i>Equipment files and maintenance records</i>	7 years after disposition
	<i>Contracts and agreements</i>	7 years after all obligations end
	<i>Correspondence — general</i>	3 years
Insurance Records	<i>Policies — occurrence type</i>	Permanent
	<i>Policies — claims-made type</i>	Permanent
	<i>Accident reports</i>	7 years
	<i>Safety (OSHA) reports</i>	7 years
	<i>Claims (after settlement)</i>	7 years
	<i>Group disability records</i>	7 years after end of benefits

Real Estate	<i>Deeds</i>	Permanent
	<i>Leases (expired)</i>	7 years after all obligations end
	<i>Mortgages, security agreements</i>	7 years after all obligations end
Tax	<i>IRS Tax returns and related correspondence</i>	Permanent
	<i>IRS Form 1120s</i>	7 years
	<i>State Tax returns</i>	7 years
Human Resources	<i>Employee personnel files</i>	Permanent
	<i>Retirement plan benefits (plan descriptions, plan documents)</i>	Permanent
	<i>Employee handbooks</i>	Permanent
	<i>Workers comp claims (after settlement)</i>	7 years
	<i>Employee orientation and training materials</i>	7 years after use ends
	<i>Employment applications</i>	3 years
	<i>IRS Form I-9 (store separate from personnel file)</i>	Greater of 1 year after end of service, or three years
	<i>Withholding tax statements</i>	7 years
	<i>Timecards</i>	3 years
Technology	<i>Software licenses and support agreements</i>	7 years after all obligations end

II. Electronic Documents and Records

Electronic documents will be retained as if they were paper documents. Therefore, any electronic files that fall into one of the document types on the above schedule will be maintained for the appropriate amount of time. If a user has sufficient reason to keep an e-mail message, the message should be printed in hard copy and kept in the appropriate file or moved to an “archive” computer file folder. Backup and recovery methods should be tested on a regular basis.

III. Emergency Planning

The NON-PROFIT’S records should be stored in a safe, secure, and accessible manner. Documents and financial files that are essential to keeping the NON-PROFIT operating in an emergency will, if possible, be duplicated or backed up at least weekly and maintained off-site.

IV. Document Destruction

Documents should be eliminated at the end of the relevant retention period. Destruction of financial and personnel-related documents should be accomplished by shredding. Document destruction with respect to relevant documents will be suspended immediately, upon any indication of an official investigation or when a lawsuit is filed or appears imminent. Destruction will be reinstated upon conclusion of the investigation or lawsuit.

V. Compliance

The NON-PROFIT will periodically review these procedures with legal counsel or a certified public accountant to ensure that they are in compliance with new or revised regulations.

**MASSACHUSETTS PATIENT FOUNDATION, INC.
COMPENSATION SETTING POLICY**

I. Introduction

This policy codifies the procedures by which the board of directors of MASSACHUSETTS PATIENT FOUNDATION, INC. the (“NON-PROFIT”) sets the compensation of Members, directors, top management officials, officers and key employees (“Executive Compensation”). These procedures are designed to comply with the “safe harbor” requirements set forth in the tax regulations on intermediate sanctions to create a rebuttable presumption of reasonableness in compensation levels.

II. Policy

The board of directors shall oversee the setting of Executive Compensation and shall (1) determine compensation of all Members, directors, top management officials, officers and key employees, and (2) review, assess and approve the reasonableness of such compensation on a regular basis.

In order to be approved as reasonable, compensation must be an amount that would ordinarily be paid for comparable work by similarly situated organizations under like circumstances. The particular education, experience and skill of the compensated individual may also be taken into account.

III. Guidelines

Compensation determinations made by the directors will be made in accordance with the following guidelines:

- i. In setting and determining the reasonableness of Executive Compensation, the board shall obtain and rely upon compensation information for comparable work by similarly situated organizations under like circumstances, as defined in Section II above.
- ii. Board directors involved in setting and approving Executive Compensation, as well as any third parties providing professional advice to the board of directors in connection with setting and approving Executive Compensation shall be independent and have no conflicts of interest as to the executive whose compensation is being reviewed. Board directors shall have no conflict of interest for these purposes if they (i) will not economically benefit from the compensation arrangement, (ii) are not family members of a person who will economically benefit, (iii) have no material financial interest affected by the compensation arrangement, and (iv) are not family members of a person who has a material financial interest affected by the compensation arrangement.
- iii. Timely and accurate minutes of all final actions by the board regarding the setting and approval of Executive Compensation will be recorded and held with board records. Such minutes will include (1) the terms of the approved compensation arrangement and the date approved, (2) a list of the directors present during discussion, showing those who approved the arrangement, those who rejected it and those who recused themselves due to conflicts of interest, (3) the comparability data relied upon and how such data was obtained, and (4) the rationale for determining that the arrangement was reasonable if it exceeded the range of the comparability data.

**MASSACHUSETTS PATIENT FOUNDATION, INC.
COMPREHENSIVE INFORMATION SECURITY POLICY**

I. OBJECTIVE

It is the objective of MASSACHUSETTS PATIENT FOUNDATION, INC. (“NON-PROFIT”) in the development and implementation of this comprehensive information security program (“CISP”) to create effective administrative, technical and physical safeguards for the protection of personal information, and to comply with obligations under 201 CMR 17.00. This CISP sets forth our procedure for evaluating our electronic and physical methods of accessing, collecting, storing, using, transmitting, and protecting personal information. For purposes of this CISP, “personal information” means an individual’s first name and last name or first initial and last name in combination with any one or more of the following data elements that relate to such resident: (a) Social Security number; (b) driver’s license number or state-issued identification card number; or (c) financial account number, or credit or debit card number, with or without any required security code, access code, personal identification number or password, that would permit access to an individual’s financial account; provided, however, that “personal information” shall not include information that is lawfully obtained from publicly available information, or from federal, state or local government records lawfully made available to the general public. The NON-PROFIT generally acquires personal information in connection with hiring employees and payroll, and in connection with sales to the public.

II. PURPOSE

The purpose of the CISP is to:

- Ensure the security and confidentiality of personal information;
- Protect against any anticipated threats or hazards to the security or integrity of such information; and
- Protect against unauthorized access to or use of such information in a manner that creates a substantial risk of identity theft or fraud.

III. DATA SECURITY COORDINATOR

The NON-PROFIT appoints the Treasurer to be its Data Security Coordinator. The Data Security Coordinator will be responsible for:

- Initial implementation of the CISP;
- Regular testing of the CISP’s safeguards;
- Evaluating the ability of each of NON-PROFIT’S third party service providers to implement and maintain appropriate security measures for the personal information to which the NON-PROFIT permits them access, and requiring such third party service providers to implement and maintain appropriate security measures;
- Reviewing the scope of the security measures in the CISP at least annually, or whenever there is a material change in the NON-PROFIT’S business practices that may implicate the security or integrity of records containing personal information; and

- Conducting an annual training session for all Members, directors, officers, employees, volunteers and independent contractors, including temporary and contract employees who have access to personal information on the elements of the CISP.

