Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

April Public Meeting Packet

April 9, 2020

Microsoft Teams Live

10:00AM

Public Meeting Packet- April Public Meeting

April Public Meeting

Call to Order — Chair Hoffman

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Approval of Minutes

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Staff Recommendations on Licensure — Kyle Potvin

Changes of Ownership

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Changes of Location

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Canna Provisions

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Cannabis Connection

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Cultivate Holdings

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Commission Discussion and Votes

Update to Guidance for Best Management Practices for Water Use	Commissioner Doyle
20200402_Updated Energy_and_Environment_Compiled_Guidance_01.2020.pdf -	Commissioner Doyle

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Update is striking the text highlighted in yellow on Page 27

New Business that the Chairman did not anticipate at time of posting

Next Meeting Date & Adjournment

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Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

April 7, 2020

In accordance with Sections 18-25 of Chapter 30A of the Massachusetts General Laws and the Governor's Order suspending certain provisions of the Open Meeting Law, M.G.L Ch. 30A §20, notice is hereby given of a meeting of the Cannabis Control Commission. The meeting will take place as noted below.

CANNABIS CONTROL COMMISSION

April 9, 2020
10:00AM

Cannabis Control Commission
Remote Participation
Streaming Available Here

PUBLIC MEETING AGENDA

1) Call to Order
2) Chairman's Comments & Updates*
3) Minutes for Approval
4) Staff Recommendations on Changes of Ownership
    a. Canna Provisions, Inc.
    b. Cultivate Holdings, LLC
    c. Theory Farms, LLC
5) Staff Recommendations on Changes of Location
    a. Nature's Remedy of Massachusetts, Inc. (#MRN282049), Retail
6) Staff Recommendations on Renewals
    a. Theory Wellness, Inc. (#MCR139866)
    b. Greener Leaf, Inc. (#MRR205568)
    c. Nature's Remedy of Massachusetts, Inc. (#MCR139865)
    d. Nature's Remedy of Massachusetts, Inc. (#MPR243511)
    e. Nature's Remedy of Massachusetts, Inc. (#MRR205564)
    f. Nature's Remedy of Massachusetts, Inc. (#MRR205570)
    g. Atlantic Medicinal Partners, Inc. (#MRR205569)
    h. Nova Farms, LLC (#MCR139868)

i. Beacon Compassion, Inc. (#MCR139871)
j. Beacon Compassion, Inc. (#MPR243516)
k. Silver Therapeutics, Inc. (#MRR205573)
l. Berkshire Roots, Inc., (#RMD505)
m. Green Meadows Farms, LLC, Vertically Integrated Medical Marijuana Treatment Center
n. Just Healthy, LLC, Vertically Integrated Medical Marijuana Treatment Center
o. Holistic Industries, Vertically Integrated Medical Marijuana Treatment Center
p. Theory Wellness, Inc., (#RMD305)
q. Alternative Compassion Services, Inc., (#RMD585)
r. Patriot Care Corp., (#RMD165)
s. Beacon Compassion Center, Inc., Vertically Integrated Medical Marijuana Treatment Center
t. Curaleaf Massachusetts, Inc., (#RMD765)
u. Green Gold Group, Inc., (#RMD786)
v. Mass Alternative Care, Inc, Vertically Integrated Medical Marijuana Treatment Center
w. Phytotherapy, Inc., Vertically Integrated Medical Marijuana Treatment Center
x. Emerald Grove, Inc, Vertically Integrated Medical Marijuana Treatment Center
y. Central Avenue Compassionate Care, Inc (#RMD145)

7) Staff Recommendations on Final Licenses
a. Apothca Inc. (#MC281276), Cultivation, Tier 5 / Indoor
b. Apothca Inc. (#MP281455), Product Manufacturer
c. Boston Bud Factory Inc (#MR281525), Retail
d. Canna Provisions, Inc. (#MR281778), Retail
e. Cannabis Connection, Inc. (#MR281362), Retail
f. Cultivate Holdings, LLC (#MR282522), Retail
g. Eagle Eyes Transport, Inc. (#MT281320), Third-Party Transporter
h. Haverhill Stem, LLC (#MR281327), Retail
i. HVV Massachusetts, Inc. (#MC282121), Cultivation, Tier 3 / Indoor
j. HVV Massachusetts, Inc. (#MP281657), Product Manufacturer
k. HVV Massachusetts, Inc. (#MR282578), Retail
l. Old Planters of Cape Ann, Inc. (#MR282588), Retail
m. TDMA, LLC (#MR282376), Retail
n. Temescal Wellness of Massachusetts, LLC (#MR282033), Retail
o. The Heirloom Collective, Inc. (#MC281438), Cultivation, Tier 2 / Indoor

p. The Heirloom Collective, Inc. (#MP281407), Product Manufacturer

8) Staff Recommendations on Provisional Licenses
   a. ARL Healthcare, Inc. (#MCN281622), Cultivation, Tier 4 / Indoor
   b. ARL Healthcare, Inc. (#MPN281681), Product Manufacturer
   c. ARL Healthcare, Inc. (#MRN282382), Retail
   d. Berkley Botanicals, LLC (#MCN282081), Cultivation, Tier 2 / Indoor
   e. Berkley Botanicals, LLC (#MPN281642), Product Manufacturer
   f. Berkley Botanicals, LLC (#MRN281458), Retailer
   g. BWell Holdings, Inc. (#MRN282825), Retail
   h. CNA Stores, Inc. (#MCN282190), Cultivation, Tier 4 / Indoor
   i. CNA Stores, Inc. (#MPN281691), Product Manufacturer
   j. CNA Stores, Inc. (#MRN281744), Retail
   k. CNA Stores, Inc. (#MRN282576), Retail
   l. Commcan, Inc. (#MRN283001), Retail
   m. Fourtwenty Industries, Co. (#MBN281535), Microbusiness (Cultivation and Product Manufacturing Operations)
   n. Fuego Farms, Inc. (#MCN282234), Cultivation, Tier 2 / Indoor
   o. Fuego Farms, Inc. (#MPN281716), Product Manufacturer
   p. Hemp Holistics, LLC (#MBN281425), Microbusiness (Cultivation Operations)
   q. Hennep, Inc. (#MRN281450), Retail
   r. Highminded, LLC (#MPN281662), Product Manufacturer
   s. Highminded, LLC (#MRN282318), Retail
   t. Holistic Industries, Inc. (#MCN282056), Cultivation, Tier 3 / Indoor
   u. Holistic Industries, Inc. (#MPN281630), Product Manufacturer
   v. Hudson Botanical Processing, LLC (#MPN281588), Product Manufacturer
   w. Humboldt Masters, LLC (#MCN282102), Cultivation, Tier 4 / Indoor
   x. Humboldt Masters, LLC (#MPN281467), Product Manufacturer
   y. Liberty Compassion, Inc. (#MCN282178), Cultivation, Tier 2 / Indoor
   z. Liberty Compassion, Inc. (#MPN281752), Product Manufacturer
   aa. Massmedicum Corp. (#MCN281929), Cultivation, Tier 7 / Indoor
   bb. Massmedicum Corp. (#MPN281687), Product Manufacturer
   cc. Massmedicum Corp. (#MRN282715), Retail
   dd. Massmedicum Corp. (#MRN283004), Retail
   ee. Royalty Group, LLC (#MRN282088), Retail
   ff. Sun Mass II, LLC (#MRN281816), Retail
   gg. Sun Mass II, LLC (#MCN281732) Cultivation, Tier 8 / Indoor

hh. Supercritical Mass Laboratories, Inc. (#MPN281321), Product Manufacturer
ii. The Botanist, Inc. (#MRN282160), Retail
jj. The Botanist, Inc. (#MRN282186), Retail
kk. The Old Bank, LLC (#MRN282467), Retail
ll. Tigertown, LLC (#MRN282818), Retail
mm. Tower Three, LLC (#MCN281652), Cultivation, Tier 2 / Indoor
nn. Treeworks of Massachusetts, LLC (#MPN281343), Product Manufacturer
oo. Wellman Farm, Inc. (#MPN281317), Product Manufacturer

9) Commission Discussion and Votes
   a. Delegation of Authority: Applications for Energy Extensions
   b. Update: Best Management Practices for Water Usage
10) New Business that the Chairman did not anticipate at time of posting
11) Next Meeting Date
12) Adjournment

*Executive Director's report with licensing data to be published with meeting packet, but will not be reviewed during the meeting.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CANNABIS CONTROL COMMISSION

February 6, 2020
10:00AM

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

PUBLIC MEETING MINUTES

Documents:

- Application Materials for the following applications:
  - Hope Heal Health, Inc.
  - MassMedicum Corp.
  - Baked Bean, LLC. (#MPR243509), Product Manufacturer Renewal
  - Solar Therapeutics, Inc. (#MCR139862), Cultivation Renewal
  - Holyoke Gardens, LLC. (#MCR139861), Cultivation Renewal
  - Rise Holdings, Inc., (#MRR205560) Retailer Renewal
  - Liberty Compassion, Inc., Vertically-Integrated Medical Marijuana Treatment Center Renewal
  - Blackstone Valley Naturals, LLC (#MB281476), Microbusiness
  - Caregiver-Patient Connection (#MR282131), Retailer
  - Curaleaf Massachusetts, Inc. (#MR282183), Retailer
  - Green Biz, LLC. (#MR281793), Retailer
  - Ipswich Pharmaceutical Associates, Inc. (#MR281571), Retailer
  - Nova Farms, LLC. (#MR281379), Retailer
  - Pioneer Valley Extracts, LLC (#MP281417), Product Manufacturer
  - Pure Oasis, LLC (#MR281352), Retailer
  - Solar Therapeutics (#MP281464), Product Manufacturer
  - The Verb is Herb (#MR281637), Retailer
  - Bountiful Farms (#RMD-1485), Vertically-Integrated Medical Marijuana Treatment Center
  - Resinate, Inc. (#RMD-1345), Vertically-Integrated Medical Marijuana Treatment Center
  - Apothca, Inc. (#MRN282730), Retailer
  - Cultivate Holdings, LLC. (#MCN282053), Cultivation, Tier 5 / Indoor

- Cultivate Holdings, LLC. (#MPN281742), Product Manufacturer
- Diem Orange, LLC. (#MCN282161), Cultivation, Tier 2 / Indoor
- Diem Orange, LLC. (#MPN281684), Product Manufacturer
- Grass Appeal, LLC. (#MCN282123), Cultivation, Tier 3 / Indoor
- Grass Appeal, LLC. (#MRN282267), Retailer
- Greenstar Herbals, Inc. (#MRN282207), Retailer
- Heka, Inc. (#MCN282248), Cultivation, Tier 4 / Indoor
- Heka, Inc. (#MPN281736), Product Manufacturer
- Heka, Inc. (#MRN282770), Retailer
- Heka, Inc. (#MRN282903), Retailer
- Holistic Industries, Inc. (#MRN282605), Retailer
- M3 Ventures, Inc. (#MRN282350), Retailer
- Olde World Remedies, Inc. (#MRN282742), Retailer
- Pharmacannis Massachusetts, Inc. (#MCN282047), Cultivation, Tier 7 / Indoor
- Platinum Hydrolab, Inc. (#MCN281510), Cultivation, Tier 1 / Indoor
- Platinum Hydrolab, Inc. (#MPN281540), Product Manufacturer
- Resinate, Inc. (#MCN281259), Cultivation, Tier 3 / Indoor
- Resinate, Inc. (#MPN281753), Product Manufacturer
- Resinate, Inc. (#MRN281249), Retailer
- Resinate, Inc. (#MRN282398), Retailer
- Riverrun Gardens, LLC. (#MBN281332), Microbusiness (Cultivation Only)
- The Botanist, Inc. (#MRN282160), Retailer
- The Botanist, Inc. (#MRN282186), Retailer
- The Heirloom Collective, Inc. (#MRN283029), Retailer
- Western Front, LLC (#MRN281907), Retailer

- Research Report: Market Data & Industry Participation

In Attendance:
Chairman Steven Hoffman
Commissioner Kay Doyle
Commissioner Jennifer Flanagan
Commissioner Britte McBride
Commissioner Shaleen Title

Minutes:

1) Call to Order
   - The chairman recognized a quorum and gave the public notice that the meeting is being recorded.
2) Chairman's Comments & Updates
   - The Chairman gave an overview of the agenda.
3) Approval of Minutes
   - Approval of minutes from January 16, 2020.

- Chairman asked if Commissioners had an opportunity to review the minutes and asked for questions and comments.
- Commissioner Flanagan moved to approve the minutes from the January 16, 2020 public meeting.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the minutes from the January 16, 2020 public meeting.

4) Executive Director's Report

- The Executive Director gave his standard report giving an overview of licensing based on statistics from the licensing portal
  - 431 Pending applications (all four packets received)
    - Largest number (178) of which are for Marijuana Retailer
    - Second largest (125) of which are for Marijuana Cultivator.
  - 5,012 Total applications
    - 431 Pending.
    - 454 Withdrawn.
    - 3,839 Incomplete.
    - 4 Denied.
    - 284 Approved.
      - Type of license:
        - Largest number (115) are Marijuana retailer.
        - Second largest (91) are Marijuana Cultivator.
      - Where in the licensing process?
        - 38 Provisionally Approved (waiting for fees).
        - 140 Provisionally Licensed (fees paid).
        - 14 Final Licenses.
        - 92 Commence Operations.
  - Priority application review:
    - 233 applications indicating RMD Priority Status.
    - 27 Economic Empowerment Priority.
    - 66 Expedited Review.
      - 15 based on license type.
      - 14 from the Social Equity Program.
      - 31 as a Disadvantaged Business Enterprise.
      - 6 that satisfy two or more categories.
    - 393 general applicants.
  - Disadvantaged Business Enterprise (DBE) Statistics
    - The Executive Director explained that recent changes to the process for identifying DBEs. Previously, there was a "check the box" method of identifying for one of these categories. Now, there is more process, which includes an affidavit attesting to the DBE status as well as attending a Supplier Diversity Office course. Therefore, these numbers are likely to be fluid over the next several months.

        - 27 Women-owned.
        - 8 Veteran-owned.
        - 46 Minority-owned.
        - 6 LGBTQ-owned.
        - 1 Disability-owned.
        - 41 Two or more DBE.
        - 590 did not identify as a DBE business.
- Commissioner Title requested for the next meeting, in addition to the applications for the DBE categories, if the Executive Director can present statistics on DBE businesses for which licenses have actually been granted.
- Next the Executive Director gave an overview of the 719 applications in the queue and where they are in the process:
    - 154 are awaiting review.
    - 184 have been reviewed with more information requested.
    - 66 deemed complete and are awaiting third-party responses
    - 27 are deemed complete and all information has been received and are awaiting staff recommendation.
    - 288 applications have been considered by the Commission to date.
- Next the Executive Director gave an overview of all applications based on county and retail applications by county.
- The Executive Director gave a global look at licenses based on license type and where each is in the process:
    - Retail is the most common application at a total of 294
    - Cultivation next most common at 218
    - Product manufacture third with 164.
- Next the Executive Director went over Agent Registrations
    - 11,561 total agent applications
        - 152 pending applications
            - 147 pending Marijuana Establishment Agents.
            - 5 pending Laboratory Agents.
            - 26 not yet reviewed.
            - 124 for which the Commission requested additional information.
            - 2 awaiting third party responses.
            - 0 review complete/awaiting approval.
        - 554 withdrawn applications.
        - 1,175 incomplete applications.
        - 33 expired registrations.
        - 1,968 surrendered registrations.
        - 7,679 active registrations.
- Pending/approved agents by demographics
    - 66% identify as male.
    - 74.4% identify as white.

        - The Executive Director noted that he gave a breakdown of agent demographics over time at the last meeting and explained that those numbers will be periodically updated, but on a monthly basis, that information may not be as helpful.
- The Executive Director gave an overview of the Medical Marijuana Program and noted that this slide is a relic of old paper-based application process, which is why it is in a different format than the other licensing information.
    - 157 total MTC License Applications:
        - 36 pending at the application of intent stage.
        - 10 pending at the management and operations profile stage.
        - 8 pending at the siting profile stage.
        - 100 applications have expired.
        - 3 applications have been withdrawn.
    - 166 total MTC Licenses:
        - 90 provisional licenses.
        - 8 Final licenses.
        - 58 MTCs have commenced operations.
        - 10 licenses have expired.
    - The MTC application is now available through MassCIP, which in the future will allow the Commission to pull similar information with respect to applications and licenses as is done with the retail licenses.
        - The Chairman thanked the Executive Director and technology team for getting the MTC applications up and running on MassCIP.
    - MMJ agent and program data
        - 8,803 total MTC Agent Applications
            - 13 pending MTC agent applications.
            - 0 pending laboratory agents.
            - 3 revoked registrations.
            - 2,751 surrendered registrations.
            - 448 expired registrations.
            - 5,588 active registrations.
        - Overall Program Data
            - 67,228 certified patients.
            - 61,379 certified active patients.
            - 5,434 active caregivers.
            - 263 registered certifying physicians.
            - 75 registered certifying nurse practitioners.
            - 40,070 ounces sold.
- Patient registrations became automated, rather than human reviews.
    - A week prior to the meeting there were 4,988 pending patient registrations in the system.

        - Based on the transition to automated approval, the commission was able to automate 3,146 approvals, leaving only 1,842 applications pending.
            - The approvals were completed on Wednesday and patient cards were sent out on Thursday.
            - The backlog was cut down by 63%.
    - Next phase is to automate pediatric patient, which is still a paper-based application.
    - Automation is in large part based on the use of RMV data, so there are certain submissions that may require manual review, such as use of a passport as ID.
    - The Commission has also set up a robust auditing regime for the automated system.
- The Executive Director introduced the five new staff.
    - The Chairman asked his two standard questions:
        - Are these positions in the budget?
            - The Executive Director said yes.
        - How many of them are Attorneys?
            - The Executive Director said that there is at least one.
    - The Executive Director noted that the Commission is currently hiring for several positions that are posted to the Commission's website and encouraged folks to apply.

a. Regulatory Timeline

- The Executive Director gave a high-level overview of the planned regulatory review timeline.
- The Chairman said this looks like a thoughtful process and clarified whether the Commission would hold more than one public hearing.
    - The Executive Director said based on past practice, the Commission would do more than one.

b. Social Equity Program Update

- The Chairman introduced the topic and asked the Executive Director if he wants to give introductory comments before Director of Community Outreach Shekia Scott speaks.
- The Executive Director noted that new staff has just been added, but to date, Director Scott has been primarily responsible for the Social Equity Program.
- Director Scott presented on the Social Equity Program's first cohort.
    - High level overview of the program.
    - There are 18 courses left to be taught as part of this cohort.
    - Director Scott gave an overview of demographics of Social Equity Program participants
        - 73% identify as male.
        - 37% identify as black or African American.
    - Breakdown of the Track participants chose:
        - Entrepreneurship is the largest track by far.
    - Director Scott gave an overview of the Tracks:

        - Entrepreneurship – teaches how to apply for licensure and own a Marijuana Establishment.
        - Director Scott gave a breakdown of the Entrepreneur track by demographics.
        - Programing began in October of 219 and set to conclude in April 2020.
    - Reentry Track – prepares folks for entry level positions or careers within the Marijuana Industry.
        - All 7 courses of this track have been delivered and participants are encouraged to attend other courses in other tracks.
        - Program will conclude in April of 2020.
- Core Track
    - Seeking management level careers and the marijuana industry.
        - Nine course curricula.
        - Two courses have been delivered and seven remain.
- Ancillary Track
    - Skill sets that support cannabis industry but not seeking licensure or employment with a Marijuana Establishment.
    - It is seven course curricula; Three have been delivered and four remain.
    - Began in January of 2020 and is set to conclude in March.
- Director Scott gave an overview of the next steps for the program.
- Director Scott then gave an overview of changes to the program to expand participation.

- The Chairman thanked Director Scott.
- Commissioner Flanagan was curious whether applicants asked about Delivery and Social Consumption, as they were not listed, but will be available to SEP participants.
    - Director Scott said that it was not included given that option did not exist at the time of initial application.
- Commissioner McBride asked whether the Commission is receiving feedback from participants about what they want and need out of the program.
    - Director Scott said at the end of every course the Commission asks for feedback with respect to:
        - The vendor.
        - The facility used.
        - The content of the course.
    - Director Scott said that vendors also give feedback.
- Commissioner McBride also asked if the Commission has considered what it can do in addition to the program to support program participants after they complete the program as they move forward into the industry, such as obtaining capital or ways to implement lessons from the program to make a funding pitch. Commissioner McBride asked whether there is a way for the Commission to do something like a showcase, that is a

value add to the program to help connect SEP participants to the additional resources they may be having trouble obtaining.
    - Director Scott said that there have been discussions of what to do next, including a graduation ceremony for a generalized feedback opportunity.
    - The course itself puts participants into contact with investors through the vendors and guest speakers.
- Commissioner McBride further asked what the Commission is doing to ensure the connections are being made, but don't run afoul of ethical rules by inadvertently funneling SEP participants only to investors already involved with the SEP.
    - Director Scott said it is a twofold answer:
        - Within the program, the Commission knows who will be on site for any class.
        - In order to not pigeonhole folks into connecting only those involved with the program with participants, but the Commission began soliciting all different types of professional services at pro or low bono rates.
            - The Commission just compiles and displays a list but does not vet those people or do the work of connecting SEP participants with them.
- Commissioner McBride made a pitch to anyone who provides professional services that is providing pro- or low-bono services, please be in touch with the Commission so it can make sure the connections are made.
- Commissioner Flanagan noted that in addition to making sure that folks completing the program, there are also intended outcomes the Commission wants to ensure are occurring. Therefore, Commissioner Flanagan asked how long the Commission is staying in touch or following up with participants after completion of the program.
    - Director Scott said that they have stablished check-ins at three, six and twelve months after the program.
- Commissioner Flanagan followed up to ask whether the Commission is following participants or staying in touch with them through the licensure process.
    - Director Scott said that at this time the Commission does not check in after the twelve-month mark, but each SEP participant has a specific identifying number associated with their application, so staff could follow as they work through the application process.
- Commissioner Flanagan made a request of the Chairman that the Commissioners and staff work together on outreach to SEP participants to track outcomes from the program.
- The Chairman added that folks in the entrepreneurship track, the Commission is giving folks the skills to get a license but also be successful thereafter, so it would be helpful to track their operational success as well.
- The Executive Director added that following the progress of SEP participants is something that is built into Commission systems and its research agenda.
- Commissioner Flanagan added that, with respect to Diversity Plans and Positive Impact plans, applicants say where they're posting jobs, and it might be helpful to ascertain whether those are successful resources with respect to connecting SEP participants or EEAs job applicants.

- The Executive Director noted that a show case or job fair might be a great follow up to the program to help connect applicants and job seekers and help folks fulfill the promises in the positive impact plans and diversity plans.
- Commissioner Flanagan appreciated the Executive Director's suggestion, highlighting that despite positive impact plans, diversity plans, and the SEP, we're still seeing a largely white and male industry.
- Commissioners Title noted that the amount of work Director Scott has done is extraordinary. Commissioner Title also noted how Director Scott wanted to be data driven from start to finish, and that was accomplished.
- Commissioner Title also requested a 5 question FAQ for SEP applicants and what they can expect from the program with respect to timeline and next steps.
- Commissioner Title also asked for a time range in which a delivery application would be available to potential licensees.
    - The Executive Director said that the work of setting up the application is under way and the Commission is in a Quality Assurance testing phase for that online application. The delivery application, which includes a pre-certification process, will constitute a new workload and workflow for the Commission. The timeline estimate is early quarter 2 (April-May).
- Commissioner Title said it is easy to forget that it is the same team doing all of those things, so expressed appreciated the Executive Director pointing that out.
- The Chairman thanked both the Executive Director and Director Scott.

5) Staff Recommendations on Changes of Ownership

a. Hope Heal Health, Inc.
- Director Potvin presented the staff recommendation for Change of Ownership.
- The Chairman, in the interest of full disclosure, said that the he was a previous business partner of one of the owners of this entity, though the Chairman does not have any financial interest in the applicant and has been advised by counsel that it does not rise to the level of recusal.
- Commissioner McBride commented that looking at the lengthy list of owners and there's not a single woman listed.
- The Chairman asked for questions and comments then asked for a motion to approve the Change of Ownership.
- Commissioner Flanagan moved to approve the Change of Ownership.
- Commissioner McBride seconded the motion
- The Commission unanimously approved the Change of Ownership.

b. MassMedicum Corp.
- Director Potvin presented the staff recommendation for Change of Ownership.
- The Chairman asked for questions and comments then asked for a motion to approve the Change of Ownership.
- Commissioner McBride moved to approve the Change of Ownership.

- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the Change of Ownership.

6) Staff Recommendations on Renewals

a. Baked Bean, LLC. (#MPR243509), Product Manufacturer Renewal
- Director Potvin presented the staff recommendation for Renewal.
- Commissioner Title requested a condition for which Commissioner Flanagan expressed support.
    - Proposed Condition: provide progress update on the licensees' positive impact plan.
- The Chairman asked for questions and comments then asked for a motion to approve the Renewal subject to the condition requested by Commissioner Title.
- Commissioner Doyle moved to approve the Renewal subject to the condition requested by Commissioner Title.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the Renewal subject to the condition requested by Commissioner Title.

b. Solar Therapeutics, Inc. (#MCR139862), Cultivation Renewal
- Director Potvin presented the staff recommendation for Renewal.
- The Chairman asked for questions and comments then asked for a motion to approve the Renewal.
- Commissioner Doyle moved to approve the Renewal.
- Commissioner Flanagan seconded the motion
- The Commission unanimously approved the Renewal

c. Holyoke Gardens, LLC. (#MCR139861), Cultivation Renewal
- Director Potvin presented the staff recommendation for Renewal.
- Commissioner Title noted that the progress update with respect to the Positive Impact plan and Diversity Plan was concerning. It stated that it was delayed because of a change of ownership. A change of ownership should not be a reason for delaying implementation of the plans. Therefore, Commissioner Title said she is hesitant to move forward with the Renewal.
    - Commissioner Flanagan stated she agreed with Commissioner Title.
        - Proposed Condition: Provide an update to their positive impact plan and diversity plan immediately.
    - The Chairman asked Director Potvin when their current license expires.
        - Director Potvin said he was unsure.
- The Chairman asked for questions and comments then asked for a motion to approve the Renewal.

- Commissioner Flanagan moved to approve the Renewal subjected to the condition requested by Commissioners Title and Flanagan.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Renewal, subject to the condition requested by Commissioners Title and Flanagan.

d. Rise Holdings, Inc., (#MRR205560) Retailer Renewal
- Director Potvin gave an overview of the Staff Recommendation for Renewal.
- Commissioner Flanagan said she would like clarification on the entities participation in events hosted by the Cannabis Reform Coalition, a student organization at UMass Amherst. This licensee is an adult-use business attending a medical marijuana event.
    - Commissioner Flanagan would like additional information about what the licensee's role was at this event, who was in attendance, and the age of attendees.
- Commissioner Title as part of the licensee's positive impact plan, the licensee discussed a "wholistic evaluation of community investment practices" as a way of measuring success, which included an annual report and community perception survey. Neither of these things were included as part of the progress report.
    - Proposed condition - the positive impact plan progress report be updated with the annual report and survey.
- The Chairman then asked for additional questions or comments and a motion to approve the Renewal subject to the conditions proposed by Commissioners Title and Flanagan.
- Commissioner Doyle moved to approve the Renewal subject to the conditions proposed by Commissioners Title and Flanagan.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the Renewal subject to the conditions proposed by Commissioners Title and Flanagan

e. Liberty Compassion, Inc., Vertically-Integrated Medical Marijuana Treatment Center Renewal
- Director Potvin presented the staff recommendation for Renewal.
- The Chairman asked for questions and comments then asked for a motion to approve the Renewal.
- Commissioner Doyle moved to approve the Renewal.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the Renewal.

- Commissioner Title asked a follow up question on Renewal and Change of Ownership applications, if a licensee is not in compliance with the regulations, can they be issued a notice of deficiency.
    - Director Potvin said that first enforcement would investigate the situation and could ultimately issue a notice of deficiency.

7) Staff Recommendations on Final Licenses

The Chairman said that there will be two separate rosters including (1) those applications for which Commissioner Title abstained and (2) all other applications.

First Roster

- Commissioner Flanagan noted that the Commission still needs to have a conversation about naming conventions, specifically "patient caregiver connection".
- Commissioner Title noted that she is abstaining due to extra payments in the Host Community Agreements.
- The Chairman asked for a motion to approve the final licenses on that roster.
- Commissioner Doyle moved to approve the Final Licenses for the roster.
- Commissioner McBride seconded the motion.
- The Commission approved the Final license by a vote of 4 (Doyle, Flanagan, Hoffman, McBride) and one abstention (Title).

Remaining Roster

- Chairman asked for questions or comments on that roster
- Commissioner Doyle moved to approve the roster of remaining Final Licenses.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the roster of remaining Final Licenses.

a. Blackstone Valley Naturals, LLC (#MB281476), Microbusiness
b. Caregiver-Patient Connection (#MR282131), Retailer
c. Curaleaf Massachusetts, Inc. (#MR282183), Retailer
d. Green Biz, LLC. (#MR281793), Retailer
e. Ipswich Pharmaceutical Associates, Inc. (#MR281571), Retailer
f. Nova Farms, LLC. (#MR281379), Retailer
g. Pioneer Valley Extracts, LLC (#MP281417), Product Manufacturer
h. Pure Oasis, LLC (#MR281352), Retailer
   - The Chairman noted that this is the first final license in Boston and the first final license for an Economic Empowerment Applicant
   - Commissioner Title said that the Commission must consider Economic Empowerment Applicants, but cities and Towns do not, so she wanted to commend the City of Boston for voluntarily prioritizing Economic Empowerment Applicants.

i. Solar Therapeutics (#MP281464), Product Manufacturer
j. The Verb is Herb (#MR281637), Retailer
k. Bountiful Farms (#RMD-1485), Vertically-Integrated Medical Marijuana Treatment Center
l. Resinate, Inc. (#RMD-1345), Vertically-Integrated Medical Marijuana Treatment Center

8) Staff Recommendations on Provisional Licenses

a. Apothca, Inc. (#MRN282730), Retailer

- Director Potvin presented the Staff Recommendation for Provisional License
- Commissioners Flanagan noted that there needed to be some clarification in the Positive Impact Plan with respect to the portion that reads that the licensee intends to positively impact "Fitchburg, Lynn and other areas." In order to have measurable goals, it is important to know what those "other areas" are.
    - Proposed Condition – either clarify what those "other areas" would be or remove the reference.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License subject to the condition requested by Commissioner Flanagan.
- Commissioner Title moved to approve the Provisional License, subject to the condition requested by Commissioner Flanagan.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner Flanagan.

b. Cultivate Holdings, LLC. (#MCN282053), Cultivation, Tier 5 / Indoor

- Director Potvin presented the Staff Recommendation for Provisional License for both Cultivate Holdings applications, but the Chairman noted that each application will be voted on separately.
- Commissioner Flanagan noted her concern that these applications do not indicate whether the organizations to which the applicant indicated it will donate money are willing to accept those funds. Commissioner Flanagan also expressed concern about the applicant's location in Uxbridge in relation to its cultivation launch program and the associated goal of contacting Boston City Councilmembers who expressed interest in supporting and assisting the applicants.
    - Proposed conditions: provide clarification with respect to (1) whether the cited organizations are willing to accept the proposed donated funds and (2) the reasoning for connecting with Boston politicians when this is an Uxbridge based licensee.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License, subject to the conditions requested by Commissioner Flanagan.
- Commissioner Doyle moved to approve the Provisional License subject to the conditions requested by Commissioner Flanagan.
- Commissioner McBride seconded the motion
- The Commission unanimously approved the Provisional License subject to the conditions requested by Commissioner Flanagan.

c. Cultivate Holdings, LLC. (#MPN281742), Product Manufacturer

- The Chairman asked for a motion to approve the Provisional Licenses Subject to the Condition requested by Commissioner Flanagan.

- Commissioner Doyle moved to approve the Provisional License subject to the condition requested by Commissioner Flanagan.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the Final License subject to the conditions requested by Commissioner Flanagan.

d. Diem Orange, LLC. (#MCN282161), Cultivation, Tier 2 / Indoor
- Director Potvin presented the Staff Recommendation for Provisional License for both Diem Orange applications, subject to separate votes.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner Flanagan moved to approve the Provisional License.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Provisional License.

e. Diem Orange, LLC. (#MPN281684), Product Manufacturer
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner McBride
    - Proposed condition: provide an update for the shapes and colors of the "gummies" they plan to use, prior to final licensure or before going to market.
- Commissioner Flanagan moved to approve the Provisional License, subject to the condition requested by Commissioner McBride.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner McBride.

f. Grass Appeal, LLC. (#MCN282123), Cultivation, Tier 3 / Indoor
- Director Potvin presented the Staff Recommendation for Provisional License for both Grass Appeal applications, but there will be two votes.
- Commissioner McBride noted that on the Executive Summary it reads that the applicant is not an applicant on another license type. Richard Rainone, however, was on the Baked Beans license renewal approved earlier at this meeting. Commissioner McBride asked whether there a disclosure of that connection and if not, why. The Commissioner clarified she's not worried about violation of ownership limits but wants to understand the Commission's process for disclosure around these types of connections.
    - Director Potvin noted that as applications move through different portions of the process, there are varying disclosures. When licensing/enforcements staff does its initial review, it will review the ownership structure. It will also do another review later.
    - Commissioner McBride asserted that, for the purposes of disclosure, applicants need to be disclosing to the Commission their ownership at the beginning. The licensing staff does a huge amount of work on a daily basis. Therefore, applicants

should be doing the work with respect to these disclosures. Therefore, Commissioner McBride requested that staff ask for those disclosures, and push applicants to provide those disclosures, and that Commissioners see those disclosures. This will ensure transparency to the public.

- Commissioner Title stated noted that the applicant stated a goal of hiring a staff that is 4% women.
    - Proposed condition: update that goal to an objectively reasonable goal.
- The Executive Director followed up on Commissioner McBride's comments with respect to ownership, he committed that staff will evaluate the executive summary process.
- Commissioner Title noted that one piece of feedback received at the applicant forum that it is frustrating is that some applicants get a condition on their approval, while others have their license held up for the same issue.
- The Chairman asked for additional questions and comments then requested a motion to approve the Provisional License, subject to the condition requested by Commissioner Title.
- Commissioner Doyle moved to approve the Provisional License subject to the Condition requested by Commissioner Title.
- Commissioner Flanagan seconded the Motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner Title.

g. Grass Appeal, LLC. (#MRN282267), Retailer

- The Chairman asked for additional questions and comments then requested a motion to approve the Provisional License.
- Commissioner Title noted that the applicant stated a goal of hiring a staff that is 4% women.
    - Proposed condition: update that goal to an objectively reasonable goal.
- Commissioner Doyle moved to approve the Provisional License, subject to the condition requested by Commissioner Title
- Commissioner McBride Seconded the Motion.
- The Commission unanimously approved the Provisional License, subject to the condition requested by Commissioner Title.

h. Greenstar Herbals, Inc. (#MRN282207), Retailer

- Director Potvin presented the Staff Recommendation for Provisional License.
- Commissioner Title noted that the applicant stated a goal of hiring a staff that is 4% women.
    - Proposed condition: update that goal to an objectively reasonable goal.
- The Chairman asked for additional questions and comments then requested a motion to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Doyle moved to approve the Provisional License, subject to the condition requested by Commissioner Title.

- Commissioner Title seconded the Motion.
- The Commission unanimously approved the Provisional License.

- After realizing the condition applied to Grass Appeal should have been applied to Green Star, the Chairman asked for a motion to reconsider the Grass Appeal Applications without conditions.
- Commissioner Doyle moved to reconsider the applications for Grass Appeal.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved reconsideration of Grass Appeals.

- The chairman then asked for a motion to approve Provisional Licenses as is, without additional conditions.
- Commissioner Doyle moved to approve the Provisional Licenses without additional conditions.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the Provisional Licenses for Grass Appeal, without conditions.

i. Heka, Inc. (#MCN282248), Cultivation, Tier 4 / Indoor

- Director Potvin presented the Staff Recommendation for Provisional License for all Heka applications, subject to separate votes.
- Commissioner McBride requested a condition with respect to certain edible products. Commissioner McBride did acknowledge that the applicant indicated that full descriptions of these products will be available on its website, but the Commission should receive it prior to that.
    - Proposed condition: provide a description of the shapes for the chocolate, hard candies, and gummies prior to final licensure and posting to the applicant's website to apply to the product manufacturer and retail license).
- Commissioner Title stated that the first goal of the applicant's diversity plan was confusing as it seemingly consisted of placing newspaper adds to generate job applications and using the responses to the newspaper ads as measurement of diversity.
    - Proposed conditions: revise the first goal and its method of measurement (to apply to all three applications Westfield licenses and the Pittsfield retail license).
- Commissioner Doyle thanked the staff for including the requirement to update the timeline toward commencing operations for all MTC priority applicants with an MTC that has not commenced operations.
    - The Chairman said that it reinforces the commendation made earlier with respect to staff's efforts to listen to Commissioners' conditions and incorporating them into the licensing process generally.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Doyle moved to approve the Provisional License subject to the condition requested by Commissioner Title.

- Commissioner McBride seconded the motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner Title.

j. Heka, Inc. (#MPN281736), Product Manufacturer
- The Chairman asked a motion to approve the Provisional License subject to the conditions requested by Commissioners McBride and Title.
- Commissioner Flanagan moved to approve the Provisional License subject to the conditions requested by Commissioners McBride and Title.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Provisional License subject to the conditions requested by Commissioners McBride and Title.

k. Heka, Inc. (#MRN282770), Retailer
- The Chairman asked for a motion to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Doyle moved to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner Title.

l. Heka, Inc. (#MRN282903), Retailer
- Director Potvin presented the Staff Recommendation for Provisional License.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner Flanagan moved to approve the Provisional License.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Provisional License.

m. Holistic Industries, Inc. (#MRN282605), Retailer
- Director Potvin presented the Staff Recommendation for Provisional License.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner Doyle moved to approve the Provisional License.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the Provisional License.

n. M3 Ventures, Inc. (#MRN282350), Retailer
- Director Potvin presented the Staff Recommendation for Provisional License.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner Doyle moved to approve the Provisional License.

- Commissioner Title seconded the motion.
- The Commission unanimously approved the Provisional License.

o. Olde World Remedies, Inc. (#MRN282742), Retailer
- Director Potvin presented the Staff Recommendation for Provisional License.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner Doyle moved to approve the Provisional License.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the Provisional License.

p. Pharmacannis Massachusetts, Inc. (#MCN282047), Cultivation, Tier 7 / Indoor
- Director Potvin presented the Staff Recommendation for Provisional License.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner McBride moved to approve the Provisional License.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the Provisional License.

q. Platinum Hydrolab, Inc. (#MCN281510), Cultivation, Tier 1 / Indoor
- Director Potvin presented the Staff Recommendation for Provisional License for both Platinum Hydro lab applications but will be voted on separately.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner Flanagan moved to approve the Provisional License.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Provisional License.

r. Platinum Hydrolab, Inc. (#MPN281540), Product Manufacturer
- Commissioner McBride noted that one of the strains to be sold by this entity is called "Jack Skellington" which is a children's Disney movie character, which raises concerns as to whether this violates the Commissions regulations 500.105(4)(b)(4) regarding branding that includes mascots or cartoons deemed to appeal to children or individuals under the age of 21.
    - Proposed condition: Address this violation of the regulations and rename the strain/brand.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License subject to the condition requested by Commissioner McBride.
- Commissioner Flanagan moved to approve the Provisional License subject to the condition requested by Commissioner McBride.
- Commissioner Doyle seconded the motion.

- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner McBride.

s. Resinate, Inc. (#MCN281259), Cultivation, Tier 3 / Indoor
- Director Potvin presented the Staff Recommendation for Provisional License for the cultivation and product manufacturer licenses, subject to separate votes.
- Commissioner Title noted that the applicant set a hiring goal of 30% of a list of populations, including women, which is objectively unreasonable.
    - Proposed condition: revise this goal.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Flanagan moved to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner Title.

t. Resinate, Inc. (#MPN281753), Product Manufacturer
- The Chairman asked for a motion to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Flanagan moved to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner Title.

u. Resinate, Inc. (#MRN281249), Retailer
- Director Potvin presented the Staff Recommendation for Provisional License.
- Commissioner Title asked for the same condition as the other Resinate applications
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License, subject to the condition requested by Commissioner Title.
- Commissioner Doyle moved to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner Title.

v. Resinate, Inc. (#MRN282398), Retailer
- Director Potvin presented the Staff Recommendation for Provisional License.
- Commissioner Title requested the same condition as the other Resinate applications.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License subject to the condition requested by Commissioner Title.

- Commissioner Doyle moved to approve the Provisional License subject to the condition requested by Commissioner Title.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the Provisional License subject to the condition requested by Commissioner Title.

w. Riverrun Gardens, LLC. (#MBN281332), Microbusiness (Cultivation Only)

- Director Potvin presented the Staff Recommendation for Provisional License.
- Commissioner Title noted that this was a good diversity plan, however, it had a goal of only hiring 5% women, which is objectively unreasonable.
    - Proposed condition: revise that goal.
- Commissioner McBride noted that a reference in the security plan to section "(7)(a)" should read section "(9)(a)". Also, both law enforcement and the Commission need to be notified within 10 days of an incident.
    - Proposed condition: update the security plan to reflect the correct provision of the regulations. Clarify the security plan per 500.110(9)(a).
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License subject to the conditions requested by Commissioners Title and McBride.
- Commissioner Title moved to approve the Provisional License subject to the conditions requested by Commissioners Title and McBride.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the Provisional License subject to the conditions requested by commissioners Title and McBride.

x. The Botanist, Inc. (#MRN282160), Retailer

y. The Botanist, Inc. (#MRN282186), Retailer

- Director Potvin presented the Staff Recommendation for Provisional License.
- Commissioner McBride asked questions with respect to how many medical licenses does this company own right now?
    - Enforcement Counsel Payer referred to page 2 of agency memo, which states that the answer is 2 provisional licenses owned by Botanist. Botanist is a whole owned subsidiary of Acreage. The memo lays out the licenses held and current contractual agreements with Acreage. To be clear, the Botanist currently operates one MTC in Worcester. The Botanist also holds 2 provisional licenses for MTC locations in Shrewsbury and Leominster. With respect to the contractual relationships with Acreage, Patient Centric of Martha's Vineyard holds on provisional license for an MTC. Health Circle also has a pending Provisional License for an MTC. In total, with respect to MTC licenses, Acreage, whether through a subsidiary or contractual relationship, is connected with a total of 4 provisional licenses and a single application.
    - Commissioner McBride asked about the nature of the contractual relationships between Acreage and Patient Centric of Martha's Vineyard and Health Circle.

Ultimately, the question is whether there are violations of ownership and control by way of management agreement type contracts.

- Enforcement Counsel Payer stated that enforcement staff issued an inquiry notice to Acreage in July 2019 requesting production of documents for any and all agreements with any applicant or licensee in the Commonwealth. That information was provided by Acreage and they were reviewed by staff, the substance of which is included in the staff memo under Section 3, Investigative Findings. The staff sought to determine if these agreements established relationships of control. Staff looked at the nature of the services to be provided, remuneration being provided, and whether those amounted to 10% or more of net profits of the company with which Acreage has contracted, which is one of the elements of the controlling relationship. Staff also looked at whether these agreements and underlying loans were really one agreement, essentially establishing a controlling relationship. What staff looked for in these contractual arrangements was if the management or consulting services agreement were terminated or defaulted, whether that had an impact on the loan agreement. In some cases, a payment for consulting services was a percentage of sales.
- Commissioner McBride asked whether it was accurate to say that the nature of the relationships between Acreage and its contractual counter parties may establish some rights for Acreage to make controlling decisions with respect to the business of the counter party.
- Enforcement Counsel Payer confirmed that this was accurate and gave the example of Patient Centric of Martha's Vineyard, by which the loan agreement and management services agreement gave Acreage the right to review and approve annual operations budgets. There were also provisions that gave Acreage the right to appoint directors to the Board of Directors for Patient Centric of Marth's Vineyard. For Health Circle, the consulting services agreement required that Health Circle accept consulting services in exchange for capital financing.
- Commissioner McBride asked whether the staff knows whether this is a situation where Acreage would be over its cap by virtue of equity ownership or contractual relationships. There are 4 provisional licenses and 1 application for MTC use that are either owned by or associated by contract with Acreage. Whereas control and ownership are a suitability issue, the Commission needs to determine whether there is a violation of the cap with respect to medical before the Commission can move on the retail applications, because if there is a cap violation, there would be an effect on the retail applications. Commissioner McBride said she would like to hear more from the staff with respect to these relationships and whether there is a cap limit violation, by virtue of control issues, and if there are problems with the ownership and control limits, the Commission would want to give the applicant a chance to describe how they intend to move forward.
- The Chairman noted that the Commission asked the staff to prepare a memorandum of fact, in response to which they prepared a thorough report on facts of Acreage case. The Commission did not, however, ask staff for a

recommendation. The Chairman would like to give the staff a chance to develop a recommendation.

- Commissioner McBride confirmed that she is asking that the two Botanist applications be tabled until staff can develop its recommendation.
- Commissioner Title asked with respect to Patient Centric of Martha's Vineyard, whether Acreage has approval rights with respect to appointing new members to Patient Centric of Martha's Vineyard's Board of Directors?
- Enforcement Counsel Payer confirmed this.
- Commissioner Title also referred to the regulation's provisions deeming ability to appoint 51% or more of an applicant/licensee's Board of Directors as one of the factors in determining control.
- Enforcement Counsel Payer confirmed this.
- Commissioner Title asked whether Acreage's relationship with Patient Centric of Martha's Vineyard was not initially disclosed to the Commission as a controlling relationship.
- Enforcement Counsel stated that that relationship was discovered through the documents produced in response to the inquiry notice issued by the Commission. With respect to the disclosures on the Botanist's application, the contractual relationships between Acreage and other entities were listed but were expressly described as not constituting a controlling relationship.
- Commissioner Title further clarified that the relationships were disclosed as contractual but not controlling relationships.
- Enforcement Counsel Payer confirmed.
- Commissioner Title noted that in previous decisions, applicants amended their agreements prior to applications coming before the Commission, but in this case, the intent to amend the agreements existed, but the amendments had not been made.
- Enforcement Counsel Payer confirmed and explained that in the initial production of documents, Acreage indicated an intent that if certain provisions trigger a control relationship, they would amend their contracts.
- Commissioner Title stated that based on these facts, she is very concerned about a scenario specifically contemplated as a controlling relationship in the Commission's regulations being represented in an application as a non-controlling relationship, which Commissioner Title said is a suitability issue in her opinion for both current and future licenses and noted that were the Commission voting at this meeting, she would not be prepared to vote for its approval. Commissioner Title stated further, with request to considering this application with future action, she would like to consider all the licenses together at that time, if possible, for efficiency and completeness. Commissioner Title also expressed concern that it would not be the correct course of action to approve these licenses today subject to a condition to make the necessary changes, as that is not what conditions are for, in her opinion. Commissioner Title went on to state that the Commission has been clear about its regulations and the intent behind them, and so she is concerned about that request. Finally, Commissioner Title expressed concern

about staff time preparing the report presented at this meeting, which is time that might have been used toward other applications or other work. She asked that any potential agreement that may be proposed in the future consider all of these issues.
    - Commissioner Doyle asked staff to be mindful of due process of all applicants and requested that the staff provide notice to the applicants that their suitability and ownership relationships will be reviewed, given they are in different points in the licensing process. Notice should include what the questions are with respect to this inquiry and notice should describe the process.
- The Chairman asked for a motion to table the consideration of the Botanist's applications and asked what next steps shall be.
- Commissioner McBride moved to table both of the applications for Botanist that were before the Commission, pending determination/opinion by Commission staff with respect to the issue of control and whether there are license cap limits that have been exceeded by the applicant's parent company or any of its affiliates by virtue of agreements as relate to any applications before the Commission.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the motion to table both of the applications for Botanist that were before the Commission, pending determination/opinion by Commission staff with respect to the issue of control and whether there are license cap limits that have been exceeded by the applicant's parent company or any of its affiliates by virtue of agreements as relate to any applications before the Commission.
- Commissioner Flanagan asked about a timeline with respect to taking action on this.
- The Chairman deferred to the Executive Director.
- The Executive Director said that it is not entirely up to staff to complete this work, but it will require engagement with the applicants, so it will depend on how that engagement goes.

z. The Heirloom Collective, Inc. (#MRN283029), Retailer
- Director Potvin presented the Staff Recommendation for Provisional License.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner Doyle moved to approve the Provisional License.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the Provisional License.

aa. Western Front, LLC (#MRN281907), Retailer
- Director Potvin presented the Staff Recommendation for Provisional License.
- The Chairman asked for questions and comments then requested a motion to approve the Provisional License.
- Commissioner Doyle moved to approve the Provisional License.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the Provisional License.

9) Commission Discussion and Votes

a. Diversity Plans and Best Practices

- Commissioner Title noted that when the first state to do something, it is important to stop, evaluate, and reconsider things. This will allow the Commission to have a thoughtful deliberate conversation before the regulatory review to make sure everyone is on the same page.
- The commission has a diversity plan to promote equity.
    - Our current model requires businesses to design their own Diversity Plans.
        - The Commissioner makes sure they have goals and measurements.
- Commissioner Title read through the Diversity Plan requirements at initial application and renewal.
- Commissioner Title went over the numbers.
    - She first caveated that she is not intending to shame anyone or suggest that people don't care. This is a hard goal, but it is a part of the legal requirements of licensure.
    - Looking at the comparison between October 15, 2019 through January 10, 2020, there has been no change.
    - Commissioner Title further stated that this cannot be accounted for by location. There are women everywhere.
    - As some commissioners have pointed out, the number of white employees has actually gone up.
- Commissioner Title went over that the purpose of this discussion to discuss best practices and elements of an effective plan, it is an opportunity to raise questions to be explored in advance of regulatory discussion.
- Commissioner Title made comparison with the tech sector; it can be a heavy lift when it is being implemented after a business/industry has developed.
    - Earlier success on diversity and inclusion means more rewarding and impactful results for the industry statewide.
- Commissioner Title noted that the benefits of diverse and inclusive companies, based on other industries, have:
    - Better financial performance.
    - More innovated.
    - Better-equipped to handle uncertain environments.
    - Reduced turnover.
    - Compliant with state law regulations.
- Commissioner Title went on to say that there are better decision making.
    - Used the example of more diverse juries making better, more objective decision.
- Commissioner Title went on to say it is also about a feeling of belonging for those who might otherwise face barriers to entry into the industry.

- Commissioner Title said that at the Renewal application phase, it seems like these plans are not being implemented to the extent the Commission would like them to be or perhaps there is a fractured understanding.
- Commissioner Title then went over what makes a successful diversity plan.
    - It is not just on paper, and not just led by the CEO or diversity experts.
    - Has buy in across the company, rooted in the culture at every level and found in the organization.
- Commissioner Title then went on to discuss the elements of a diversity plan
    - Set quantitative goals that can be measured.
    - Codify culture through an organizational statement.
    - Commit to implementing and upholding your written policies.
- Even if you have the best plan, you're doing it wrong if there is not someone always providing feedback to continue progressing.
    - There should always be a level of discomfort as part of growing.
- Commissioner Title expressed a concern that a lot of diversity plans include surveys, but those surveys are not necessarily being conducted.
- With respect to programs, the Commission's guidance talks about hiring and interviewing, but there is a lot that can be done after someone is hired.
- Developing a cross functional diversity committee is a great way to be sure that the company is being held accountable.
- There are a lot of great training options including cultural competency.
- Applicants should be able to articulate how you move training into the day to day work of the company.
- Consider externally discussing these policies – it can be part of your branding.
- Celibate successes – for diversity and other things – to help motivate and give a sense of belonging, especially for those who may not be receiving that kind of feedback regularly.
- It is important to have a forum for open conversations.
- Commissioner Title then went over frequently asked questions:
    - What's the difference between a diversity plan and a positive impact plan?
        - Diversity is internal facing.
        - Positive impact plan could be internal or external, but specific to positively impacting communities and areas that were disproportionately impacted by marijuana prohibition.
    - What if we're located in an area that is not racially diverse?
        - Diversity can also include women, veterans and other populations.
    - Why is a typo such a big deal?
        - Specifically, the Commission's guidance discusses various populations, including "people of all gender identities and sexualities." Applicants often copy and past language from the regulations or guidance and assign percentages to each population. The reason it is written that way, is because it was appropriate in the context of the guidance, but in making a plan based on certain goals, then they should make sense and setting a

goal to higher a certain percentage of "all gender identities and sexual orientations" does not make sense.

- What if our pool of applicants isn't diverse?
  - Then applicants can take measures to expand the pool of applicants, which can be a part of diversity plans.
- What if we don't reach our goals?
  - Look back to the regulations which require documentation showing "substantial effort or progress." If you show substantial effort, then you've satisfied this requirement.
    - In particular, if you say you'll measure something, then measure it; if you say you're going to survey employees, then you should survey them.

- Commissioner Flanagan thanked Commissioner Title. There is definitely some confusion between the diversity and the positive impact plan. Also, with respect to the question "what if we don't live in a racially diverse area," the question in response is "what is diversity." Think of people who might not be able to go to college, women, veterans. There are different communities across the that are not racially diverse, but there are other metrics of diversity to ensure compliance with the diversity of the plan.
- Commissioner Flanagan went on to say she is most concerned with the results and outcomes.
- Commissioner Flanagan said that as the Commission moves forward, it needs to consider what "diversity" looks like beyond racial diversity.
- Commissioners Doyle said that she likes the Commission's evidence-based approach to things and work with its Research Department, determining among industry, what the hurdles and difficulties are so the Commission can help them.
- Commissioner Flanagan suggested that this could be a topic for the round table discussions around the Commonwealth.
- Commissioner McBride said she thinks everyone agrees this is important, but beggars can't be choosers. If a licensee has resources, then it should be meeting this goal full on. But the industry needs to stop being siloed and has to be cross functional to accomplishing the diversity goals as an industry, not only on the individual licensee basis.
- The Chairman noted that the next steps after the applicant listening session, the Commission would do round table discussions and this topic should be one of those discussed at those events.

b. Election of Commission Secretary and Commission Treasurer

- The Chairman gave an overview of the requirements of the Commission to appoint a Secretary of Treasurer.
- Commissioner Doyle moved to appoint Commissioner Title as Secretary of the Commission.
- Commissioner Flanagan seconded the motion.

- The Commission unanimously approved Commissioner Title as Secretary of the Commission.

- Commissioner Flanagan moved to appoint Commissioner Doyle as Treasurer of the Commission.
- Commissioner McBride seconded the motion.
- The Commission unanimously voted to approve Commissioner Doyle as Treasurer of the Commission.

c. Research Report: Market Data & Industry Participation
- Doctor Johnson presented a Bassline Review and Assessment of the Adult-use Massachusetts Cannabis Industry.
- The Chairman said that he is proud of the Commission's open data approach and that he did not know Massachusetts is the only state to do that.
- Commissioner Doyle asked a question about terminology, with respect to provisional consideration.
    - The Executive Director stated that this was the equivalent of a Provisionally Approved application, i.e. they had not paid their fees yet.
- Commissioner Title asked about 25% of agents living in an ADI. If a person lives in a non-ADI-census track part of that city that is being counted toward the 25%
    - Dr. Johnson said that was a limit on the data. They could not break it out based on census track, so there may be some over estimation.
- The Chairman noted that the average price per unit by month fluctuates and asked if Dr. Johnson had a sense of why that was.
    - Dr. Johnson said she was not sure but is willing to bet price and types of products available is at play in that fluctuation.
- The Chairman asked a question about pricing within the illicit market and "premium" pricing and whether some of the literature indicate what the specific premium price point at which folks move back to the illicit market.
    - Dr. Johnson said the data is still too new to answer that accurately, but the literature does show that price and she would follow up with the Chairman, but generally speaking, people who are daily users and youth are more likely to go to the illicit market.
- Commissioner McBride noted that consumers tend to gravitate toward higher potency products. Commissioner McBride acknowledged that linkage between data from lab reports to products is not yet available but asked whether that something the Commission will eventually be able to measure.
    - Dr. Johnson explained that she and the Chief Technology officer, Dr. McKenna, already had a meeting with Socrata about how to make that data available and assessable.

10) New Business that the Chairman did not anticipate at time of posting

- Commissioner Doyle announced an information webpage with respect to municipal zoning decisions and the parameters set forth in regulations with respect to delivery and social consumption.

11) Next Meeting Date

- The Chairman announced that the next meeting would take place on March 5, 2020 at 10a in the Commissions headquarters.
- Commissioner Flanagan moved to adjourn the meeting.
- Commissioner Doyle seconded the motion.
- Commission unanimously voted to adjourn the meeting.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CANNABIS CONTROL COMMISSION

March 5, 2020
10:00AM

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

PUBLIC MEETING MINUTES

Documents:

- Application materials for the following applications:
  - Green Meadows Farm, LLC, Vertically Integrated Marijuana Treatment Center
  - Green Meadows Farm, LLC, Vertically Integrated Marijuana Treatment Center
  - Commcan, Inc. (#MPR243503), Product Manufacturer
  - Commcan, Inc. (#MCR139870), Cultivation
  - Canna Provisions Inc (#MRR205565), Retailer
  - Canna Provisions Inc (#MRR205567), Retailer
  - Bodelle's Edibles, LLC (#MBR169264)
  - Healthy Pharms, Inc. (#MRR205562), Retailer
  - Healthy Pharms, Inc. (#MCR139864), Cultivation
  - Healthy Pharms, Inc. (#MPR243510), Product Manufacturer
  - Slang, Inc. (#MRR205561), Retailer
  - Cape Cod Grow Lab, LLC (#MCR139863), Cultivation
  - Cape Cod Grow Lab, LLC (#MPR243513), Product Manufacturer
  - Green Biz LLC (#MRR205563), Retailer
  - Vitasphere, Inc., Vertically Integrated Marijuana Treatment Center
  - Herbology Group, Inc, Vertically Integrated Marijuana Treatment Center
  - Heal, Inc, Vertically Integrated Marijuana Treatment Center
  - Mass Alternative Care, Inc, Vertically Integrated Marijuana Treatment Center
  - Atlantic Medicinal Partners, Inc, Vertically Integrated Marijuana Treatment Center
  - 1Connection Corp, Vertically Integrated Marijuana Treatment Center
  - Wellness Connection of MA, Inc, Vertically Integrated Marijuana Treatment Center
  - ProVerde Laboratories Inc, Independent Medical Testing Laboratory
  - 1620 Labs, LLC (#MC281370), Cultivation, Tier 1 / Indoor

- Berkshire Welco LLC (#MC281317), Cultivation, Tier 5 / Indoor
- Berkshire Welco LLC (#MP281505), Product Manufacturer
- Berkshire Welco LLC (#MR281967), Retailer
- Nature's Remedy of Massachusetts, Inc. (#MR282118), Retailer
- Ipswich Pharmaceutical Associates, Inc. (#RMD1306), Vertically Integrated Marijuana Treatment Center
- Liberty Compassion, Inc. (#RMD1465), Vertically Integrated Marijuana Treatment Center
- Middlesex Integrative Medicine, Inc. (#RMD1025), Vertically Integrated Marijuana Treatment Center
- NS AJO Holdings, Inc. (#RMD1425), Vertically Integrated Marijuana Treatment Center
- Caregiver-Patient Connection (#MPN281301), Product Manufacturer
- Core Empowerment, LLC (#MRN281865), Retailer
- EMB Natural Ventures, LLC (#MCN281466), Cultivation, Tier 3 / Indoor
- EOS-Bittersweet, LLC (#MCN281338), Cultivation, Tier 10 / Outdoor
- Freshly Baked Company (#MBN281402), Microbusiness (Cultivation and Product Manufacturing Operations)
- Frozen 4 Corporation (#MPN281759), Product Manufacturer
- Full Harvest Moonz, Inc. (#MRN282474), Retailer
- Garden Wonders, Inc. (#MRN281970), Retailer
- Green Line Boston, Inc. (#MCN281336), Cultivation, Tier 4 / Indoor
- Green Line Boston, Inc. (#MPN281327), Product Manufacturer
- Harmony of MA, Inc. (#MRN282668), Retailer
- Havn Extracts, LLC (#MPN281627), Product Manufacturer
- Keystone Bluff, LLC (#MBN281450), Microbusiness (Cultivation and Product Manufacturing Operations)
- Lazy River Products, LLC (#MCN282085), Cultivation, Tier 3 / Indoor
- Lazy River Products, LLC (#MPN281644), Product Manufacturer
- Lazy River Products, LLC (#MRN282562), Retailer
- Legal Greens, LLC (#MRN282937), Retailer
- Magic Dragon, LLC (#MBN281346), Microbusiness (Cultivation and Product Manufacturing Operations)
- NS AJO Holdings, Inc. (#MCN281884), Cultivation, Tier 2 / Indoor
- NS AJO Holdings, Inc. (#MPN281564), Product Manufacturer
- NS AJO Holdings, Inc. (#MRN282236), Retailer
- Pure Industries, Inc. (#MCN281411), Cultivation, Tier 2 / Indoor
- RC Cultivation, LLC (#MCN281683), Cultivation, Tier 11 / Indoor
- RC Cultivation, LLC (#MPN281646), Product Manufacturer
- Royalston Farm, LLC (#MCN282065), Cultivation, Tier 3 / Indoor
- Royalston Farm, LLC (#MPN281633), Product Manufacturer
- Tempest, Inc. (#MRN282541), Retailer
- Tree Beard, Inc. (#MCN281961), Cultivation, Tier 1 / Indoor
- Tree Beard, Inc. (#MPN281590), Product Manufacturer
- Tree Beard, Inc. (#MRN282358), Retailer
- Tree Beard, Inc. (#MXN281359), Transporter with Other ME License

    - United Cultivation, LLC (#MCN282106), Cultivation, Tier 4 / Indoor
    - United Cultivation, LLC (#MPN281666), Product Manufacturer
    - United Cultivation, LLC (#MRN282633), Retailer
- Responsible Vendor Training
    - Memorandum regarding RVT Waiver Process
    - Executive Summary for Approval
    - Checklists regarding RVT Waiver Criteria
- City of Cambridge Litigation

In Attendance:
Chairman Steven Hoffman
Commissioner Kay Doyle
Commissioner Jennifer Flanagan
Commissioner Britte McBride
Commissioner Shaleen Title

Minutes:

1) Call to Order
    - The Chairman recognized the quorum and called the meeting to order.
    - The Chairman gave notice that the meeting is being recorded.

2) Chairman's Comments & Updates
    - The Chairman gave an overview of the agenda and anticipated timing of the meeting.

3) Executive Director's Report
    - The Executive Director introduced new staff.
    - The Executive Director said that the Commission is continuing to interview and fill additional rolls and mentioned a new position posted for a digital marketing director.
    - The Executive Director gave his standard report presenting an overview of licensing based on statistics from the licensing portal:
        - The Executive Director went over the 418 licenses pending by type:
            - Largest number (169) of which are for Marijuana Retailer.
            - Second largest (123) of which are for Cultivator.
            - Third largest (94) of which are for Product Manufacturer.
        - The Executive Director next gave an overview of licensing applications by where they are in the process:
            - 418 pending (all 4 packets submitted).
            - 464 withdrawn.
            - 3,931 incomplete applications (less than 4 packets submitted).
            - 4 denied.

        - 309 Approved.
            - Approved licenses issued by type:
                - Largest number (127) of which are Marijuana Retailer.
                - Second largest (98) of which are Cultivator.
                - Third largest (72) of which are Product Manufacturer.
    - The Executive Director gave an overview of applications having been considered:
        - 34 Provisionally Approved (have not paid fees).
        - 159 Provisional License (fees paid).
        - 21 Final License.
        - 95 Commence Operations.
    - The Executive Director gave an overview of application status relative to priority/expedited status:
        - 233 applications indicating RMD Priority Status
        - 29 Economic Empowerment priority.
        - 78 expedited review applications:
            - 17 based on license type.
            - 14 from Social Equity Program
            - 38 as a Disadvantaged Business Enterprise (DBE).
                - 9 that satisfy two or more DBE categories.
        - 391 General applicants.
    - The Executive Director gave an overview of DBE status for licenses having been approved:
        - 9 Women-owned businesses.
        - 5 Veteran-owned businesses.
        - 8 Minority-owned businesses.
        - 4 LGBTQIA+ owned businesses.
        - 0 disability-owned businesses.
        - 11 satisfying two or more DBE categories.
        - 272 do not identify as a DBE.
    - The Executive Director went over DBE status for completed license applications:
        - 29 women-owned businesses.
        - 8 veteran-owned businesses.
        - 45 minority owned businesses.
        - 6 LGBTQIA+ owned businesses.
        - 1 disability-owned business.
        - 42 satisfying two or more DBE categories.
        - 600 do not identify as a DBE.
    - The executive director summarized the status of the Commission's workflow of 731 total applications:
        - 94 submitted and awaiting review.
        - 222 reviewed and more information requested.
        - 68 deemed complete and awaiting third party response.
        - 34 all information received and awaiting staff recommendation.
        - 313 applications considered by the Commission to date.

- The Executive Director gave an overview of applications by county:
  - Largest number (64) coming from Worcester County.
- The executive director went over retailers by county
  - Largest number (21) in Worcester County.
- The Executive Director next gave an overview of license types by where the application is in the application process.
- The Executive Director discussed adult-use agent registrations:
  - 225 total pending applications.
    - 211 marijuana establishment agents
    - 14 independent testing laboratory agents
    - Of total pending registration applications:
      - 97 not yet reviewed.
      - 116 are awaiting additional information requested by staff.
      - 12 awaiting third party responses.

- The Executive Director next gave an overview of the Medical Marijuana Program, noting that this application is now in the portal, therefore the information in this slide will likely be presented more like the adult-use information.
  - 160 total Marijuana Treatment Center (MTC) license applications and 163 total MTC licenses.
  - 8,789 MTC agent registration applications, 5,479 of which are active registrations.
  - Total of 67,742 Certified Patients, with 62,459 total active patients.
  - Total 6,238 active caregivers.
  - 263 Registered Certifying Physicians.
  - 75 Registered Certifying Nurse Practitioners.
  - 41,284 ounces of marijuana sold.
- The Executive Director noted that due to automation of the patient approval process, most of the back log has been processed.

a. Applicant Forum Follow Up
- Executive Director highlighted a Frequently Asked Question (FAQ) document circulated to the Commissioners, which gives an overview of the comments provided at the listening session and breaks them down into similar question groupings.
- The Commission is taking steps to make changes based on the comments received at the applicant forum.
  - The Executive Director gave the example of the new process rolled out on the Friday prior to this meeting that would allow the portal to auto populate certain fields, which should help streamline the application process for applicants.
- The FAQ document is being presented for feedback from the Commission, which staff hopes to share publicly within several days following the meeting.
- The Executive Director also presented an FAQ document with respect to the Social Equity Program, as a follow up to Director Scott's presentation at the February meeting.
- Commissioner Flanagan thanked the staff for putting together the questions and information from the listening sessions, noting that the Commission is now three years old, and a lot has changed

since it started, and while there is frustration, there is a learning curve and procedure that the Commission has to follow. Commissioner Flanagan noted that the FAQs will help inform the public with respect to what to expect, especially with respect to the fact that the staff will reopen applications for additional information, rather than a straight denial as in other states, which can lengthen the application process but still result in licensure.

- The Chairman also thanked the staff and asked for the plan of dissemination of the FAQs.
- The Executive director said the document needs to be finalized and then it will be published and shared throughs social media.
- The Executive Director mentioned that there were two things that came out of the applicant forum that will be discussed as part of the roundtable discussion.
    - The Commission is implementing the system of a single application rather than four packets. It should be rolled out over the next few weeks. There are some things to work out. There are aspects of the application that are manually handled by the licensing team, so the process needs to accommodate it. Staff is actively working through that now.
- The Executive Director expressed appreciation for the feedback from the applicant forum and the Commission's willingness to participate.
- The Chairman thanked staff and technology team for rolling out these enhancements to the application process.

4) Staff Recommendations on Changes of Ownership

a. Green Meadows Farm, LLC, Vertically Integrated Marijuana Treatment Center

- Director Potvin presented the Staff Recommendation for the Change of Ownership.
- The Chairman asked for questions and comments then asked for a motion to approve the Change of Ownership.
- Commissioner Flanagan moved to approve the Change of Ownership
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the Change of Ownership.

5) Staff Recommendations on Changes of Location

a. Green Meadows Farm, LLC, Vertically Integrated Marijuana Treatment Center

- Director Potvin presented the Staff Recommendation for the Change of Location.
- The Chairman asked for questions and comments then asked for a motion to approve the Change of Location.
- Commissioner Flanagan moved to approve the Change of Location.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the Change of Location.

6) Staff Recommendations on Renewals

- The Chairman reiterated that Renewals are considered as a roster, unless a Commissioner requests individual consideration of a specific application. There will be three sub-rosters including (i) those for which Commissioners Flanagan and Title will request conditions, (ii) those for which Commissioner Doyle is requesting a condition specific to MTCs commencing operations, and (iii) the remainder.

a. Commcan, Inc. (#MPR243503), Product Manufacturer
b. Commcan, Inc. (#MCR139870), Cultivation

- Commissioner Flanagan said, with respect to goal number three of the positive impact plan, the recipient organization of charitable funds said to come back after the licensee is more established. Commissioner Flanagan is unsure why, if the licensee is writing a check, they have to wait to be more established.
    - Proposed condition: provide additional information with respect to the portion of their impact plan by which they will donate money.
- The Chairman asked for questions and comments then asked for a motion to approve both of the Renewals for Commcan, Inc., subject to the condition requested by Commissioner Flanagan.
- Commissioner Doyle moved to approve the Renewal subject to the condition requested by Commissioner Flanagan.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the Renewal subject to the condition requested by Commissioner Flanagan.

c. Canna Provisions Inc (#MRR205565), Retailer
d. Canna Provisions Inc (#MRR205567), Retailer

e. Bodelle's Edibles, LLC (#MBR169264)

- Commissioner Flanagan noted that there was some confusion in their positive impact plan with respect to outreach, reading in one place they had done outreach and in another they had not.
    - Proposed condition: clarify the extent to which the organization has done the outreach described in their positive impact plan.
- The Chairman asked for questions and comments then asked for a motion to approve the Renewal, subject to the condition requested by Commissioner Flanagan.
- Commissioner Doyle moved to approve the Renewal, subject to the condition requested by Commissioner Flanagan.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the Renewal subject to the condition requested by Commissioner Flanagan.

f. Healthy Pharms, Inc. (#MRR205562), Retailer
g. Healthy Pharms, Inc. (#MCR139864), Cultivation
h. Healthy Pharms, Inc. (#MPR243510), Product Manufacturer

i. Slang, Inc. (#MRR205561), Retailer

- Commissioner Flanagan noted that this licensee's application said it would purchase goods and services in Pittsfield, but Commissioner Flanagan said she would like more specificity.
    - Proposed condition: update status regarding the purchase of goods and services in Pittsfield.
- Commissioner Title first noted how this was her only condition for a renewal, and she acknowledged the work of the licensing team that went into making sure that was the case. She then noted that this licensee's diversity plan update did not have any accountability measures in the update, such as hiring a diversity officer and assessment data.
    - Proposed condition: provide an update with respect to those accountability measures.
- The Chairman asked for questions and comments then asked for a motion to approve the Renewal subject to the conditions requested by Commissioners Flanagan and Title.
- Commissioner Doyle moved to approve the Renewal, subject to the conditions requested by Commissioners Flanagan and Title.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the Renewal subject to the conditions requested by Commissioners Flanagan and Title.

j. Cape Cod Grow Lab, LLC (#MCR139863), Cultivation
k. Cape Cod Grow Lab, LLC (#MPR243513), Product Manufacturer
l. Green Biz LLC (#MRR205563), Retailer
m. Vitasphere, Inc., Vertically Integrated Marijuana Treatment Center
n. Vitasphere, Inc., Vertically
o. Herbology Group, Inc, Vertically Integrated Marijuana Treatment Center
p. Heal, Inc, Vertically Integrated Marijuana Treatment Center
q. Mass Alternative Care, Inc, Vertically Integrated Marijuana Treatment Center
r. Atlantic Medicinal Partners, Inc, Vertically Integrated Marijuana Treatment Center
s. 1Connection Corp, Vertically Integrated Marijuana Treatment Center
t. Wellness Connection of MA, Inc, Vertically Integrated Marijuana Treatment Center
u. ProVerde Laboratories Inc, Independent Medical Testing Laboratory

Those for which Commissioner Doyle requested a condition specific to MTCs:

- Commissioner Doyle requested a blanket condition for MTCs.
    - Proposed condition: Provide an update to the timeline for commencing operations for the MTCs co-located with the licenses being considered as part of this renewal roster.
- The Chairman asked for questions and comments then asked for a motion to approve the Renewal, subject to the condition requested by Commissioner Doyle.
- Commissioner Doyle moved to approve the Renewal, subject to the condition requested by Commissioner Doyle.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the roster of Renewal, subject to the condition requested by Commissioner Doyle.

Remaining Roster

- The Chairman asked for questions and comments then asked for a motion to approve the remaining roster of Renewals.
- Commissioner Doyle moved to approve the remaining roster of Renewals.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the remaining roster of Renewals.

7) Staff Recommendations on Final Licenses
   - The Chairman reiterated the Commission's practice of considering final licenses as a roster, unless a Commissioner specifically requested individual consideration and there would be two rosters: (i) those for which Commissioner Title would be abstaining and for which there were no additional conditions, (ii) the license for which Commissioner Doyle requested a condition, and (iii) the remainder of the licenses.

a. 1620 Labs, LLC (#MC281370), Cultivation, Tier 1 / Indoor
b. Berkshire Welco LLC (#MC281317), Cultivation, Tier 5 / Indoor
   - Commissioner Doyle noted that as part of its site plan, this licensee had plans for outdoor cultivation for future use, so this condition is a clarification to ensure clarity with respect to parameters of the final license being granted.
     - Proposed condition: this is a license for indoor cultivation only, and any outdoor cultivation would require a separate license.
   - The Chairman asked for questions and additional comments then asked for a motion to approve the final license, subject to the condition requested by Commissioner Doyle.
   - Commissioner McBride moved to approve the final license, subject to the condition requested by Commissioner Doyle.
   - Commissioner Doyle seconded the motion.
   - The Commission approved the final license, subject to the condition requested by Commissioner Doyle, by a vote of four in favor (Doyle, Flanagan, Hoffman, McBride) with one abstention (Title).

c. Berkshire Welco LLC (#MP281505), Product Manufacturer
d. Berkshire Welco LLC (#MR281967), Retailer
e. Nature's Remedy of Massachusetts, Inc. (#MR282118), Retailer
f. Ipswich Pharmaceutical Associates, Inc. (#RMD1306), Vertically Integrated Marijuana Treatment Center
   - Commissioner Title registered her concern about the use of the word Pharmeceuticals in the name of this entity.

g. Liberty Compassion, Inc. (#RMD1465), Vertically Integrated Marijuana Treatment Center
h. Middlesex Integrative Medicine, Inc. (#RMD1025), Vertically Integrated Marijuana Treatment Center
i. NS AJO Holdings, Inc. (#RMD1425), Vertically Integrated Marijuana Treatment Center

Those for which Commissioner Title would abstain and for which there was no additional conditions:

- The Chairman asked for questions and comments then asked for a motion to approve the first roster of final licenses.
- Commissioner Doyle moved to approve the first roster of final licenses.
- Commissioner McBride seconded the motion.
- The Commission approved the first roster of final licenses by y a vote of four in favor (Doyle, Flanagan, Hoffman, McBride) with one abstention (Title).

Remaining roster:

- The Chairman asked for questions and comments then asked for a motion to approve the remaining roster of final licenses.
- Commissioner Doyle moved to approve the remaining roster of final licenses.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the remaining roster of final licenses.

8) Staff Recommendations on Provisional Licenses

a. Caregiver-Patient Connection (#MPN281301), Product Manufacturer
- Director Potvin presented the Staff Recommendation for the provisional license.
- Commissioner Flanagan noted that this applicant is located in Barre, MA, and the positive impact plan states it will hire people from Fitchburg. The distance between the location and Fitchburg creates questions of transportation for those employees.
    - Proposed condition: provide the Commission with more information about Fitchburg residents who will work at this business.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Flanagan moved to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Flanagan.

b. Core Empowerment, LLC (#MRN281865), Retailer
- The Chairman noted that this is an economic empowerment application.
- Director Potvin presented the Staff Recommendation for provisional license.

- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Title moved to approve the provisional license.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license

c. EMB Natural Ventures, LLC (#MCN281466), Cultivation, Tier 3 / Indoor
   - Director Potvin presented the Staff Recommendation for provisional license.
   - The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
   - Commissioner Doyle moved to approve the provisional license.
   - Commissioner Flanagan seconded the motion.
   - The Commission unanimously approved the provisional license.

d. EOS-Bittersweet, LLC (#MCN281338), Cultivation, Tier 10 / Outdoor
   - The Chairman noted that this was an expedited review for both the license type and DBE status.
   - Director Potvin presented the Staff Recommendation for provisional license.
   - Commissioner Flanagan noted that the applicant's positive impact plan with respect to section 1.1 and 1.2 is vague with regard to (1) networking in the community by advertising in periodicals, emailing local groups, to reach the target audience and (2) networking with local business leaders to develop cooperation and partnerships.
     - Proposed condition: provide the Commission with more information and detail with respect to these provisions.
   - Commissioner Title noted that in the diversity plan's first three goals, a list of groups was included and the goal of hiring one person from those groups, promoting a person from those groups and aiming to have 10% of employees be from those groups. As a tier ten cultivation, adding only one person from those groups and only 10%, when that includes women, is objectively unreasonable.
     - Proposed condition: revise the diversity plan goals to be objectively reasonable.
   - The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the conditions requested by Commissioners Flanagan and Title.
   - Commissioner Flanagan moved to approve the provisional license, subject to the conditions requested by Commissioners Flanagan and Title.
   - Commissioner McBride seconded the motion.
   - The Commission unanimously approved the provisional license, subject to the conditions requested by Commissioner Flanagan and Title.

e. Freshly Baked Company (#MBN281402), Microbusiness (Cultivation and Product Manufacturing Operations)
   - Director Potvin presented the Staff Recommendation for provisional license.
   - Commissioner McBride commended this applicant for its security plan, which is among the most thoughtful the Commission has reviewed.

- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Doyle moved to approve the provisional license.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license.

f. Frozen 4 Corporation (#MPN281759), Product Manufacturer
- The Chairman noted that this is an Economic Empowerment applicant.
- Director Potvin presented the Staff Recommendation for provisional license.
- Commissioner Flanagan noted that a donation to C3RN, but it is unclear how that will have an impact on the target community.
    - Proposed condition: provide the Commission with more information on the impact the donation to C3RN will have on targeted communities.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Flanagan moved to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Flanagan.

g. Full Harvest Moonz, Inc. (#MRN282474), Retailer
- Director Potvin presented the Staff Recommendation for provisional license.
- Commissioner Flanagan noted that the in the positive impact plan, the applicant plans to write a check "for an additional $3,000" if it does not meet its goals. Commissioner Flanagan restated her view that it is not acceptable to just write a check instead of meeting the goals stated in the positive impact plan. It is ok to do both but writing a check should not be an easy way out of having a true impact on the community.
    - Proposed condition: rewrite the section that states if the applicant does not meet its positive impact plan goals and clarify the initial amount being donated to which "an additional $3,000" is proposed to be added.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Doyle moved to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Flanagan.

h. Garden Wonders, Inc. (#MRN281970), Retailer
- Director Potvin presented the Staff Recommendation for provisional license.

- Commissioner Title stated that the diversity plan states a goal to have a hiring goal of 10% women, which is objectively unreasonable.
    - Proposed condition: revise the goal of 10% of its employees being women.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Title.
- Commissioner Doyle moved to approve the provisional license subject to the condition requested by Commissioner Title.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Title.

i. Green Line Boston, Inc. (#MCN281336), Cultivation, Tier 4 / Indoor

- Director Potvin presented the Staff Recommendation for both Green Line Boston, Inc. provisional licenses, subject to separate votes.
- Commissioner Flanagan noted that in the applicant's positive impact plan, with respect to the records sealing clinic, it is unclear what they mean by "focusing on local talent and those disproportionately harmed." Commissioner Flanagan also noted that the letter from the organization No Books No Ball does not state whether they will accept the money intended to be donated.
    - Proposed condition: clarify (i) the populations intended by "local talent and those disproportionately harmed" and (ii) whether No Books No Ball will accept a donation.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Doyle moved to approve the provisional licenses subject to the condition requested by Flanagan.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license subject to the condition requested by Commissioner Flanagan.

j. Green Line Boston, Inc. (#MPN281327), Product Manufacturer

- Commissioner McBride expressed appreciation with respect to the detailed cost list of products but had questions about shapes and packaging.
    - Proposed condition: provide images of the product itself, in particular gummies and chew rings and provide information about whether they will be individually wrapped and if not, how will they be packaged and sold, in order to ensure they are not confused with a non-infused product.
- Commissioner Flanagan noted that in the applicant's positive impact plan, with respect to the records sealing clinic, it is unclear what they mean by "focusing on local talent and those disproportionately harmed." Commissioner Flanagan also noted that the letter from the organization No Books No Ball does not state whether they will accept the money intended to be donated.

    - Proposed condition: Clarify (i) the populations intended by "local talent and those disproportionately harmed" and (ii) whether No Books No Ball will accept a donation.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the conditions requested by Commissioners McBride and Flanagan.
- Commissioner Doyle moved to approve the provisional license, subject to the conditions requested by Commissioners McBride and Flanagan.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license, subject to the conditions requested by Commissioners Flanagan and McBride.

k. Harmony of MA, Inc. (#MRN282668), Retailer
- Director Potvin presented the Staff Recommendation for provisional license.
- Commissioner Flanagan noted that the positive impact plan created some confusion, in that it said it would hire from 5 specified cohorts but also stated that it would hire through Friendly House. Commissioner Flanagan also noted that it is unclear whether the applicant plans to have its folks volunteer, or it is planning to write a check.
    - Proposed condition: clarify (i) how they plan to advertise and hire under their positive impact plan and (ii) whether they plan to volunteer or write a check to the organization.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Doyle moved to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Flanagan.

l. Havn Extracts, LLC (#MPN281627), Product Manufacturer
- Director Potvin presented the Staff Recommendation for provisional license.
- Commissioner McBride wanted to recognize that this applicant's diversion plan was above and beyond.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Doyle moved to approve the provisional license.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the provisional license.

m. Keystone Bluff, LLC (#MBN281450), Microbusiness (Cultivation and Product Manufacturing Operations)
- Director Potvin presented the Staff Recommendation for provisional license.
- Commissioner Flanagan noted that the applicant included their goal to obtain Social Justice Leader status as a part of its positive impact plan. Commissioner Flanagan said she commends that goal, but it should not be a part of the positive impact plan. Commissioner Flanagan also

noted that it is unclear how the donations planned are going to impact the Areas of Disproportionate Impact intended.
    - Proposed condition: revise or remove the goal of attaining Social Justice Leader status from the positive impact plan and provide the commission with more detail about exactly how donations will result in a positive impact to the intended communities.
- Commissioner Title said that she wanted to recognize this applicant for an exceptional positive impact plan and diversity plan.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Flanagan moved to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Flanagan.

n. Lazy River Products, LLC (#MCN282085), Cultivation, Tier 3 / Indoor
- Director Potvin presented the Staff Recommendation for the three provisional licenses for Lazy River Products, subject to separate votes.
- Commissioner Flanagan noted that the positive impact plan includes holding job fairs at community colleges and tech schools, which raises questions about ensuring the target audience is over 21 years of age. Commissioner Flanagan also noted that with respect sponsorship opportunities, it mentions a golf tournament and wine tasting, but it is important to be aware of the target audience for any of these events it is sponsoring. Finally, Commissioner Flanagan commended the applicant for allowing its employees a say in where money is donated, but if funds are donated to any organization other than the Merrimack Valley Foodbank, the Commission would need to see a letter from that organization stating it would accept the money.
    - Proposed condition: (i) provide information with respect to ensuring an age appropriate target audience for (a) job fairs held at technical schools and community colleges and (b) sponsorship of events and (ii) provide the commission with a letter from any target organization that it will accept charitable funds from the applicant.
- Commissioner Title noted that the diversity plan reads that the applicant set a goal of having 20% of its staff comprised of minorities, women, veterans, and members of the LGBTQ+ community, which is objectively unreasonable given women make up 50% of the population.
    - Proposed condition: revise this goal to be objectively reasonable.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the conditions requested by Commissioners Flanagan and Title.
- Commissioner Doyle moved to approve the provisional license, subject to the conditions requested by Commissioners Flanagan and Title.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the provisional license, subject to the conditions requested by Commissioners Flanagan and Title.

o. Lazy River Products, LLC (#MPN281644), Product Manufacturer
- Commissioner McBride noted that this applicant has products such as fruit rings and it does not state whether they will be in individually wrapped or sold in multiple servings.
    - Proposed condition: provide the Commission with images of gummies and indicate whether these gummies will be sold in multiple serving packages.
- Commissioner Flanagan noted that the positive impact plan includes holding job fairs at community colleges and tech schools, which raises questions about ensuring the target audience is over 21 years of age. Commissioner Flanagan also noted that with respect sponsorship opportunities, it mentions a golf tournament and wine tasting, but it is important to be aware of the target audience for any of these events it is sponsoring. Finally, Commissioner Flanagan commended the applicant for allowing its employees a say in where money is donated, but if funds are donated to any organization other than the Merrimack Valley Foodbank, the Commission would need to see a letter from that organization stating it would accept the money.
    - Proposed condition: (i) provide information with respect to ensuring an age appropriate target audience for (a) job fairs held at technical schools and community colleges and (b) sponsorship of charitable events and (ii) provide the commission with a letter from any target organization that it will accept charitable funds from the applicant.
- Commissioner Title noted that the diversity plan reads that the applicant set a goal of having 20% of its staff comprised of minorities, women, veterans, and members of the LGBTQ community, which is objectively unreasonable given women make up 50% of the population.
    - Proposed condition: revise this goal to be objectively reasonable.
- The Chairman asked for additional questions and comments then asked for a motion to approve the provisional license subject to the conditions requested by Commissioners Flanagan, McBride, and Title.
- Commissioner Flanagan moved to approve the provisional license, subject to the conditions requested by Commissioners Flanagan, McBride, and Title.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license, subject to the conditions requested by Commissioners Flanagan, McBride, and Title.

p. Lazy River Products, LLC (#MRN282562), Retailer
- Director Potvin presented the Staff Recommendation for the applicants three provisional licenses.
- Commissioner Flanagan noted that the positive impact plan includes holding job fairs at community colleges and tech schools, which raises questions about ensuring the target audience is over 21 years of age. Commissioner Flanagan also noted that with respect sponsorship opportunities, it mentions a golf tournament and wine tasting, but it is important to be aware of the target audience for any of these events it is sponsoring. Finally, Commissioner Flanagan commended the applicant for allowing its employees a say in where money is donated, but if funds are donated to any organization other than the Merrimack Valley Foodbank, the Commission would need to see a letter from that organization stating it would accept the money.
    - Proposed condition: (i) provide information with respect to ensuring an age appropriate target audience for (a) job fairs held at technical schools and community colleges and (b)

sponsorship of charitable events and (ii) provide the commission with a letter from any target organization that it will accept charitable funds from the applicant.

- Commissioner Title noted that the diversity plan reads that the applicant set a goal of having 20% of its staff comprised of minorities, women, veterans, and members of the LGBTQ community, which is objectively unreasonable given women make up 50% of the population.
    - Proposed condition: revise this goal to be objectively reasonable.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the conditions requested by Commissioners Flanagan Title.
- Commissioner Doyle moved to approve the provisional license, subject to the conditions requested by Commissioners Flanagan and Title.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the provisional license, subject to the conditions requested by Commissioners Flanagan and Title.

q. Legal Greens, LLC (#MRN282937), Retailer
- The Chairman noted that this was an Economic Empowerment applicant.
- Director Potvin presented the Staff Recommendation for the provisional licenses.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Title moved to approve the provisional license.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the provisional license.

r. Magic Dragon, LLC (#MBN281346), Microbusiness (Cultivation and Product Manufacturing Operations)
- The Chairman noted that this was an expedited review applicant.
- Director Potvin presented the Staff Recommendation for the applicants three provisional licenses, subject to separate votes.
- Commissioner Flanagan expressed her serious concern with respect to the name of this entity, given the advertising regulations. The question is primarily how this entity can advertise when its name is from a children's book, and therefore would violate the prohibition against appealing to those under 21 years of age. Commissioner Flanagan said she hopes the staff will have a serious discussion about this with the applicant but would ultimately leave it to staff to determine how to proceed.
- Commissioner McBride echoed Commissioner Flanagan's concern, noting that these are close calls to make, but Puff the Magic Dragon is a book on her children's bookshelf. Commissioner McBride gave a general notice to the industry that the names of entities, and what it may imply or who it may appeal to, are concerns of the Commission.
    - Proposed condition: staff should have a conversation with this applicant about their name and how it can be used in advertising without violation of advertising restrictions in the regulations.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested Commissioner Flanagan.

- Commissioner Doyle moved to approve the provisional license, subject to the condition requested by Commissioner Flanagan.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Flanagan.

s. NS AJO Holdings, Inc. (#MCN281884), Cultivation, Tier 2 / Indoor
- The Chairman noted that this was an MTC priority applicant.
- Director Potvin presented the Staff Recommendation for all three provisional licenses of NS AJO Holdings, subject to separate votes.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Flanagan moved to approve the provisional license.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license.

t. NS AJO Holdings, Inc. (#MPN281564), Product Manufacturer
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Doyle moved to approve the provisional license.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the provisional license.

u. NS AJO Holdings, Inc. (#MRN282236), Retailer
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Doyle moved to approve the provisional license.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the provisional license.

v. Pure Industries, Inc. (#MCN281411), Cultivation, Tier 2 / Indoor
- Director Potvin presented the Staff Recommendation for the provisional license.
- Commissioner Title noted that the applicant's diversity plan reads that it will make best efforts to ensure 15% of its staff are women and/or minorities. That goal is objectively unreasonable, given women make up 50% of the population.
    - Proposed condition: revise the goals in diversity plan to be objectively reasonable.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Title.
- Commissioner Flanagan moved to approve the provisional license, subject to the condition requested by Commissioner Title.
- Commissioner McBride seconded the motion.

- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Title.

w. RC Cultivation, LLC (#MCN281683), Cultivation, Tier 11 / Indoor
- Director Potvin presented the Staff Recommendation for both provisional licenses of RC Cultivation, subject to separate votes.
- Commissioner Title noted that the applicant's diversity plan has a goal of hiring at least 6% women, which is objectively unreasonable given women make up 50% of the population.
    - Proposed condition: revise diversity plan goal to be objectively reasonable.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Title.
- Commissioner Flanagan moved to approve the provisional license, subject to the condition requested by Commissioner Title.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Title.

x. RC Cultivation, LLC (#MPN281646), Product Manufacturer
- Commissioner Title noted that the applicant's diversity plan has a goal of hiring at least 6% women, which is objectively unreasonable given women make up 50% of the population.
    - Proposed condition: revise diversity plan goal to be objectively reasonable.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license, subject to the condition requested by Commissioner Title.
- Commissioner Flanagan moved to approve the provisional license, subject to the condition requested by Commissioner Title.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license, subject to the condition requested by Commissioner Title.

y. Royalston Farm, LLC (#MCN282065), Cultivation, Tier 3 / Indoor
- The Chairman noted that both Royalston Farm, LLC applications are expedited as a result of Social Equity Program participant status.
- Director Potvin presented the Staff Recommendation for both provisional licenses for Royalston Farm, LLC, subject to separate votes.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Title moved to approve the provisional license.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the provisional license.

z. Royalston Farm, LLC (#MPN281633), Product Manufacturer
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Flanagan moved to approve the provisional license.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license.

aa. Tempest, Inc. (#MRN282541), Retailer
- The Chairman noted that this applicant received expedited review based on Social Equity Program participant status.
- Director Potvin presented the Staff Recommendation for provisional license.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Doyle moved to approve the provisional license.
- Commissioner Title seconded the motion.
- The Commission unanimously approved the provisional license.

bb. Tree Beard, Inc. (#MCN281961), Cultivation, Tier 1 / Indoor
- The Chairman noted that this was an Economic Empowerment applicant.
- Director Potvin presented the Staff Recommendation for all four provisional licenses for Tree Beard, Inc., subject to separate votes.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Flanagan moved to approve the provisional license.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license.

cc. Tree Beard, Inc. (#MPN281590), Product Manufacturer
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Doyle moved to approve the provisional license.
- Commissioner Flanagan seconded the motion.
- The Commission unanimously approved the provisional license.

dd. Tree Beard, Inc. (#MRN282358), Retailer
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Title moved to approve the provisional license.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license.

ee. Tree Beard, Inc. (#MXN281359), Transporter with Other ME License

- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Flanagan moved to approve the provisional license.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license.

ff. United Cultivation, LLC (#MCN282106), Cultivation, Tier 4 / Indoor

- Director Potvin presented the Staff Recommendation for all three provisional licenses for the United Cultivation, subject to separate votes.
- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Flanagan moved to approve the provisional license.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license.

gg. United Cultivation, LLC (#MPN281666), Product Manufacturer

- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Flanagan moved to approve the provisional license.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the provisional license.

hh. United Cultivation, LLC (#MRN282633), Retailer

- The Chairman asked for questions and comments then asked for a motion to approve the provisional license.
- Commissioner Doyle moved to approve the provisional license.
- Commissioner McBride seconded the motion.
- The Commission unanimously approved the provisional license.

9) Commission Discussion and Votes

a. Responsible Vendor Training

- Waiver consideration
    - The Executive Director described the process they are hoping to create. To date Responsible Vendor Trainers are training agents within a real-time classroom setting.
    - The Executive Director explained that the Commission already voted to delegate authority to grant waivers to the Executive Director, therefore, the Executive Director is asking the

Commission to approve this Responsible Vendor Trainer, subject to the waiver granted by the Executive Director.

- Commissioner Doyle spoke in support, given online training can assist smaller licensees satisfy the requirements who may not be able to spare staff to attend in-person training. Therefore, Commissioner Doyle supports the development of online training, provided staff can verify people are taking the training and that staff is satisfied with the substance of the training.
- Commissioner Title also supported the initiative and asked if RVT applicants can all request this waiver.
  - The Executive Director said yes and that all new and already approved trainers can apply for this waiver.
- Commissioner Title asked if the Commission could delegate authority to grant waivers to new and already approved trainers.
  - The Executive Director said he already has sufficient authority to grant that waiver.
- Commissioner McBride said she appreciates this consideration and that there are details that make the difference, including the ability to identify and verify agents are actually attending the training. Commissioner McBride pointed specifically to the requirement that agents be identified upon entering a class and randomly at any time during the course as a protocol that ensures attendance by agents.
- Commissioner Flanagan expressed her support as well, given how hard it can be for folks in rural areas to attend an in-person class. Commissioner Flanagan also expressed that she shared Commissioner McBride's concern.

- MACCTI, LLC
  - The Executive Director asked for the condition to approve the application as presented with the waiver.
    - Commissioner Title confirmed that the Executive Director already had authority of the waiver, but the applicant needs to be approved.
      - The Executive Director confirmed.
    - Commissioner Title asked if there were current pending applicants who could qualify for the waiver and would be considered at the next meeting.
      - The Executive Director said they will communicate the qualifications of the waiver and will examine the proposed online modules to determine if the satisfy the other requirements of Responsible Vendor Training and it would be staff's intention to present those at the next meeting.
    - Commissioner Doyle moved to approve the application of MACCTI, LLC, subject to the waiver granted by the Executive Directors.
    - Commissioner Flanagan seconded the motion.
    - The Commission unanimously approved the application of MACCTI, LLC, subject to the waiver granted by the Executive Director.

b. City of Cambridge Litigation

- The chairman asked the General Counsel for a real time update on the case and the discussion will debate whether the commission should seek to become a party in the litigation. The Chairman

clarified that he did not ask the General Counsel for a recommendation, but to articulate the options.

- General Counsel Baily gave an update on the litigation matter and presented the Commission's options with respect to getting involved.
    - Consulting with Office of the Attorney General to provide a letter, amicus brief, or a Brandeis brief.
    - Commission may seek to intervene as a party.
- Commissioner Title thanked General Counsel Baily and suggested that the Commission file a letter or brief with the narrow scope of making a clarification with respect to the Commission's regulations. Commissioner Title noted that this is a public discussion, so she will provide some background and will be explicit about what she is saying and not saying.
    - This should be considered in the context that the Commission is required by law to give priority to MTCs and EEA. The Commission intended to grant applications on an alternating basis. The Commission also decided as a matter of policy not to hold up one group because applications of the other group are not ready.
    - This has resulted in lopsided approvals with 193 MTC applications approved and 8 Economic Empowerment applications granted. These numbers are complex and so have to be read with nuance, but the numbers highlight a disparity with respect to the progress of each category.
    - With that understanding, the City of Cambridge, after much deliberation and voting, decided to delay consideration of MTCs converting to adult use for two years and only allow Economic Empowerment applications to move forward in that city. Revolutionary clinic sued to stop implementation of the City of Cambridge's decision, citing lost profits resulting from this decision.
    - With that context, Commissioner Title talked about the court decision and would make a recommendation with respect the Commission's possible actions.
    - The court granted the motion to enjoin Cambridge's decision, saying that the city violated statutory authority and conflicted the Commission's regulations.
    - Commissioner Title gave an overview of the Commission's regulations and noted that she believes this case played out based on a misunderstanding of the Commission's process.
    - The court's decision turned on an assumption that doesn't reflect that 193 MTC priority applicants and only 8 Economic Empowerment priority.
    - Commissioner Title said she does not think the Commission should comment on whether this is a good or bad result, because if the court's decision is upheld, then Cambridge would not be able to help correct the imbalance of priority applicants, but it would require cities to prioritize EEA equally with MTCs. Simply, Commissioner Title thinks the Commission should narrowly clarify the Commission's self-imposed requirement with respect to alternating MTC and EEA priority applicants.
- Commissioner Doyle asked the General Counsel to clarify whether the case would impact other municipalities.
    - General Counsel Baily said that this is a decision on a motion to enjoin, but it did not determine the case on its merits. This particular decision is very early in the process and will not have enormous precedential value, if any.

- Commissioner Title said that she appreciates the clarification with respect to precedential value, but the early stage of this litigation is why it would be important to make the clarification with respect to its process.
- Commissioner McBride expressed her desire to have a second vote to determine what action to take after any discussions with the Attorney General.
- Commissioner Doyle asked the General Counsel if there were time constraints that would make it impractical to consider this at our next meeting.
    - General Counsel Baily said no.
- Commissioner Doyle further suggested that the Commission include guidance documents as well.
- Commissioner Title moved to consult with the attorney general with respect to potential options regarding filing a letter or brief on the narrow topic of the Commission's regulations, regulatory intent, municipal guidance, and other relevant materials, and how it plays out in practice, and that the General Counsel would come back to the commission at the next meeting for further discussion and decision.
- Commissioner Doyle seconded the motion.
- The Commission unanimously approved the motion.

10) New Business that the Chairman did not anticipate at time of posting
    - Commissioner Doyle stated that energy extension request form and energy extension survey are now available online and thanked those that worked to develop these resources.
    - Commissioner Doyle also encouraged applicants to submit questions to help develop a FAQ with respect to energy and environment.
    - The Chairman noted that there will be a ribbon cutting ceremony to recognize the opening of the Commissions headquarters on March 12 at 10a. Registration is available on our website.

11) Next Meeting Date
- April 9, 2020 at 10a.
- The Chairman noted that this month marks the halfway point in his first term and thanked the fellow commissioners, the Executive Director, and the staff.
- The Chairman also thanked the legislature for its approval of the Commissions supplemental appropriations.

12) Adjournment
- Commissioner Flanagan moved to adjourn
- Commissioner McBride seconded.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

THEORY FARMS, LLC

ESTABLISHMENT OVERVIEW

1. Name, license number, and types of license affected by the change in ownership and control request:

   Theory Farms, LLC
   MC281657 - Cultivation, Tier 2/Indoor (5,001 – 10,000 sq. ft.)

BACKGROUND OVERVIEW

2. The individuals requesting to acquire ownership or control interests over the license include the following:

   Benjamin C. Virga – Manager
   David Morgan – Manager
   Lukasz Marut – Manager

   Please note that these individuals are associated with Frozen 4, LLC and Frozen 4 Corporation. Individuals and entities previously associated with Theory Farms, LLC are associated with Theory Wellness and will no longer be associated with this license.

3. There were no entities disclosed in the application as acquiring ownership or control interests over the license.

4. Background checks were conducted on all individuals disclosed within the application. No suitability issues were discovered.

5. The individuals that are requesting ownership and control over the license do not appear to have exceeded any ownership and control limits over any particular license type or cultivation canopy.

RECOMMENDATION

Commission staff recommend review and decision on the request for change of ownership and control, and if approved, request that the approval be subject to the following conditions:

1. The licensee and the individuals associated with this change in ownership and control may now effectuate any outstanding business agreements related to the change. The licensee will notify the Commission when the change in ownership and control has occurred.
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. The licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) after effectuating the change in ownership and control, if applicable, and shall give Commission staff adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CANNA PROVISIONS, INC.

ESTABLISHMENT OVERVIEW

1. Name, license numbers, and types of licenses affected by the change in ownership and control request:

   Canna Provisions, Inc.
   MR281778 – Retail
   MR281796 – Retail

BACKGROUND OVERVIEW

2. The individual requesting to acquire ownership or control interests over the licenses include the following:

   No new individuals are gaining ownership or control. Existing individuals on the licenses will continue to have ownership and control through the newly formed entity.

3. The entity requesting to acquire ownership or control interests over the licenses include the following:

   Better Provisions, LLC – Parent Company

4. Background checks were conducted on the entity disclosed within the application. No suitability issues were discovered.

5. The entity that is requesting ownership and control over the licenses do not appear to have exceeded any ownership and control limits over any particular license type or cultivation canopy.

6. Commission staff conducted an organizational and financial inspection into the entity associated with this change of ownership and control request. Commission staff found no issues or inconsistencies with the information provided to the Commission in the application.

RECOMMENDATION

Commission staff recommend review and decision on the request for change of ownership and control, and if approved, request that the approval be subject to the following conditions:

1. The licensee and the entity associated with this change in ownership and control may now effectuate any outstanding business agreements related to the change. The licensee will notify the Commission when the change in ownership and control has occurred;
2. The licensee shall make the necessary changes to its disclosures in its current cultivation application (MCN282476);
3. The licensee is subject to inspection to ascertain compliance with Commission regulations;
4. The licensee remains suitable for licensure;
5. The licensee shall cooperate with and provide information to Commission staff; and
6. The licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) after effectuating the change in ownership and control, if applicable, and shall give Commission staff adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CULTIVATE HOLDINGS, LLC

ESTABLISHMENT OVERVIEW

1. Name, license numbers, and types of licenses affected by the change in ownership and control request:

   Cultivate Holdings, LLC
   MC281266 – Cultivation, Tier 2/Indoor (5,001 – 10,000 sq. ft.)
   MC282053 – Cultivation, Tier 5/Indoor (30,001 – 40,000 sq. ft.)
   MP281305 – Product Manufacturing
   MP281742 – Product Manufacturing
   MR281268 – Retail
   MR281843 – Retail
   RMD485 – MTC

BACKGROUND OVERVIEW

2. The individual(s) requesting to acquire ownership or control interests over the license(s) include the following:

   No new individuals are requesting ownership or control. Existing individuals on the license will continue to have ownership and control through the newly formed entities.

3. The entities requesting to acquire ownership or control interests over the licenses include the following:

   Cultivate Licensing, LLC – Parent Company
   Cultivate Leicester, Inc. – Subsidiary of Cultivating Licensing, LLC
   Cultivate Cultivation, LLC – Subsidiary of Cultivating Licensing, LLC

4. Background checks were conducted on the entities disclosed within the application. No suitability issues were discovered.

5. The entities that are requesting ownership and control over the licenses do not appear to have exceeded any ownership and control limits over any particular license type or cultivation canopy.

6. Commission staff conducted an organizational and financial inspection into the entities associated with this change of ownership and control request. Commission staff found no issues or inconsistencies with the information provided to the Commission in the application.

RECOMMENDATION

Commission staff recommend review and decision on the request for change of ownership and control, and if approved, request that the approval be subject to the following conditions:

1. The licensee and the entities associated with this change in ownership and control may now effectuate any outstanding business agreements related to the change. The licensee will notify the Commission when the change in ownership and control has occurred;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. The licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) and 501.105(1) after effectuating the change in ownership and control, if applicable, and shall give Commission staff adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

NATURE'S REMEDY OF MASSACHUSETTS, INC.

CHANGE OF LOCATION APPLICATION REVIEW

1. Name and current address of the licensee:

   Nature's Remedy of Massachusetts, Inc.
   264 Newburyport Turnpike, Rowley, MA 01969

2. Type of license(s), and affected license number(s), that will be relocated if the change of location is approved:

   Retail – MRN282049

3. The licensee has requested to relocate its operations to the following location:

   142 Southbridge Street, Worcester, MA 01608

4. The licensee has paid the applicable fees for this change of location request.

5. The licensee submitted certification that they executed a Host Community Agreement with the new municipality.

6. The Commission received a municipal response from the municipality on January 24, 2020 stating the licensee was in compliance with all local ordinances or bylaws.

RECOMMENDATION

Commission staff recommend review and decision on the request for change of location, and if approved, request that the approval be subject to the following conditions:

1. The licensee may not relocate the stated licensed operations to the new location, until upon inspection, demonstrating full compliance with the Commission's regulations;
2. The licensee shall submit an Architectural Plan Review request to the Commission for the building or remodeling of the facility at the new location, if applicable; and
3. The applicant shall cooperate with and provide information to Commission staff.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

MARIJUANA ESTABLISHMENT RENEWALS
EXECUTIVE SUMMARY
COMMISSION MEETING: APRIL 9, 2020

RENEWAL OVERVIEW

1. Name, license number, renewal application number, host community, and funds deriving from a Host Community Agreement allocated for the municipality for each Marijuana Establishment presented for renewal:

Marijuana Establishment Name	License Number	Renewal Application Number	Location	Funds
THEORY WELLNESS INC.	MC281928	MCR139866	SHEFFIELD	$0.00
GREENER LEAF, INC.	MR281790	MRR205568	FALL RIVER	$0.00
NATURE'S REMEDY OF MASSACHUSETTS, INC.	MC281482	MCR139865	LAKEVILLE	$0.00
NATURE'S REMEDY OF MASSACHUSETTS, INC.	MP281524	MPR243511	LAKEVILLE	$0.00
NATURE'S REMEDY OF MASSACHUSETTS, INC.	MR282118	MRR205564	TYNGSBOROUGH	$0.00
ATLANTIC MEDICINAL PARTNERS, INC.	MR281657	MRR205569	SALEM	$0.00
NOVA FARMS, LLC	MC281841	MCR139868	SHEFFIELD	$0.00
BEACON COMPASSION, INC.	MC281378	MCR139871	ATTLEBORO	$0.00
BEACON COMPASSION, INC.	MP281517	MPR243516	ATTLEBORO	$0.00
SILVER THERAPEUTICS, INC.	MR281910	MRR205573	ORANGE	$0.00
NATURE'S REMEDY OF MASSACHUSETTS, INC.	MR281553	MRR205570	MILLBURY	$45,152

2. All licensees have submitted renewal applications pursuant to 935 CMR 500.103(4) which include the licensee's disclosure of their progress or success towards their Positive Impact and Diversity Plans.

3. All licensees have submitted documentation of good standing from the Secretary of the Commonwealth, Department of Revenue, and Department of Unemployment Assistance, if applicable.

4. All licensees have paid the appropriate annual license fee.

5. The licensees, when applicable, have been inspected over the previous year. Commission staff certify that, to the best of our knowledge, no information has been found that would prevent renewal of the licenses mentioned above pursuant to 935 CMR 500.450.

RECOMMENDATION

Commission staff recommend review and decision on the above-mentioned licenses applying for renewal, and if approved, request that the approval be subject to the licensee remaining in compliance with the Commission regulations and applicable law.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

MEDICAL MARIJUANA TREATMENT CENTER RENEWALS
EXECUTIVE SUMMARY
COMMISSION MEETING: APRIL 9, 2020

RENEWAL OVERVIEW

1. Name, license number, location(s), for each Medical Marijuana Treatment Center presented for renewal:

Medical Marijuana Treatment Center Name	License Number	Location (Cultivation & Processing)	Location (Dispensing)
BERKSHIRE ROOTS, INC.	RMD505	PITTSFIELD	PITTSFIELD
GREEN MEADOWS FARMS, LLC	N/A	SOUTHBRIDGE	SOUTHBRIDGE
JUST HEALTHY, LLC	N/A	NORTHAMPTON	NORTHAMPTON
HOLISTIC INDUSTRIES	N/A	MONSON	EASTHAMPTON
THEORY WELLNESS, INC.	RMD305	BRIDGEWATER	BRIDEWATER
ALTERNATIVE COMPASSION SERVICES, INC.	RMD585	BRIDGEWATER	BRIDGEWATER
PATRIOT CARE CORP.	RMD165	LOWELL	LOWELL
BEACON COMPASSION CENTER, INC.	N/A	ATTLEBORO	FRAMINGHAM
CURALEAF MASSACHUSETTS, INC.	RMD765	WEBSTER	OXFORD
GREEN GOLD GROUP, INC.	RMD786	NORTH BROOKFIELD	CHARLTON
MASS ALTERNATIVE CARE, INC	N/A	CHICOPEE	AMHERST
PHYTOTHERAPY, INC.	N/A	MEDWAY	PEABODY
BEACON COMPASSION CENTER, INC.	N/A	ATTLEBORO	NEW BEDFORD
EMERALD GROVE, INC	N/A	MIDDLEBOROUGH	EASTHAM
CENTRAL AVENUE COMPASSIONATE CARE, INC	RMD145	AYER	AYER

2. All licensees have submitted renewal applications pursuant to 935 CMR 501.103(4).

3. All licensees have paid the appropriate annual license fee, where applicable.

4. The licensees, when applicable, have been inspected over the previous year. Commission staff certify that, to the best of our knowledge, no information has been found that would prevent renewal of the licenses mentioned above pursuant to 935 CMR 501.450.

RECOMMENDATION

Commission staff recommend review and decision on the above-mentioned licenses applying for renewal, and if approved, request that the approval be subject to the licensee remaining in compliance with the Commission regulations and applicable law.
The following conditions apply to specific licensees:

1. Green Meadows Farms, LLC
    a. The licensee shall, within 60 days, provide an updated timeline as to when its MTC licenses with dispensaries in Amherst and Lee will become operational.
2. Just Healthy, LLC
    a. The licensee shall, within 60 days, provide an updated timeline as to when its MTC license with dispensary in Fitchburg will become operational.
3. Holistic Industries
    a. The licensee shall, within 60 days, provide an updated timeline as to when its MTC license will become operational.
4. Beacon Compassion Center, Inc. (MTC licenses with dispensaries in New Bedford and Framingham)
    a. The licensee shall, within 60 days, provide an updated timeline as to when its MTC license will become operational.
5. Mass Alternative Care, Inc.
    a. The licensee shall, within 60 days, provide an updated timeline as to when its MTC license will become operational.
6. Phytotherapy, Inc.
    a. The licensee shall, within 60 days, provide an updated timeline as to when its MTC license will become operational.
7. Emerald Grove, Inc
    a. The licensee shall, within 60 days, provide an updated timeline as to when its MTC license will become operational.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

APOTHCA INC.

MC281276
MP281455

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Apothca, Inc.
   99 Development Road, Fitchburg, MA 01420

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Cultivation, Tier 5/Indoor (30,001 to 40,000 sq. ft.)
   Product Manufacturing

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
MTC	Provisional License	Holyoke
MTC	Commence Operations	Lynn
MTC	Commence Operations	Arlington
Retail	Provisional License	Arlington
Retail	Commence Operations	Lynn

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on February 7, 2019.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): December 4, 2019 and March 10, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Enforcement staff verified that all cultivation operations were in compliance with the Commission's regulations. Some of the requirements verified include the following:

    i. Seed-to-sale tracking;
    ii. Compliance with applicable pesticide laws and regulations; and
    iii. Best practices to limit contamination.

d. Product Manufacturing Operation

Enforcement staff verified that all manufacturing-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Proposed product compliance; and
ii. Safety, sanitation, and security of the area and products.

e. Retail Operation

Not applicable.

f. Transportation

Enforcement staff verified that all transportation-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Vehicle and staffing requirements;
ii. Communication and reporting requirements; and
iii. Inventory and manifests requirements.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may cultivate, harvest, possess, prepare, produce, and otherwise acquire marijuana, but shall not sell, or otherwise transport marijuana to other Marijuana Establishments, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff;
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business; and
6. Prior to commencing operations, the licensee shall submit to Commission staff an updated timeline as to when its MTC license with a dispensary in Holyoke will become operational.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

BOSTON BUD FACTORY INC
MR281525

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Boston Bud Factory Inc.
   73 Sargeant St, Holyoke, MA 01040

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Product Manufacturing	Provisional License	Holyoke

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on May 30, 2019.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): December 10, 2019, February 14, 2020, and February 25, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

    Not applicable.

    e. Retail Operation

    Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Verification of identifications for access;
    ii. Layout of the sales floor; and

iii. Availability and contents of adult-use consumer education materials.

f. Transportation

The licensee will not be performing transportation activities at this time.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CANNA PROVISIONS, INC.

MR281778

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Canna Provisions, Inc.
   380R Dwight Street, Holyoke, MA 01040

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Retail	Commence Operations	Lee
Cultivation, Tier 3/Indoor (10,001-20,000 sq. ft.)	Application Submitted	Lee

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on February 21, 2019.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): February 24, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

    Not applicable.

    e. Retail Operation

Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Verification of identifications for access;
ii. Layout of the sales floor; and
iii. Availability and contents of adult-use consumer education materials.

f. Transportation

The licensee will not be performing transportation activities at this time.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CANNABIS CONNECTION, INC.

MR281362

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Cannabis Connection, Inc.
   40 Westfield Industrial Park, Westfield, MA 01085

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The licensee is not an applicant or licensee for any other license type.