IV. HANDLING PERSONAL INFORMATION

A. Paper Records

All paper records containing personal information shall be kept in a locked file cabinet with restricted access. Paper records will be destroyed regularly in accordance with NON-PROFIT'S document destruction policy using an office-grade shredder. Records containing personal information may not be taken out of the office and may be accessed only by personnel with a business necessity. Checks that need to be transported from the dispensary to the bank may be sent by US mail or hand delivered by the responsible employee, and if hand delivered, will not be left unattended at any point in the transition.

Checks. When the NON-PROFIT receives checks from members of the public, it will make only one hard copy and keep it in a locked file cabinet with restricted access. The checks themselves will also be kept under lock and key until they are deposited.

Paper employment records. Paper employment records must be kept under lock and key and accessed only by staff members responsible for employment issues and/or by the Chief Executive Officer.

B. Electronically Held Records

The NON-PROFIT requires the following security systems with respect to the maintenance of personal information on its computers:

Authentication Protocols. The Data Security Coordinator shall secure user authentication protocols including:

- Control of user IDs and other identifiers;
- A reasonably secure method of assigning and selecting passwords, or use of unique identifier technologies, such as biometrics or token devices;
- Control of data security passwords to ensure that such passwords are kept in a location and/or format that does not compromise the security of the data they protect;
- Restricting access to active users and active user accounts only; and
- Blocking access to user identification after multiple unsuccessful attempts to gain access.

Access Protocols. The Data Security Coordinator shall implement the following secure access control measures:

- Restrict access to records and files containing personal information to those who need such information to perform their job duties; and
- Assign unique identifications plus passwords, which are not vendor supplied default passwords, to each person with computer access that is reasonably designed to maintain the integrity of the security of the access controls.

Restriction on E-mailing Personal Information. The NON-PROFIT will not, as a general rule, send or accept personal information by e-mail. To the extent exceptions must be made, the security measures described in this CISP shall be taken.

Encryption. Should any records and files containing personal information be transmitted across public networks or wirelessly, such records or files shall be encrypted. Personal information stored on laptops and other portable devices shall also be encrypted.

Monitoring. The NON-PROFIT shall take all steps necessary to reasonably monitor its computer network for unauthorized use of or access to personal information.

Firewalls. All files containing personal information on a system that is connected to the Internet shall be protected by a reasonably up-to-date firewall protection and operating system security patches designed to maintain the integrity of the personal information.

Virus protection. All computers containing personal information shall be protected by reasonably up-to-date versions of system security agent software, including malware protection and reasonably up-to-date patches and virus definitions, or a version of such software that can still be supported with up-to-date patches and virus definitions, and is set to receive the most current security updates on a regular basis.

C. Vendors

Pursuant to 105 CMR 725.200, information held by the NON-PROFIT about dispensary agents is confidential and shall 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 Department may access this information to carry out official duties. Only upon receipt of written consent of the individual to whom the confidential information applies will the NON-PROFIT share personal and financial information with its vendors. The NON-PROFIT requires each of their vendors to send written evidence, signed by an authorized person, confirming that they follow a confidentiality plan that fully complies with 105 CMR 725.200 and 201 CMR 17.00.

V. Training

The Data Security Coordinator shall ensure that all employees, whether full-time, part-time, seasonal or temporary, and independent contractors, consultants and volunteers who have access to personal information are trained on the data security requirements provided in this CISP.

VI. PERSONS SEPARATING FROM NON-PROFIT

All employees, whether full-time, part-time, seasonal or temporary, and independent contractors, consultants and volunteers upon termination or resignation shall immediately be denied access to physical and electronic records containing personal information and will be required to return or destroy all records and files containing personal information in any form that may at the time of such termination or resignation be in their possession or control, including all such information stored on laptops, portable devices, or other media, or in files, records, notes, or papers.

VII. SECURITY BREACH AND NOTIFICATION

All employees, whether full-time, part-time, seasonal or temporary, and independent contractors, consultants and volunteers, shall as soon as practicable and without unreasonable delay notify the Data Security Coordinator when such person knows or has reason to know of a security breach or when the person knows or has reason to know that personal information was acquired or used by an unauthorized person or used for an unauthorized purpose.

A “security breach” is any unauthorized acquisition or unauthorized use of unencrypted data or, encrypted electronic data and the confidential process or key that is capable of compromising the security, confidentiality, or integrity of personal information that creates a substantial risk of identity theft or fraud.

A good faith but unauthorized acquisition of personal information by a person or agency, or employee or agent thereof, for lawful purposes, is not a breach of security unless the personal information is used in an unauthorized manner or subject to further unauthorized disclosure.

When the Data Security Coordinator is informed of a security breach, she will (1) notify the individual whose information was compromised, and (2) notify the Massachusetts Attorney General and the Office of Consumer Affairs and Business Regulation.

The notice to the individual will be in writing, possibly by electronic mail, and will include the following information:

- A general description of the incident;
- Identification of the personal information that may be at risk;
- A description of the security program;
- A phone number to call for further information;
- Suggestion of extra caution, to review account statements, and to obtain a credit report; and
- Phone numbers and addresses of the Federal Trade Commission, state agencies that may be of assistance, and major consumer reporting agencies. The notice will not be provided if law enforcement personnel advise against it.

The notice to the Office of Consumer Affairs and Business Regulation and to the Attorney General will include the following:

- A detailed description of the nature and circumstances of the breach of security;
- The number of people affected as of the time of notification;
- The steps already taken relative to the incident;
- Any steps intended to be taken relative to the incident subsequent to notification; and
- Information regarding whether law enforcement is engaged investigating the incident.

Non-Retaliation. The NON-PROFIT will not retaliate against anyone who reports a security breach or non-compliance with CISP, or who cooperates in an investigation regarding such breach or non-compliance. Any such retaliation will result in disciplinary action by the responsible parties up to and including suspension or termination.

Documentation. The NON-PROFIT shall document all responsive actions taken in connection with any incident involving a security breach.

VIII. CONFIDENTIALITY

Notwithstanding anything to the contrary contained herein, information held by the NON-PROFIT about registered qualifying patients, personal caregivers, and dispensary agents is confidential and shall 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 Department may access this information to carry out official duties.

**MASSACHUSETTS PATIENT FOUNDATION, INC.
ANTITRUST POLICY**

It is the policy of MASSACHUSETTS PATIENT FOUNDATION, INC., the (“NON-PROFIT”) to comply fully with all federal and state antitrust laws, which prohibit companies from working together to restrict competition. It is also the policy of the NON-PROFIT that it and its directors and officers are informed about antitrust laws and recognize possible antitrust issues or questions.

It is legal for competitors within the medical use of marijuana industry to work together, unless such work unlawfully restricts competition within the industry. Although the NON-PROFIT’S activities generally do not present antitrust issues, to ensure against inadvertent violations of federal and state antitrust laws, directors, except to insure that prices are reasonable and affordable for the NON-PROFIT’S patients, and to prevent diversion for non-medical purposes, Members, directors, officers and employees shall not discuss with competitors the following: increasing, decreasing, or stabilizing prices for medical marijuana or related products and services; and establishing market monopolies for products or services.

Furthermore, Members, directors, officers, and employees shall not engage in any actions in the context of the NON-PROFIT’S activities which appear to be anti-competitive in purpose or inconsistent with this policy.

Any questions regarding antitrust issues and the NON-PROFIT’S activities shall be directed to the President, if any, and referred to counsel if deemed necessary.

Pursuant to 105 CMR 725.100(A)(2), no executive, member, director or any entity owned or controlled by such executive, member or director may directly or indirectly control more than three (3) registered marijuana dispensaries in the Commonwealth of Massachusetts.



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

mass.gov/dor

Letter ID: L2039663488
Notice Date: June 6, 2019
Case ID: 0-000-658-308



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



APOTHCA, INC
36 GLEN AVE
NEWTON MA 02459-2066

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, APOTHCA, 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, 8:30 a.m. to 4:30 p.m..

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



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

William Francis Galvin
Secretary of the
Commonwealth

Date: May 22, 2019

To Whom It May Concern :

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

is a domestic corporation organized on **June 17, 2015**

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 180 section 26 A, for revocation of the charter of said corporation; that the State Secretary has not received notice of dissolution of the corporation pursuant to Massachusetts General Laws, Chapter 180, Section 11, 11A, or 11B; 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.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 19050455540

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

Processed by:

Plan for Obtaining Liability Insurance

Apothca, Inc, (“APOTHCA”) has obtained general liability insurance coverage for its RMD activities through Hub International Northwest, LLC and will maintain general liability insurance coverage for its adult-use activities for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, and product liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, except as provided in 935 CMR 500.105(10)(b) or otherwise approved by the Commission. The deductible for each policy shall be no higher than \$5,000 per occurrence.



APOTHCA

Apothca, Inc.

Business Plan

June 19, 2019

1. EXECUTIVE SUMMARY

1.1 Mission Statement and Message from the CEO

Apothca, Inc. (“**APOTHCA**”) is currently operating as a Registered Marijuana Dispensary (“**RMD**”) with a mission to provide high quality, medical-grade cannabis to registered patients in the Commonwealth in a safe and welcoming environment. APOTHCA is committed to the safety of patients and the community. APOTHCA is passionate about helping patients suffering from debilitating conditions and diseases through medical cannabis.

APOTHCA is expanding to also become a Marijuana Establishment (“**ME**”) committed to creating a safe and clean community environment providing consistent, high quality cannabis to Consumers who are over the age of 21.

APOTHCA plans to operate a Marijuana Cultivator, Marijuana Product Manufacturer and Marijuana Transporter and Marijuana Research Facility out of the Fitchburg facility. Additionally, APOTHCA plans to operate a Marijuana Retailer in Lynn, Arlington and Boston.

1.2 Product

In addition to traditional sativa, indica, and hybrid cannabis flower, APOTHCA will offer a wide range of products and services that will allow APOTHCA to separately serve patients and customers with a wide variety of needs. Products APOTHCA intends to offer include, but will not be limited to:

1. Topical Salves
2. Creams/ Lotions
3. Patches
4. Oral Mucosal/ Sublingual Dissolving Tablets
5. Tinctures
6. Sprays
7. Inhalation ready to use CO2 Extracted Hash Oils
8. Pre-Dosed Oil Vaporizers
9. Ingestion Capsules
10. Food/Beverages/Single Serve Shots

1.3 Customers

APOTHCA’s target customers include registered, qualifying patients, their caregivers, and adults over the age of 21.

1.4 What Drives Us

APOTHCA’s goals include:

1. Separately serving customers and patients and their caregivers with high quality, consistent, laboratory-tested medical-grade cannabis and derivatives
2. Serving customers over the age of 21 with a wide variety of high quality, consistent, laboratory-tested cannabis and derivatives
3. Assisting local communities in offsetting the cost of APOTHCA's operations within their communities
4. Hiring employees and contractors from within the communities we serve
5. Hiring employees and contractors from communities that have been particularly harmed by the war on drugs
6. Hiring employees from economically distressed communities and giving them the space and knowledge to flourish professionally within APOTHCA and the cannabis industry as a whole
7. Having a diverse and socially representative pool of employees
8. Empower the next generation of entrepreneurs and leaders through hiring, training, and teaching through programs APOTHCA plans to create such as a cannabis incubator and accelerator
9. Being the most environmentally friendly cannabis operator in the Commonwealth of Massachusetts through the use of our cultivation methods which include, but are not limited to, climate-controlled greenhouses, evaporative cooling technologies in lieu of traditional HVAC systems, tapping into well-water, and more
10. Creating branded marijuana products that stand for safe, effective, consistent, and high quality cannabis products

2. COMPANY DESCRIPTION

2.1 Structure

APOTHCA is currently a Massachusetts domestic not-for-profit corporation operating two RMDs, Provisionally Licensed to operate an adult-use cultivation and product manufacturing facility, and operates an adult-use retailer in Lynn. Apothca is also interested in applying for a Certificate of Registration from the Massachusetts Cannabis Control Commission (the “**Commission**”) to operate Marijuana Retailer facilities in the Town of Arlington and City of Boston.

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

2.2 Operations

In Fitchburg, APOTHCA plans to operate a Marijuana Cultivator, Marijuana Product Manufacturer, and a Marijuana Transporter, co-located with APOTHCA’s existing infrastructure, conducting similar activities as an RMD. APOTHCA also plans to become a Marijuana Retailer, co-located with APOTHCA’s retail RMD facilities in Lynn, Arlington and Boston.

APOTHCA’s Marijuana Cultivation, Marijuana Product Manufacturing, and Marijuana Transportation Facility will be located at APOTHCA’s RMD facility, currently under lease and operational, at 99 Development Rd, Fitchburg, MA 01420 (all actives referred to, collectively, as “**Fitchburg Facility**”).

APOTHCA’s Fitchburg Facility is well positioned to match the ideal picture of a community cultivation, production, research and transportation facility. Before taking over the Fitchburg Facility, it was a defunct Bayer Pharmaceutical campus and remains in good condition.