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on January 9, 2020.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): February 18, 2020 and March 6, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

    Not applicable.

    e. Retail Operation

    Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Verification of identifications for access;
    ii. Layout of the sales floor; and

iii. Availability and contents of adult-use consumer education materials;

f. Transportation

The licensee will not be performing transportation activities at this time.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CULTIVATE HOLDINGS, LLC

MR282522

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Cultivate Holdings, LLC
   250 Worcester Road, Framingham, MA 01702

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Product Manufacturing	Provisional License	Uxbridge
Cultivation, Tier 5/Indoor (30,001 – 40,000 sq. ft.)	Provisional License	Uxbridge
Retail	Provisional License	Worcester
Cultivation, Tier 2/Indoor (5,000 – 10,000 sq. ft.)	Commence Operations	Leicester
Product Manufacturing	Commence Operations	Leicester
Retail	Commence Operations	Leicester
MTC	Commence Operations	Leicester

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on January 9, 2020.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): February 4, 2020 and February 18, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

Not applicable.

e. Retail Operation

Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Verification of identifications for access;
ii. Layout of the sales floor; and
iii. Availability and contents of adult-use consumer education materials;

f. Transportation

The licensee will be performing transportation activities from another location.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

EAGLE EYES TRANSPORT, INC.

MT281320

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Eagle Eyes Transport, Inc.
   5 Robert J. Way, Plymouth, MA 02360

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Third-Party Transporter

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The licensee is not an applicant or licensee for any other license type.

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on May 16, 2019.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): February 7, 2020 and February 20, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

    Not applicable.

    e. Retail Operation

    Not applicable.

    f. Transportation

Enforcement staff verified that all transportation-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Vehicle and staffing requirements;
ii. Communication and reporting requirements; and
iii. Inventory and manifests requirements.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not transport marijuana to other Marijuana Establishments or Medical Marijuana Treatment Centers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

HAVERHILL STEM, LLC

MR281327

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Haverhill Stem, LLC
   d/b/a Stem
   124 Washington Street, Haverhill, MA 01832

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The licensee is not an applicant or licensee for any other license type.

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on October 10, 2019.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): February 5, 2020 and February 14, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

    Not applicable.

    e. Retail Operation

    Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Verification of identifications for access;
    ii. Layout of the sales floor; and

iii. Availability and contents of adult-use consumer education materials.

f. Transportation

The licensee will not be performing transportation activities at this time.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

HVV MASSACHUSETTS, INC.

MC282121
MP281657
MR282578

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   HVV Massachusetts, Inc.
   39 Great Republic Drive, Gloucester, MA 01930

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Cultivation, Tier 3/Indoor (10,000– 20,000 sq. ft.)
   Product Manufacturing
   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
MTC	Commence Operations	Gloucester
MTC	Final License	Boston
MTC	Provisional License	Amherst
Product Manufacturing	Provisional License	Newburyport
Cultivation, Tier 4/Indoor (20,001 – 30,000 sq. ft.)	Provisional License	Newburyport

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on September 13, 2019.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): January 8, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Enforcement staff verified that all cultivation operations were in compliance with the Commission's regulations. Some of the requirements verified include the following:

    i. Seed-to-sale tracking;
    ii. Compliance with applicable pesticide laws and regulations; and

iii. Best practices to limit contamination.

d. Product Manufacturing Operation

Enforcement staff verified that all manufacturing-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Proposed product compliance; and
ii. Safety, sanitation, and security of the area and products.

e. Retail Operation

Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Verification of identifications for access;
ii. Layout of the sales floor;
iii. Availability and contents of adult-use consumer education materials;
iv. Appropriate patient consultation area (co-location); and
v. Plan to ensure 35% of its inventory is preserved for patients (co-location).

f. Transportation

Enforcement staff verified that all transportation-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Vehicle and staffing requirements;
ii. Communication and reporting requirements; and
iii. Inventory and manifests requirements.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may cultivate, harvest, possess, prepare, produce, and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff;
5. Prior to commencing operations, the licensee shall provide Commission staff, upon inspection, an updated timeline as to when its MTC licenses will become operational; and
6. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of

operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

OLD PLANTERS OF CAPE ANN, INC.

MR282588

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Old Planters of Cape Ann, Inc.
   300 Newburyport Turnpike Unit 1, Rowley, MA 01969

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
MTC	Provisional License	Ipswich

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on November 7, 2019.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): March 5, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

    Not applicable.

    e. Retail Operation

    Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Verification of identifications for access;
    ii. Layout of the sales floor; and

iii. Availability and contents of adult-use consumer education materials.

f. Transportation

The licensee will not be performing transportation activities at this time.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff;
5. Prior to commencing operations, the licensee shall provide Commission staff, upon inspection, with an updated timeline as to when its MTC license will become operational; and
6. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

TDMA, LLC

MR282376

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   TDMA, LLC
   d/b/a Diem
   74 Grafton Street, Worcester, MA

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The licensee is not an applicant or licensee for any other license type. However, please note, that individuals and entities associated with this license are also associated with licenses held by TDMA Orange, LLC and Diem Orange, LLC.

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on October 10, 2019.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): January 2, 2020 and February 12, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

    Not applicable.

    e. Retail Operation

Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Verification of identifications for access;
ii. Layout of the sales floor; and
iii. Availability and contents of adult-use consumer education materials.

f. Transportation

The licensee will not be performing transportation activities at this time.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

TEMESCAL WELLNESS OF MASSACHUSETTS, LLC

MR282033

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   Temescal Wellness of Massachusetts, LLC
   665 Cochituate Road, Suite 1B, Framingham, MA 01701

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Retail

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
MTC	Commence Operations	Framingham
MTC	Commence Operations	Hudson
MTC	Commence Operations	Pittsfield
Retail	Commence Operations	Pittsfield
Retail	Commence Operations	Hudson
Cultivation, Tier 2/Indoor (5,001 to 10,000 sq. ft.)	Commence Operations	Worcester
Product Manufacturing	Commence Operations	Worcester

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on January 9, 2020.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): February 18, 2020 and February 27, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Not applicable.

    d. Product Manufacturing Operation

    Not applicable.

e. Retail Operation

Enforcement staff verified that all retail-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Verification of identifications for access;
ii. Layout of the sales floor;
iii. Availability and contents of adult-use consumer education materials;
iv. Appropriate patient consultation area (co-location); and
v. Plan to ensure 35% of its inventory is preserved for patients (co-location).

f. Transportation

The licensee will be performing transportation activities from another location.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may possess and otherwise acquire marijuana, but shall not dispense, sell, or otherwise transport marijuana to other Marijuana Establishments, or to consumers, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

THE HEIRLOOM COLLECTIVE, INC.

MC281438 / MP281407

ESTABLISHMENT OVERVIEW

1. Name and address of the Marijuana Establishment:

   The Heirloom Collective, Inc.
   87 Northfield Road, Bernardston, MA 01337

2. Type of final license sought (if cultivation, its tier level and outside/inside operation):

   Cultivation, Tier 2/Indoor (5,001 – 10,000 sq. ft.)
   Product Manufacturing

3. The licensee is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Retail	Provisional License	Hadley
MTC	Commence Operations	Hadley

LICENSING OVERVIEW

4. The licensee was approved for provisional licensure for the above-mentioned license(s) on February 6, 2020.

5. The licensee has paid all applicable license fees.

6. No new information has been reported to Commission staff regarding the organizational structure of the entity since the issuance of the provisional license(s).

7. No new information has been discovered by Commission staff regarding the suitability of the licensees previously disclosed since the issuance of the provisional license(s).

INSPECTION OVERVIEW

8. Commission staff inspected the licensee's facility on the following date(s): January 7, 2020 and January 28, 2020.

9. The licensee's facility was inspected by Commission staff and found to be in full compliance with the requirements listed in 935 CMR 500.105 through 935 CMR 500.160 as applicable.

10. No evidence was discovered during the inspection(s) that indicated the Marijuana Establishment was not in compliance with all applicable state laws and local bylaws or ordinances.

11. Specific information from Commission staff's inspection is highlighted below:

    a. Security

    Enforcement staff verified that all security-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. The security of all entrances and exits;
    ii. Visitor procedures;
    iii. Limited access areas;
    iv. Verification of a primary and back-up security company;
    v. Presence of perimeter and duress alarms; and
    vi. All cameras complied with Commission requirements.

    b. Inventory and Storage

    Enforcement staff verified that all inventory-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

    i. Secure storage of marijuana and marijuana products;
    ii. Sanitation and pest control measures; and
    iii. Inventory controls and procedures.

    c. Cultivation Operation

    Enforcement staff verified that all cultivation operations were in compliance with the Commission's regulations. Some of the requirements verified include the following:

    i. Seed-to-sale tracking;
    ii. Compliance with applicable pesticide laws and regulations; and
    iii. Best practices to limit contamination.

    d. Product Manufacturing Operation

Enforcement staff verified that all manufacturing-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Proposed product compliance; and
ii. Safety, sanitation, and security of the area and products.

e. Retail Operation

Not applicable.

f. Transportation

Enforcement staff verified that all transportation-related requirements were in full compliance with Commission regulations. Some of the requirements verified include the following:

i. Vehicle and staffing requirements;
ii. Communication and reporting requirements; and
iii. Inventory and manifests requirements.

RECOMMENDATION

Commission staff recommend final licensure with the following conditions:

1. The licensee may cultivate, harvest, possess, prepare, produce, and otherwise acquire marijuana, but shall not sell, or otherwise transport marijuana to other Marijuana Establishments, until upon inspection, receiving permission from the Commission to commence full operations;
2. The licensee is subject to inspection to ascertain compliance with Commission regulations;
3. The licensee remains suitable for licensure;
4. The licensee shall cooperate with and provide information to Commission staff; and
5. Licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) prior to the issuance of a commencement of operations and that Commission staff be given adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.

The licensee has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the licensee is recommended for final licensure.

As part of the approval of final licensure, the Commission authorizes staff to take all necessary actions to review compliance with the above-referenced conditions and to approve the commencement of operations.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

ARL HEALTHCARE, INC.

MCN281622
MPN281681

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   ARL Healthcare, Inc.
   167 John Vertente Blvd, New Bedford, MA 02745

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 4/Indoor (20,001 – 30,000 sq. ft.)
   Product Manufacturing

   The applications were reopened three (3) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Retail	Application Submitted	Middleborough
MTC	Commence Operations	Middleborough
MTC	Provisional License	Middleborough
MTC	Provisional License	Norwood

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Jon Levine	Executive / Officer
Timothy Shaw	Executive / Officer
Gerald McGraw	Executive / Officer
Robert Fireman	Executive / Officer
Kenneth Housman	Board Member
Romel Velasco	Manager

Wilfred Hill	Manager
Julie Dion	Close Associate
Stephen Evans	Close Associate
Andrew Pacheco	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
MariMed, Inc.	Parent Company/Capital Contributor

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their application prior to the Commission's policy clarification on October 10, 2019. Under this policy, the applicant would still be considered an MTC Priority Applicant as the adult-use licenses will be collocated with an MTC.

7. The applicant and municipality executed a Host Community Agreement on June 15, 2018.

8. The applicant conducted a community outreach meeting on January 28, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 3, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Participate in community job fairs in the region and broadcast open opportunities through its Community Partners on a quarterly or more frequently based on its hiring demands.
2	Give hiring preferences to qualified impacted individuals.
3	Introduce an internship training program during the first two (2) years of operations.
4.	Establish free, public training sessions for any impacted individuals who are interested in learning about the adult-use marijuana industry in both New Bedford and Taunton.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within three (3) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 7:00 a.m. – 11:00 p.m.
    Sunday: Closed

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Employ a workforce at its facilities that is at least 50% comprised of diverse individuals.
2	Participate in at least three (3) community job fairs per year.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

#	Product
1	Concentrates
2	Oils
3	Edibles (chocolates, cookies, caramels, lozenges, chewables, beverages)
4	Tinctures
5	Capsules
6	Sublingual Dissolving Strips
7	Topicals
8	Personal Vaporizer Cartridges

19. Plan for obtaining marijuana or marijuana products (if applicable):

Not applicable.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee;
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors; and
6. Final licensure is subject to the applicant providing Commission staff, upon inspection, with an updated timeline as to when its MTC licenses will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

ARL HEALTHCARE, INC.

MRN282382

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   ARL Healthcare, Inc.
   29 Harding Street, Middleborough, MA 02346

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The applications were reopened three (3) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Cultivation, Tier 4/Indoor (20,001 – 30,000 sq. ft.)	Application Submitted	New Bedford
Product Manufacturer	Application Submitted	New Bedford
MTC	Commence Operations	Middleborough
MTC	Provisional License	Middleborough
MTC	Provisional License	Norwood

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Jon Levine	Executive / Officer
Timothy Shaw	Executive / Officer
Gerald McGraw	Executive / Officer
Robert Fireman	Executive / Officer
Kenneth Housman	Board Member
Romel Velasco	Manager

Wilfred Hill	Manager
Julie Dion	Close Associate
Stephen Evans	Close Associate
Andrew Pacheco	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
MariMed, Inc.	Parent Company/Capital Contributor

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their application prior to the Commission's policy clarification on October 10, 2019. Under this policy, the applicant would still be considered an MTC Priority Applicant as the adult-use licenses will be collocated with an MTC.

7. The applicant and municipality executed a Host Community Agreement on January 24, 2019.

8. The applicant conducted a community outreach meeting on January 30, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 3, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Participate in community job fairs in the region and broadcast open opportunities through its Community Partners on a quarterly or more frequently based on its hiring demands.
2	Give hiring preferences to qualified impacted individuals.
3	Introduce an internship training program during the first two (2) years of operations.
4.	Establish free, public training sessions for any impacted individuals who are interested in learning about the adult-use marijuana industry in both New Bedford and Taunton.

SUITABILITY REVIEW

11. There were disclosures of past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within one (1) month of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 10:00 a.m. – 7:00 p.m.
    Sunday: Closed

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Employ a workforce at its facilities that is at least 50% comprised of diverse individuals.
2	Participate in at least three (3) community job fairs per year.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    ARL Healthcare, Inc. intends to obtain marijuana from its affiliated licenses. If the need arises, ARL Healthcare, Inc. will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;

2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with an updated timeline as to when its MTC licenses will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

BERKLEY BOTANICALS, LLC

MCN282081
MPN281642
MRN281458

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Berkley Botanicals, LLC
   44 County Street, Berkley, MA 02779

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 2/Indoor (5,001 – 10,000 sq. ft.)
   Product Manufacturing
   Retail

   The applications were reopened three (3) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Michael Mizrahi	Owner / Partner

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

General Applicant

7. The applicant and municipality executed a Host Community Agreement on April 3, 2019.

8. The applicant conducted a community outreach meeting on February 8, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on March 4, 2019 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	**Goal**
1	Conduct at least two (2) one-hour industry-specific educational seminars annually.
2	Hire local financial planners to provide two (2) hour financial trainings two (2) times annually.
3	Hold two (2) annual informational sessions regarding the process for sealing and expunging criminal records.
4	Conduct at least two (2) recruitment events at local career centers annually.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within twelve (12) months (cultivation) and seven (7) months (product manufacturing and retail) of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

(Cultivation and Product Manufacturing)
Monday – Saturday: 10:00 a.m. – 7:00 p.m.
Sunday: 10:00 a.m. – 6:00 p.m.

(Retail)
Monday, Wednesday – Sunday: 10:00 a.m. – 7:00 p.m.
Tuesday: 9:30 a.m. – 7:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	**Goal**
1	Recruit 40% women, 15% minorities, 4% veterans, and 1% people with disabilities for its hiring initiatives.
2	Partner with local organizations focused on inclusion and opportunity for minorities, women, veterans, groups concerned with persons with disabilities, and people of all LGBTQ community.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

#	**Product**
1	Dissolving tablets
2	Strips
3	Tinctures
4	Nasal/oral sprays
5	Suppositories
6	Ready-to-use extracted cannabis and hash distillates
7	Oils
8	Waxes
9	Shatters
10	Budders
11	Live resins
12	Saps
13	Taffies
14	Crumbles
15	Moon rocks
16	Creams
17	Salves
18	Lotions
19	Body butters
20	Topicals

21	Dermal patches
22	Capsules
23	Cooking oils
24	Beverages (raspberry lemonade and lemon iced tea)
25	Sauces
26	Dips
27	Baked goods (chocolate chip cookie, oatmeal raisin cookie, chocolate walnut brownie, maple blondie brownie)
28	Confections (round or square lemon-lime soft chew and round or square raspberry soft chew)
29	Chocolates
30	Square gums
31	Sugars
32	Salts
33	Syrups
34	Butters
35	Mints
36	Teas

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Berkley Botanicals, Inc. intends to obtain marijuana from its affiliated licenses. If the need arises, Berkley Botanicals, Inc. will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

BWELL HOLDINGS, INC.

MRN282825

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   BWell Holdings, Inc.
   220 Commercial St, Unit 2, Provincetown, MA 02657

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The applications were reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Product Manufacturer	Application Submitted	Provincetown

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Karen Nash	Executive / Officer
Judy Mencher	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Judy K. Mencher Trust	Capital Contributor

6. Applicant's priority status:

   Expedited Applicant (Disadvantaged Business Enterprise)

7. The applicant and municipality executed a Host Community Agreement on August 5, 2019.

8. The applicant conducted a community outreach meeting on July 24, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 19, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit at least 20% of staff that are Massachusetts residents who have past drug convictions and Massachusetts residents with parents or spouses who have drug convictions.

SUITABILITY REVIEW

11. There were disclosures of past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within two (2) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 10:00 a.m. – 10:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit from diverse talent pools to provide access to a larger range of candidates with the goal that at least 50% of its workforce is comprised of

	women, minorities, veterans, people with disabilities, or people identifying as LGBTQ +.
2	Provide training and education for all its employees on unconscious bias and equity initiatives through annual, mandatory training sessions and meetings.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    BWell Holdings, Inc. will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CNA STORES, INC.

MCN282190
MPN281691

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   CNA Stores, Inc.
   57 South Hunt Rd, Amesbury, MA 01913

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation – Tier 4/Indoor (20,001 to 30,000 sq. ft.)
   Product Manufacturer

   The applications were reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Retail	Application Submitted	Amesbury
Retail	Application Submitted	Haverhill

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Robert DiFazio	Owner / Partner
Billie Haggard	Owner / Partner
Joy DiFazio	Capital Contributor

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (Disadvantaged Business Enterprise)

7. The applicant and municipality executed a Host Community Agreement on July 12, 2019.

8. The applicant conducted a community outreach meeting on July 2, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 12, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 25% of staff who are past or present residents of the City of Haverhill.
2	Donate $5,000 to Veterans Northeast Outreach Center of Haverhill.

SUITABILITY REVIEW

11. There were no disclosures of past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within 14 months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 7:00 a.m. – 7:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal

1	Increase the number of individuals that are minorities, women, veterans, people with disabilities, and people identifying as LGBTQ in management and executive positions in the establishment and providing tools to ensure their success.
2	Ensure that 50% of its employees are women, veterans, people with disabilities, and people identifying as LGBTQ.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

#	**Product**
1	Blue Raspberry Chews (cylindrical/round in shape)
2	Watermelon Chews 2:1 (cylindrical/round in shape)
3	Milk Chocolate Bar
4	Dark Chocolate Bar
5	THC Capsules
6	Full Spectrum Grape Chews (cylindrical/round in shape)
7	Blue Raspberry Full Spectrum Chews (cylindrical/round in shape)
8	Cranberry Lime Lozenges (cylindrical/round in shape)
9	Butterscotch Lozenges (cylindrical/round in shape)

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and

5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CNA STORES, INC.

MRN281744

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   CNA Stores, Inc.
   558 River Street, Haverhill, MA 01830

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Cultivation – Tier 4/Indoor (20,001 to 30,000 sq. ft.)	Application Submitted	Amesbury
Product Manufacturing	Application Submitted	Amesbury
Retail	Application Submitted	Amesbury

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Robert DiFazio	Owner / Partner
Billie Haggard	Owner / Partner
Joy DiFazio	Capital Contributor

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (Disadvantaged Business Enterprise)

7. The applicant and municipality executed a Host Community Agreement on December 18, 2018.

8. The applicant conducted a community outreach meeting on February 6, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on January 16, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 25% of staff who are past or present residents of the City of Haverhill.
2	Donate $5,000 to Veterans Northeast Outreach Center of Haverhill.

SUITABILITY REVIEW

11. There were no disclosures of past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within 10 months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 10:00 a.m. – 8:00 p.m.
    Sunday: 12:00 p.m. – 6:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Increase the number of individuals that are minorities, women, veterans, people with disabilities, and people identifying as LGBTQ in management and executive positions in the establishment and providing tools to ensure their success.
2	Ensure that 50% of its employees are women, veterans, people with disabilities, and people identifying as LGBTQ.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    CNA Stores, Inc. intends to obtain marijuana from its affiliated licenses. If the need arises, CNA Stores, Inc. will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CNA STORES, INC.

MRN282576

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   CNA Stores, Inc.
   77 Macy St, Amesbury, MA 01913

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The applications were reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Cultivation – Tier 4/Indoor (20,001 to 30,000 sq. ft.)	Application Submitted	Amesbury
Product Manufacturer	Application Submitted	Amesbury
Retail	Application Submitted	Haverhill

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Robert DiFazio	Owner / Partner
Billie Haggard	Owner / Partner
Joy DiFazio	Capital Contributor

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (Disadvantaged Business Enterprise)

7. The applicant and municipality executed a Host Community Agreement on February 14, 2019.

8. The applicant conducted a community outreach meeting on February 7, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on January 21, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 25% of staff who are past or present residents of the City of Haverhill.
2	Donate $5,000 to Veterans Northeast Outreach Center of Haverhill.

SUITABILITY REVIEW

11. There were no disclosures of past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within 10 months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 11:00 a.m. – 8:00 p.m.
    Sunday: 12:00 p.m. – 6:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Increase the number of individuals that are minorities, women, veterans, people with disabilities, and people identifying as LGBTQ in management and executive positions in the establishment and providing tools to ensure their success.
2	Ensure that 50% of its employees are women, veterans, people with disabilities, and people identifying as LGBTQ.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    CNA Stores, Inc. intends to obtain marijuana from its affiliated licenses. If the need arises, CNA Stores, Inc. will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

COMMCAN, INC.

MRN283001

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Commcan, Inc.
   150 Barney Avenue, Rehoboth, MA 02769

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Cultivation, Tier 5/Indoor (30,001 to 40,000 sq. ft.)	Commence Operations	Medway
Product Manufacturing Operations	Commence Operations	Medway
Retail	Commence Operations	Millis
MTC	Commence Operations	Millis
MTC	Commence Operations	Southborough
MTC	Provisional License	Mansfield

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Ellen Rosenfeld	Owner / Partner
Jon Rosenfeld	Owner / Partner
Marc Rosenfeld	Owner / Partner
Mark Abbate	Close Associate
James Sipe	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (Disadvantaged Business Enterprise)

   Please note this applicant was originally designated as a general applicant pursuant to the Commission's MTC Priority policy clarification issued on October 10, 2019.

7. The applicant and municipality executed a Host Community Agreement on September 30, 2019.

8. The applicant conducted a community outreach meeting on October 29, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 18, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	**Goal**
1	Provide economic and employment opportunities for qualified residents of Mansfield, with the goal of ensuring that at least 5% of all staff are past or present residents of Mansfield.
2	Provide business assets in the form of quarterly $1,000 donations to Mansfield's Food Pantry--Our Daily Bread.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within 10 months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 8:00 a.m. – 10:00 p.m.
    Sunday: 12:00 p.m. – 8:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Ensure that at least 51% of Commcan's ownership is comprised of women and/or individuals who identify as LGBTQ+.
2	Ensure that at least 30% of management is comprised of management is comprised of women and/or individuals who identify as LGBTQ+.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Commcan, Inc. intends to obtain marijuana from its affiliated licenses. If the need arises, Commcan, Inc. will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and

5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with an updated timeline as to when its MTC license with a dispensary in Mansfield will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

FOURTWENTY INDUSTRIES, CO.

MBN281535

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Fourtwenty Industries, Co.
   3 Foundry Industrial Park, Lowell, MA 01852

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Microbusiness (Cultivation and Product Manufacturing Operations)

   The application was reopened three (3) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Richard Cahoon	Owner / Partner
Brian Hayes	Owner / Partner
Brian Barrett	Executive / Officer
Lewis Mutty	Owner / Partner
Barney Frank	Owner / Partner
Alfred Marrapodi	Executive / Officer
Shane Hutto	Executive / Officer

5. List of all required entities and their roles in the Marijuana Establishment:

No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (Social Equity Participant and License Type)

7. The applicant and municipality executed a Host Community Agreement on November 21, 2018.

8. The applicant conducted a community outreach meeting on August 20, 2018 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 21, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Donate $5,000 to Cannabis Community Care and Research Network on an annual basis.
2	Donate $5,000 to Massachusetts Recreational Consumer Council on an annual basis.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within four (4) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday Open 24 hours

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit 10% of it staff from people from diverse backgrounds.
2	Employ a minimum of 10% of its contractors, subcontractors, and suppliers who are listed in the Commonwealth of Massachusetts Directory of Certified Businesses as being a Minority Business Enterprise, a Woman Business Enterprise, a Veteran Business Enterprise, a Lesbian Gay Bisexual Transgender Enterprise, a Service-Disabled Veteran Owned Business.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

#	Product
1	Flower
2	Rosin
3	Cartridges
4	Pre-Roll

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Prior to final licensure, Commission staff and the licensee shall review the licensee's name pursuant to advertising and marketing requirements under 935 CMR 500.105(4).

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

FUEGO FARMS, INC.

MCN282234
MPN281716

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Fuego Farms, Inc.
   370 Wareham Street, Middleborough, MA 02346

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 2/Indoor (5,001 – 10,000 sq. ft.)
   Product Manufacturing

   The application was reopened three (3) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Shane Hyde	Owner / Partner
George Friedlander	Owner / Partner
William Hyde	Owner / Partner
Daniel Gillan	Board Member
James Macy	Owner / Partner
Aaron Washington	Owner / Partner
Samuel Reef	Owner / Partner
James Glaser	Owner / Partner

5. List of all required entities and their roles in the Marijuana Establishment:

No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (Social Equity Participant)

7. The applicant and municipality executed a Host Community Agreement on April 29, 2019.

8. The applicant conducted a community outreach meeting on May 25, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 27, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Provide $30,000 to C3RN in order to provide scholarships to ten (10) students on an annual basis.
2	Provide workforce training programs at Holyoke Community College for the ten (10) students who receive the Fuego Farms scholarship.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within five (5) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 24 hours a day

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit at least one (1) woman, minority, member of the LGBTQ+ community, veteran and person with physical / mental disability for its hiring initiative.
2	Recruit, at minimum, two (2) managers who are either a woman, minority, member of the LGBTQ+ community, veteran and person with physical / mental disability

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

#	Product
1	Pre-Rolls
2	Cannabis cigar
3	Moon rocks
4	Tinctures
5	Transdermal patches
6	Cream/Lotion
7	Salves
8	Personal lubricant
9	Capsules
10	Oral and Nasal sprays
11	Inhalers/Nebulizers
12	Suppositories
13	Extracts (distillate, wax, shatter, budder, sap, crumble, live resin, bubble hash, rosin, vaporizer cartridges)
14	Infused food products (sugar, honey, syrups, tea bags, coffee, peanut butter, hazelnut spread)
15	Baked goods (mini chocolate chip cookies, chocolate brownies, macaroons)
16	Chocolates (dark chocolate espresso, white chocolate strawberry, and milk chocolate mint)
17	Candies (raspberry, mango, and sour apple fruit squares)

18	Lozenges (lemon, strawberry, pineapple, and melon)
19	Pot de crème (salted caramel and chocolate espresso)
20	Gum (spearmint and cinnamon)
21	Mints (peppermint, spearmint, cinnamon, and ginger)
22	Flavored sparkling water (grapefruit, mandarin, hops, watermelon, and mango)
23	Soda (root beer, cola, and lemon lime)
24	Non-alcoholic beer
25	Shot-sized beverage

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

HEMP HOLISTICS, LLC

MBN281425

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Hemp Holistics, LLC
   351 Bennett Rd, Ashby, MA 01431

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Microbusiness (Cultivation Operations)

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Matthew Leder	Owner / Partner
Terrence Marks	Close Associates

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (License Type)

7. The applicant and municipality executed a Host Community Agreement on May 1, 2019.

8. The applicant conducted a community outreach meeting on May 4, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on March 3, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Provide gardening tutorials for families in areas of disproportionate impact with a maximum amount of ten (10) enrollees per class.
2	Offer hiring seminars in an area of disproportionate impact with a maximum amount of five (5) enrollees per hiring seminar.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within five (5) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Friday: 7:00 a.m. – 8:00 p.m.
    Saturday – Sunday: Closed

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Fill at least 50% of employment opportunities with members of the LGBTQ+ community and veterans.

2	Create a hands-on volunteer training program to provide industry experience for minorities, women, veterans, people with disabilities, and the LGBTQ+ community.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

HENNEP, INC.
MRN281450

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Hennep, Inc.
   246 Commercial Street, Provincetown, MA 02657

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened three (3) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type. However, please note that the individual associated with this application is associated with a cultivation and product manufacturing application under Hennep Cultivation, LLC.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Andrew Koudijs	Owner / Partner

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   General Applicant

7. The applicant and municipality executed a Host Community Agreement on October 29, 2018.

8. The applicant conducted a community outreach meeting on May 11, 2018 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 18, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Provide industry-specific training to 10-20 attendees per session quarterly.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within five (5) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 9:00 a.m. – 10:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit 20% or more women in retail and/or management positions.

17. Summary of cultivation plan (if applicable):

    Not applicable.

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Hennep, Inc. intends to obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

HIGHMINDED, LLC

MPN281662
MRN282318

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Highminded, LLC d/b/a Farnsworth
   126 Main Street, Great Barrington, MA 01230

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Product Manufacturing
   Retail

   The product manufacturing application was reopened two (2) times and the retail application was reopened three (3) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Alexander Farnsworth	Manager
Adam Lippes	Manager
Brayden Farnsworth	Employee

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Higherminded, LLC	Parent Company
Lippco Capital, LLC	Capital Contributor
Studio AF, Inc.	Capital Contributor

6. Applicant's priority status:

   Expedited Applicant (Disadvantaged Business Enterprise)

7. The applicant and municipality executed a Host Community Agreement on January 16, 2019.

8. The applicant conducted a community outreach meeting on January 10, 2019 (Retail) and June 12, 2019 (Product Manufacturing) and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 12, 2020 (Retail) and February 24, 2020 (Product Manufacturing) stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Provide complimentary personal and professional development for up to 200 disproportionately impacted individuals per year, in Pittsfield & North Adams, through reparative mentoring and technical training.
2	Provide quarterly information and education material online as continuing education for course attendees and for those who were unable to attend in-person.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within four (4) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 24 hours (Product Manufacturing)
    Monday – Sunday: 8:00 a.m. – 10:00 p.m. (Retail)

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Hire and maintain a staff comprised of 20% women, 20% minorities, 20% LGBTQ and 5% veterans.

17. Summary of cultivation plan (if applicable):

    Not applicable.

18. Summary of products to be produced and/or sold (if applicable):

#	Product
1	Flower
2	Pre-Rolls
3	Vape cartridges
4	Packaging concentrates (shatter, wax, crumble)
5	Rosin
6	Dry sift
7	Olive oil
8	Butter
9	Honey
10	Maple syrup
11	Apple cider
12	Lemonade

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Highminded, LLC will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and

5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

HOLISTIC INDUSTRIES, INC.

MCN282056
MPN281630

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Holistic Industries, Inc.
   96 Palmer Road, Monson, MA 01057

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 3/Indoor (10,001 – 20,000 sq. ft.)
   Product Manufacturing

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Retail	Provisional License	Easthampton
Retail	Application Submitted	Springfield
Transporter with Other ME License	Application Submitted	Monson
MTC	Commence Operations	Somerville
MTC	Provisional License	Easthampton

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Ismael Canales	Chief Security Officer
Joshua Genderson	Chief Executive Officer
Sarah Stretchberry	Dispensary Director
Jamie Ware	Compliance Officer
Adam Kavalier	Chief Scientific Officer

Barry Bass	Chief Financial Officer
Josh Bell	Chief Operating Officer
Lori Genderson	Owner
Richard Genderson	Owner
Staci Walkes	Owner
Morgan Genderson	Owner
David Cohen	Board Member
Michael Kessel	Close Associate
Mitchell Kulick	Close Associate
Mikhail Don	Close Associate
Beni Golani	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Avery Road, LLC	Capital Contributor
Liberty Capital Partners, LLC	Capital Contributor

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their one of their applications prior to the Commission's policy clarification on October 10, 2019. However, under this policy, the applicant would still be classified as an MTC Priority Applicant as the adult-use licenses will be collocated with an MTC.

7. The applicant and municipality executed a Host Community Agreement on January 15, 2019.

8. The applicant conducted a community outreach meeting on December 23, 2019

9. and provided documentation demonstrating compliance with Commission regulations.

10. The Commission received a municipal response from the municipality on February 11, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

11. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 20% or more residents of Monson.
2	Contribute at least $10,000 per year to at least two (2) local organizations in Monson.

SUITABILITY REVIEW

12. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

13. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

14. The applicant states that it can be operational upon receiving the provisional license(s).

15. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 8:00 a.m. – 6:00 p.m.

16. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

17. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit 50% of its staff that are minorities, persons with disabilities and women.
2	Recruit one (1) national Diversity Officer to establish new diversity plan policies.

18. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

19. Summary of products to be produced and/or sold (if applicable):

#	Product
1	Oil
2	Capsules
3	Topicals
4	Tinctures
5	Sublingual sprays
6	Pre-Filled Vaporizer Cartridges

20. Plan for obtaining marijuana or marijuana products (if applicable):

Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with an updated timeline as to when its MTC license with a dispensary in Easthampton will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

HUDSON BOTANICAL PROCESSING, LLC

MPN281588

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Hudson Botanical Processing, LLC
   9 Kane Industrial Dr., Unit 1, Hudson, MA 01749

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Product Manufacturing

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type. Please note that individuals associated with this application are associated with a cultivation application under the name Hudson Growers Alliance, LLC.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Luke Bean	Owner / Partner
Kathleen Adams	Owner / Partner
John Adams	Owner / Partner

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Kane Industrial Trust	Capital Contributor

6. Applicant's priority status:

General Applicant

7. The applicant and municipality executed a Host Community Agreement on March 20, 2019.

8. The applicant conducted a community outreach meeting on March 14, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on March 4, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Participate in two (2) volunteer opportunities in Worcester.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within three (3) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 24 hours a day

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit at least 10% of its workforce and contractors that are minorities, persons with disabilities, women, veterans, and LGBTQ+.

17. Summary of cultivation plan (if applicable):

Not applicable

18. Summary of products to be produced and/or sold (if applicable):

#	**Product**
1	THC distillate
2	Full spectrum cannabis oil
3	Vaporizers
4	Chocolate brownie bites (square)
5	Chocolate chip cookies (circle)
6	Gummies (black cherry, mixed fruit, watermelon, green apple, grape, tropical mango, and blue raspberry)
7	Taffy (chocolate, caramel, sour apple, strawberry, and orange cream)

19. Plan for obtaining marijuana or marijuana products (if applicable):

Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

HUMBOLDT MASTERS, LLC

MCN282102
MPN281467

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Humboldt Masters, LLC
   215 Shrewsbury Street, West Boylston, MA 01583

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 4/Indoor (20,001 – 30,000 sq. ft.)
   Product Manufacturing

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Elliot Kazakoff	Owner / Partner

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   General Applicant

7. The applicant and municipality executed a Host Community Agreement on March 18, 2019.

8. The applicant conducted a community outreach meeting on January 10, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 29, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 40% of its employees from Worcester
2	Provide monetary donations to Worcester based non-profits

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within five (5) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 8:00 a.m. – 6:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit 50% women, 25% minorities, and 10% veteran, persons with a disability or persons who are LGBT+ for its hiring initiative.
2	Contract with 25% of suppliers, contractors and wholesale partners that are women and minorities and 5% that are veterans, people with disabilities and/ or people who are LGBTQ+.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

#	**Product**
1	Extracts (rosin, ice water have, and ethanol derived concentrates)
2	Vaporizer cartridges
3	Ethanol derived concentrate plungers
4	Confections (chocolate bars, chocolate candies, caramels, and peanut butter cups)
5	Baked goods (chocolate flavored cookies and brownies)
6	Candies (hard lozenges and gummies-lemon and cherry)

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

LIBERTY COMPASSION, INC.

MCN282178
MPN281752

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Liberty Compassion, Inc.
   179 Brook Street, Clinton, MA 01510

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 2/Indoor (5,001 – 10,000 sq. ft.)
   Product Manufacturing

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
MTC	Provisional License	Taunton
MTC	Final License	West Springfield

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Vincent Giordano	Executive / Officer
Richard Baccari	Board Member
Michael Kent	Board Member
W Stephen Harrington	Board Member
Terence Fracassa	Board Member
Christine Cicon	Close Associate
Jeremy Bromberg	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
CanWell, LLC	Capital Resources
Edward Davis, LLC	Security Consultant

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their applications prior to the Commission's policy clarification on October 10, 2019. Under this policy, the applicant would still be considered an MTC Priority Applicant as the adult-use licenses will be collocated with an MTC.

7. The applicant and municipality executed a Host Community Agreement on October 2, 2019.

8. The applicant conducted a community outreach meeting on December 18, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 21, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 10% of its staff from Fitchburg and Worcester.
2	Organize or host three (3) industry-specific educational seminars, trainings, or skill development events on cannabis business management and retailing and related skills annually.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within one (1) month of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 7:00 a.m. – 10:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	**Goal**
1	Achieve and maintain a workforce with at least 25% comprised of minorities, women, veterans, people with disabilities, or LGBTQ+.
2	Provide semi-annual training on topics of building customer service skills and developing coaching and management techniques for employees who are minorities, women, veterans, people with disabilities, or LGBTQ+.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

#	**Product**
1	Topicals
2	Flower
3	Vaporization Oil
4	Capsules
5	Tinctures
6	Mini-brownies, mini-muffins, and doughnuts (seasonal item)
7	Granola bites
8	Honey
9	Lozenges/hard confectionery (blue raspberry, cherry, and grape)
10	Fruit chews/soft confectionery (blue raspberry, cherry, and grape)
11	Taffy (blue raspberry, cherry, and grape)
12	Mints
13	Chocolate
13	Beverages (fruit punch, grape, orange, seasonal apple and seasonal lemonade)

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee;
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors; and
6. Final licensure is subject to the applicant providing Commission staff, upon inspection, with an updated timeline as to when its MTC licenses will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

MASSMEDICUM CORP.

MCN281929
MPN281687

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   MassMedicum Corp.
   1 Mear Road, Holbrook, MA 02343

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 7/Indoor (50,001 – 60,000 sq. ft.)
   Product Manufacturing

   The applications were reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Retail	Application Submitted	Taunton
Retail	Application Submitted	Amherst
MTC	Provisional License	Amherst
MTC	Provisional License	Holbrook
MTC	Final License	Taunton

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
James Kurnick	Director
Gary Magnant	Director
Jack Swig	Director

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Grand Cru Medicinals Management, LLC	Owner

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their application prior to the Commission's policy clarification on October 10, 2019. Under this policy, the applicant would still be considered an MTC Priority Applicant as the adult-use licenses will be collocated with an MTC.

7. The applicant and municipality executed a Host Community Agreement on August 22, 2018.

8. The applicant conducted a community outreach meeting on May 6, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission sent the municipal notice to the Town of Holbrook for the cultivation application on January 15, 2020. To date, the Commission has not received a response. The Commission received a municipal response for the product manufacturing application from the municipality on January 29, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Ensure at least 10% of its staff are from Taunton.
2	Conduct at least one (1) industry-specific educational seminar annually.
3	Donate at least $17,500.00, annually, to Taunton Police Department.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within 14 months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

Monday – Sunday: 8:00 a.m. – 8:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	**Goal**
1	Ensure at least 25% of its staff are minorities, women, veterans, people with disabilities, and people who identify as LGBTQ+.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

#	**Product**
1	Beverages (Citrus Lime, Cucumber Watermelon, Mandarin Orange, Pomegranate Acai, Raspberry Lemonade, Tropical Punch, Frost-Green Delight, Frost-Pink Passion, and Frost-Red Envy)
2	Live Resin
3	Extracts
4	Hash
5	Shatter
6	Capsules
7	Hard Candy (Agave Lime, Caramel Apple, Cherry, Cinnamon Apple, Dreamsicle, Honey Lemon Ginder, Peach, Raspberry Lavender, Strawberry, and Watermelon)
8	Powder Drink (Fruit Punch, Grape, Lemon Lime, Orange)
9	THCa Crystalline
10	Wax
12	Milk Chocolate Bar
13	Dark Chocolate Bar
14	Gummies (Paloma and Grape)

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee;
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors; and
6. Final licensure is subject to the applicant providing Commission staff, upon inspection, with an updated timeline as to when its MTC licenses will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

MASSMEDICUM CORP.

MRN282715

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   MassMedicum Corp.
   85 University Drive, Amherst, MA 01002

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Cultivation, Tier 7/Indoor (50,001 – 60,000 sq. ft.)	Application Submitted	Holbrook
Product Manufacturing	Application Submitted	Holbrook
Retail	Application Submitted	Taunton
MTC	Provisional License	Amherst
MTC	Provisional License	Holbrook
MTC	Final License	Taunton

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
James Kurnick	Director
Gary Magnant	Director
Jack Swig	Director

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Grand Cru Medicinals Management, LLC	Owner

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their application prior to the Commission's policy clarification on October 10, 2019. Under this policy, the applicant would still be considered an MTC Priority Applicant as the adult-use license will be collocated with an MTC.

7. The applicant and municipality executed a Host Community Agreement on September 6, 2019.

8. The applicant conducted a community outreach meeting on July 11, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission sent the municipal notice to the City/Town of Taunton on January 23, 2020 and January 15, 2020. To date, the Commission has not received a response.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Ensure at least 10% of its staff are from Taunton.
2	Conduct at least one (1) industry-specific educational seminar annually.
3	Donate at least $17,500.00, annually, to Taunton Police Department.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within 10 months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 10:00 a.m. – 8:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Ensure at least 25% of its staff are minorities, women, veterans, people with disabilities, and people who identify as LGBTQ+.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    MassMedicum Corp. intends to obtain marijuana from its affiliated licenses. If the need arises, MassMedicum Corp. will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with an updated timeline as to when its MTC licenses will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

MASSMEDICUM CORP.

MRN283004

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   MassMedicum Corp.
   300 Revolutionary Drive, Taunton, MA 02718

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Cultivation, Tier 7/Indoor (50,001 – 60,000 sq. ft.)	Application Submitted	Holbrook
Product Manufacturing	Application Submitted	Holbrook
Retail	Application Submitted	Amherst
MTC	Provisional License	Amherst
MTC	Provisional License	Holbrook
MTC (RMD-945)	Final License	Taunton

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
James Kurnick	Director
Gary Magnant	Director
Jack Swig	Director

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Grand Cru Medicinals Management, LLC	Owner
PTS of Nevada, LLC	Capital Contributor

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their application prior to the Commission's policy clarification on October 10, 2019. Under this policy, the applicant would still be considered an MTC Priority Applicant as the adult-use license will be collocated with an MTC.

7. The applicant and municipality executed a Host Community Agreement on January 31, 2019.

8. The applicant conducted a community outreach meeting on September 30, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission sent the municipal notice to the City/Town of Taunton on January 7, 2020 and January 15, 2020. To date, the Commission has not received a response.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Ensure at least 10% of its staff are from Taunton.
2	Conduct at least one (1) industry-specific educational seminar annually.
3	Donate at least $17,500.00, annually, to Taunton Police Department.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within ten (10) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

Monday – Sunday: 9:00 a.m. – 8:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Ensure at least 25% of its staff are minorities, women, veterans, people with disabilities, and people who identify as LGBTQ+.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    MassMedicum Corp. intends to obtain marijuana from its affiliated licenses. If the need arises, MassMedicum Corp. will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with an updated timeline as to when its MTC licenses will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

ROYALTY GROUP, LLC

MRN282088

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Royalty Group, LLC
   d/b/a Tree Star
   425 Middlesex Road, Tyngsborough, MA 01879

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Andrea Pearce	Owner / Partner
Brandon Warren	Owner / Partner
Eric Alpert	Manager
Mark Taylor	Manager
Louis Delpidio	Capital Contributor

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

Expedited Applicant (Disadvantaged Business Enterprise)

7. The applicant and municipality executed a Host Community Agreement on November 7, 2018.

8. The applicant conducted a community outreach meeting on April 11, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on March 4, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit at least 25% of 20 employees from impacted communities in Boston, Lowell, and Haverhill
2	Donate at least $10,000 to Boston Asian Youth Essential Service on an annual basis
3	Donate at least $15,000 to Boch Center Future Fund on an annual basis

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within four (4) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 10:00 a.m. – 8:00 p.m.
    Sunday – 10:00 a.m. – 6:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit at least 50% of its staff that are minorities, women, persons with disabilities, or veterans

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Royalty Group, LLC intends to obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

SUN MASS II, LLC

MRN281816

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Sun Mass II, LLC
   56 Millbrook Street, Worcester, MA 01606

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type. However, individuals and entities associated with this application are associated with a MTC and cultivation application under Suns Mass, Inc.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Steven White	Executive / Officer
Leo Jaschke	Close Associate
Timothy Buskirk	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Harvest Mass Holding I, LLC	Parent Company
Harvest Health & Recreation, Inc.	Owner of Harvest Mass Holding I, LLC
Harvest Enterprises, Inc.	Capital Contributor

6. Applicant's priority status:

   General Applicant

7. The applicant and municipality executed a Host Community Agreement on April 15, 2019.

8. The applicant conducted a community outreach meeting on March 20, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 27, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Host or participate in at least one (1) job fair per year in Greenfield and Worcester Census Tract 7305
2	Post job openings in the Greenfield Recorder and the Worcester Telegram & Gazette no less than quarterly
3	Host annual educational seminars for no less than twenty (20) individuals

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within eight (8) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 8:00 a.m. – 10:00 p.m.
    Sunday – 10:00 a.m. – 7:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit at least 5% minorities, 5% women, 5% veterans,5% disable individuals, and 5% LGBTQ+ for its hiring initiative
2	Establish a comfortable and equitable work environment that supports and celebrates diversity and equity in the workplace through annual workplace trainings and continuous employee feedback

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Sun Mass II, LLC intends to obtain marijuana from its affiliated licenses. If the need arises, Sun Mass II, LLC will obtain marijuana or marijuana products by contracting with other licensed establishments

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

SUN MASS, INC.
MCN281732

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Sun Mass, Inc.
   198 Mill Village Road, Deerfield, MA 01342

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 8/Indoor (60,001 – 70,000 sq. ft.)

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   Individuals and entities associated with this application are associated with a MTC application under the same name and retail application under Suns Mass II, Inc.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Steven White	Director
Howard Hintz	Director
John Mayes	Owner / Partner
Leo Jaschke	Close Associate
Timothy Buskirk	Close Associate
Egan O'Keefe	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Harvest Mass Holding I, LLC	Parent Company
Harvest Health & Recreation, Inc.	Owner of Harvest Mass Holding I, LLC

Harvest Enterprises, Inc.	Capital Contributor

6. Applicant's priority status:

   General Applicant

7. The applicant and municipality executed a Host Community Agreement on September 19, 2018.

8. The applicant conducted a community outreach meeting on August 14, 2018 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 26, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Host or participate in at least one (1) job fair per year in Greenfield and Worcester Census Tract 7305
2	Post job openings in the Greenfield Recorder and the Worcester Telegram & Gazette no less than quarterly
3	Host annual educational seminars for no less than twenty (20) individuals

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within eight (8) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 8:00 a.m. – 10:00 p.m.
    Sunday – 10:00 a.m. – 7:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit at least 5% minorities, 5% women, 5% veterans,5% disable individuals, and 5% LGBTQ+ for its hiring initiative
2	Establish a comfortable and equitable work environment that supports and celebrates diversity and equity in the workplace through annual workplace trainings and continuous employee feedback

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

SUPERCRITICAL MASS LABORATORIES, INC.

MPN281321

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Supercritical Mass Laboratories, Inc.
   251 Brooks St., Worcester, MA 01606

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Product Manufacturing

   The application was reopened three (3) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Charles Bergmann	Director
Paul Lindholm	Director
Mark June-Wells	Executive / Officer
Thomas Nolan	Executive / Officer
Mark Nasiff	Advisor
Kelsey Lindholm	Close Associate
Charles Bergmann	Capital Contributor
Paul Lindholm	Capital Contributor

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role

Bacaldwell, LLC	Capital Contributor

6. Applicant's priority status:

   General Applicant

7. The applicant and municipality executed a Host Community Agreement on December 20, 2018.

8. The applicant conducted a community outreach meeting on July 6, 2018 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 18, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 30% of its staff that are past or present residents of the areas of disproportionate impact, Massachusetts residents who have past drug convictions, and Massachusetts residents with parents or spouses who have drug convictions.
2	Provide free quarterly mentoring, professional, technical, and training opportunities.
3	Establish a biannual "clean-up" initiative focused on positively impacting the Worcester census tracts defined as areas of disproportionate impact.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within three (3) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 8:00 a.m. – 11:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	**Goal**
1	Recruit 50% of its staff that are women, minorities, veterans, people with disabilities, and LGBTQ+.
2	Establish an internal training and mentorship program to ensure all employees have the support and education necessary to succeed and thrive in the marijuana industry.
3	Conduct at least four (4), two hour industry-specific educational seminars annually.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

#	**Product**
1	Chocolate bars (milk chocolate, dark chocolate, toffee dark chocolate, churro milk chocolate, mint dark chocolate, raspberry whit chocolate, ginger dark chocolate, espresso dark chocolate, vanilla chai dark chocolate, blackberry dark chocolate)
2	Chocolate covered confections (peppermint patties, caramel, espresso beans, dried blueberries)
3	Distillate Oil Products
4	Gummies (wild berry, pear, pineapple habanero, watermelon, watermelon lemonade, apricot, blueberry, mango, pomegranate blueberry acai, strawberry lemonade, strawberry and yuzu)
5	Hard candies/lozenges (mint, cherry mint, pineapple mint, citrus mint, eucalyptus mint)
6	Tinctures
7	Elixirs
8	Oral Sprays

19. Plan for obtaining marijuana or marijuana products (if applicable):

Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

THE BOTANIST, INC.

MRN282160

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   The Botanist, Inc.
   65 Pullman Street, Worcester, MA 01606

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Retail	Application Submitted	Shrewsbury
MTC	Provisional License	Leominster
MTC	Provisional License	Shrewsbury
MTC	Commence Operations	Worcester

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Kevin Murphy	Director
Christopher Tolford	Director
Jovan Bethell	Director
Robert Daino	Close Associate
Francis Matthews	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Acreage Holdings, Inc.	Sole Shareholder

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their application prior to the Commission's policy clarification on October 10, 2019. Under this policy, the applicant would still be classified as an MTC Priority Applicant for this application as it will be co-located with an MTC.

7. The applicant and municipality executed a Host Community Agreement on July 18, 2018.

8. The applicant conducted a community outreach meeting on November 26, 2018 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on August 1, 2019 stating the applicant was in compliance with all local ordinances and bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Provide mentoring, professional, and technical services for individuals and businesses facing systemic barriers.
2	Host two (2) industry-specific educational seminars annually.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. These disclosures did not raise suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within three (3) months of receiving the provisional license.

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 9:00 a.m. – 9:00 p.m.
    Sunday: 9:00 a.m. – 7:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Host four (4) career fairs in Worcester.
2	Provide annual cultural training on cultural sensitivity and recognizing unconscious bias.

17. Summary of cultivation plan (if applicable):

    Not applicable.

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable.

19. Plan for obtaining marijuana or marijuana products (if applicable):

    The applicant intends to apply for additional marijuana establishment licenses, therefore, it plans to obtain marijuana from its affiliated licenses. If the need arises, the applicant will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant, upon inspection, submitting to Commission staff an updated timeline as to when its MTC licenses will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

THE BOTANIST, INC.

MRN282186

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   The Botanist, Inc.
   235 Hartford Turnpike, Shrewsbury, MA 01545

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Retail	Application Submitted	Worcester
MTC	Provisional License	Leominster
MTC	Provisional License	Shrewsbury
MTC	Commence Operations	Worcester

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Kevin Murphy	Director
Christopher Tolford	Director
Jovan Bethell	Director
Robert Daino	Close Associate
Francis Matthews	Close Associate

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Acreage Holdings, Inc.	Sole Shareholder

6. Applicant's priority status:

   The applicant received, and was reviewed as, an MTC Priority Applicant as they submitted their application prior to the Commission's policy clarification on October 10, 2019. Under this policy, the applicant would still be classified as an MTC Priority Applicant for this application as it will be co-located with an MTC.

7. The applicant and municipality executed a Host Community Agreement on July 12, 2018.

8. The applicant conducted a community outreach meeting on December 6, 2018 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on January 3, 2020 stating the applicant was in compliance with all local ordinances and bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Provide mentoring, professional, and technical services for individuals and businesses facing systemic barriers.
2	Host two (2) industry-specific educational seminars annually.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. These disclosures did not raise suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within three (3) months of receiving the provisional license.

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 9:00 a.m. – 9:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Host four (4) career fairs in Worcester.
2	Provide annual cultural training on cultural sensitivity and recognizing unconscious bias.

17. Summary of cultivation plan (if applicable):

    Not applicable.

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable.

19. Plan for obtaining marijuana or marijuana products (if applicable):

    The applicant intends to apply for additional marijuana establishment licenses, therefore, plans to obtain marijuana from its affiliated licenses. If the need arises, the applicant will obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license; and
5. Final licensure is subject to the applicant, upon inspection, submitting to Commission staff an updated timeline as to when its MTC licenses will become operational.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

THE OLD BANK, LLC

MRN282467

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   The Old Bank, LLC
   d/b/a The Piping Plover
   10 Main Street, Wellfleet, MA 02666

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened one (1) time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Zachary Ment	Owner / Partner
Michael Drayer	Close Associate
Eduardo Dominguez	Director of Security
Trudy Vermehren	Small Business Adviser

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

General Applicant

7. The applicant and municipality executed a Host Community Agreement on May 28, 2019.

8. The applicant conducted a community outreach meeting on May 4, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on March 16, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	**Goal**
1	Donate at least .5% (and up to 1%) of gross sales to Positive Action Chemical Addiction (PAACA).
2	Hold an annual clothing drive in support of PAACA's efforts to provide clothing to New Bedford.
3	Encourage 50% of its employees to volunteer at least four (4) hours of their time annually to PAACA

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within four (4) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 10:00 a.m. – 8:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit 15% minorities, 55% women, and 10% veterans.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    The Old Bank, LLC intends to obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

TIGERTOWN, LLC

MRN282818

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Tigertown, LLC
   56 Jackson Street, Holyoke, MA 01040

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Retail

   The application was reopened one (1)] time for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type. However, the individual associated with this application is associated with one (1) other retail application under Grass Appeal LLC, one (1) cultivation license under Grass Appeal LLC, and one (1) product manufacturing application under Baked Bean LLC.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Richard Rainone	Owner / Partner

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (Disadvantaged Business Enterprise)

7. The applicant and municipality executed a Host Community Agreement on February 19, 2019.

8. The applicant conducted a community outreach meeting on April 23, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 27, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	**Goal**
1	Recruit at least 25% of its employees from disproportionately impacted areas of Worcester and Holyoke and Massachusetts residents who have, or have parents or spouses who have past drug convictions.
2	Contribute a minimum of 40 hours of volunteer time to charitable groups servicing from disproportionately impacted areas of Worcester and Holyoke and Massachusetts residents who have, or have parents or spouses who have past drug convictions.
3	Contribute $10,000 to charitable groups from disproportionately impacted areas of Worcester and Holyoke and Massachusetts residents who have, or have parents or spouses who have past drug convictions.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within two (2) years of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 8:00 a.m. – 8:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit 2% minorities, 2% women, 2% veterans, 2% people with disabilities, and 2% LGBTQ+.
2	Offer 100% of the its advancement opportunities internally.
3	Provide education on diversity within the first ninety (90) days of employment and once annually thereafter.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Tigertown, LLC intends to obtain marijuana or marijuana products by contracting with other licensed establishments.

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

TOWER THREE, LLC

MCN281652

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Tower Three, LLC
   30 Sherwood Drive, Taunton, MA 02780

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Cultivation, Tier 2/Indoor (5,001 – 10,000 sq. ft.)

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Michael Kinahan	Owner / Partner
Anthony Kinahan	Owner / Partner
Kayla Correa	Owner / Partner

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

General Applicant

7. The applicant and municipality executed a Host Community Agreement on April 5, 2019.

8. The applicant conducted a community outreach meeting on April 22, 2019 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 24, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 15% of individuals who are residents of Taunton.
2	Host an annual fundraiser to raise $5,000 for Pro Home, Inc.
3	Donate $5,000 to the Downtown Taunton Foundation annually.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within 14 months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 7:00 a.m. – 8:00 p.m.
    Sunday: 8:00 a.m. – 5:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal

1	Ensure at least 10% of all staff are minorities and 10% are veterans.
2	Ensure at least 15% of all materials and services are purchased from minority-owned or veteran-owned businesses registered with the Massachusetts Supplier Diversity Office.

17. Summary of cultivation plan (if applicable):

    The applicant submitted a cultivation plan that demonstrates the ability to comply with the Commission's regulations.

18. Summary of products to be produced and/or sold (if applicable):

    Not applicable

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff; and
4. Provisional licensure is subject to the payment of the appropriate license fee.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

TREEWORKS OF MASSACHUSETTS, LLC

MPN281343

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Treeworks of Massachusetts, LLC
   3 West Street, Hatfield, MA 01088

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Product Manufacturing

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

   The applicant is not an applicant or licensee for any other license type.

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Mackae Freeland	Executive / Officer
Milo Childs Campolo	Executive / Officer
Timothy Kane	Executive / Officer
John Markes	Owner / Partner

5. List of all required entities and their roles in the Marijuana Establishment:

Entity	Role
Treeworks, Inc	Parent Company

6. Applicant's priority status:

   General Applicant

7. The applicant and municipality executed a Host Community Agreement on December 4, 2018.

8. The applicant conducted a community outreach meeting on August 29, 2018 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on March 3, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 25% of individuals from Greenfield, Holyoke, Amherst and Springfield.

SUITABILITY REVIEW

11. There were disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions. None of the disclosures raised suitability issues.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within five (5) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Saturday: 8:00 a.m. – 6:00 p.m.
    Sunday: Closed

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Purchase goods and services from vendors, contractors and professional service providers that are owned and operated by individuals that have cultural and ethnically diverse characteristics.

2	Recruit 50% of its staff that are minorities, persons with disabilities, women, and members of the LGBTQ community.
3	Provide diversity training for one (1) day annually.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

#	**Product**
1	Coconut oil capsules
2	Coconut cooking oil
3	Olive cooking oil
4	Dark chocolate perforated bars with oreos and mint
5	Dark chocolate perforated bars with espresso beans and salt
6	Milk chocolate perforated bars with raspberries and white chocolate
7	Chewy gummies (lemon, lime, strawberry, cherry, watermelon)
8	Hard candies (lemon, lime, strawberry, cherry, watermelon)
9	Chocolate chip cookies
10	Ginger cookies
11	Beverages (sparkling ginger lemonade, lemon black tea, 3:1 CBD: THC lemon black tea)

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and

5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

WELLMAN FARM, INC.

MPN281317

BACKGROUND & APPLICATION OF INTENT REVIEW

1. Name and address of the proposed Marijuana Establishment:

   Wellman Farm, Inc.
   26 Wellman Street, Lowell, MA 02851

2. Type of license sought (if cultivation, its tier level and outside/inside operation) and information regarding the application submission:

   Product Manufacturing

   The application was reopened two (2) times for additional information.

3. The applicant is a licensee or applicant for other Marijuana Establishment and/or Medical Marijuana Treatment Center license(s):

Type	Status	Location
Cultivation, Tier 10/Outdoor (80,001 – 90,000 sq. ft.)	Application Submitted	Lowell
Cultivation, Tier 2/Indoor (5,001 – 10,000 sq. ft.)	Provisional License	Colrain

4. List of all required individuals and their business roles in the Marijuana Establishment:

Individual	Role
Julianne Shelzi	Executive / Officer
Joseph Shelzi	Executive / Officer
Don Shelzi	Board Member

5. List of all required entities and their roles in the Marijuana Establishment:

   No other entity appears to have ownership or control over this proposed Marijuana Establishment.

6. Applicant's priority status:

   Expedited Applicant (Disadvantaged Business Enterprise)

7. The applicant and municipality executed a Host Community Agreement on November 21, 2018.

8. The applicant conducted a community outreach meeting on July 31, 2018 and provided documentation demonstrating compliance with Commission regulations.

9. The Commission received a municipal response from the municipality on February 4, 2020 stating the applicant was in compliance with all local ordinances or bylaws.

10. The applicant proposed the following goals for its Positive Impact Plan:

#	Goal
1	Recruit 60% of individuals who are past or present residents of Lowell, Commission-designated Social Equity Program participants, Massachusetts residents who have past drug convictions, and Massachusetts residents with parents or spouses who have drug convictions.
2	Source 50% of contractors, suppliers and vendors who are past or present residents of Lowell, Commission-designated Social Equity Program participants, Massachusetts residents who have past drug convictions, and Massachusetts residents with parents or spouses who have drug convictions.

SUITABILITY REVIEW

11. There were no disclosures of any past civil or criminal actions, occupational license issues, or marijuana-related business interests in other jurisdictions.

12. There were no concerns arising from background checks on the individuals or entities associated with the application.

MANAGEMENT AND OPERATIONS REVIEW

13. The applicant states that it can be operational within four (4) months of receiving the provisional license(s).

14. The applicant's proposed hours of operation are the following:

    Monday – Sunday: 7:00 a.m. – 7:00 p.m.

15. The applicant submitted all applicable and required summaries of plans, policies, and procedures for the operation of the proposed establishment. The summaries were determined to be substantially compliant with the Commission's regulations.

16. The applicant proposed the following goals for its Diversity Plan:

#	Goal
1	Recruit 50% women, 30% minorities, veterans, people who are LGBTQ+, and people with disabilities
2	Source 50% of its suppliers, contractors, vendors and wholesale partners to businesses owned by minorities, women, veterans, and people who are LGBTQ+.

17. Summary of cultivation plan (if applicable):

    Not applicable

18. Summary of products to be produced and/or sold (if applicable):

#	Product
1	Extractions (rosin, ice water hash, and ethanol derived concentrates)
2	Vaporizer cartridges
3	Chocolate bars (rectangular in shape)
4	Caramels (square in shape)
5	Cookies (10 round cookies per container)
6	Brownies (10 round brownies per container)

19. Plan for obtaining marijuana or marijuana products (if applicable):

    Not applicable

RECOMMENDATION

Commission staff recommend provisional licensure with the following conditions:

1. Final license is subject to inspection to ascertain compliance with Commission regulations;
2. Final license is subject to inspection to ascertain compliance with applicable state laws and local codes, ordinances, and bylaws;
3. The applicant shall cooperate with and provide information to Commission staff;
4. Provisional licensure is subject to the payment of the appropriate license fee; and
5. Final licensure is subject to the applicant providing Commission staff, upon inspection, with a detailed list of all proposed products to be produced with specific information as to types, forms, shapes, colors, and flavors.

The applicant has demonstrated compliance with the laws and regulations of the Commonwealth and suitability for licensure. Therefore, the applicant is recommended for provisional licensure.

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Memorandum

To: Shawn Collins, Executive Director
Cc: Paul Payer, Enforcement Counsel (3.24.20)
Kyle Potvin, Director of Licensing (3.24.20)
From: Yaw Gyebi, Jr., Chief of Investigations and Enforcement (3.24.20)
Date: March 24, 2020
Subject: Acreage Ownership and Control Investigation

On February 6, 2020, the Commission voted to table two Marijuana Retailer applications submitted by The Botanist for operations in Worcester, MA (MRN282160) and Shrewsbury, MA (MRN282186) (the "applications"). The Commission ordered that staff provide the Executive Director with a recommended determination or opinion regarding whether Acreage exercises control over with Patient Centric of Martha's Vineyard, Ltd. ("PCMV") and/or Health Circle, Inc. ("HCI") (collectively, the "Affiliates") and whether the prohibition[1] on any licensee being granted more than three of any license-type had been exceeded.

On February 13 and 14, 2020, Acreage executed a series of agreements restructuring the contractual arrangements between Acreage and the Affiliates.

As of the date of this memorandum, and after review of the amended agreements, the Chief of Investigations and Enforcement is of the opinion that Acreage does not exercise control over either Affiliate.

1. Background

The Botanist is a wholly-owned subsidiary of Acreage Holdings, Inc. ("Acreage"). Additionally, Acreage wholly owns several management companies that provide key services to marijuana applicants and licensees, including High Street Capital Partners, LLC ("HSCP") and MA RMD SVCS, LLC ("MA RMD SVCS") (collectively referred to under its parent corporation, "Acreage"). HSCP is a party to certain contractual arrangements with PCMV. Likewise, MA RMD SVCS is a party to certain contractual arrangements with HCI.

The applications for The Botanist fully disclose the ownership interest between Acreage Holdings, Inc. and its wholly-owned subsidiary, The Botanist. The applications for the Botanist also disclose the existence of contractual agreements between HSCP and PCMV and MA RMD SVCs, LLC and HCI (the "Original Agreements"), but do not represent those contractual

[1] M.G.L. c. 94G, § 16.

relationships as a controlling relationship requiring disclosure pursuant to 935 CMR 500.101(1)(a)

On February 14, 2020, counsel for Acreage provided the following fully-executed documents pertaining to the restructuring of prior contractual arrangements between Acreage and the Affiliates (the "Amended Agreements"):

1. Mutual Termination of Management and Consulting Services Agreement between MA RMD SVCS, LLC and Health Circle, Inc.
2. Termination and Release Settlement Agreement by and between South Shore BioPharma, LLC and Patient Centric of Martha's Vineyard, Ltd.
3. Amended and Restated Revolving Loan Agreement by and between South Shore BioPharma, LLC and Patient Centric of Martha's Vineyard.
4. Summary of Changes to Loan Agreements between South Shore BioPharma, LLC and Patient Centric of Martha's Vineyard.

2. Findings

Based on review of the Original Agreements and Amended Agreements the Chief of Investigations Enforcement determined that Acreage does not currently exercise control over either Affiliate. Based on this finding, licensure of the Botanist's two retail applications would not violate the statutory license cap.

The issue of control for purposes of final licensure is now moot because the parties have modified their respective agreements in a manner that removes any element of control as described above.

Acreage terminated and released both HCI and PCMV from their respective management agreements. The terms of those prior agreements bound the Affiliates to significant revenue-sharing provisions, ostensibly in consideration for comprehensive consulting services, as a condition of maintaining Acreage's capital-loan financing. Through the termination of the management agreements, Acreage severed the loan agreement provisions which previously bound significant revenue-sharing requirements to the provision of capital.[2]

Furthermore, Acreage and PCMV made a series of amendments to the PCMV Loan Agreement.[3] The Loan Agreement removed terms that would otherwise raise certain control issues previously articulated in Enforcement staff's Investigation Status Memorandum.[4]

3. Conclusion

[2] Tab 1, Mutual Termination of Management and Consulting Services Agreement between MA RMD SVCS, LLC and Health Circle, Inc., (dated February 14, 2020); and Tab 2, Termination and Release Settlement Agreement by and between South Shore BioPharma, LLC and Patient Centric of Martha's Vineyard, Ltd., (dated February 13, 2020).

[3] Tab 3, Amended and Restated Revolving Loan Agreement by and between South Shore BioPharma, LLC and Patient Centric of Martha's Vineyard, (dated February 14, 2020).

[4] Acreage's counsel provided a summary of relevant Loan Agreement modifications. See Tab 4, Summary of Changes to Loan Agreements between South Shore BioPharma, LLC and Patient Centric of Martha's Vineyard. These modifications remove provisions that would otherwise authorize Acreage to take certain actions deemed control pursuant to 935 CMR 500.002 (definition of "Persons or Entities Having Direct Control").

The applications are considered complete and in compliance with the regulations because the Amended Agreements modify the prior contractual agreements such that any elements of control have been removed.

February 14, 2020

Health Circle, Inc
21 Commerce Road
Rockland, MA 02370
Attn: Michael Westort

RE: MUTUAL TERMINATION OF MANAGEMENT AND CONSULTING SERVICES AGREEMENT

Mr. Westort:

This letter shall serve as written notice of our mutual agreement to terminate that certain Management and Consulting Services Agreement by and between MA RMD SVCS, LLC and Health Circle, Inc., dated and effective as of October 31, 2017.

Please execute this letter on the space provided below and return a copy of such to us at your earliest convenience.

Warm Regards.

By: Kevin Murphy, Manager of MA RMD SVCS, LLC

AGREED & ACCEPTED:

By: Michael Westort, CEO of Health Circle, Inc.

TERMINATION RELEASE AND SETTLEMENT AGREEMENT

THIS TERMINATION RELEASE AND SETTLEMENT AGREEMENT (this "Agreement"), effective as of February 13, 2020 (the "Effective Date"), between Patient Centric of Martha's Vineyard, Ltd., a Massachusetts corporation ("Operating Entity"), and Acreage Holdings Inc., a British Columbia corporation, on behalf of itself and its subsidiaries and affiliates, which do not include the Operating Entity (collectively, the "Acreage Group", and together with Operating Entity, the "Parties", and each, a "Party").

WHEREAS, Operating Entity and members of the Acreage Group have previously entered into a Master Services Agreement dated November 30, 2018 (as amended, amended and restated, supplemented, or otherwise modified from time-to-time, the "Acreage Services Agreement"); and

WHEREAS, the Parties wish to terminate the Acreage Services Agreement and deliver mutual releases on the terms and conditions set out herein.

NOW, THEREFORE, in consideration of the premises set out above and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Termination of Agreement. The Acreage Services Agreement is hereby terminated as of the Effective Date. From and after the Effective Date, the Acreage Services Agreement will be of no further force or effect, and the rights and obligations of each of the Parties thereunder shall terminate without any further action from any Party.

2. Mutual Release.

(a) In consideration of the covenants, agreements, and undertakings of the Parties under this Agreement, each Party, on behalf of itself and its respective present and former parents, subsidiaries, affiliates, and each of their respective directors, managers, officers, shareholders, members, partners, employees, advisors, agents, representatives, successors, and assigns (collectively, "Releasors") hereby releases, waives, and forever discharges the other Party and its respective present and former, direct and indirect, parents, subsidiaries, affiliates, and each of their respective directors, managers, officers, shareholders, members, partners, employees, advisors, agents, representatives, successors, and assigns (collectively, "Releasees") of and from any and all actions, causes of action, suits, losses, liabilities, rights, debts, dues, sums of money, accounts, reckonings, obligations, costs, expenses, liens, bonds, bills, specialties, covenants, contracts, controversies, agreements, promises, variances, trespasses, damages, judgments, extents, executions, claims, and demands (collectively, "Claims"), of every kind and nature whatsoever, whether now known or unknown, foreseen or unforeseen, matured or unmatured, suspected or unsuspected, in law, admiralty, or equity, which any of such Releasors ever had, now have, or hereafter can, shall, or may have against any of such Releasees for, upon, or by reason of any matter, cause, or thing whatsoever from the beginning of time through the Effective Date hereof arising out of or relating to the Acreage Services Agreement (collectively, "Released Claims").

(b) Each Releasor understands that it may later discover Released Claims or facts that may be different from, or in addition to, those that it or any other Releasor now knows or believes to exist regarding the subject matter of the release contained in this Section 2, and which, if known at the time of execution of this Agreement, may have materially affected this Agreement and such Party's decision to enter into it and grant the release contained in this Section 2. Nevertheless, the Releasors intend to fully, finally, and forever release and settle all Released Claims that now exist, may exist, or previously existed, as set out in the release contained in this Section 2, whether now known or unknown, foreseen or unforeseen, matured or unmatured, suspected or unsuspected, and the release given herein is and will remain in effect as a complete release and settlement, notwithstanding the discovery or existence of such additional or different facts. The Releasors hereby waive any right or Released Claim that might arise as a result of such different or additional Released Claims or facts.

3. Acknowledgement of Settlement. Each Party acknowledges that:

(a) The mutual releases set forth in this Agreement are consideration for the full release and settlement of all Released Claims; and

(b) by executing this Agreement, and accepting the consideration provided herein and the benefits of it, such Party is giving up forever any right to seek further monetary or other relief from the other Party with respect to any Released Claims.

4. No Admission of Liability. Each Party acknowledges that the consideration set forth in this Agreement was agreed upon as consideration for the mutual releases hereunder and that the consideration hereunder is not, and may not be construed as, an admission of liability by either Party and is not to be construed as an admission that either Party engaged in any wrongful or unlawful act or omission.

5. Post-Effective Date Acknowledgement. Each Party acknowledges that after the Effective Date there shall be no Released Claims between the Operating Entity and the Acreage Group.

6. Representations and Warranties. Each Party hereby represents and warrants to the other Party that:

(a) it has the full right, corporate power, and authority to enter into this Agreement, to grant the terminations, releases, and settlements contained herein, and to perform its obligations hereunder;

(b) the execution and delivery of this Agreement by such Party have been duly authorized by all necessary corporate action on the part of such Party;

(c) this Agreement (assuming due authorization, execution, and delivery by the other Party hereto) constitutes the legal, valid, and binding obligation of such Party, enforceable against such Party in accordance with its terms; and

(d) it: (i) knows of no Released Claims against the other Party relating to or arising out of the Acreage Services Agreement, or any other matter between the Parties that are

not covered by the release contained in Section 2; (ii) has neither assigned nor transferred any of the Released Claims to any person or entity and no person or entity has subrogated to or has any interest or rights in any Released Claims; and (iii) has not filed with any governmental agency or court any type of action or report against the other Party.

EXCEPT FOR THE EXPRESS REPRESENTATIONS AND WARRANTIES SET FORTH IN THIS SECTION 6: (X) NEITHER PARTY HERETO, NOR ANY PERSON OR ENTITY ON SUCH PARTY'S BEHALF, HAS MADE OR MAKES ANY EXPRESS OR IMPLIED REPRESENTATION OR WARRANTY WHATSOEVER, EITHER ORAL OR WRITTEN, WHETHER ARISING BY LAW, COURSE OF DEALING, COURSE OF PERFORMANCE, USAGE OF TRADE OR OTHERWISE, ALL OF WHICH ARE EXPRESSLY DISCLAIMED; AND (Y) EACH PARTY HERETO ACKNOWLEDGES THAT, IN ENTERING INTO THIS AGREEMENT, IT HAS NOT RELIED UPON ANY REPRESENTATION OR WARRANTY MADE BY THE OTHER PARTY, OR ANY OTHER PERSON OR ENTITY ON SUCH OTHER PARTY'S BEHALF, EXCEPT AS SPECIFICALLY PROVIDED IN THIS SECTION 6.

7. Indemnification.

(a) Each Party (as "Indemnifying Party") shall defend, indemnify, and hold harmless the other Party and its respective present and former parents, subsidiaries, affiliates, and each of their respective directors, managers, officers, shareholders, members, partners, employees, advisors, agents, representatives, successors, and assigns (collectively, "Indemnified Party"), against any and all losses, damages, liabilities, deficiencies, claims, actions, judgments, settlements, interest, awards, penalties, fines, costs, or expenses of whatever kind, including reasonable attorneys' fees, fees and the costs of enforcing any right to indemnification under this Agreement, and the cost of pursuing any insurance providers, incurred by an Indemnified Party (collectively, "Losses"), arising out or resulting from any claim of a third party or an Indemnified Party alleging breach by Indemnifying Party or its directors, managers, officers, shareholders, members, partners, employees, advisors, agents, or representatives, of any representation, warranty, covenant, or other obligations set out in this Agreement.

(b) Notwithstanding anything herein to the contrary, the Indemnifying Party is not obligated to indemnify, defend, or hold harmless the other Indemnified Parties against any Losses arising out of or resulting, in whole or in part, from an Indemnified Party's: (i) willful, reckless, or negligent acts or omissions; or (ii) bad faith failure to comply with any of its obligations set out in this Agreement.

(c) An Indemnified Party seeking indemnification under this Section 7 shall give the Indemnifying Party: (i) prompt Notice (as defined below) of the relevant Claim; *provided, however*, that failure to provide such notice shall not relieve the Indemnifying Party from its liability or obligation hereunder except to the extent of any material prejudice directly resulting from such failure; and (ii) reasonable cooperation, at the Indemnifying Party's expense, in the defense of such Claim. The Indemnifying Party shall have the right to control the defense and settlement of any such Claim; *provided, however*, that the Indemnifying Party shall not, without the prior written approval of the Indemnified Party, settle or dispose of any Claims in a manner that affects the Indemnified Party's rights or interests. The Indemnified Party shall have the right to participate in the defense at its own expense.