The Fitchburg Facility encompasses 11 buildings totaling over 130,000 square feet on over 26 acres of land. Currently, APOTHCA is using 32,500 square feet of newly built, climate controlled greenhouses for flowering canopy, roughly 7,000 square feet as a head house consisting of an employee entrance, preparation area, mother room, clone/vegetative room, irrigation room, and a room dedicated to the greenhouse system controls. Additionally, APOTHCA has a single building in operation, totaling roughly 5,000 square feet, dedicated to drying marijuana cultivated within the greenhouses and an additional building roughly 15,000 square feet (on each of two floors). Operations on the first floor consist of:

1. Employee entrance
2. Extraction
3. Processing
4. Infused products manufacturing
5. Packaging
6. Secure storage
7. Flower trimming
8. Beverage manufacturing

9. Distribution

Operations of the second floor consist of:

1. Administrative offices
2. Security room
3. IT room

APOTHCA has established inventory controls and procedures for the conduct of inventory reviews, and comprehensive inventories of marijuana products in the process of cultivation, and finished, stored marijuana; conduct of a monthly inventory of marijuana in the process of cultivation and finished, stored marijuana; conduct of a comprehensive annual inventory at least once every year after the date of the previous comprehensive inventory; and prompt transcription of inventories if taken by use of an oral recording device.

APOTHCA will tag and track all marijuana seeds, clones, plants, and marijuana products, using Metrc and a seed-to-sale methodology (currently BioTrackTHC) in a form and manner to be approved by the Commission.

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

APOTHCA maintains, and will continue to maintain, records, including all records required in any section of 935 CMR 500.000, which will be available for inspection by the Commission, upon request. The records shall be maintained in accordance with generally accepted accounting principles. Records shall be maintained for at least 12 months.

APOTHCA has obtained for its RMD activities, and shall obtain and maintain for its adult-use activities, general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, and product liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, except as provided in 935 CMR 500.105(10)(b) or otherwise approved by the Commission. The deductible for each policy shall be no higher than \$5,000 per occurrence.

APOTHCA currently provides, and will continue to provide, adequate lighting, ventilation, temperature, humidity, space, and equipment, in accordance with applicable provisions of 935 CMR 500.105 and 500.110.

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

APOTHCA has demonstrated, and will continue to demonstrate, consideration of the factors for Energy Efficiency and Conservation outlined in 935 CMR 500.105(15) as part of its operating plan and application for licensure.

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

APOTHCA and APOTHCA agents shall comply with all local rules, regulations, ordinances, and bylaws.

APOTHCA has achieved:

1. RMD Priority Applicant Status
2. Final Certificate of Registration by The Department of Public Health
3. Letter of Non-Opposition for Medical operations and community host agreements for both Medical and Adult-Use Operations
4. Architectural Review for Medical Operations
5. Special Permits for Medical Operations
6. Certificate of Occupancies for Existing Operations
7. Provisional Licensing by the Commission for adult-use cultivation and product manufacturing.
8. Commence Operations for a Marijuana Retailer facility in Lynn.

2.3 Security

APOTHCA has contracted with two professional security and alarm companies, DGA Security and Wayne Alarm, which have designed, implemented and currently monitor our comprehensive security plan to ensure that the facility is a safe and secure environment for employees and the local community.

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

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

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

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

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

All agents and visitors are required to visibly display an ID badge, and APOTHCA maintains a

current list of individuals with access.

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

APOTHCA will have a security personnel on-site during business hours.

2.4 Benefits to the Municipality

APOTHCA looks forward to working cooperatively with all the municipalities in which it is operating, including Fitchburg, Lynn, Arlington, and Boston. All the municipalities approved the 2016 Ballot Question 4 legalizing adult use marijuana to ensure that APOTHCA operates as a responsible, contributing member of each community. APOTHCA anticipates establishing mutually beneficial relationships with the municipalities in exchange for permitting APOTHCA to site and operate its facilities. The municipalities stand to benefit in various ways, including but not limited to the following:

- **Jobs**
 - The Fitchburg Facility will add over 40 full-time jobs, in addition to hiring qualified, local contractors and vendors.
 - Each Retail location will add over 20 full and part-time jobs
- **Monetary Benefits**
 - A Host Community Agreement with significant monetary donations would provide each municipality with additional financial benefits beyond local property taxes.
- **Access to Quality Product**
 - APOTHCA will allow qualified patients, caregivers, and consumers in the Commonwealth to have access to high quality marijuana and marijuana products that are tested for cannabinoid content and contaminants
- **Control**
 - In addition to the Medical Use of Marijuana Program and the CCC, the municipality's Police Department and other municipal departments will have oversight over APOTHCA's security systems and processes.
- **Responsibility**
 - APOTHCA is comprised of experienced cultivators and professionals who have been thoroughly background checked by the Medical Use of Marijuana Program and will be thoroughly background checked and scrutinized by the CCC.

3. MARKET RESEARCH

3.1 Industry

APOTHCA's proposed Fitchburg Facility is located in Fitchburg, MA with parts of the property in Westminster, MA. Surrounding areas include Westminster, Ashburnham, Ashby, Townsend, Lunenburg and Leominster.

APOTHCA's Lynn RMD is located in Lynn, MA. Surrounding areas include Revere, Saugus, Swampscott, and Peabody.

APOTHCA's Arlington RMD is located in Arlington, MA. Surrounding areas include Cambridge, Somerville, Medford, Belmont, and Lexington.

APOTHCA's Boston RMD is located in the Jamaica Plain neighborhood in Boston, MA. Surrounding areas include Forest Hills, Woodbourne, Centre-South, Roslindale, Franklin Field North, Franklin Field South, South Brookline, Wellington Hill, Mattapan, and Roxbury.

3.2 Customers

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

3.3 Competitors

APOTHCA's competitors include all currently open RMDs in the greater Boston area including, but not limited to, Alternative Therapies Group, Inc, Revolutionary Clinics, Sira Naturals, Inc, Healthy Pharms, Inc, Patriot Care, Corp, New England Treatment Access, LLC, and Garden Remedies, Inc.

3.4 Competitive Advantage

In every business, there is competition, however, the retail cannabis industry is known to be highly competitive. APOTHCA possesses several strengths which will allow it to stand apart from the competition. The industry is rapidly growing, and customers are scrutinizing the quality of cannabis dispensed, the service offered, the location of the dispensary, discounts offered for the products, and to some extent, the branding of the business.

APOTHCA's competitive advantages over their competition include:

1. A highly experienced team of successful operators including, but not limited to:
 - a. Rachmil "Roma" Lekach, Chairman of the Board of Directors - Roma Lekach has had a prolific career with a focus on retail, manufacturing, and distribution. Roma is the co-founder of Perfumania, growing it to be the leading specialty fragrance retailer with over 300 stores in 30 states. In 2001, the Lekach family sold controlling interest in Perfumania, which was publicly traded on the NASDAQ.
 - b. Joseph Lekach, Chief Executive Officer and Chief Operating Officer - Joseph Lekach received his degree from Babson College in Wellesley, MA. Upon finishing school, Joseph began a business with his brother manufacturing and selling Dream Water (drinkdreamwater.com), a 2.5oz liquid dietary supplement that helps you relax and fall asleep. Joseph was responsible for the distribution of

Dream Water and grew the brand into the best-selling sleep shot in the US sold in over 35,000 stores including Walgreens, CVS, Stop & Shop, Shaws, Hudson News, Amazon, and many more. Dream Water was sold to HarvestOne, a publicly traded Canadian medical marijuana company trading on the TSXv in 2018.

- c. Andrew Mark Young, Chief Financial Officer and Member of the Board of Directors - Mark is an established financial officer who previously initiated and implemented all infrastructure systems and processes to develop New Wave Fragrances, LLC, a company that was founded in 2007 and grew to annual revenues of approximating \$140 million by 2009. Young negotiated and executed a sale of the Company in 2012. Prior to New Wave, Mark was the CFO of Perfumania where he brought the company from a \$13 million loss to a \$14 million net profit in his last two fiscal years at the helm.
- d. Rabbi Moshe Yehuda Bleich, Member of the Board of Directors - Moshe studied in Rabbinical schools in London, England from 1992-1994 and in Jerusalem from 1994-1995. Moshe also was the founder of the Jewish Community Center in Kremenchug, Ukraine which he ran from 1995-1996. Moshe then continued his Rabbinical education in New York, New York from 1996-1997 and then taught Judaic Studies in Brooklyn, NY from 1998-2000. He went on to found the Wellesley-Weston Chabad Center in 2000 with a goal of serving the Jewish communities of Wellesley, Weston, as well as the surrounding towns and college communities.
- e. Corey Cutler, Member of the Board of Directors - For more than 30 years, Corey Cutler has grown and developed businesses in the fields of law, real estate development, property management, and sales and distribution of construction materials. In addition to his long-standing membership in the Bar of the Commonwealth of Massachusetts, Mr. Cutler is a licensed real estate broker with extensive experience representing buyers and sellers of real estate and managing real estate and construction projects. Mr. Cutler's success in the fields of law, real estate, and construction is the product of a diverse and well-developed skill set, particularly in the areas of negotiation and strategic planning.

With this highly experienced, professional, and successful team, which has covered all operational activities, APOTHCA is currently engaged in such as retail operations, manufacturing operations, distribution operations, and cultivation operations. Thus, APOTHCA is uniquely qualified to be successful in achieving its Mission.

3.5 Regulations

APOTHCA is a registered RMD with a Final Registration for its Fitchburg Facilities and operates in full compliance with c. 369 2012, "An Act for the Humanitarian Medical Use of Marijuana."

APOTHCA plans to also become a Marijuana Establishment, consistent with the objectives of St. 2016, c. 334, as amended by St. 2017, c. 55 and 935 CMR 500.000.

APOTHCA is registered to do business in the Commonwealth as a domestic non-profit business corporation or another domestic business entity in compliance with 935 CMR 500.000 and maintains the corporation in good standing with the Massachusetts Secretary of the Commonwealth and the Department of Revenue.

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

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

APOTHCA's Fitchburg Facility will cultivate marijuana, manufacture marijuana products, transport marijuana products, and conduct research and development.

APOTHCA currently sells medical marijuana at its Water Street location in Arlington and intends to co-locate medical and adult-use marijuana sales at its proposed Massachusetts Avenue location at such a time that APOTHCA moves its RMD to co-locate it with its new proposed location in Arlington.

4. PRODUCT / SERVICE

4.1 Product & Service

APOTHCA has strict and thorough standard operating policies (“**SOP**”) for its various operations. Said SOPs will be available to be reviewed by the staff at the Commission and the government officials, police, and fire officials in each of the municipalities within which APOTHCA operates.

The core products APOTHCA will produce, distribute, and retail include, but are not limited to, smokable cannabis with varying levels of THC and CBD, ingestible infused products, extracts, oils, tinctures, lotions and topicals, salves, capsules, vaporizing cartridges, beverages, and shots.

4.2 Pricing Structure

APOTHCA pricing structure will vary based on market conditions. APOTHCA plans to produce products and medicine of superior quality and will price its products accordingly.

4.3 Intellectual Property Rights

APOTHCA has entered into trademark licensing agreements with Artcan Licensing, LLC for products, designs, formulas, and experiences for the brand Apothca™ and various brands under the holding company of TreHoldco, a prolific and successful product manufacturing company in the state of Washington.

4.4 Research & Development

APOTHCA research and development plans are significant. Within the Fitchburg Facility, one of the former owners, Bayer Pharmaceuticals, left two operational laboratories which requires minimal servicing to bring back to operational status. APOTHCA plans on conducting that servicing in the first half of calendar year 2019 and embark on an ambitious program internally and externally.

Internally, APOTHCA plans to use the equipment in the laboratories to test propagation through tissue cultures. If successful, not only would APOTHCA generate an even more consistent product, but APOTHCA will also be able to further reduce its environmental impact as it would negate the need to have a “mother room” from which to create clones.

Externally, APOTHCA plans to launch a premiere accelerator/incubator program for which any entrepreneur or researcher can apply to participate in. APOTHCA plans to accept 5-10 applicants every six months, based on an application process. APOTHCA would be looking for entrepreneurs and researchers that want to advance the cannabis industry with concepts including, but not limited to, new products, new brands, new cultivation techniques, new extraction techniques, and whatever else the imagination of Massachusetts’ brilliant population can think of.

APOTHCA plans to create a process for minorities and people from lower socio-economic background to be given scholarships to join the program. APOTHCA is committed to empowering people from all walks of life to succeed and our incubator/accelerator program will

be built for that purpose.

Apart from access to our facilities, APOTHCA will provide those enrolled in our program with expert guidance, hands on training, raw materials, legal assistance, and other tools to succeed in the cannabis industry. Those enrolled in our program that successfully pass through our accelerator/incubator program will also be connected with a group of “angel investors” to be able to grow their new businesses as well as be able to implement their business concepts in APOTHCA’s operations, whether it be techniques we can employ in our Fitchburg Facility, products we can distribute and sell through our retail facilities, or connections we can make to establish the businesses in other jurisdictions.

5. MARKETING & SALES

5.1 Growth Strategy

APOTHCA's plan to grow the company includes:

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

5.2 Communication

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

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

APOTHCA will communicate with our customers by using:

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

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

5.3 Sales

APOTHCA will sell its product and service by separately engaging customers and patients with

knowledgeable in-store personnel.