(d) THIS SECTION 7 SETS FORTH THE ENTIRE LIABILITY AND OBLIGATION OF EACH INDEMNIFYING PARTY AND THE SOLE AND EXCLUSIVE REMEDY OF EACH INDEMNIFIED PARTY FOR ANY DAMAGES COVERED BY THIS SECTION 7.

8. Miscellaneous.

(a) Any notices, requests, consents, claims, demands, waivers, summons, or other legal process, or similar types of communications hereunder (each, a "Notice") must be in writing and addressed to the relevant Party at the address set out on the signature page of this Agreement (or to such other address that may be designated by the receiving Party from time-to-time in accordance with this Section 8(a)). All Notices must be delivered by electronic mail, personal delivery, nationally recognized overnight courier (with all fees pre-paid), or certified or registered mail (in each case, return receipt requested, postage prepaid). A Notice is effective upon delivery by electronic mail or receipt by the receiving Party and if the Party giving the Notice has complied with the requirements of this Section 8(a).

(b) This Agreement and all matters arising out of or relating to this Agreement are governed by, and construed in accordance with, the laws of the Commonwealth of Massachusetts, without regard to the conflict of laws provisions thereof. Any legal suit, action, or proceeding arising out of or relating to this Agreement must be instituted in the federal courts of the United States of America or the courts of the Commonwealth of Massachusetts, in each case located in the City of Boston and County of Suffolk, and each Party irrevocably submits to the exclusive jurisdiction of such courts in any such suit, action, or proceeding.

(c) This Agreement, and each of the terms and provisions hereof, may only be amended, modified, waived, or supplemented by an agreement in writing signed by each Party.

(d) Neither Party may assign, transfer, or delegate any or all of its rights or obligations under this Agreement without the prior written consent of the other Party; *provided, however*, that either Party may assign this Agreement to a successor-in-interest by consolidation, merger or operation of law, or to a purchaser of all or substantially all of the Party's assets. No assignment will relieve the assigning Party of any of its obligations hereunder. Any attempted assignment, transfer, or other conveyance in violation of the foregoing will be null and void. This Agreement will inure to the benefit of and be binding on each of the Parties and each of their respective permitted successors and permitted assigns.

(e) This Agreement may be executed in counterparts, each of which is deemed an original, but all of which constitute one and the same agreement. Delivery of an executed counterpart of this Agreement electronically shall be effective as delivery of an original executed counterpart of this Agreement.

(f) For purposes of this Agreement, (i) the words "include," "includes," and "including" are deemed to be followed by the words "without limitation"; (ii) the word "or" is not exclusive; (iii) the words "herein," "hereof," "hereby," "hereto," and "hereunder" refer to this Agreement as a whole; (iv) words denoting the singular have a comparable meaning when used in the plural, and vice-versa; and (v) words denoting any gender include all genders. The Parties

drafted this Agreement without regard to any presumption or rule requiring construction or interpretation against the Party drafting an instrument or causing any instrument to be drafted.

(g) The headings in this Agreement are for reference only and do not affect the interpretation of this Agreement.

(h) If any term or provision of this Agreement is invalid, illegal, or unenforceable in any jurisdiction, such invalidity, illegality, or unenforceability shall not affect any other term or provision of this Agreement or invalidate or render unenforceable such term or provision in any other jurisdiction. Upon such determination that any term or other provision is invalid, illegal, or unenforceable, the Parties shall negotiate in good faith to modify this Agreement so as to effect the original intent of the Parties as closely as possible in a mutually acceptable manner in order that the transactions contemplated hereby be consummated as originally contemplated to the greatest extent possible.

(i) Each of the Parties shall, and shall cause its respective subsidiaries and affiliates to, from time-to-time at the request of the other Party, without any additional consideration, furnish the other Party such further information or assurances, execute and deliver such additional documents, instruments and conveyances, and take such other actions and do such other things as may be reasonably necessary or desirable to carry out the provisions of this Agreement and give effect to the transactions contemplated hereby.

(j) This Agreement (including the documents and instruments referred to herein) is the sole and entire agreement of the Parties regarding the subject matter contained herein and supersedes all prior and contemporaneous understandings, agreements, representations, and warranties, both written and oral, regarding such subject matter.

(k) Each Party shall pay its own costs and expenses in connection with the drafting, negotiation, and execution of this Agreement (including the fees and expenses of its advisors, accounts, and legal counsel).

(l) Except as expressly set out in the second sentence of this Section 8(l), this Agreement benefits solely the Parties and their respective permitted successors and permitted assigns, and nothing in this Agreement, express or implied, confers on any other person or entity any legal or equitable right, benefit, or remedy of any nature whatsoever under or by reason of this Agreement. The Parties hereby designate all Releasees and Indemnified Parties as third-party beneficiaries of Section 2 and Section 7, respectively, having the right to enforce such Sections.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS HEREOF, the Parties have executed this Agreement, effective as of the Effective Date.

Patient Centric of Martha's Vineyard, Ltd.

By_____
Name:
Title: CEO
Address: PO Box 1323 West Tisbury, MA 02575
Email: geoff@pcmv.com

Acreage Holdings Inc. on behalf of itself and its subsidiaries and affiliates

By_____
Name: Kevin Murphy
Title: CEO
Address:
Email:

AMENDED AND RESTATED LOAN AGREEMENT

This AMENDED AND RESTATED LOAN AGREEMENT (as amended, restated, modified and/or supplemented, from time to time, this "**Agreement**"), dated as of February 14, 2020 ("**Effective Date**"), is made by and between SOUTH SHORE BIOPHARMA, LLC, a Delaware limited liability company or its designee ("**Lender**") and PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD., a Massachusetts corporation ("**Borrower**"). Certain capitalized terms used in this Agreement are defined in Article 1.

Background of Agreement

WHEREAS, the Borrower seeks secured financing (the "**Credit Facility**") (i) to complete the build-out of its operations in the Commonwealth of Massachusetts and (ii) for the other purposes set forth in Section 2.6 herein.

WHEREAS, the Borrower hereby requests that the Lender make the Credit Facility available to it for the purposes and uses permitted hereunder.

WHEREAS, the Lender is prepared to make the Credit Facility available to the Borrower upon and subject to the terms and conditions hereof.

NOW, THEREFORE, the parties hereto hereby agree as follows:

ARTICLE 1

DEFINITIONS

1.1 **Defined Terms**.

As used in this Agreement, the following terms shall have the meanings specified in this Section 1.1 unless the context otherwise requires.

Affiliate: with respect to a specified Person, another Person that directly, or indirectly through one or more intermediaries, (i) Controls or is Controlled by or is under common Control with the Person specified or (ii) beneficially owns, is owned by or is under common ownership with respect to Capital Stock of such Person having 50% or more of the combined voting power of the then outstanding securities or other ownership interests of such Person ordinarily (and apart from rights accruing under special circumstances) having the right to vote in the election of directors or other governing body of such Person.

Agreement: the meaning specified in the introductory paragraph hereof.

Available RC Commitment: the meaning specified in Section 2.2.2.

Borrower: the meaning specified in the introductory paragraph hereof.

Bridge Loan: the meaning specified in Section 2.1.1.

Bridge Maturity Date: shall mean November 9, 2018, as such date may be

extended by mutual agreement of the Lender and the Borrower.

Business Day: any day other than a Saturday, Sunday or day which shall be in the Commonwealth of Massachusetts a legal holiday or day on which banking institutions are required or authorized to close.

Capital Lease: a lease with respect to which the lessee is required to recognize the acquisition of an asset and/or the incurrence of a liability in accordance with GAAP.

Capital Lease Obligation: with respect to any Capital Lease, the amount of the obligation of the lessee thereunder which would in accordance with GAAP appear on a balance sheet of such lessee in respect of such Capital Lease; provided however, that any lease that is accounted for by any Person as an operating lease as of the Closing Date and any similar lease entered into after the Closing Date by any Person shall be accounted for as an operating lease.

Capital Stock: any class of preferred, common or other capital stock, share capital or similar equity interest of a Person, including any partnership interest in any partnership or limited partnership and any membership interest in any limited liability company.

CERCLA: the Comprehensive Environmental Response, Compensation, and Liability Act of 198Q, as amended from time to time, and all rules and regulations promulgated in connection therewith.

Change of Control: shall mean (a) the occurrence of any event (whether in one or more transactions) which results in a transfer of control of Borrower to a Person who is not an original owner as of the Closing Date or (b) any merger or consolidation of the Borrower into another entity (and where control of the merged or consolidated entity is in someone who is not an original owner as of the Closing Date) or sale of all or substantially all of the property or assets of Borrower. For purposes of this definition, "control" of Borrower shall mean the power, direct or indirect (x) to vote 50% or more of the Equity Interests having ordinary voting power for the election of directors (or the individuals performing similar functions) of Borrower or (y) to direct or cause the direction of the management and policies of Borrower by contract or otherwise.

Closing Date: shall mean the date on which the Lender shall have notified the Borrower that all of the conditions set forth in Section 3.1 shall have been satisfied or waived by the Lender; provided, however, that if the Closing Date does not occur on or before November 9, 2018 or such later date as Borrower and Lender shall mutually agree upon, then the Lender shall have no obligation to close hereunder or to make the RC Commitment.

Code: the Internal Revenue Code of 1986, as amended, or its predecessor or successor, as applicable, and any Treasury regulations, revenue rulings or technical information releases issued thereunder.

Collateral: all property of any sort in which the Borrower has granted, or purported to grant, a Lien pursuant to any of the Loan Documents.

Completion Date: June 1, 2019.

Completion of the Improvements: completion of the construction of the Project substantially in accordance with the Plans and Specifications, all Legal Requirements and this

Agreement, subject only to Punch List Items which Borrower is obligated to complete within thirty (30) days, which, in each case, shall be evidenced to the satisfaction of Lender; together with the delivery to Lender of a permanent or temporary certificate of occupancy (if subject to any conditions, such conditions being acceptable to Lender) for the Project and evidence that all other Governmental Approvals have been issued and all other Legal Requirements have been satisfied so as to allow the use and occupancy of the Project.

Control: the possession, directly or indirectly, of the power to direct or cause the direction of the management or policies of a Person, whether through the ability to exercise voting power, by contract or otherwise. "Controlling" and "Controlled" have meanings correlative thereto.

Conversion: the meaning specified in Section 2.8.1.

Conversion Date: the meaning specified in Section 2.8.1.

Credit Facility: the meaning specified in the Background Section.

Debtor Relief Laws: the Bankruptcy Code of the United States of America, and all other liquidation, conservatorship, bankruptcy, assignment for the benefit of creditors, moratorium, rearrangement, receivership, insolvency, reorganization, or similar debtor relief Laws of the United States or other applicable jurisdictions from time to time in effect.

Default: any condition or event which, with notice or lapse of time or both, would become an Event of Default.

Default Rate: the meaning specified in Section 2.5.2.

Environmental Laws: any national, state or local law or regulation (including CERCLA, OSHA and RCRA) enacted in connection with or relating to the protection or regulation of the environment, including those laws, statutes, and regulations regulating the disposal, removal, production, storing, refining, handling, transferring, processing, or transporting of Hazardous Substances, and any regulations issued or promulgated in connection with such statutes by any Governmental Authority and any orders, decrees or judgments issued by any court of competent jurisdiction in connection with any of the foregoing.

Event of Default: the meaning specified in Section 7.1.

GAAP: generally accepted accounting principles in the United States consistently applied, as in effect from time to time.

Governmental Approvals: shall mean all approvals, consents, waivers, orders, acknowledgments, authorizations, permits and licenses required under applicable Legal Requirements to be obtained from any Governmental Authority for the Project and/or the use, occupancy and operation following completion of construction, as the context requires, including,

without limitation, all land use, building, subdivision, condominium, zoning and similar ordinances and regulations promulgated by any Governmental Authority.

Governmental Authority: the government of the United States of America or any other nation, or of any political subdivision thereof, whether state or local, and any agency, authority, instrumentality, regulatory body, court, central bank or other entity exercising executive, legislative, judicial, taxing, regulatory or administrative powers or functions of or pertaining to government (including any supra-national bodies such as the European Union or the European Central Bank).

Hazardous Substances: any and all chemicals, pollutants, contaminants, toxic or hazardous wastes or any other substances that the generation, manufacture, refining, production, processing, treatment, storage, handling, transportation, transfer, use, disposal, release, discharge, spillage, seepage or filtration of which is restricted, prohibited or penalized by any Environmental Law (including petroleum products, asbestos, urea formaldehyde foam insulation, lead based paint and polychlorinated biphenyls and substances defined as Hazardous Substances under CERCLA).

In-Kind Payment: the meaning specified in Section 2.8.2.

Indebtedness: means all the following:

(a) all indebtedness for borrowed money;

(b) all obligations evidenced by notes, bonds, debentures or other similar instruments;

(c) all obligations under a guaranty or other instrument pursuant to which the Borrower may have any liability with respect to any Indebtedness and all obligations under any swap or hedging agreements; and

(d) all Capital Lease Obligations.

Indemnitee: the meaning specified in Section 8.9.2.

Intellectual Property: the collective reference to all rights, priorities and privileges relating to intellectual property, whether arising under United States, multinational or foreign laws or otherwise, including (a) all copyrights arising under the laws of the United States, any other country or any political subdivision thereof, whether registered or unregistered and whether published or unpublished, all registrations and recordings thereof, and all applications in connection therewith, including all registrations, recordings and applications in the United States Copyright Office (collectively, **"Copyrights"**), (b) inventions, formulae, discoveries and ideas (whether patentable or unpatentable and whether or not reduced to practice), and all patents, patent rights, applications for patents (including divisions, continuations, continuations-in-part and renewal applications), and any renewals, extensions or reissues thereof, in the United States, any other country or any political subdivision thereof (**"Patents"**), (c) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade dress, service marks, logos and other source or business identifiers, and all goodwill associated therewith, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, whether in the United States Patent and Trademark Office or

in any similar office or agency of the United States, any State thereof or any other country or any political subdivision thereof, or otherwise, and all common law rights related thereto ("**Trademarks**"), (d) domain names, (e) all trade secrets arising under the laws of the United States, any other country or any political subdivision thereof ("**Trade Secrets**"), (f) all rights to obtain any reissues, renewals or extensions of the foregoing, (g) all software (as defined in the Uniform Commercial Code but in any event, shall include, but not be limited to, any computer program or supporting information provided in connection with the transaction relating to the program) ("**Software**"), (h) all licenses for any of the foregoing, and (i) all causes of action for infringement of the foregoing.

Interest Payment Date: means (i) the 1st day of each March, June, September and December, and (ii) the RC Maturity Date.

Investment: as applied to any Person (the "investor") but without duplication: (a) any direct or indirect purchase or other acquisition by such investor of stock or other securities of any other Person, (b) any Guaranty by such investor of obligations of any other Person, (c) any direct or indirect loan, advance or capital contribution by such investor to any other Person, including all Indebtedness and accounts receivable owing to such investor from such other Person which are not current assets or did not arise from sales to such other Person in the ordinary course of business and (d) any Swap Agreement entered into by such Person.

Law: all common law and all applicable provisions of constitutions, laws, statutes, ordinances, rules, treaties, regulations, permits, licenses, approvals, interpretations and orders of courts or Governmental Authorities and all orders and decrees of all courts and arbitrators.

Leased Property: that certain real property and all currently existing and future improvements situate thereon leased by Borrower and located at 90 Dr. Fisher Road, West Tisbury, Massachusetts.

Legal Requirements: all federal, state, county, municipal and other governmental statutes, laws, rules, orders, regulations, ordinances, judgments, decrees and injunctions of Governmental Authorities affecting Borrower or the Leased Property or any part thereof, or the construction, use, alteration or operation thereof, or any part thereof, whether now or hereafter enacted and in force, including, without limitation, the Americans with Disabilities Act of 1990, and all permits, licenses and authorizations and regulations relating thereto, and all covenants, agreements, restrictions and encumbrances contained in any instruments, either of record or known to Borrower, at any time in force affecting Borrower or the Leased Property or any part thereof, including, without limitation, any which may (i) require repairs, modifications or alterations in or to the Leased Property or any part thereof, or (ii) in any way limit the use and enjoyment thereof.

Lien: with respect to any asset, any mortgage, lien, pledge, adverse claim, charge, security interest or other encumbrance, or any other type of preferential arrangement that has the practical effect of creating a security interest, in respect of such asset.

Loan Documents: this Agreement, the Notes, the Security Agreement, and any and all agreements and instruments executed by the Borrower pursuant to this Agreement, as the same may be amended, modified or supplemented from time to time.

Loans: the amounts loaned to the Borrower pursuant to this Agreement. Loans may

be Bridge Loan or RC Loans.

Management Fees: the management fees paid by the Borrower to the Lender pursuant to the Master Services Agreement in accordance with the terms thereof.

Material Adverse Change: any material adverse change in the business, assets, financial condition, prospects or results of operations of the Borrower, provided, however that none of the following shall be deemed to constitute, and none of the following shall be taken into account in determining whether there has been a Material Adverse Change: (a) any adverse change, event, development, or effect (whether short-term or long-term) arising from or relating to (1) general business or economic conditions. including such conditions related to the business of the Borrower, except if any such change, event, development or effect has a disproportionate effect on Borrower, (2) national or international political or social conditions, including the engagement by the United States in hostilities, whether or not pursuant to the declaration of a national emergency or war. or the occurrence of any military or terrorist attack upon the U.S., or any of its territories, possessions, or diplomatic or consular offices or upon any military installation, equipment or personnel of the U.S., (3) financial, banking, or securities markets (including any disruption thereof and any decline in the price of any security or any market index), (4) changes in U.S. generally accepted accounting principles, (5) changes in laws, rules, regulations, orders, or other binding directives issued by any Governmental Authority, or (6) the taking of any action contemplated by this Agreement and the other agreements contemplated hereby, (b) any failure to meet a forecast (whether internal or published) of revenue, earnings, cash flow, or other data for any period or any change in such a forecast, (c) any existing event, occurrence, or circumstance with respect to which the Lender has knowledge as of the date hereof, and (d) any adverse change in or effect on the business of the Borrower that is cured by the Borrower before the Closing Date.

Notes: the promissory notes delivered by the Borrower to the Lender (including any successors or assigns thereof) relating to the Bridge Loan and the RC Loans (including any amendments, modifications or supplements which may from time to time, be created in respect of such notes), and any replacement promissory notes issued in lieu of the foregoing.

Obligations: any and all indebtedness, obligations and liabilities of any type or nature, direct or indirect, absolute or contingent, due or not due, liquidated or unliquidated, arising by operation of law or otherwise, now existing or hereafter arising or created of the Borrower to the Lender, related to the Loans or represented by or incurred pursuant or relating to the Loan Documents. Without limiting the generality of the foregoing, the term "Obligations" shall include:

(a) principal of, and interest on the Loans and the Notes;

(b) any and all other fees, indemnities, costs, obligations and liabilities of the Borrower from time to time under or in connection with the Loan Documents; and

(c) all amounts (including post-petition interest) in respect of the foregoing that would be payable but for the fact that the obligations to pay such amounts are unenforceable or not allowable due to the existence of a proceeding under any Debtor Relief Law involving Borrower.

OFAC: the U.S. Department of Treasury's Office of Foreign Asset Control.

Organizational Documents: The Borrower's Articles of Organization and bylaws

and any amendments thereto.

OSHA: the Occupational Safety and Health Act, 28 U.S.C. 651 et seq.

Permitted Businesses: the businesses conducted by Borrower as of the Closing Date.

Person: any natural person, corporation, limited liability company, trust, joint venture, association, company, partnership, Governmental Authority or other entity.

Plans and Specifications: those certain plans and specifications for the Project prepared by Crawford Design, dated July 17, 2018 and delivered to Lender prior to the date hereof.

Project: the improvements located at the Leased Property to be developed in accordance with the Plans and Specifications and all Legal Requirements.

Project Budget: the budget attached hereto as **Schedule 1** and made a part hereof, which reflects the total cost of completing the Project in accordance with the Plans and Specifications and all Legal Requirements.

Pubco: has the meaning specified in Section 2.8.2.

Punch List Items: collectively, minor or insubstantial details of construction, decoration, mechanical adjustment or installation, which do not hinder or impede the use, operation, or maintenance of the Project for its intended use or the ability to obtain a permanent certificate of occupancy with respect thereto.

RC Commitment: $4,000,000, as the same may be reduced or increased pursuant to the terms of this Agreement.

RC Loans: has the meaning specified in Section 2.2.1.

RC Maturity Date: the fifth anniversary of the Effective Date, or such earlier date as the RC Commitment is terminated hereunder.

Related Parties: with respect to any Person, such Person's Affiliates and the partners, directors, officers and employees, of such Person and of such Person's Affiliates.

Retainage: for each construction contract and subcontract, the greater of (a) ten percent (10%) of all costs funded to the contractor or subcontractor under the contract or subcontract, and (b) the actual retainage required under such contract or subcontract.

RTO Transaction: has the meaning specified in Section 2.8.2.

Secured Obligations: the Obligations arising from the RC Loans.

Securities Act: the Securities Act of 1933, as amended.

Security Agreement: the meaning specified in Section 3.1.3.

Secured Party: the Lender, the Indemnitees and all other Persons referred to in any Loan Documents as a beneficiary of the security interest granted therein and all other holders of Secured Obligations.

Solvent: a condition of a Person on a particular date, whereby on such date (a) the fair value of the property of such Person is greater than the total amount of liabilities, including contingent liabilities, of such Person, (b) the present fair salable value of the assets of such Person is not less than the amount that will be required to pay the probable liability of such Person on its debts as they become absolute and matured, (c) such Person does not intend to, and does not believe that it will, incur debts or liabilities beyond such Person's ability to pay as such debts and liabilities mature, and (d) such Person is not engaged in business or a transaction, and is not about to engage in business or a transaction, for which such Person's property would constitute an unreasonably small capital. In computing the amount of contingent liabilities at any time, it is intended that such liabilities will be computed at the amount that, in light of all the facts and circumstances existing at such time, represents the amount that can reasonably be expected to become an actual or matured liability.

Work: shall mean the construction of the Project substantially in accordance with the Plans and Specifications, all Legal Requirements and this Agreement.

ARTICLE 2

THE LOANS

2.1 **Bridge Loan**.

2.1.1 ***Bridge Loan.*** The Lender has made a bridge loan to the Borrower pursuant to the terms of that certain promissory note (the "**Bridge Note**") made by the Borrower and delivered to the Lender on October 6, 2018 (the "**Bridge Loan**") in the principal amount of $550,000.

2.1.2 ***Repayment of Bridge Loan.*** Subject to Sections 2.3, 2.8 and 7.2, the Borrower will repay the principal amount of the Bridge Loan on the Bridge Maturity Date, together with accrued interest thereon; provided, however, that if the Closing Date occurs prior to the Bridge Maturity Date, the amount of the Bridge Loan shall be deemed to be part of the initial advance under the RC Commitment, and shall be part of the RC Loans.

2.1.3 ***Voluntary Prepayments.*** The Borrower may at any time and from time to time prepay the Bridge Loan in whole or in part. without any prepayment penalty, on any Business Day, together with accrued interest thereon through such date; provided that the Borrower has given the Lender at least one (1) Business Day irrevocable prior written notice of such prepayment.

2.2 **Revolving Credit Loans**.

2.2.1 ***Commitment to Make Loans.*** Subject to and upon the terms and conditions set forth in this Agreement, and subject to the Closing Date occurring prior to the date thereunder set forth in the definition of Closing Date herein, (i) the Lender shall make advances of RC Loans to the Borrower until the date which is thirty (30) days prior to the RC Maturity Date in an aggregate principal amount outstanding at any one time not to exceed the RC Commitment, and

(ii) the Borrower may borrow under this Section 2.2, repay or prepay such advances, and reborrow under this Section 2.2. The amounts loaned to the Borrower pursuant to the revolving credit facility described in this Section 2.2 are referred herein as the **"RC Loans."**

2.2.2 ***Available RC Commitment.*** **"Available RC Commitment"** shall mean an amount equal to $4.000.000 less the aggregate principal amount of any outstanding Loans.

2.2.3 ***Repayment on RC Maturity Date.*** Subject to Sections 2.8 and 7.2, the Borrower will repay the principal amount of the RC Loans on the RC Maturity Date, together with accrued interest thereon.

2.2.4 ***Voluntary Prepayments.*** The Borrower may at any time and from time to time, without any prepayment penalty, prepay the RC Loans in whole or in part on any Business Day, together with accrued interest thereon through such date; provided that (a) the Borrower has given the Lender at least one (1) Business Day irrevocable prior written notice of such prepayment, and (b) each partial prepayment will be in a principal amount of at least $100,000.

2.3 **Borrowing Notice.** To effect a borrowing of an RC Loan, the Borrower shall give the Lender four (4) Business Days prior written notice (a **"Borrowing Notice"**) specifying the amount of such intended borrowing, together with any and all documentation required by Section 3.2 herein, including a Borrower's Requisition, if required thereby.

2.3.1 Subject to the terms and conditions of this Agreement, the first advance of an RC Loan under this Section 2.3 shall consist of the following: (a) Lender shall make an advance to the Borrower in the amount set forth in the applicable Borrowing Notice and (b) the principal amount of the Bridge Loan shall become an RC Loan made by Lender under this Agreement, and the Available RC Commitment shall be regarded as having been utilized in the amount of such principal amount.

Notwithstanding the foregoing, the Lender may (but is not obligated to) act upon telephone notice by Borrower whether or not written notice is received; provided nothing in this sentence shall relieve the Borrower from providing written notice as provided by this Section.

The Lender shall not be obligated to comply with a Borrowing Notice if there shall then exist an Event of Default or a Default, regardless of whether the Lender has determined to exercise its remedies arising upon the occurrence of such Event of Default or Default.

Notes. The aggregate principal amount of the Bridge Loan is evidenced by the Bridge Note. The aggregate principal amount of the RC Loan shall be evidenced by a promissory note issued by the Borrower to the Lender in the form attached to this Agreement as Exhibit B. Upon receipt of an affidavit of an officer of Lender as to the loss, theft, destruction or mutilation of any Note, and in the case of any such loss, theft, destruction or mutilation, upon cancellation of such Note, the Borrower will issue, in lieu thereof, a replacement Note.

2.4 Interest.

2.4.1 ***Rates.*** The Loans shall bear interest from the Closing Date until paid in full at a rate equal to seventeen percent (17%) and shall be paid-in-kind (**"PIK Interest"**) (by adding such PIK Interest to the principal amount of the outstanding Loans on each Interest Payment Date);

provided, however, Borrower may elect, on at least three (3) days prior written notice to the Lender, to pay all interest due on any applicable Interest Payment Date, in cash. Lender may determine in its sole discretion to record such PIK Interest as an increase in principal in the schedule annexed to its Note or may request that such PIK Interest be evidenced by one or more additional Notes issued on the applicable Interest Payment Date in the principal amount of such PIK Interest; provided, however, that the failure to request or obtain a promissory note to evidence the amount of such outstanding PIK Interest shall not impair in any manner the enforceability of the Obligations of Borrower with respect to the payment thereof or the accrual of interest with respect thereto.

2.4.2 ***Default Rate.*** Anything in this Agreement to the contrary notwithstanding, after the occurrence of an Event of Default (whether or not the Lender has accelerated payment of the Note), the unpaid principal of the Loans shall, upon written notice from the Lender (which notice may be retroactive to the Event of Default), bear interest at the rate otherwise then in effect plus three percent (3.0%) per annum (the "**Default Rate**").

2.5 **Use of Proceeds.** The proceeds of the Loans shall be used by the Borrower (a) to complete the construction of the Project, and (b) for the general working capital needs of the Borrower's business.

2.6 **Manner of Making Payments.** All payments shall be made by the Borrower to the Lender, in Dollars in immediately available funds, without counterclaim or setoff and free and clear of, and without any deduction or withholding for, any taxes or other payments.

2.7 **Note Conversion; RTO**.

2.7.1 ***Note Conversion.*** On any date after completion of the RTO Transaction but prior to the tenth (10^{th}) anniversary of the date of this Agreement (the "**Conversion Date**"), the Notes (and the indebtedness owed thereunder and all other Obligations of the Borrower) then outstanding shall be, at Lender's sole option, converted into a 100% equity interest in Borrower in accordance with the following provisions. On the Conversion Date, Lender or its designee shall, at its sole option, acquire in a tax-free reorganization or similar tax-free transaction that is tax-free for Lender, Borrower and the shareholders of Borrower, all of the equity interests held by the pre-Conversion shareholders of Borrower (the "**Conversion**"). Notwithstanding the foregoing, Lender and Borrower agree that if any statute, regulation or other applicable law prohibits the implementation of any of the above terms of the Conversion or otherwise imposes requirements which would materially impair (a) the implementation of the terms of the Conversion as contemplated above or (b) the benefits intended to be granted thereunder, Lender and Borrower shall negotiate in good faith to modify the terms of the Conversion so as to effect the original intent of the parties as closely as possible in a mutually acceptable manner.

2.7.2 ***RTO.*** In connection with the Conversion, Lender agrees to take such action as is necessary such that Pubco shall issue to the pre-Conversion shareholders of Borrower 40,000 subordinate voting shares (determined by 1,000,000 divided by $25.00 per share) or, if requested by Pubco to maintain foreign private issuer status, proportionate voting shares in Pubco (the "**In-Kind Payment**"). The In-Kind Payment will be conditioned on Borrower's pre-Conversion shareholders' execution of such subscription or other stock agreements as Pubco shall reasonably request, which agreements will contain such terms and provisions as are customary for an issuance of this type and which are required by Pubco in its reasonable opinion. For purposes of this

Agreement, "**RTO Transaction**" shall mean Lender's pending listing on the Canadian stock exchange through a multi-step reorganization/reverse takeover transaction or otherwise, the end result of which is that equity holders of Lender shall have exchanged all of such equity in Lender for shares of stock of a public company on the Canadian stock exchange ("**Pubco**").

Notwithstanding any provision of this Agreement to the contrary, the terms of this Section 2.8 shall survive the satisfaction by the Borrower of its Obligations and shall remain in effect for a period of ten (10) years from the date hereof.

ARTICLE 3

CONDITIONS TO FUNDINGS

3.1 **Conditions to Closing Date**. The Lender shall not be required to undertake the RC Commitment until the following conditions are satisfied or waived in writing:

3.1.1 ***Execution of this Agreement.*** The Borrower and the Lender shall each have duly executed and delivered this Agreement.

3.1.2 ***Note.*** The Borrower shall have delivered to the Lender a duly executed Note evidencing the RC Loans in the form of Exhibit B attached hereto.

3.1.3 ***Security Agreement.*** The Borrower shall have executed and delivered to the Lender a Security Agreement (as amended, restated, amended and restated, supplemented or otherwise modified from time to time in accordance with the terms hereof and thereof, the "**Security Agreement**") in the form of Exhibit C attached hereto.

3.1.4 ***Payment of Fees and Costs.*** The Borrower shall have paid all fees, costs, expenses and other amounts incurred by Borrower in connection with the negotiation, preparation, execution and delivery of this Agreement and the other documents contemplated herein. and the Borrower shall have paid the fees and expenses of counsel for the Lender in connection with the negotiation, preparation, execution, and delivery of this Agreement and the other documents contemplated herein provided that such expenses of counsel for the Lender for which the Borrower is responsible under this Section 3.1.6 shall not exceed $25,000.00. Payment of such legal fees and expenses shall be paid directly by Lender to such counsel and the amount set forth above shall be treated as part of the principal debt under the Note.

3.1.5 ***Financial Statements; Budget.*** The Lender shall have received an unaudited balance sheet, statement of income and changes in retained earnings and statement of cash flows of the Borrower for the fiscal year ended December 31, 2017, for the fiscal quarter ended March 31, 2018 and for the fiscal quarter ended June 30, 2018.

3.1.6 ***Corporate Proceedings.*** All corporate and other legal proceedings and all instruments and documents in connection with the transactions contemplated by this Agreement and other Loan Documents (including certified Organizational Documents, resolutions and incumbency certificates) shall be reasonably satisfactory in form and substance to the Lender and its counsel, and the Lender and its counsel shall have received all information and copies of all documents and records of all corporate and other legal proceedings which the Lender or its counsel has requested, such documents where appropriate to be certified by proper corporate, governmental

or other authorities, and in form and substance satisfactory to the Lender.

3.1.7 ***Consents and Approvals.*** All corporate, governmental and judicial consents, approvals and waivers and other third party consents, approvals and waivers required to be obtained by the Lender or the Borrower in connection with the entry into, or performance of, this Agreement and the other Loan Documents, shall have been obtained and, if applicable, become final and nonappealable, and shall remain in full force and effect, without the imposition of any conditions that are not acceptable to the Lender.

3.1.8 ***Material Adverse Change; Compliance with Law.***

(a) No Material Adverse Change shall have occurred since June 30, 2018.

(b) No event shall have occurred or be threatened and no facts or circumstances shall exist, including any action, suit, investigation, litigation or proceeding pending or threatened in a court or before any arbitrator or governmental instrumentality, that could reasonably be expected to result in a Material Adverse Change.

3.1.9 ***Officer's Compliance Certificate.*** There shall have been delivered to Lender a compliance certificate, dated as of the Closing Date, certified by the Chief Executive Officer or Chief Financial Officer of the Borrower (or any person who has substantially similar duties), certifying as to the truth of the representations and warranties contained in this Agreement and other Loan Documents and the absence of any Default and Event of Default as of such date.

3.1.10 ***Good Standing.*** The Lender shall have received (a) good standing certificates of a recent date for the Borrower, evidencing its good standing under the laws of the state of its incorporation and (b) good standing certificates of a recent date for the Borrower, evidencing its good standing under the laws of the states in which it is required to qualify to do business.

3.1.11 ***Lien Searches.*** The Lender shall have received Uniform Commercial Code, tax and judgment lien searches of a recent date, in such offices as are acceptable to the Administrative Agent, together with United States Patent and Trademark Office and United States Copyright Office searches of a recent date, in each case, with respect to the Borrower, showing no Liens.

3.1.12 ***Opinion.*** The Borrower shall have delivered to the Lender a legal opinion from its counsel as to such matters as the Lender shall reasonably request.

3.1.13 ***Collateral Access Agreements.*** Lender shall, at its option, have received collateral access agreements from each of the landlords of property leased by Borrower at which any of the Borrower's equipment or personal property is located and executed copies of the leases for such property.

3.2 **Conditions Precedent to the initial RC Loan and all RC Loans.** No RC Loan shall be required to be made unless on the date of each RC Loan:

3.2.1 ***No Default.*** There shall not exist a Default or Event of Default.

3.2.2 ***Borrowing Notice.*** The Lender shall have timely received a Borrowing Notice pursuant to Section 2.3.

3.2.3 ***Representations and Warranties.*** Each of the representations and warranties of the Borrower shall be true and correct in all respects (or in all material respects if any such representation or warranty is not by its terms already qualified as to materiality) as of the date of each such Loan (both immediately prior to and after giving effect to such Loan) as if made on and as of such date.

3.2.4 ***Request by Lender.*** Lender shall have received any other documents or certifications reasonably requested by Lender.

3.2.5 ***Method of Certifying Certain Conditions.*** The request for, and acceptance of, each Loan by the Borrower shall be deemed a representation and warranty by the Borrower that the conditions specified in Sections 3.2.1 through 3.2.3 have been satisfied.

3.2.6 Reserved.

3.2.7 Reserved.

3.2.8 ***Compliance with Zoning Law.*** Lender shall have received evidence reasonably satisfactory to Lender that the Project complies with all relevant zoning laws, rules, orders and regulations.

3.2.9 ***Environmental.*** Lender shall have received any existing environmental report for the Leased Property in Borrower's possession, and approved any environmental conditions stated therein.

3.2.10 ***Insurance.*** Lender shall have received evidence, in form and substance satisfactory to Lender, that Borrower's property is insured as required by the terms of this Agreement, and that Lender has been named as additional insured and lender's loss payee, as its interests may appear, as applicable.

3.2.11 ***Major Trade Contracts.*** Lender shall have received and approved the architect's agreement, the general contractor's agreement and all material subcontracts necessary for the completion of the construction of the Project (collectively, the "**Major Trade Contracts**"). For the avoidance of doubt, this shall not be construed or effectuated to enable Lender to have the right to control or authority to make decisions regarding operations or strategic planning, capital allocations, acquisitions and divestments; to make major marketing, production, and financial decisions; or to execute significant or exclusive contracts.

3.2.12 ***Construction Draw Requests.*** With respect to each RC Loan that is used for the payment of costs relating to the Work, Lender shall have received from Borrower a draw request (substantially in the form attached hereto as **Schedule 2**) ("**Borrower's Requisition**") not less than five (5) Business Days prior to the date upon which a disbursement of such RC Loan is requested. Each Borrower's Requisition shall be accompanied by: (i) a Borrower's Requisition Spreadsheet in the form set forth in **Schedule 3**; (ii) with respect to hard costs, a completed Application and Certificate for Payment (AIA Document G702) attached hereto as **Schedule 4** that

is executed by borrower's contractor; (iii) such other information and documents as may be reasonably requested or required by Lender with respect to the hard costs covered by such draw request including partial or final lien waivers; and (iv) invoices, statements or such other information and documentation as Lender shall reasonably request or require with respect to any soft costs covered by such draw request.

3.2.13 ***Construction Materials and Fixtures.*** With respect RC Loans that are used to purchase materials and fixtures in connection with the development of the Project, Borrower shall ensure that all such materials and fixtures shall have been purchased so that their absolute ownership shall have vested in Borrower immediately upon delivery to the Leased Property and Borrower shall have produced and furnished, if required by Lender, the contracts, bills of sale or other agreements under which title to such materials and fixtures is claimed.

3.2.14 ***Retainage.*** With respect to each RC Loan that is used for the payment of costs relating to the Work, each line item of costs identified on the Project Budget shall be subject to the applicable Retainage; provided that the applicable retainage that Borrower shall hold back from contractors pursuant to the terms of executed construction contracts shall be counted toward the Retainage hereunder. The Retainage shall be advanced on a contract by contract basis after final completion of all construction work provided for under such trade contract, subject to approval thereof by Lender and receipt by Lender of final lien waiver(s) for said contract.

Defective Work. No RC Loan nor any portion thereof shall be made with respect to defective work or to any contractor that has performed work that is defective and that has not been cured, but Lender may disburse all or part of any RC Loan before the sum shall become due if Lender believes it advisable to do so, and all such RC Loans or parts thereof shall be deemed to have been made pursuant to this Agreement.

3.2.15 ***Title Continuation Report.*** Lender may condition any Borrower request for an RC Loan for payment of the Work upon the receipt of a title continuation report dated effective as of the date of such request that shows no liens or encumbrances other than Permitted Encumbrances.

3.2.16 ***Balanced Project Budget.*** Until Borrower achieves Completion of the Improvements, each Borrower request for an RC Loan (whether such RC Loan is intended for the payment of the Work or otherwise) shall include an updated budget for the Work and a certificate executed by an officer of the Borrower certifying that the remaining Available RC Commitment is sufficient to achieve Completion of the Improvements, and Borrower shall deliver reasonable evidence in support of such certificate.

3.2.17 ***Progress Inspection.*** At Lender's discretion, Lender may condition any RC Loan for payment of the Work upon Lender's inspection of the Project to confirm the status of completion.

ARTICLE 4

REPRESENTATIONS AND WARRANTIES

In order to induce the Lender to enter into this Agreement and to make the Loans

contemplated by this Agreement, the Borrower hereby represents and warrants to the Lender that the statements contained in this Article 4 are correct and complete as of the date of this Agreement, and will be correct and complete as of the Closing Date, except as set forth in the disclosure schedule delivered by the Borrower to the Lender on the date hereof (the "Disclosure Schedule"):

4.1 **Status.** The Borrower is a duly organized and validly existing corporation in good standing under the laws of the Commonwealth of Massachusetts. The Borrower has the power and authority to own its property and assets and to transact the business in which it is engaged.

4.2 **Ownership.** The Borrower does not own any equity interest in any Person. The entire authorized capital stock of the Borrower consists of 250.000 shares of Common Stock, no par value, of which 1000 shares are issued and outstanding.

4.3 **Power and Authority; Enforceability.** The Borrower has the power to execute, deliver and carry out the terms and provisions of the Loan Documents, and the Borrower has taken all necessary action (including any consent of stockholders required by Law or by its Organizational Documents) to authorize the execution, delivery and performance of the Loan Documents. The Loan Documents constitute the authorized, valid and legally binding obligations of Borrower, enforceable against it in accordance with their respective terms, except as such enforceability may be limited by applicable Debtor Relief Laws and by general principles of equity.

4.4 **No Violation of Agreements; Absence of Conflicts.** The execution and delivery of the Loan Documents, the consummation of the transactions contemplated by the Loan Documents and compliance with the terms and provisions of the Loan Documents, in each case, by the Borrower, will not:

(a) require any material consent or approval, governmental or otherwise, not already obtained, excluding filings required in connection with perfection of security interests and consents or approvals which may be required in connection with the exercise of remedies,

(b) cause the Borrower to violate in any material respect any Law or judgment respecting the Borrower,

(c) conflict with, result in a breach of, or constitute a default under, the Organizational Documents of the Borrower,

(d) conflict with, result in a breach of, or constitute a default under any indenture, agreement, license or other instrument to which Borrower is a party or by which any of them or their respective properties may be bound, or

(e) result in, or require the creation or imposition of, any Lien upon or with respect to any property now owned or hereafter acquired by the Borrower except pursuant to the Loan Documents.

4.5 **Recording, Enforceability and Consent.** Assuming the due recording of the UCC- 1 financing statements delivered in connection herewith, no consent, approval or authorization of any Person not previously obtained, or recording, filing, registration, notice or other similar action with or to any Person, is required in order to insure the legality, validity, binding effect or enforceability of any of the Loan Documents as against the Borrower. Except as

set forth on Section 4.5 of the Disclosure Schedule, no consent, approval or authorization of any Person that has not been obtained is required for the continued conduct by Borrower of its businesses as presently conducted or as presently proposed to be conducted where the failure to do so could reasonably be expected to result in a Material Adverse Change.

4.6 **Lines of Business.** The Borrower is engaged only in Permitted Businesses.

4.7 **Security Interest in Collateral.** The Borrower has delivered, or caused to be delivered, to the Lender all UCC-1 financing statements in recordable form that may be necessary to perfect the security interests granted pursuant to the Loan Documents to the extent that such security interests may be perfected by filing a UCC-1 financing statement. The Borrower has delivered, or caused to be delivered, to the Lender all instruments, documents, certificates and investment property necessary to perfect the security interests granted pursuant to the Loan Documents, to the extent such security interests may be perfected by delivery. Upon the filing of such UCC-1 financing statements in the offices specified thereon, no further action, including any filing or recording of any document or the obtaining of any consent, is necessary in order to establish, perfect and maintain the Lender's first priority security interests in the personal property (including fixtures and Intellectual Property) and equity of the Borrower purported to be created by the Security Agreement which may be perfected by such filing, except for the periodic filing of continuation statements with respect to such UCC-1 financing statements any additional fillings required by Sections 9-507 and 9-508 of the Uniform Commercial Code (provided that the Borrower covenants and agrees to provide notice of the need to make any such additional filing prior to any circumstances exist that will require such additional filing).

4.8 Litigation; Compliance with Laws; Sanctions.

(a) There are no claims, investigations, actions, suits, protests, reconsiderations or proceedings (collectively, "litigation") pending, or to the knowledge of Borrower, threatened, against or affecting Borrower before any court or Governmental Authority or arbitral tribunal which (i) could reasonably be expected to result in a Material Adverse Change or (ii) allege, by or on behalf of the Borrower, the invalidity of or dispute any terms of the Loan Documents and, to the knowledge of the Borrower, there is no basis for any of the foregoing.

(b) Except as set forth in Section 4.8(b) of the Disclosure Schedule. Borrower is in compliance with all applicable Laws where the failure to be so could reasonably be expected to result in a Material Adverse Change.

(c) Borrower, and to the Borrower's knowledge, no director, officer, employee, agent, or affiliate of Borrower is a Person that is, or is owned or controlled by Persons that are: (i) the subject or target of any sanctions administered or enforced by OFAC, the U.S. Department of State, the United Nations Security Council, the European Union, Her Majesty's Treasury, or other relevant sanctions authority (collectively, **"Sanctions"**), or (ii)located, organized or resident in a country or territory that is, or whose government is, the subject of Sanctions, including Cuba, Iran, North Korea, Sudan and Syria.

4.9 **No Burdensome Agreements; Material Agreements.** Except as set forth in Section 4.9 of the Disclosure Schedule, Borrower is not a party to any agreement or instrument or subject to any corporate or other restrictions that, assuming compliance with the terms of such

agreements or instruments, could reasonably be expected to result in a Material Adverse Change. Borrower has such good and enforceable agreements with third parties as are necessary to conduct its businesses as presently conducted or as contemplated to be conducted where the failure to be so could reasonably be expected to result in a Material Adverse Change.

4.10 **Condition of Property.** The material properties, equipment and systems of the Borrower are in good repair, working order and operating condition, reasonable wear and tear excepted except where the failure to be in good condition could not reasonably be expected to result in a Material Adverse Change.

4.11 **Licenses; Intellectual Property.** Borrower owns, is the licensee of or otherwise has the right to use all Patents, Trademarks, Trade Secrets, domain names, Copyrights, Software, franchises, licenses and authorizations, governmental or otherwise, and all other rights, priorities or privileges relating to Intellectual Property necessary for the conduct of its businesses as presently conducted, without any known conflict with the rights of any other Person where the failure to have such rights could reasonably be expected to result in a Material Adverse Change. No settlement agreements, consents, licenses, judgments, orders, forbearance to sue or similar obligations limit or restrict the Borrower's rights in and to such Patents, Trademarks, Trade Secrets, domain names, Copyrights, franchises, licenses and authorizations, or such other rights, priorities or privileges relating to Intellectual Property in each case which could reasonably be expected to result in a Material Adverse Change. No claim or proceeding, or to the knowledge of Borrower, threat of claim or proceeding, has been asserted by any Person against Borrower relating to the use, right to use or ownership of any Intellectual Property used in the conduct of its businesses, or challenging or questioning the validity or effectiveness of any Intellectual Property used or presently proposed to be used in the conduct of their respective businesses in each case which could reasonably be expected to result in a Material Adverse Change. Borrower has taken commercially reasonable steps to maintain the confidentiality of its Trade Secrets and, to the Borrower's knowledge, as of the Closing Date, there has been no misappropriation of any Trade Secrets by any Person which misappropriation could reasonably be expected to result in a Material Adverse Change.

4.12 **Title to Properties; Liens.** Borrower has good title to its material properties and assets, and none of such properties or assets is subject to any Liens, except as shown on Section 4.12 to the Disclosure Schedule. Borrower enjoys peaceful and undisturbed possession under all leases necessary in any material respect for the operation of such properties and assets, and all such leases are valid and subsisting and in full force and effect in each case, where the failure of the same could reasonably be expected to result in a Material Adverse Change. Borrower has obtained all material easements and material equipment rental or other material agreements necessary for the operation of its business as now conducted or presently proposed to be conducted.

4.13 **Management Agreements.** Borrower is not a party to any management or other similar agreement or arrangement (whether oral or written) giving the other party to such agreement the right to exercise the authority of the Borrower's Board of Directors.

4.14 **Financial Statements.** The most recent financial statements of the Borrower furnished to the Lender are, in each case, true, complete and correct and fairly present in all material respects the financial condition of the Borrower as of the date thereof, and are in accordance with GAAP (subject to year-end adjustments). There has been no change in the

financial condition, operations or business of the Borrower from that set forth in such financial statements as of the date thereof that would reasonably be expected to result in a Material Adverse Change.

4.15 **Tax Returns and Payments; Other Fees**.

(a) All Federal and material state tax returns, reports and statements required by Law to be filed (including extensions) by or in respect of Borrower and its assets has been filed. All taxes, assessments and other governmental charges levied upon Borrower and any of its properties, assets, income or franchises that are due and payable have been paid, other than those presently payable without penalty or interest and other than any charge or claim being contested in good faith by appropriate proceedings promptly initiated and diligently conducted and for which any reserve or other appropriate provision, if any, as shall be required by GAAP has been made therefor and, if the filing of a bond or other indemnity is necessary to avoid the creation of a Lien against any of the material assets of Borrower, such bond has been filed or indemnity posted and, if the filing of a bond or other indemnity is necessary to avoid the creation of a Lien against any of the material assets of Borrower, such bond has been filed or indemnity posted.

(b) Borrower has paid all material license and other material fees and charges that have become due pursuant to any license or permit in respect of its business and has made appropriate provision as is required by GAAP for any such material fees and charges which have accrued.

4.16 **Absence of Certain Liabilities**. Other than the liabilities under the Loan Documents, as of the date of this Agreement the Borrower has no other liabilities, fixed or contingent, exceeding $56,000.00 in the aggregate.

4.17 **Absence of Restrictive Provisions**. Other than the restrictions contained in this Agreement or any Loan Document, Borrower is not subject or party to any agreement, lien or encumbrance, Organizational Document, regulatory or other provision (except for applicable statutory corporate law) restricting, directly or indirectly, the ability of Borrower to create, incur, assume or permit to exist any Lien on or with respect to any property or asset of Borrower.

4.18 **Environmental Compliance**. Except as could not reasonably be expected to result in a Material Adverse Change:

(a) None of the real property currently or previously owned or occupied by Borrower has ever been used by Borrower, to treat, produce, store, handle, transfer, process, transport, dispose or otherwise Release any Hazardous Substances in violation of any Environmental Law.

(b) There is no condition that exists on the real property owned or occupied by Borrower that requires Remedial Action.

(c) Borrower has not been notified in writing of, or has actual knowledge of any written notification having been filed with regard to, a Release on or about or into any real property now or previously owned or occupied by the Borrower in violation of Environmental Law.

(d) Borrower has not received a written summons, citation, notice of

violation, administrative order, directive, letter or other written communication from any Governmental Authority concerning any intentional or unintentional action or omission related to the generation, storage, transportation, handling, transfer, disposal or treatment of Hazardous Substances in violation of any Environmental Law.

(e) There are no "friable" (as that term is defined in regulations under the Federal Clean Air Act) asbestos or asbestos-containing materials which have not been encapsulated, abated, removed or otherwise addressed in accordance with accepted guidelines promulgated by the United States Environmental Protection Agency or other applicable Governmental Authorities existing in any real property owned or occupied by the Borrower.

(f) No equipment containing polychlorinated biphenyls, including electrical transformers, is located on any real property owned or occupied by Borrower in levels that exceed those permitted by any and all applicable Governmental Authorities with jurisdiction over such premises and which are not properly labeled in accordance with requisite standards.

(g) Each of the tanks on any real property owned or occupied by the Borrower has been registered and tested to the extent required by, and in accordance with, any applicable Environmental Laws, and there is no evidence of leakage from any such tanks. All tanks that have been removed or abandoned have been closed in accordance with applicable standards under Environmental Laws.

4.19 **Brokers.** No finder or broker acting on behalf of Borrower has brought about the obtaining, making or closing of the Loans, and Borrower has not or will not have any obligation to any Person in respect of any finder's or brokerage fees in connection therewith.

4.20 **Existing Indebtedness.** (a) Section 4.20(a) of the Disclosure Schedule lists all Indebtedness of Borrower as of the date of this Agreement (other than the Loans), and provides the following information with respect to each item of such Indebtedness: the obligor, each guarantor and each other Person similarly liable in respect thereof, the holder thereof, the aggregate amount of all commitments thereunder (and the allocation of such commitments, if any, as among revolving credit Indebtedness, term notes or similar Indebtedness and other credits such as letter of credit or banker's acceptance facilities), the approximate outstanding amount thereunder (and under each individual facility thereunder), and a description of the collateral securing such Indebtedness, if any.

(b) As of the date of this Agreement, except as set forth on Section 4.20(b) of the Disclosure Schedule, Borrower is not in default and no waiver of any such default will be in effect, in the payment of any principal or interest on any Indebtedness and no event or condition will exist as of the Closing Date with respect to any Indebtedness that would permit (or that with notice or the lapse of time, or both, would permit) one or more Persons to cause such Indebtedness to become due and payable before its regularly scheduled dates of payment.

4.21 **Accuracy and Completeness of Disclosure.** This Agreement and the other documents, certificates or instruments delivered to the Lender by or on behalf of Borrower in connection with this Agreement when taken as a whole do not contain any untrue statement of a material fact or omits to state a material fact necessary in order to make the statements contained in this Agreement and in such other documents, certificates or instruments not misleading in light of the circumstances under which such statements were made.

4.22 **Disclaimer of Other Representations and Warranties.** The Lender, on its own behalf and on behalf of its Affiliates, acknowledges, represents, warrants and agrees that (i) the Borrower has not made any representation or warranty, express or implied, in respect of the Borrower or any of its assets, liabilities, or operations, and (ii) the Lender has not relied upon the accuracy or completeness of any express or implied representation, warranty, statement, or information of any nature made or provided by any Person on behalf of the Borrower, including without limitation in any confidential information statement, management presentation, or document made available in a dataroom, in each case other than the representations and warranties expressly set forth in this Article 4.

ARTICLE 4A

REPRESENTATIONS AND WARRANTIES OF LENDER

The Lender represents and warrants to the Borrower that the statements contained in this Article 4 are correct and complete as of the date of this Agreement, and will be correct and complete as of the Closing Date.

4A.1 The Lender is a limited liability company (or other entity) duly organized, validly existing, and in good standing under the laws of the jurisdiction of its formation.

4A.2 The Lender has full power and authority to execute and deliver this Agreement and to perform its obligations hereunder. This Agreement constitutes the valid and legally binding obligation of the Lender, enforceable in accordance with its terms and conditions, except as such enforceability may be limited by applicable Debtor Relief Laws and by general principles of equity. The execution, delivery and performance of this Agreement, all other Loan Agreements and all other agreements contemplated hereby have been duly authorized by the Lender.

4A.3 Neither the execution and delivery of this Agreement, nor the consummation of the transactions contemplated hereby, will (a) violate any constitution, statute, regulation, rule, injunction, judgment, order, decree, ruling, charge or other restriction of any Governmental Authority, (b) violate any provision of the Lender's organizational documents, or (c) conflict with, result in a breach of, constitute a default under, result in the acceleration of, create in any party the right to accelerate, terminate, modify, or cancel, or require any notice under any agreement, contract, instrument or other arrangement to which the Lender is a party or by which it is bound.

4A.4 The Lender is an "accredited investor" within the meaning of Rule 501(a) of Regulation D under the Securities Act.

ARTICLE 5

REPORTING REQUIREMENTS AND NOTICES

The Borrower covenants that from the date of this Agreement, and for so long as any of the Obligations remain unpaid or unsatisfied (other than contingent indemnification and expense reimbursement obligations for which no claim has been made) or the Lender has an unexpired RC Commitment to lend hereunder, it shall comply with each of the covenants set forth in this Article

5.

5.1 **Financial Data and Reporting Requirements**.

5.1.1 ***Delivery of Quarterly Financial Statements.*** Within 30 days after the end of each month and within 45 days after the close of the first three fiscal quarters of each fiscal year of Borrower, the Borrower shall deliver to the Lender a management-prepared balance sheet, statement of income, and statement of cash flows of Borrower for each such month, and with respect to the quarterly statements, as at the end of and for (a) the period commencing at the end of the previous fiscal year and ending with the end of such quarter and (b) the period commencing at the end of the previous fiscal quarter and ending with the end of such currently reported quarter, setting forth in comparative form the corresponding figures for the appropriate periods of the preceding fiscal year and the corresponding figures in the projections previously delivered, certified on behalf of the Borrower (and not in their individual capacity) by the Chief Executive Officer or Chief Financial Officer of Borrower (or any person who has substantially similar duties) as (i) having been prepared in accordance with GAAP (with any material changes in accounting policies discussed in reasonable detail and subject to the absence of footnotes) and (ii) presenting fairly in all material respects the financial condition and results of operations of Borrower as at the date and for the period specified (subject to normal recurring year-end audit adjustments), it being understood that footnotes may be omitted.

5.1.2 ***Delivery of Annual Financial Statements.*** Within 90 days after the close of each fiscal year of Borrower, the Borrower shall deliver to the Lender an audited consolidated balance sheet, statements of income and cash flow and changes in retained earnings, and statement of cash flows of Borrower, as at the end of and for the fiscal year just closed in reasonable detail and certified (without any "going concern" or like qualification or exception concerning the ability of the applicable Person and without any qualification or exception concerning the scope of the audit, provided that a qualification in respect of the maturity date of the Loans shall not be deemed a breach of the foregoing requirement) by independent certified public accountants selected by the Borrower and reasonably acceptable to the Lender.

5.1.3 ***Delivery of Officer's Compliance Certificates.*** Together with the delivery of the financial statements required to be delivered in Subsections 5.1.1 and 5.1.2, the Borrower shall deliver to the Lender a compliance certificate certified by the Chief Executive Officer or Chief Financial Officer of Borrower (or any person who has substantially similar duties) certifying that, as at the date of such certificate, there existed no Event of Default and no Default, or, if any such Event of Default or Default existed, specifying the nature thereof, the period of existence thereof and what action the Borrower propose to take or have taken with respect thereto.

5.1.4 ***Delivery of Information.*** With reasonable promptness, the Borrower shall deliver such other information respecting the business, operations and financial condition of itself as the Lender may from time to time reasonably request.

5.1.5 ***Auditors' Reports.*** Promptly upon receipt, the Borrower shall deliver to the Lender copies of all management letters, financial reports or written recommendations, if any, submitted to Borrower by its auditors in connection with each annual or interim audit or examination of its books by such auditors.

5.1.6 ***Annual Budget.*** Prior to the execution hereof, the Borrower has delivered

to the Lender a management-prepared budget (an "**Operating Budget**") for Borrower for 2018, in a form acceptable to the Lender, and no less than 30 days prior to the commencement of each fiscal year beginning with the fiscal year ending December 31, 2019 in each case, in form and substance satisfactory to the Lender (and each Operating Budget shall be materially consistent with the prior year's Operating Budget (as long as the Borrower is a corporation)), except for such changes as are consistent with the Borrower's business and are reviewed by the Lender and (b) accompanied by a certificate of Borrower, executed on its behalf by its Chief Executive Officer or Chief Financial Officer (or any person who has substantially similar duties), stating that (i) such projections and budgets (x) have been prepared in good faith based upon assumptions stated therein and (y) represent the Borrower's reasonable estimate of the future financial performance of Borrower at the time made and (ii) such assumptions are believed by Borrower to be reasonable and fair in light of current business conditions and current facts known to Borrower (it being understood that projections are as to future events and are not to be viewed as facts and that actual results during the period or periods covered by any such projections may differ from the projected results and such differences may be material).

5.2 **Notice of Defaults.** Upon a responsible officer of the Borrower obtaining actual knowledge thereof, the Borrower shall promptly, but in any event within three Business Days, give written notice to the Lender of any Default or Event of Default and what action the Borrower has taken, is taking or proposes to take with respect thereto.

5.3 **Notice of Disputes and Other Matters.** Promptly after obtaining actual knowledge thereof, the Borrower shall promptly give written notice to the Lender of the following matters:

5.3.1 ***Certain Litigation.*** Any actions, proceedings or claims commenced or asserted against Borrower in which the amount involved is $100,000 or more and that is not fully covered by insurance, or which, if not solely a claim for monetary damages, could reasonably be expected to, if adversely determined, result in a Material Adverse Change;

5.3.2 ***Conditions Affecting Collateral.*** Any of the following conditions: (i) acquisition of property by Borrower not subject to a valid and perfected first priority Lien pursuant to the Loan Documents; or (ii) any change of name, type of business entity or jurisdiction of registration or any change of address of the chief executive officer of Borrower; and

5.3.3 ***Intellectual Property.*** Any of the following conditions: (i) any changes in and to the ownership of, or rights to use, any material Intellectual Property owned by Borrower; (ii) any change in the status of any material Trademark, domain names, or Copyright application or registration, or any Patent owned by the Borrower; (iii) the receipt of any knowledge regarding any infringement or misappropriation of any material Intellectual Property owned or licensed by the Borrower by any Person; (iv) the receipt of any written claim, demand or threat, or the institution of any proceeding, relating to any material Intellectual Property owned or licensed by the Borrower; or (v) any other material adverse change affecting or relating in any way to any Intellectual Property owned or licensed by the Borrower.

5.4 **Miscellaneous.** With reasonable promptness, the Borrower shall deliver such other information respecting the business, operations and financial condition of itself as the Lender may from time to time reasonably request.

ARTICLE 6

COVENANTS

The Borrower covenants that from the date of this Agreement, and for so long as any of the Obligations remain unpaid (other than contingent indemnification and expense reimbursement obligations for which no claim has been made) or the Lender has an unexpired RC Commitment to lend hereunder, it shall comply with each of the covenants set forth in this Article 6.

6.1 **Indebtedness; Expenses.** The Borrower shall not, directly or indirectly, create, incur, assume, guarantee, permit to exist or otherwise become or remain directly or indirectly liable with respect to any Indebtedness, other expenses or liabilities other than obligations under the Loan Documents and expenses incurred in the ordinary course of business and reflected in the then current Operating Budget.

6.2 **Liens and Licenses.** The Borrower shall not, directly or indirectly, create, incur, assume or permit to exist any Lien on or with respect to any property or assets of Borrower other than Liens created in favor of the Lender pursuant to the Loan Documents.

6.3 **Investments, Loans, Acquisitions, Etc.** The Borrower shall not, directly or indirectly, make or permit to exist any Investment or acquisition other than (i) bank deposits in the ordinary course of business as reflected in the Operating Budget, or (ii) as otherwise permitted by the Lender in its sole discretion.

6.4 **Mergers and Dispositions.** The Borrower shall not engage in any consolidation or merger with or into any other Person or divide, nor shall the Borrower, without the prior written consent of Lender, sell or otherwise transfer all or any substantial part of its assets.

6.5 **Existence.** Borrower shall at all times preserve and keep in full force and effect its corporate existence and its good standing in all states in which it is formed or required to qualified to do business.

6.6 **Compliance with Law.** The Borrower shall comply with all Laws, and obtain or maintain all permits, franchises and other governmental authorizations and approvals necessary for the ownership, acquisition and disposition of its properties and the conduct of its business the failure of which could reasonably be expected to result in a Material Adverse Change.

6.7 **Payment of Taxes and Claims.** The Borrower shall pay all Federal and other material taxes, assessments and other governmental charges imposed upon it or any of its properties or assets or in respect of any of its franchises, business, income or profits before any penalty or interest accrues thereon, and all claims (including claims for labor, services, materials and supplies) for sums that have become due and payable and that by Law have or would become a Lien upon any of its properties or assets, provided that no such charge or claim need be paid if being contested in good faith by appropriate proceedings promptly initiated and diligently conducted and if such reserve or other appropriate provision, if any, as shall be required by GAAP shall have been made therefor and, if the filing of a bond or other indemnity is necessary to avoid the creation of a Lien against any of the assets of the Borrower, such bond shall have been filed or indemnity provided.

6.8 **Insurance**.

6.8.1 Casualty and Liability Insurance.

(a) The Borrower shall maintain with financially sound and reputable insurers, insurance against loss or damage and liability of the kinds customarily insured against by Persons of established reputation engaged in the same or similar businesses and similarly situated and in such amounts as are customarily carried under similar circumstances by other such Persons and otherwise as Borrower determines in good faith to be prudent for Persons engaged in such business.

(b) Without limiting the generality of the foregoing clause (a), Borrower shall maintain public liability insurance, including, without limitation, commercial general liability insurance applicable to claims for personal injury and/or injury including death or property damage occurring upon, in or about the Leased Property, as a result of the construction of the Project.

(c) At all times during which structural construction, repairs or alterations are being made with respect to the Leased Property, Borrower shall maintain (or cause to be delivered) coverage all in form and substance and with limits, terms and conditions reasonably acceptable to Lender including (A) owner's contingent or protective liability insurance covering claims not covered by or under the terms or provisions of the above mentioned liability insurance; (B) casualty insurance written in a so-called builder's risk completed value form, including coverage for 100% of the total insurable costs of construction with an agreed amount endorsement waiving co-insurance provisions, (C) commercial general liability coverage for any contractor performing work for or related to the Leased Property, including, without limitation, products and completed operations and containing no "X", "C", "U" exclusion, and automobile liability insurance for owned, hired and non-owned automobiles, and (D) architect's and/or engineer's, as the case may be, professional liability insurance.

(d) With respect to each parcel of improved real estate included as Collateral that is located in a "Special Flood Hazard Area" as determined by the Federal Emergency Management Agency, the Borrower shall keep in full force and effect flood insurance policies issued pursuant to and in compliance with Applicable Laws.

(e) All such insurance shall name the Lender as lender loss payee and additional insured, and shall provide for at least thirty (30) days advance notice to the Lender prior to any non-renewal or cancellation (except, in the case of non-payment, notice may be ten days) and such other endorsements as the Lender may reasonably request. In addition, the Borrower shall maintain such other insurance as may be required by the Security Agreement and the other Loan Documents. Annually (and from time to time upon reasonable request of the Lender), the Borrower shall promptly furnish to the Lender evidence, in form and substance reasonably satisfactory to the Lender, of the maintenance of all insurance, indemnities or bonds required by this Section 6.9.

6.9 **Maintenance of Properties.** The Borrower shall: (a) maintain its properties in good repair, working order and condition, ordinary wear and tear excepted; and (b) make all appropriate and proper repairs, renewals, replacements, additions and improvements thereto, ordinary wear and tear excepted; and (c) keep all systems and equipment that may now or in the future be subject to compliance with any standards or rules imposed by any Governmental Authority in compliance in all respects with such standards or rules, except, in each case, for such failures that would not reasonably be expected to result in a Material Adverse Change. The Borrower shall take all steps necessary to prosecute, maintain, preserve, defend and protect, and,

when necessary, renew: (i) all franchises, licenses, permits, Patents, Trademarks, domain names, Trade Secrets, Copyrights and other general intangibles and Intellectual Property owned or licensed by any of them, including the payment of all necessary or useful maintenance fees and the filing of all statutory declarations, and (ii) all agreements to which any of them are parties that are necessary or useful to conduct the Borrower's business, in each case where the failure to do so could reasonably be expected to result in a Material Adverse Change.

6.10 **Maintenance of Records; Fiscal Year.** The Borrower shall maintain proper books of record and account to permit the preparation of financial statements in accordance with GAAP. The Borrower shall keep its books of account and financial statements in accordance with GAAP and to report on the basis of a fiscal year ending December 31.

6.11 **Inspection.** Upon reasonable notice (and for this purpose no more than two Business Days' notice shall be required under any circumstances) if no Event of Default shall exist, or at any time with or without notice after the occurrence and during the continuance of an Event of Default, the Borrower shall allow any representative of the Lender to visit and inspect any of the properties of the Borrower, to examine the books of account and other records and files of the Borrower (including the financial statements (audited and unaudited, to the extent prepared) and information with respect to each business operated by the Borrower), to make copies thereof and to discuss the affairs, business, finances and accounts of the Borrower with its personnel and accountants; provided, however, that so long as no Event of Default has occurred and is continuing, the Borrower shall bear the cost of no more than one (1) such visit, inspection and examination under this Section 6.12, per calendar year. Notwithstanding the foregoing, a representative of the Borrower shall be given the opportunity to be present for any communication with the Borrower and its personnel and accountants.

6.12 **Type of Business.** The Borrower shall not engage in any business other than a Permitted Business.

6.13 **Issuance of Equity.** Without the Lender's prior written consent, the Borrower shall not issue, authorize the issuance of, or obligate itself to issue any equity interests.

6.14 **Environmental Matters.** The Borrower shall not:

(a) cause a Release of any Hazardous Substance in material violation of any Environmental Law, or

(b) permit to exist any Release of any Hazardous Substance on any real property owned or occupied by the Borrower in material violation of any Environmental Law, or

(c) take any other action (or fail to take any action) in material violation of any Environmental Law.

6.15 **Completion of the Improvements.** Borrower shall use commercially reasonable efforts to achieve Completion of the Improvements on or before the Completion Date. Borrower shall pay all sums and perform such duties as may be necessary to achieve Completion of the Improvements, free from any liens (which may be discharged by bonding or other similar means reasonably satisfactory to Lender), claims or assessments (actual or contingent) asserted against the Leased Property for any material, labor or other items furnished in connection therewith.

reasonably satisfactory to Lender), claims or assessments (actual or contingent) asserted against the Leased Property for any material, labor or other items furnished in connection therewith. Evidence of satisfactory compliance with the foregoing shall be furnished by Borrower to Lender prior to the Completion Date.

6.16 **Correction of Defects.** Borrower shall promptly correct all defects in the Project or any material adverse departure from the Plans and Specifications. Borrower agrees that the advance of any proceeds of the Loan whether before or after such defects or departures from the Plans and Specifications are discovered by, or brought to the attention of, Lender shall not constitute a waiver of Lender's right to require compliance with this covenant.

6.17 **Change Orders.** Borrower shall not directly or indirectly, without the prior written consent of Lender:

(a) modify or supplement the Plans and Specifications (except as provided in paragraph (c) below) or any permits granted to construct the Project in any respect;

(b) amend, supplement or otherwise modify any Major Trade Contract, except as provided in paragraph (c) below, (A) to increase the amount payable by Borrower thereunder, (B) to lengthen the time for performance of any party thereto other than Borrower or (C) in any other way that could adversely affect, in any material respect, the Lenders; or

(c) direct or permit the performance of any work pursuant to any revision (of whatever nature or form) of the Plans and Specifications, or any change order or change bulletin or other instrument or understanding relating to the construction of the Improvements unless:

(i) such change order will not materially reduce the gross square feet or the net rentable square feet of the Project, or the basic layout of the Project, or involve the use of materials, furniture, fixtures and equipment that will not be at least equal in quality to the materials, furniture, fixtures and equipment originally specified in or required by the approved Plans and Specifications; and

(ii) such change order shall result in an increase or decrease in the cost of the Project of less than $25,000.00.

Borrower shall submit Lender copies of all change orders entered into with respect to the Project within fifteen (15) days after the same are entered into, irrespective of whether the same require the prior approval of Lender pursuant to this Agreement. For the avoidance of doubt, no portion of this Section 6.17 shall be construed or effectuated to enable the Lender to have the right to control or authority to make decisions regarding operations or strategic planning, capital allocations, acquisitions and divestments; to make major marketing, production, and financial decisions; or to execute significant or exclusive contracts.

6.18 **Further Assurances.** At its sole cost and expense, upon the request of the Lender, the Borrower shall promptly execute and deliver to the Lender such further instruments and do or cause to be done such further acts as may be necessary or proper in the reasonable opinion of the Lender to carry out more effectively the provisions and purpose of this Agreement and the other Loan Documents.

ARTICLE 7

EVENTS OF DEFAULT

7.1 **Events of Default**.

"**Event of Default**" wherever used herein means any one of the following events (whatever the reason for such Event of Default, whether it shall be voluntary or involuntary or be effected by operation of Law or pursuant to any judgment, decree or order of any court, or any order, rule or regulation of any administrative or governmental instrumentality):

7.1.1 ***Failure to Pay Principal, Interest, Fees, Etc.*** If the Borrower shall fail to make any payment of (i) the principal of the Loans, (ii) interest on the Loan, or (iii) any other amounts owning hereunder (other than principal or interest) on the dates when the same shall become due and payable (as extended pursuant to any applicable grace period), whether at stated maturity or at a date fixed for any installment or prepayment thereof or otherwise; or

7.1.2 ***Misrepresentations.*** If any representation or warranty made or deemed made (a) by the Borrower in this Agreement or in any other Loan Document or (b) by the Borrower or any other Person (other than the Lender) in any document or certificate executed by or on behalf of Borrower and furnished pursuant to this Agreement or any other Loan Document, shall be false or misleading in any respect (or in any material respect if such representation or warranty is not by its terms already qualified as to materiality) when made or deemed made, and such breach is not cured within thirty (30) days following notice thereof by the Lender to the Borrower; or

7.1.3 ***Covenant Defaults.*** If there shall occur a default in the due performance or observance of any term, covenant or agreement to be performed or observed by the Borrower pursuant to this Agreement or any other Loan Document and (except with respect to the covenants set forth in Sections 6.1 through 6.6, 6.9, 6.12, 6.13, and 6.14) such default shall not be cured within thirty (30) days after the occurrence thereof; or

7.1.4 ***Security.*** If the validity of this Agreement or any of the other Loan Documents shall have been challenged or disaffirmed by or on behalf of the Borrower; or if, other than as a direct result of any action of the Lender, any Liens created or intended to be created by any of the Loan Documents on any material Collateral shall at any time cease to be valid and perfected first priority Liens in favor of the Lender, subject to no equal or prior Liens; or if any material covenant, agreement or obligation of the Borrower contained in or evidenced by any of the Loan Documents shall cease to be enforceable in accordance with its terms; or if any Loan Document shall be cancelled, terminated, revoked or rescinded except in accordance with its terms; or if any court or other Governmental Authority shall issue a judgment, order, decree or ruling to the effect that any material covenant, agreement or obligation of the Borrower under any Loan Document is illegal, invalid or unenforceable; or

7.1.5 ***Custody or Control of Assets.*** If custody or control of any substantial part of the property of the Borrower shall be assumed by any Governmental Authority or any court of competent jurisdiction, or any other Person at the insistence of any Governmental Authority or any court of competent jurisdiction; or

7.1.6 ***Discontinuance of Business.*** If the Borrower shall suspend or discontinue its business; or

7.1.7 ***Insolvency.*** (a) If The Borrower shall (i) make an assignment for the benefit of creditors or a composition with creditors, (ii) admit in writing its inability to pay its debts as they mature, (iii) file a petition in bankruptcy, (iv) be adjudicated insolvent or bankrupt, (v) petition or apply to any tribunal for the appointment of any receiver, custodian, liquidator or trustee of or for it or any substantial part of its property or assets, or (vi) commence any proceeding relating to it under any Debtor Relief Law of any jurisdiction, whether now or hereafter in effect; or (b) if there shall be commenced against the Borrower any such proceeding (which is not dismissed within sixty (60) days of such commencement) or an order, judgment or decree approving the petition in any such proceeding shall be entered against the Borrower; or (c) if the Borrower shall have concealed, removed, or permitted to be concealed or removed, any part of its property, with intent to hinder, delay or defraud its creditors, or any of them, or shall have made or suffered a transfer of any of its property which may be fraudulent under any Debtor Relief Law, fraudulent conveyance or similar law; or (d) if the Borrower shall have made any transfer of its property to or for the benefit of a creditor which constitutes a preferential transfer under any Debtor Relief Law; or (e) if the Borrower shall have suffered or permitted, while insolvent, any creditor to obtain a lien upon any of its property through legal proceedings or distraint, and such lien is not removed within thirty (30) days following imposition; or (f) if the Borrower is not at any time Solvent.

7.1.8 ***Judgments.***

(a) If any judgment or judgments or assessment or assessments for the payment of money in excess of $500,000 in the aggregate (excluding, without duplication, amounts covered by (x) insurance payable to Borrower, to the extent the relevant insurer has not denied coverage therefor or (y) indemnifications payable to Borrower, to the extent the relevant indemnitor has affirmatively confirmed coverage therefor) shall be rendered against the Borrower and such judgment remains either unstayed or unsatisfied for a period of thirty (30) days or more.

(b) If any one or more non-monetary judgments, orders or decrees shall be rendered against the Borrower, such judgment or order shall remain unstayed or unsatisfied for a period of thirty (30) days or more, by reason of a pending appeal or otherwise.

7.1.9 ***Completion of the Improvements.*** If Borrower fails to achieve Completion of the Improvements on or before the Completion Date, as such date may be extended by the mutual agreement of the Borrower and the Lender.

7.2 **Acceleration; Remedies.**

7.2.1 ***Acceleration upon Insolvency.*** Upon the occurrence and during the continuance of any event described in Section 7.1.7, the entire unpaid principal balance of the Notes, and interest accrued and premium, if any, thereon and all other amounts accrued hereunder or under the other Loan Documents, shall be immediately due and payable by the Borrower and the RC Commitment shall terminate without presentment, demand, protest, notice of protest or other notice of dishonor of any kind, all of which are hereby expressly waived by the Borrower.

7.2.2 ***Acceleration upon Other Defaults.*** Upon the occurrence and during the

continuance of any Event of Default other than any event described in Section 7.1.7, or at any time thereafter if any Event of Default shall then be continuing, the Lender may (a) by written notice to the Borrower, declare the entire unpaid principal balance of the Notes, and interest accrued thereon and all other amounts accrued hereunder or under the other Loan Documents to be immediately due and payable by the Borrower, and/or (b) terminate the RC Commitment.