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

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

5.4 Logo

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

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

An image of the logo can be found below:



6. FINANCIAL PROJECTIONS

Fiscal Year	FIRST FULL FISCAL YEAR PROJECTIONS 2019	SECOND FULL FISCAL YEAR PROJECTIONS 2020	THIRD FULL FISCAL YEAR PROJECTIONS 2021
Projected Revenue	\$ 14,847,805	\$ 23,581,809	\$ 28,769,807
Projected Expenses	\$ 12,318,459	\$ 19,564,611	\$ 23,868,825
VARIANCE:	\$ 2,529,347	\$ 4,017,198	\$ 4,900,981
Number of unique customers for the year	3,400	5,400	6,588
Number of customer visits for the year	58,752	93,312	113,84
Projected % of customer growth rate annually	---	59%	22%
Estimated purchased ounces per visit	.702	.702	.702
Estimated cost per ounce	\$ 360	\$ 360	\$ 360
Total FTEs in staffing	62	68	68
Total marijuana inventory for the year (in lbs.)	2,700	4,200	5,100
Total marijuana sold for the year (in lbs.)	2,578	4,094	4,995
Total marijuana left for roll over (in lbs.)	122	106	105

6.1 Financial Assumptions

See the above chart

6.2 Profit & Loss

See the above chart

6.3 Cash Flow

APOTHCA estimates that the VARIANCE listed in the above chart, which includes tax liabilities, is a proper representation of APOTHCA's annual net cash flow

7. TEAM

7.1 General

APOTHCA has put together a team to implement the operations of the Marijuana Establishment. APOTHCA intends to create over 100 full-time staff positions within the first three years of operations across all the municipalities it operates within including Fitchburg, Lynn, Arlington, and Boston.

No individual on the APOTHCA team is a controlling person over more than three licenses in a particular class of license.

7.2 Founders

The Founders of APOTHCA, who remain affiliated with APOTHCA, have been previously described and consist of: Joseph Lekach, Rachmil Lekach, Rabbi Moshe Bleich, and Andrew Mark Young.

7.3 Executive Management Team

As previously detailed, Joseph Lekach serves as APOTHCA's Chief Executive Officer and Chief Operating Officer and Andrew Mark Young serves as APOTHCA's Chief Financial Officer.

7.4 Director of Security & Director of Cultivation

Byron Staton serves as APOTHCA's Director of Cultivation

Director of Cultivation: The Director of Cultivation is responsible for all daily operations and maintenance of the Cultivation Facility. The Director of Cultivation will:

- Be responsible for implementing policies within the Cultivation Facility.
- Coordinate space assignments.
- Receive and review work requests.
- Coordinate repairs and maintenance.
- Be responsible for supervision and training of agents.
- Provide mandatory training for new agents.
- Maintain a record of space allocations.
- Work with Greenhouse Technicians to promote successful operations in the Cultivation Facility.
- Program and monitor Environmental Control System (DDC).
- Maintain a database of environmental controls and conditions.
- Adjust DDC for optimum efficiency of operation.
- Provide pesticide recommendations and ensure Integrated Pest Management (IPM) Program is sufficient.

Currently, APOTHCA contracts with DGA Security and Wayne Alarm for all of the company's security system needs.

8. FINAL REMARKS

As a currently operating RMD and ME with RMD Priority Applicant Status, APOTHCA has the experience and know-how to safely and efficiently serve customers and patients with high quality, consistent, laboratory-tested medical grade cannabis and derivatives. By expanding operations to include adult-use products, APOTHCA hopes to bring its high quality standards to adult-use Consumers to provide them with a safe and clean community environment. To accomplish this, APOTHCA will leverage and expand its existing RMD infrastructure while maintaining its committed services to existing and future patients and their caregivers. Further, APOTHCA will leverage existing protocols and standard operating procedures to control, review, test, and track inventory, consistent with regulations set forth by the Commission. APOTHCA's state-of-the-art security systems and contracted professional security and alarm companies, along with other comprehensive security measures will also help ensure a safe and protected environment for both Consumers and staff and will help deter and prevent diversion.

In Massachusetts, cannabis-related sales are expected to increase from \$106 million in 2017 to \$457 millions in 2018, and eventually to \$1.4 billion in 2025. APOTHCA is prepared to position itself well in this market and contribute to this growth through a highly experienced team of successful operators working under an established framework of high quality standard operating procedures, research and development plans, and growth strategies. In doing so, APOTHCA looks forward to working cooperatively with all the municipalities in which it is operating to help spread the benefits this market will yield.

PLAN FOR SEPARATING RECREATIONAL FROM MEDICAL OPERATIONS

Apothca, Inc. (“Apothca”) has developed plans and procedures to ensure virtual and physical separation between medical and adult use marijuana operations in accordance with 935 CMR 502.000.

Prior to the point of sale or at the point of sale, Apothca will designate whether marijuana and/or Marijuana Products are intended for sale for adult use or medical use through Metrc. All marijuana and Marijuana Products will be transferred to the appropriate license within Metrc prior to sale. After the point of sale, Apothca will reconcile that inventory in Metrc.

In compliance with 935 CMR 502.140, Apothca will ensure that registered patients have access to a sufficient quantity and variety of medical marijuana and marijuana products. For the first six (6) months of operations, 35% of Apothca’s marijuana product inventory will be marked for medical use and reserved for registered patients. Thereafter, Apothca will maintain a quantity and variety of medical marijuana products for registered patients that is sufficient to meet the demand indicated by an analysis of sales data collected during the preceding six (6) months. Marijuana products reserved for patient supply will, unless unreasonably impracticable, reflect the actual types and strains of marijuana products documented during the previous six (6) months. If a substitution must be made, the substitution will reflect the type and strain no longer available as closely as possible.

On a quarterly basis, Apothca will submit to the Commission an inventory plan to reserve a sufficient quantity and variety of medical marijuana and marijuana products for registered patients, based on reasonably anticipated patient needs as documented by sales records over the preceding six (6) months. On each occasion that the supply of any product within the reserved patient supply is exhausted and a reasonable substitution cannot be made, Apothca will submit a report to the Commission. Marijuana products reserved for patient supply will be either: (1) maintained on-site at Apothca’s retailer or easily accessible at another Apothca location and transferable to the retailer location within 48 hours of notification that the on-site supply has been exhausted. Apothca will perform audits of patient supply available on a weekly basis and retain those records for a period of six (6) months. Apothca may transfer marijuana products reserved for medical-use to adult-use within a reasonable period of time prior to the date of expiration provided that the product does not pose a risk to health or safety.

In addition to virtual separation, Apothca will provide for physical separation between the medical and adult use sales areas. A temporary or semi-permanent physical barrier, such as a stanchion or other divider, will be installed to create separate, clearly marked lines for patients/caregivers and adult-use consumers. Trained marijuana establishment agents will verify the age of all individuals, as well the validity of any Medical Use of Marijuana Program ID Cards, upon entry to the facility and direct them to the appropriate queue. Apothca’s agents will prioritize patient and caregiver identification verification and physical entry into the retail area.

Access to the adult-use marijuana queue will be limited to individuals 21 years of age or older, regardless of whether the individual is registered as a patient/caregiver. Registered patients under the age of 21 will only have access to the medical marijuana queue. A registered patient/caregiver 21 years of age or older will be permitted to access either queue and will not be limited only to the medical marijuana queue, so long as the transaction can be recorded in accordance with 935 CMR 501.105.

Apothca will also provide an enclosed patient consultation area that is separate from the sales floor to allow privacy and for confidential visual and auditory consultation. The patient consultation area will have signage stating “Consultation Area” and will be accessible by patients and caregivers without having to traverse a Limited Access area.

Apothca will also maintain separate financial records for adult-use products and medical products to ensure compliance with the applicable tax laws.

PLAN FOR RESTRICTING ACCESS TO AGE 21 AND OLDER

Pursuant to 935 CMR 500.050(8)(b), Apothca, Inc. (“Apothca”) will only be accessible to individuals 21 years of age or older with a verified and valid government-issued photo ID. At Apothca’s co-located retail operations, for any individual who is younger than 21 years old but 18 years of age or older, they shall not be admitted unless they produce an active medical registration card issued by the Medical Use of Marijuana Program. If the individual is younger than 18 years old, he or she shall not be admitted unless they produce an active medical registration card and they are accompanied by a personal caregiver with an active medical registration card. In addition to the medical registration card, registered qualifying patients 18 years of age and older and personal caregivers must also produce proof of identification. Upon entry into the premises of the marijuana establishment by an individual, an Apothca agent will immediately inspect the individual’s proof of identification and determine the individual’s age, in accordance with 935 CMR 500.140(2).

In the event Apothca 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). Apothca 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), Apothca will not engage in any marketing, advertising or branding practices that are targeted to, deemed to appeal to or portray minors under the age of 21. Apothca will not engage in any advertising, marketing and branding by means of television, radio, internet, mobile applications, social media, or other electronic communication, billboard or other outdoor advertising, including 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. Apothca will not manufacture or sell any edible products that resemble a realistic or fictional human, animal or fruit, including artistic, caricature or cartoon renderings, pursuant to 935 CMR 500.150(1)(b). In accordance with 935 CMR 500.105(4)(a)(5), any marketing, advertising and branding materials for public viewing will include a warning stating, **“For use only by adults 21 years of age or older. Keep out of the reach of children. Marijuana can impair concentration, coordination and judgment. Do not operate a vehicle or machinery under the influence of marijuana. Please Consume Responsibly.”** Pursuant to 935 CMR 500.105(6)(b), Apothca packaging for any marijuana or marijuana products will not use bright colors, resemble existing branded products, feature cartoons or celebrities commonly used to market products to minors, feature images of minors or other words that refer to products commonly associated with minors or otherwise be attractive to minors. Apothca’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

Apothca, Inc. ("Apothca") will comply with the following sanitary requirements:

1. Any Apothca 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 Apothca 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. Apothca'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 Apothca'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. Apothca's facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. Apothca 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. Apothca's floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;
7. Apothca's facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. Apothca's buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
9. Apothca 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. Apothca acknowledges and understands that the Commission may require Apothca to

demonstrate the intended and actual use of any toxic items found on Apothca's premises;

11. Apothca 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 Apothca's needs;
12. Apothca'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. Apothca will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
14. Apothca 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. Apothca 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.

Apothca'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).

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

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

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

Testing

Apothca 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 Apothca 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 Apothca'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 Apothca'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.

Apothca'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. Apothca acknowledges and understands that the Commission may require additional testing.

Apothca'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 Apothca 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.

Apothca 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. Apothca 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 Apothca'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 Apothca 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 submitted for retesting prior to remediation will be submitted to an Independent Testing Laboratory other than the laboratory which provided the initial failed result. Marijuana submitted for retesting after documented remediation may be submitted to the same Independent Testing Laboratory that produced the initial failed testing result prior to remediation.

PERSONNEL POLICIES INCLUDING BACKGROUND CHECKS

Overview

Apothca, Inc. (“Apothca”) will securely maintain personnel records, including registration status and background check records. Apothca 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 cultivation 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 Apothca 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.

After-Hours Contact Information

Joseph Lekach || P: 305-741-6540 || E: joseph@artcangroup.com

Byron Staton || P: 425-772-2612 || E: bstaton@apothca.com

Andrew Young || P: 305-801-7948 || E: mark@artcangroup.com

Megan Hansen || P: 339-440-6339 || E: mhansen@apothca.com

Joseph Nicholson || P: 508-509-1971 || E: jnicholson@apothca.com

Andrea Hardy || P: 978-866-9610 || E: ahardy@apothca.com

Business Hours (Subject to Approval by the Special Permit Granting Authority)

Monday: 10:00 a.m. – 8:00 p.m.

Tuesday: 10:00 a.m. – 8:00 p.m.
Wednesday: 10:00 a.m. – 8:00 p.m.
Thursday: 10:00 a.m. – 8:00 p.m.
Friday: 10:00 a.m. – 8:00 p.m.
Saturday: 10:00 a.m. – 8:00 p.m.
Sunday: 10:00 a.m. – 8:00 p.m.

Agent Background Checks

- In addition to completing the Commission’s agent registration process, all agents hired to work for Apothca will undergo a detailed background investigation prior to being granted access to an Apothca facility or beginning work duties.
- Background checks will be conducted on all agents in their capacity as employees or volunteers for Apothca 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, Apothca 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, Apothca 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, Apothca 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 Apothca or the Commission.

Personnel Policies and Training

As outlined in Apothca'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 Apothca agents are required to complete training as

detailed in Apothca's Qualifications and Training plan which includes but is not limited to the Apothca'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).

Apothca 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 Apothca 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

Apothca, Inc. (“Apothca”) 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 Apothca documents. Records will be stored at Apothca 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 Apothca 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 Apothca’s quarter-end closing procedures. In addition, Apothca’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 the Apothca.
- 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 Apothca and will include, at a minimum, the following:
 - All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
 - Documentation of verification of references;
 - The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
 - Documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
 - Documentation of periodic performance evaluations; and
 - A record of any disciplinary action taken.
 - Notice of completed responsible vendor and eight-hour related duty training.
 - A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
 - Personnel policies and procedures; and
 - All background check reports obtained in accordance with 935 CMR 500.030: Registration of Marijuana Establishment Agents 803 CMR 2.00: Criminal Offender Record Information (CORI).
- Handling and Testing of Marijuana Records
 - Apothca 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
 - Apothca 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.

- Sales Records for Marijuana Retailer
 - Apothca will maintain records that it has performed a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate the sales data and produce such records on request to the Commission.
- Incident Reporting Records
 - Within ten (10) calendar days, Apothca 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 Apothca 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 Apothca'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, Apothca 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 Apothca agents present during the disposal or other handling, with their signatures. Apothca 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 Apothca is aware of pending criminal, civil or administrative investigation or legal proceeding for which the recording may contain relevant information.
- Transportation Records
 - Apothca 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 Apothca'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
 - Apothca 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 Apothca closes, all records will be kept for at least two (2) years at Apothca's expense in a form (electronic, hard copies, etc.) and location acceptable to the Commission. In addition, Apothca 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 Apothca'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 Apothca'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 Apothca 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 Apothca, 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 Apothca's website.
- Policies and procedures for the handling of cash on Apothca 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
 - Apothca 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

Apothca 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

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

- Confidential information will be maintained in a secure location, kept separate from all other records, and will not be disclosed without the written consent of the individual to whom the information applies, or as required under law or pursuant to an order from a court of competent jurisdiction; provided however, the Commission may access this information to carry out its official duties.
- All recordkeeping requirements under 935 CMR 500.105(9) are followed, including:
 - Keeping written business records, available for inspection, and in accordance with generally accepted accounting principles, which will include manual or computerized records of:
 - Assets and liabilities;
 - Monetary transactions;
 - Books of accounts, which will include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
 - Sales records including the quantity, form, and cost of marijuana products; and
 - Salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over the Apothca.
- 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 Apothca 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;
- Maintaining such records that would allow for the Commission and the DOR to audit and examine the point-of-sale system used in order to ensure compliance with Massachusetts tax laws and 935 CMR 500; and
- If co-located with a medical marijuana treatment center, maintaining and providing the Commission on a biannual basis accurate sales data collected by the licensee during the six (6) months immediately preceding this application for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(10).
- Additional written business records will be kept, including, but not limited to, records of:
 - Compliance with liability insurance coverage or maintenance of escrow requirements under 935 CMR 500.105(10) and all bond or escrow requirements under 935 CMR 500.105(16);
 - Fees paid under 935 CMR 500.005 or any other section of the Commission's regulations; and
 - Fines or penalties, if any, paid under 935 CMR 500.360 or any other section of the Commission's regulations.
- License Renewal Records
 - Apothca 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

Apothca, Inc. (“Apothca”) will ensure that all employees hired to work at an Apothca facility will be qualified to work as a marijuana establishment agent and properly trained to serve in their respective roles in a compliant manner.

Qualifications

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

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

All of Apothca’s current Owners, managers, and employees that are involved in the handling and 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 to provide the annual minimum of three (3) hours of required training to marijuana establishment agents to be designated a “Responsible Vendor”. Once Apothca is designated a “Responsible Vendor”, all new employees involved in the handling and sale of marijuana will successfully complete a Responsible Vendor Training Program within 90 days of the date they are hired. After initial successful completion of a Responsible Vendor Training Program, each Owner, manager, and employee involved in the handling and sale of marijuana will successfully complete the program once every year thereafter to maintain designation as a “Responsible Vendor”.

Apothca will also encourage administrative employees who do not handle or sell marijuana to take the “Responsible Vendor” program on a voluntary basis to help ensure compliance. Apothca’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.

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

1. Marijuana's effect on the human body, including:
 - 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 signs of impairment
2. Diversion prevention and prevention of sales to minors, including best practices;
3. Compliance with all tracking requirements;
4. Acceptable forms of identification, including:
 - How to check identification;
 - Spotting false identification;
 - Patient registration cards formerly and validly issued by the DPH or currently and validly issued by the Commission; and
 - Common mistakes made in verification
5. Other key state laws and rules affecting Owners, managers, and employees, including:
 - Local and state licensing and enforcement;
 - Incident and notification requirements;
 - Administrative and criminal liability;
 - License sanctions;
 - Waste disposal;
 - Health and safety standards;
 - Patrons prohibited from bringing marijuana onto licensed premises;
 - Permitted hours of sale;
 - Conduct of establishment;
 - Permitting inspections by state and local licensing and enforcement authorities;
 - Licensee responsibilities for activities occurring within licensed premises;
 - Maintenance of records;
 - Privacy issues; and
 - Prohibited purchases and practices.

APOTHCA, INC.

DIVERSITY PLAN

Overview

Apothca, Inc. (“Apothca”) is dedicated to promoting equity in its operations for diverse populations, which the Commission has identified as the following:

1. Minorities;
2. Women;
3. Veterans;
4. People with disabilities; and
5. People of all gender identities and sexual orientations.¹

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

Goals

In order for Apothca to promote equity for the above-listed groups in its operations, Apothca has established the following goal:

- Increasing the number of individuals falling into the above-listed demographics working at Apothca and ensuring that at least 30% of Apothca’s agents are from the above-listed populations.²

Programs

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

- Hosting at least one (1) career fair annually in underrepresented and minority communities; and
- Advertising employment opportunities (as they become available, but not less than once annually) in diverse publications, job boards, or other media (such as diversityjobs.com, El Mundo, El Planeta, and World Journal).

Measurements

The Chief Operating Officer will administer the Plan and will be responsible for developing measurable outcomes to ensure Apothca continues to meet its commitments. Such measurable outcomes, in accordance with Apothca’s goals and programs described above, include:

- The number of and location of any career fairs that Apothca participates in, including documentation of all resumes received as a result of such career fairs;
- The number of individuals falling into the above-listed demographics hired and retained for a period of at least six months with the goal that at least 30% of Apothca’s agents are from the above-listed populations;

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

² In conjunction with Apothca’s hiring commitments provided in its Plan for Positive Impact, Apothca will ensure that at least 50% of its agents are from diverse populations or past or present residents of Fitchburg, Lynn, or other areas of disproportionate impact.

APOTHCA, INC.

- The number of employment opportunities advertised in diverse publications, job boards, or other media, including documentation of all resumes received as a result of such advertisements;
- The number of individuals falling into the above-listed demographics hired and retained for a period of at least six months as a result of the employment opportunities advertised in diverse publications, job boards or other media;

Beginning upon the Commission's approval of this amended Plan, Apothca will utilize the proposed measurements to assess its Plan and will account for demonstrating proof of success or progress of the Plan upon the yearly renewal of the license. The Chief Operating Officer will review and evaluate Apothca's measurable outcomes no less than twice annually to ensure that Apothca is meeting its commitments. Apothca is mindful that demonstration of the Plan's progress and success will be submitted to the Commission upon renewal.

Acknowledgements

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