Remedies in General. In the event of acceleration pursuant to Section 7.2.1 or Section 7.2.2, all principal and interest, premium, fees, and other amounts shall thereupon become and be immediately due and payable, without presentation, demand, protest, notice of protest or other notice of dishonor of any kind, all of which are hereby expressly waived by the Borrower; and the Lender may proceed to protect and enforce its rights under the Loan Documents in any manner or order it deems expedient without regard to any equitable principles of marshalling or otherwise. In addition to all other rights hereunder or under Law, the Lender shall have the right to institute proceedings in equity or other appropriate proceedings for the specific performance of any covenant or agreement made in any of the Loan Documents or for an injunction against the violation of any of the terms of any of the Loan Documents or in aid of the exercise of any power granted in any of the Loan Documents or by Law or otherwise. All rights and remedies given by this Agreement, the Note and the other Loan Documents are cumulative and not exclusive of any of such rights or remedies or of any other rights or remedies available to the Lender, and no course of dealing between Borrower, on one hand, and the Lender, on the other hand, or any delay or omission in exercising any right or remedy shall operate as a waiver of any right or remedy, and every right and remedy may be exercised from time to time and as often as shall be deemed appropriate by the Lender.

7.3 **Proceeds of Collateral.** Following an Event of Default and acceleration of the Obligations, the Lender shall apply proceeds of Collateral as follows:

First, to payment of that portion of the Secured Obligations constituting fees (including Management Fees), expenses (including expenses relating to attorneys' fees and other professionals' fees), indemnities and other amounts due to the Lender in its capacity as such;

Second, to payment of that portion of the Secured Obligations constituting accrued and unpaid interest, and then to that portion which constitutes unpaid principal amounts of the Loans;

Third, to payment of all other Secured Obligations; and

Finally, the balance, if any, after all of the Secured Obligations have been satisfied, to the Borrower or as otherwise required by Law.

ARTICLE 8

MISCELLANEOUS

8.1 **Notices; Effectiveness; Electronic Communication.**

8.1.1 ***Notices Generally.*** Except in the case of notices and other communications expressly permitted to be given by telephone, all notices and other communications provided for herein shall be in writing and shall be delivered by hand or overnight courier service, mailed by

certified or registered mail or sent by facsimile as follows:

(a) if to the Borrower, to it at 505 State Road, PO Box 1323, West Tisbury, MA 02575, Attn: Geoff Rose, (Email: geoff@pcmvy.com), with a copy (which shall not constitute notice) to Ruberto, Israel & Werner, P.C., 255 State St., 7th Floor, Boston. MA 02109, attn.: Louis C. Katz, Esq.;

(b) if to a Lender, at c/o Acreage Holdings, 366 Madison Avenue, New York, NY 10017, Attn: James Doherty, (Email: j.doherty@acreageholdings.com), with a copy (which shall not constitute notice) to Cozen O'Connor, One Liberty Place, 1650 Market Street, Philadelphia, PA 19103, Attention: Joseph C. Bedwick, (Email: jbedwick@cozen.com).

Notices sent by hand or overnight courier service shall be deemed to have been given when received; notices sent by facsimile shall be deemed to have been given when sent (except that, if not given during normal business hours for the recipient, shall be deemed to have been given at the opening of business on the next business day for the recipient).

8.1.2 ***Change of Address, Etc.*** Any party hereto may change its address or facsimile number for notices and other communications hereunder by notice to the other parties hereto.

8.2 **No Implied Waivers.** No failure or delay on the part of the Lender in exercising any right, power or privilege under the Loan Documents and no course of dealing between Borrower, on the one hand, and the Lender, on the other hand, shall operate as a waiver of any such right, power or privilege. No single or partial exercise of any right, power or privilege under the Loan Documents precludes any other or further exercise of any such right, power or privilege or the exercise of any other right, power or privilege. The rights and remedies expressly provided in the Loan Documents are cumulative and not exclusive of any rights or remedies which the Lender would otherwise have. No notice to or demand on Borrower in any case shall entitle Borrower to any other or further notice or demand in similar or other circumstances or shall constitute a waiver of the right of the ender to take any other or further action in any circumstances without notice or demand. Any waiver that is given shall be effective only if in writing and only for the limited purposes expressly stated in the applicable waiver.

8.3 **Severability.** Every provision of the Loan Documents is intended to be severable. If any term or provision of the Loan Documents shall be invalid, illegal or unenforceable for any reason, the validity, legality and enforceability of the remaining provisions shall not be affected or impaired thereby. Any invalidity, illegality or unenforceability of any term or provision of the Loan Documents in any jurisdiction shall not affect the validity, legality or enforceability of any such term or provision in any other jurisdiction.

8.4 **Amendments.** This Agreement and the other Loan Documents may not be amended or modified except by a written instrument describing such amendment or modification executed by the parties hereto.

8.5 **Successors and Assigns.** The provisions of this Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns permitted hereby, except that the Borrower may not assign or otherwise transfer any of its rights or obligations hereunder without the prior written consent of the Lender, and Lender may assign or

otherwise transfer any of its rights or obligations hereunder (including all or a portion of its RC Commitment and the Loans at the time owing to it). Nothing in this Agreement, expressed or implied, shall be construed to confer upon any Person (other than the parties hereto, their respective successors and assigns permitted hereby) any legal or equitable right, remedy or claim under or by reason of this Agreement.

8.6 Governing Law; Jurisdiction; Etc.

8.6.1 ***Governing Law.*** This Agreement and the other Loan Documents and any claims, controversy, dispute or cause of action (whether in contract or tort or otherwise) based upon, arising out of or relating to this Agreement or any other Loan Document (except, as to any other Loan Document, as expressly set forth therein) and the transactions contemplated hereby and thereby shall be governed by, and construed in accordance with, the law of the Commonwealth of Massachusetts.

Jurisdiction. Each party hereto irrevocably and unconditionally agrees that it will not commence any action, litigation or proceeding of any kind or description, whether in law or equity, whether in contract or in tort or otherwise, against the Lender, or any Related Party of the foregoing in any way relating to this Agreement or any other Loan Document or the transactions relating hereto or thereto, in any forum other than the courts of record in the Commonwealth of Massachusetts, and of the United States located in the Commonwealth of Massachusetts, and any appellate court from any thereof, and each of the parties hereto irrevocably and unconditionally submits to the jurisdiction of such courts and agrees that all claims in respect of any such action, litigation or proceeding may be heard and determined in such Massachusetts state court or, to the fullest extent permitted by applicable law, in such federal court. Each of the parties hereto agrees that a final judgment in any such action, litigation or proceeding shall be conclusive and may be enforced in other jurisdictions by suit on the judgment or in any other manner provided by law. Nothing in this Agreement or in any other Loan Document shall affect any right that the Lender may otherwise have to bring any action or proceeding relating to this Agreement or any other Loan Document against any Borrower or its properties in the courts of any jurisdiction.

8.6.2 ***Waiver of Venue.*** Borrower irrevocably and unconditionally waives, to the fullest extent permitted by applicable law, any objection that it may now or hereafter have to the laying of venue of any action or proceeding arising out of or relating to this Agreement or any other Loan Document in any court referred to in Section 8.6.2 of this Section. Each of the parties hereto hereby irrevocably waives, to the fullest extent permitted by applicable law, the defense of an inconvenient forum to the maintenance of such action or proceeding in any such court.

8.7 **Maximum Lawful Interest Rate.** If, at any time, the rate of interest, together with all amounts that constitute interest and that are reserved, charged or taken hereunder as compensation for fees, services or expenses incidental to the making, negotiating or collecting of the Loans, shall be deemed by a court of law with competent jurisdiction, or other Governmental Authority with competent jurisdiction or a tribunal to exceed the maximum rate of interest permitted to be charged by the Lender to the Borrower under applicable Law, then, during such time as such rate of interest would be deemed excessive, that portion of each sum paid attributable

to that portion of such interest rate that exceeds the maximum rate of interest so permitted shall be deemed a voluntary prepayment of the unpaid principal amount due pursuant to this Agreement and the Note.

8.8 **Counterparts; Integration; Effectiveness; Electronic Execution**.

8.8.1 ***Counterparts; Integration; Effectiveness.*** This Agreement may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. This Agreement and the other Loan Documents constitute the entire contract among the parties relating to the subject matter hereof and supersede any and all previous agreements and understandings, oral or written, relating to the subject matter hereof. Except as provided in Section 3.1, this Agreement shall become effective when it shall have been executed by the Lender and when the Lender shall have received counterparts hereof that, when taken together, bear the signatures of each of the other parties hereto. Delivery of an executed counterpart of a signature page of this Agreement by facsimile or in electronic (i.e., "pdf" or "tif") format shall be effective as delivery of a manually executed counterpart of this Agreement.

8.8.2 ***Electronic Execution of Assignments.*** The words "execution," "signed," "signature," and words of like import in any Assignment and Assumption shall be deemed to include electronic signatures or the keeping of records in electronic form, each of which shall be of the same legal effect, validity or enforceability as a manually executed signature or the use of a paper-based recordkeeping system, as the case may be, to the extent and as provided for in any applicable law, including the Federal Electronic Signatures in Global and National Commerce Act, the New York State Electronic Signatures and Records Act, or any other similar state laws based on the Uniform Electronic Transactions Act.

8.9 **Expenses; Indemnity; Damage Waiver**.

8.9.1 **Costs and Expenses.** The Borrower shall promptly pay (i) all the costs and expenses set forth in Section 3.1.6, (ii) all reasonable and documented out-of-pocket expenses incurred by the Lender and its Affiliates, in connection with the administration of this Agreement and the other Loan Documents or any amendments, modifications or waivers of the provisions hereof or thereof, and (iii) all reasonable and documented out-of-pocket expenses incurred by the Lender in connection with the enforcement or protection of its rights (A) in connection with this Agreement and the other Loan Documents, including its rights under this Section, or (B) in connection with the Loans made hereunder, including all such reasonable and documented out-of-pocket expenses incurred during any workout, restructuring or negotiations in respect of such Loans.

8.9.2 ***Indemnification by the Borrower.*** The Borrower shall indemnify the Lender and each Related Party of Lender (each such Person being called an "**Indemnitee**") against, and hold each Indemnitee harmless from, any and all losses, claims, damages, liabilities and related expenses (including the fees, charges and disbursements of any counsel for any Indemnitee), incurred by any Indemnitee or asserted against any Indemnitee by any Person other than the Borrower or an Indemnitee and/or its Related Parties arising out of, in connection with, or as a result of (i) the execution or delivery of this Agreement, any other Loan Document or any agreement or instrument contemplated hereby or thereby, the performance by the parties hereto of their respective obligations hereunder or thereunder or the consummation of the transactions

contemplated hereby or thereby, (ii) any Loan or the use or proposed use of the proceeds therefrom or (iii) any actual or prospective claim, litigation, investigation or proceeding relating to any of the foregoing, whether based on contract, tort or any other theory, regardless of whether any Indemnitee is a party thereto; provided that such indemnity shall not, as to any Indemnitee, be available to the extent that such losses, claims, damages, liabilities or related expenses (x) are determined by a court of competent jurisdiction by final and nonappealable judgment to have resulted from the gross negligence or willful misconduct of any Indemnitee or any of its Related Parties or (y) result from a claim brought by Borrower against an Indemnitee or any of its Related Parties for breach of such Indemnitee's obligations hereunder or under any other Loan Document, if Borrower has obtained a final and nonappealable judgment in its favor on such claim as determined by a court of competent jurisdiction.

8.9.3 ***Waiver of Consequential Damages, Etc.*** To the fullest extent permitted by applicable law, Borrower shall not assert, and Borrower hereby waives, any claim against any Indemnitee, on any theory of liability, for special, indirect, consequential or punitive damages (as opposed to direct or actual damages) arising out of, in connection with, or as a result of, this Agreement, any other Loan Document or any agreement or instrument contemplated hereby, the transactions contemplated hereby or thereby, any Loan or the use of the proceeds thereof. No Indemnitee referred to in Section 8.9.2 shall be liable for any damages arising from the use by unintended recipients of any information or other materials distributed by it through telecommunications, electronic or other information transmission systems in connection with this Agreement or the other Loan Documents or the transactions contemplated hereby or thereby.

8.9.4 ***Payments.*** All amounts due under this Section shall be payable promptly (and in any event not later than ten days) after demand therefor.

8.9.5 ***Survival.*** Each party's obligations under this Section shall survive the Closing Date and continue in full force and effect for the period for bringing a breach of contract claim permitted under the statute of limitations in effect in the Commonwealth of Massachusetts.

8.10 ***Integration Clause.*** This Agreement, together with the other Loan Documents, any fee letters and any other documents incorporated herein or therein by reference and all related exhibits and schedules, constitutes the sole and entire agreement of the parties to this Agreement with respect to the subject matter contained herein and therein, and supersedes all prior and contemporaneous understandings, agreements, representations and warranties, both written and oral, with respect to such subject matter.

8.11 **Waiver of Jury Trial.** EACH PARTY HERETO HEREBY IRREVOCABLY WAIVES, TO THE FULLEST EXTENT PERMITTED BY APPLICABLE LAW, ANY RIGHT IT MAY HAVE TO A TRIAL BY JURY IN ANY LEGAL PROCEEDING DIRECTLY OR INDIRECTLY ARISING OUT OF OR RELATING TO THIS AGREEMENT OR ANY OTHER LOAN DOCUMENT OR THE TRANSACTIONS CONTEMPLATED HEREBY OR THEREBY (WHETHER BASED ON CONTRACT, TORT OR ANY OTHER THEORY). EACH PARTY HERETO (A) CERTIFIES THAT NO REPRESENTATIVE, AGENT OR ATTORNEY OF ANY OTHER PERSON HAS REPRESENTED, EXPRESSLY OR OTHERWISE, THAT SUCH OTHER PERSON WOULD NOT, IN THE EVENT OF LITIGATION, SEEK TO ENFORCE THE FOREGOING WAIVER AND (B) ACKNOWLEDGES THAT IT AND THE OTHER PARTIES HERETO HAVE BEEN INDUCED TO ENTER INTO THIS AGREEMENT AND THE OTHER LOAN DOCUMENTS BY, AMONG OTHER THINGS, THE MUTUAL

WAIVERS AND CERTIFICATIONS IN THIS SECTION.

****

IN WITNESS WHEREOF, the Borrower and the Lender have caused this Agreement to be duly executed by their respective duly authorized officers as of the date first above written.

BORROWER:

PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.

By:_____
Name: Geoff Rose
Title: CEO

LENDER:

SOUTH SHORE BIOPHARMA, LLC

By:_____
Name: Kevin Murphy
Title: CEO

SUMMARY OF CHANGES TO LOAN AGREEMENTS

SECTION	SUMMARY OF CHANGES
Article 1.1 – Defined Term	Management Services Agreement removed as a defined term and from the defined term of 'Loan Documents' and 'Other Loan Agreements'
Article 1.1 – Defined Term – RC Maturity Date	Maturity date changed to be the fifth anniversary date of the Effective Date
Article 2.4.1 – Interest Rates	Interest rate changed from 15% to 17%
Article 3.1.4 – Master Services Agreement	Clause was intentionally stricken from the agreement per January 17, 2020 correspondence with the Commission
Article 3.2.11 – Major Trade Agreements	New clause was inserted into the agreement to clarify that provision is not intended as an exertion of control per January 17, 2020 correspondence with the Commission
Article 5.1.6 – Annual Budget	Clause was amended to indicate lender's right to review borrower's budget in lieu of approve budget per January 17, 2020 correspondence with the Commission
Article 6.5 – Management Arrangements	Clause was intentionally stricken from the agreement per January 17, 2020 correspondence with the Commission
Article 6.15 – Certain Actions	Clause was intentionally stricken from the agreement per January 17, 2020 correspondence with the Commission
Article 6.19(c)(i), (ii) – Change Orders (Now 6.17)	New clause was inserted into the agreement to clarify that provision is not intended as an exertion of control per January 17, 2020 correspondence with the Commission
Article 7.1.8 - Event of Default, Change of Control	Clause was intentionally stricken from the agreement per January 17, 2020 correspondence with the Commission

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Energy and Environment Compiled Guidance

January 2020

Massachusetts Cannabis Control Commission:

Steven J. Hoffman, Chairman
Kay Doyle, Commissioner
Jennifer Flanagan, Commissioner
Britte McBride, Commissioner
Shaleen Title, Commissioner
Shawn Collins, Executive Director

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I. Overview and Applicability

This guidance is not legal advice. It is meant to assist licensed Marijuana Establishments (MEs) with developing energy efficiency and environmental best practices, and to comply with state laws and regulations. Please consult an attorney if you have any questions regarding the legal requirements that apply.

II. Energy

A. Guidance on Basic Energy Efficiency Practices & Reporting for Marijuana Establishments

The following guidance is provided to assist applicants seeking to be licensed as an adult-use ME under 935 CMR 500.000: Adult Use of Marijuana. This guidance also applies to Medical Marijuana Treatment Centers (MTCs, formerly known as Registered Marijuana Dispensaries), seeking to be licensed under 935 CMR 501.000: Medical Use of Marijuana. Please note that Cultivation Facilities, whether licensed as an ME or MTC (ME/MTC), must also comply with additional requirements set forth in *Guidance on Energy Efficiency Standards & Reporting for Cultivation Facilities [see page 10]*.

All applications submitted on or after July 1, 2020, if they are not otherwise exempted, must comply with the energy efficiency standards and reporting requirements described in this guidance. This guidance is not legal advice. If you have questions regarding the legal requirements for licensure in the Commonwealth, you are encouraged to consult an attorney. An ME/MTC is responsible for complying with any revisions to this guidance that may be issued if legal or regulatory requirements change.

Applicants

Consideration of energy efficiency and conservation should occur during the application process and throughout the operational life of a facility. During the application process, an ME/MTC must submit a summary of their written operating procedures regarding energy efficiency and conservation as part of their Management and Operation Profile in accordance with 935 CMR 500.101(1)(c)10. and 500.105(15), or 935 CMR 501.101(1)(c)10. and 501.105(15). As part of the Architectural Review process, additional information should be submitted at the same time as building plans after receipt of a Provisional License. Please note that applicants seeking a Transporter or Delivery license have different issues, which are addressed in a separate section below.

An ME/MTC is required[1] to engage in:

> *(1) Identification of potential energy-use reduction opportunities (such as natural lighting and energy efficiency measures), and a plan for implementation of such opportunities;*

[1] 935 CMR 500.105(1)(q) & 500.105(15); 935 CMR 501.105(1)(q) & 501.105(15).

(2) Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on the site, and an explanation of why the identified opportunities were not pursued, if applicable;

(3) Strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage); and

(4) Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

The guidance will go through each item above.

Identification of potential energy-use reduction opportunities and a plan for implementation of such opportunities.

There are many opportunities in an ME/MTC to reduce energy usage and costs through energy efficient equipment and operations. Lighting is a major energy user in everything from retail spaces, to cultivation, and back-office operations. Heating and air conditioning are also large drivers of energy use for all buildings in the Northeast. It is recommended that the design team for an ME/MTC include energy professionals who will review facility and equipment needs and make recommendations for optimal facility equipment choices based on energy usage.

The applicant must address how its written operating procedures in the Management and Operations Profile packet will incorporate the following elements:

- Description of how the ME/MTC will monitor energy consumption and make adjustments to operations based on energy-usage data;
- Procedures for identifying energy savings opportunities as part of any facility upgrades, renovations, or expansions; and
- Procedures for identifying energy savings opportunities when equipment fails and needs to be replaced.

At the Architectural Review stage, further information should be submitted to demonstrate actual consideration of energy reduction opportunities, including a list of energy reduction opportunities that were considered. Information should include whether opportunities are being implemented, will be implemented at a later date, or not planning to be implemented. An ME/MTC should also include a summary of information that was considered to make the decision (i.e. costs, available incentives, and bill savings). As a general matter, submission of a Mass Save® or municipal light plant (MLP) audit report or rebate applications should suffice to demonstrate compliance with this item.

Consideration of opportunities for renewable energy generation, including, where available, submission of building plans showing where energy generators could be placed on the site, and an explanation of why the identified opportunities were not pursued, if applicable.

Renewable energy such as solar panels, wind turbines, and renewable thermal can reduce and stabilize energy costs for an ME/MTC. The applicant must address how its written operating procedures in the Management and Operations Profile packet will incorporate the following elements:

- Description of how the ME/MTC will make energy supply decisions and regularly evaluate renewable options;
- Procedures for identifying renewable or alternative energy opportunities as part of any facility upgrades, renovations, or expansions; and
- Procedures for identifying renewable or alternative energy opportunities when equipment fails and needs to be replaced.

At the Architectural Review stage, further information should be submitted to demonstrate actual consideration of renewable energy generation opportunities, including a list of renewable or alternative energy reduction opportunities that were considered. Information should include whether opportunities:

- are being implemented;
- will be implemented at a later date; or
- are not planned to be implemented.

An ME/MTC should include a summary of information that was considered to make a decision (i.e. costs, available incentives, and bill savings). ME/MTCs should consider incentives through programs which can help offset costs of renewable and alternative energy installation, such as:

- Massachusetts Department of Energy Resources' Solar Massachusetts Renewable Target (SMART) (http://masmartsolar.com/);
- Renewable Portfolio Standard (https://www.mass.gov/guides/rps-class-i-and-class-ii-statement-of-qualification-application); and
- Alternative Portfolio Standard (https://www.mass.gov/guides/aps-renewable-thermal-statement-of-qualification-application; https://www.mass.gov/guides/apply-to-the-aps-chp-flywheel-storage-and-fuel-cells).

Strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage).

Demand is how much electricity an ME/MTC can use at a given time in its facility – more demand means more electricity capacity is needed, and an ME/MTC pays for this capacity on electricity bills.

The applicant must address how its written operating procedures in the Management and Operations Profile packet will incorporate the following elements:

- Description of how the ME/MTC will monitor energy demand and make adjustments to operations based on data; and

- Procedures for participation in load curtailment, energy storage, or other active demand management programs (as applicable).

At the Architectural Review stage, further information should be submitted to demonstrate actual consideration of demand reduction opportunities, including whether opportunities are being implemented, will be implemented at a later date, or not planning to be implemented. Include a summary of information that was considered to make a decision (i.e. costs, available incentives, and bill savings). As a general matter, submission of a Mass Save® or MLP audit report or rebate applications should suffice to demonstrate compliance with this item.

Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

The Mass Save® programs (https://www.masssave.com/en/saving/business-rebates/) provide financial incentives for energy efficiency and demand reduction measures, including efficient lighting, heating ventilation and air conditioning (HVAC), and other equipment. These programs are available to homes and businesses across the Commonwealth. For communities where Mass Save® is not available, please engage with the local MLP (http://www.mmwecgoprogram.org, https://www.ene.org/energy-efficiency/).

The applicant must address how its written operating procedures in the Management and Operations Profile packet will incorporate regular engagement with energy efficiency programs (account representative, vendors, etc.) to ensure awareness of new opportunities and incentives. At the Architectural Review stage, further information should be submitted to demonstrate actual engagement with energy efficiency (Mass Save® or MLP) programs and any financial incentives received. As a general matter, submission of a Mass Save® or MLP audit report or rebate applications should suffice to demonstrate compliance with this item.

Transporters and Delivery

Transporters and delivery operators are different from other license types because their energy use is derived primarily from vehicles instead of buildings.

Vehicles that use alternative fuels – such as biodiesel, electricity, and natural gas – help to reduce carbon emissions and increase our energy security. In the Management and Operations profile, the applicant must describe how it will make fleet decisions and affirm that it will regularly evaluate alternative fuel vehicle options. At the Architectural Review stage, the applicant must submit a narrative describing the process the Transporter or Delivery operation used to select vehicles to be used in operations, and if alternative fuel vehicles are not being used, a detailed explanation of why other vehicle fuel sources were selected. A description of any other energy and water conservation strategies employed at the physical facility for transportation and delivery (e.g. garage, dispatch) should also be included.

Conclusion

Application sections pertaining to energy are reviewed for compliance with 935 CMR 500.000 & 501.000 and for completeness. The regulations and guidance are designed to ensure that an ME/MTC considers how to optimally use energy early in the facility design process, and continually assess new opportunities for reduced energy usage and costs. Licensees should use best management practices to reduce energy and water usage, engage in energy conservation, and mitigate other environmental impacts. Licensees are also required to meet all applicable environmental laws, regulations, permits, and other applicable approvals, including those related to water quality and solid and hazardous waste management, prior to obtaining a final license. At this time, the Cannabis Control Commission (Commission) deems compliance with the operational requirements of the regulations, as described above, to constitute best management practices as related to energy usage and conservation. Cultivation facilities should maintain policies and procedures addressing all efforts to mitigate environmental impacts, as required under 935 CMR 500.120(12)(e) and 935 CMR 501.120(13)(e). Applicants will be responsible for complying with any revisions to this guidance that may be issued if legal or regulatory requirements change.

Other Resources

License applicants can use this guidance to learn more about how to comply with the energy usage requirements set forth in the following sections of 935 CMR 500.000 and 501.000:

- 935 CMR 500.040(3)(c) – Energy and Environmental Leader Award
- 935 CMR 500.103(1)(b) & 501.103(1)(a) – Architectural Review, Energy Letters
- 935 CMR 500.103(1)(f) & 501.103(1)(e) – Provisional License, Energy Letters
- 935 CMR 500.103(4)(c),(d) & 501.103(4)(c),(d) – Renewal, Energy Letters
- 935 CMR 500.105(1)(q) & 501.105(1)(q) – Written Operating Procedures
- 935 CMR 500.105(13)(h) & 501.105(13)(h) – General Operating Requirements / Transporters
- 935 CMR 500.105(15) & 501.105(15) – General Operating Requirements / Energy Efficiency and Conservation
- 935 CMR 500.120(11) – Marijuana Cultivators
- 935 CMR 501.120(11) – Additional Operational Requirements for the Cultivation, Acquisition, and Distribution of Marijuana
- 935 CMR 500.130(3) & (5)(e) – Marijuana Product Manufacturers
- 935 CMR 501.130(3) – Additional Operational Requirements for Handling and Testing Marijuana and for Production of Marijuana-Infused Products (MIPs)

B. Guidance on Energy Efficiency Standards & Reporting for Cultivation Facilities

The following guidance is provided to assist indoor cultivation facilities, whether they are licensed as a Craft Cooperative, Microbusiness, or Marijuana Cultivator under 935 CMR 500.000*: Adult Use of Marijuana*, or as an MTC to cultivate cannabis under 935 CMR 501.000: *Medical Use of Marijuana*. All relevant entities are referenced as "Cultivation Facilities" in this guidance. Indoor operations associated with outdoor cultivation are also subject to these requirements. Please note that Cultivation Facilities must also meet the requirements in the *Guidance on Basic Energy Efficiency Practices & Reporting for Marijuana Establishments [see page 4]*.

This guidance, in conjunction with applicable regulations, establish the requirements for licensure in the Commonwealth. This guidance is not legal advice. If you have questions regarding the legal requirements for licensure in the Commonwealth, you are encouraged to consult an attorney. Cultivators are responsible for complying with any revisions to this guidance that may be issued if legal or regulatory requirements change.

Applicability

All applications for initial licensure or renewal submitted on or after July 1, 2020, if they are not otherwise exempted, must comply with the energy efficiency standards and reporting requirements described in this guidance. A co-located ME and MTC with a final Certificate of Licensure before November 1, 2019 shall have until July 1, 2020 to comply with 935 CMR 500.120(11), except that any additions to or renovations to a facility must comply with 935 CMR 500.120(11). An MTC with a final Certificate of Licensure before November 1, 2019 and that is not co-located with an ME shall have until January 1, 2021 to comply with 935 CMR 501.120(11), except that any additions to or renovations to a facility must comply with 935 CMR 501.120(11). An ME or MTC may apply for an additional six-month extension beyond the date applicable to it, if it agrees to install meters to monitor energy usage, water usage, and other data determined by the Commission, as well as provide reports on energy usage, water usage, waste production and other data in a form and manner determined by the Commission.

Overview

Cannabis cultivation uses significant energy, primarily because of three energy uses: (i) horticultural lighting; (ii) dehumidification; and (iii) HVAC. To mitigate the impact of increased energy usage, and associated costs and greenhouse gas emissions, specific operational requirements have been adopted for Cultivation Facilities in the adult-use and medical-use marijuana regulations.[2]

To document compliance with the energy efficiency requirements of the regulations, materials must be submitted at three different points in the licensure/renewal process and be maintained throughout operations:

- Application: A Cultivation Facility must maintain written operating procedures that demonstrate compliance with the energy efficiency standards in the regulations. A summary of such procedures must be submitted as part of the Management and Operations Profile[3];

- Architectural Review: As part of the Architectural Review process, building and equipment information should be submitted at the same time as building plans after receipt of a Provisional License;[4] and

- Operations & Renewal: A Cultivation Facility must continue to maintain written operating procedures on energy usage for the duration of its operations. When it comes time for renewal, a Cultivation Facility must provide information regarding its energy and water consumption usage.[5] This information must be included every year that a renewal application is submitted.

[2] 935 CMR 500.120 (11) & (12); 935 CMR 501.120 (11) & (12).
[3] 935 CMR 500.101(1)(c)(10) & 500.120(12)(e); 935 CMR 501.101(1)(c)(10) & 501.120(13)(e).
[4] 935 CMR 500.103(1); 935 CMR 501.103(1).
[5] 935 CMR 500.103(4)(c) & 120(11); 935 CMR 501.103(4)(c) & 120(11).

Application: Demonstrating Compliance with Energy Efficiency Standards in the Management and Operations Profile

Cultivation Facilities must, in addition to the other materials submitted as part of the Management and Operations Profile, submit a summary of their written operating procedures that demonstrate compliance with energy efficiency standards.[6] Please complete the basic summary required in the *Guidance on Basic Energy Efficiency Practices & Reporting for Marijuana Establishments [see page 4]*. In addition to the basic summary required of all MEs, a Cultivation Facility must address how its written operating procedures will incorporate the following additional elements:

1. How the cultivator will ensure on a regular basis that equipment is maintained, calibrated and operating properly, including maintain operations manuals and operating procedures for all major energy using equipment, including, but not limited to horticultural lighting, HVAC systems, dehumidification systems.

2. How the cultivator regularly assesses opportunities to reduce energy and water usage, which should include:

    a. Identification of potential energy use reduction opportunities (such as natural lighting and energy efficiency measures), and a plan for implementation of such opportunities;

    b. Consideration of opportunities for renewable energy generation, including, where applicable, identification of building plans, available upon inspection, showing where energy generators could be placed on the site, and an explanation of why the identified opportunities were not pursued, if applicable;

    c. Strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage); and

    d. Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

[6] 935 CMR 500.101(1)(c)(10) & 500.120(12)(e); 935 CMR 501.101(1)(c)(10) & 501.120(13)(e).

Architectural Review: Letters and Supporting Documentation

As part of the Architectural Review process, Cultivation Facilities must document compliance with the energy requirements by submitting an energy compliance letter prepared by a Massachusetts Licensed Professional Engineer or Massachusetts Licensed Registered Architect with supporting documentation, together with submission of building plans.

For a Microbusiness or Craft Marijuana Cooperative with a cultivation location sized as Tier 1 or Tier 2, or such other Cultivation Facilities meeting the requirements of 935 CMR 500.850: *Waivers*, there are additional options. They may demonstrate compliance with any of the requirements of 935 CMR 500.120(11) through an energy compliance letter or updated energy compliance letter prepared by one or more of the following energy professionals:

1. A Certified Energy Auditor certified by the Association of Energy Engineers;
2. A Certified Energy Manager certified by the Association of Energy Engineers;
3. A Massachusetts Licensed Professional Engineer; or
4. A Massachusetts Licensed Registered Architect.

In addition, all facilities regardless of compliance path shall provide third-party safety certification for lighting products by an Occupational Safety and Health Administration (OSHA), Nationally Recognized Testing Laboratory (NRTL), or Standards Council of Canada (SCC)-recognized body, which shall certify that the products meet a set of safety requirements and standards deemed applicable to horticultural lighting products by that safety organization.

The following paragraphs provide guidance regarding the necessary components of the contents of the Energy Compliance Letter.

Building Envelope

A building envelope is what separates the outside from the inside of a building. Building envelope items include insulation, roofs, windows, doors, walls, etc. Having a tight building envelope is fundamental to good energy performance. Poor performing building envelopes results in wasted energy, increase energy costs, and may have ancillary impacts like neighbor smell complaints.

The regulations identify specific ways to demonstrate compliance regarding a Marijuana Establishment's building envelope as follows:[7]

[7] 935 CMR 500.120(11)(a); 935 CMR 501.120(12)(a).

> The building envelope for all facilities, except greenhouses, must meet minimum Massachusetts Building Code requirements and all Massachusetts amendments (780 CMR: State Building Code), International Energy Conservation Code (IECC) Section C.402, or The American Society of Heating, Refrigerating and Air-conditioning Engineers (ASHRAE) Chapters 5.4 and 5.5 as applied or incorporated by reference in 780 CMR: State Building Code, except that facilities using existing buildings may demonstrate compliance by showing that the envelope insulation complies with code minimum standards for Type Factory Industrial F-1, as further defined in guidelines issued by the Commission.

An Energy Compliance Letter submitted as part of the Architectural Review must include a narrative confirming compliance with the building envelope requirements and the output from COMcheck™ software used to show building envelope compliance with Massachusetts Building Code, 780 CMR.

Lighting

When discussing horticultural lighting, it is helpful to be aware of the following definitions in the regulations:[8]

> Canopy means an area to be calculated in square feet and measured using clearly identifiable boundaries of all areas(s) that will contain mature plants at any point in time, including all of the space(s) within the boundaries, Canopy may be noncontiguous, but each unique area included in the total Canopy calculations shall be separated by an identifiable boundary which include, but is not limited to: interior walls, shelves, greenhouse walls, hoop house walls, garden benches, hedge rows, fencing, garden beds, or garden plots. If mature plants are being cultivated using a shelving system, the surface area of each level shall be included in the total Canopy calculation.
>
> Horticultural Lighting Equipment (HLE) means any lighting equipment (e.g. fixtures, bulbs, ballasts, controls, etc.) that uses energy for the cultivation of plants, at any stage of growth (e.g. germination, cloning/mother plants, propagation, vegetation, flowering, and harvest).
>
> Horticulture Lighting Square Footage (HLSF) means Canopy.
>
> Horticulture Lighting Power Density (HLPD) is a measure of total watts of HLE per total Horticulture Lighting Square Footage (HLE / HLSF = HLPD), expressed as number of watts per square foot.

[8] 935 CMR 500.002, 500.120(11)(h) and 501.120(12)(g).

Indoor and some greenhouse cultivators use HLE to grow plants. These lights are very powerful and have significantly higher energy use and light intensity compared to typical screw-in light bulbs. As there are numerous horticultural lighting technology options, the regulations set forth two lighting compliance options to provide flexibility for Cultivators to make technology decisions that meet the requirements.[9]

It is important to note that long-term exposure to horticultural lighting may impact vision. Eye safety protocols must be established prior to the time of initial operations and regularly updated and implemented as part of the Cultivation Facility's detailed written operating procedures.

These eye protection requirements are in addition to any other safety protocols required under state, federal, or local law (e.g. OSHA).

Cultivators must demonstrate compliance with either: (1) the HLPD standard; or (2) the Horticultural Lighting Qualified Product List (Horticultural QPL):

1. HLPD: HLPD must not exceed 36 watts per gross square foot, but for Tier 1 and Tier 2 which must not exceed 50 watts per square foot.

   HLPD is a measure of total watts of Horticultural Lighting Equipment per total Horticulture Lighting Square Footage, expressed as number of watts per square foot.
   (HLE / HLSF = HLPD)

2. Horticultural QPL: All horticultural lighting used in a facility must be:

   a. listed on the current Design Lights Consortium Solid-State Horticultural QPL or other similar list approved by the Commission as of the date of license application, AND

   b. lighting Photosynthetic Photon Efficacy (PPE) is at least 15 percent above the minimum Horticultural QPL threshold rounded up to the nearest 0.1 micromoles per joule (μmol/J).

The HLPD Energy Compliance Letter submitted as part of the Architectural Review must contain the following regarding horticultural lighting:

1. The letter must include the calculations that show compliance with the HLPD requirements;

[9] 935 CMR 500.120 (11)(b); 935 CMR 501.120 (12)(b).

2. Narrative explanation of how the facility complies with 935 CMR 500.120(11)(b) or 501.120(12)(b), supported by copies of the facility lighting schedule, square footage of canopy, description of HLE, number, type, and wattage of all HLE;

3. Cutsheets for all HLE to be submitted as part of the Architectural Review;

4. Detailed identification of the stamped plans showing the layout of all HLE, which means any lighting equipment (e.g. fixtures, bulbs, ballasts, controls, etc.) that uses energy for the cultivation of plants, at any stage of growth (e.g. germination, cloning/mother plants, propagation, vegetation, flowering, and harvest), such plans must be available immediately upon inspection and two copies of the plans must be available for immediate surrender upon request;

5. Detailed identification of the stamped plans showing the areas considered as HLSF, such plans must be available immediately upon inspection and two copies of the plans must be available for immediate surrender upon request;

6. Description of an eye safety plan that includes the following:

    a. Safety protocols related to eye safety for those exposed to horticultural lighting;

    b. Communication plan for how eye safety protocols will be communicated to employees;

    c. Description of how protective eyewear will be provided for anyone coming in to contact with active horticultural lights;

    d. Description of signage that will be used to remind workers of eye safety;

    e. Affirmation that the safety protocols will be reviewed and updated by the Cultivation Facility on an annual basis.

The Horticultural QPL Energy Compliance Letter submitted as part of the Architectural Review must contain the following regarding horticultural lighting:

1. Narrative explanation of how the facility complies with 935 CMR 500.120(11)(b) or 501.120(12)(b), supported by copies of the facility lighting schedule, square footage of canopy, description of HLE, number, type and wattage of all HLE;

2. Cutsheets for all HLE to be submitted as part of the Architectural Review;

3. Description of an eye safety plan that includes the following:

    a. Safety protocols related to eye safety for those exposed to horticultural lighting;

    b. Communication plan for how eye safety protocols will be communicated to employees;

    c. Description of how protective eyewear will be provided for anyone coming in to contact with active horticultural lights;

    d. Description of signage that will be used to remind workers of eye safety;

    e. Affirmation that the safety protocols will be reviewed and updated by the Cultivation Facility on an annual basis.

HVAC & Dehumidification Systems

HVAC as well as dehumidification are primary drivers of energy use in a Cultivation Facility. Air conditioning is used to cool the air to offset heat generated from lighting. Dehumidification is necessary to remove water, used by plants, from the air.

The regulations[10] require HVAC and dehumidification systems to meet Massachusetts Building Code requirements, 780 CMR, which in turn incorporates Chapter 403 of the International Energy Conservation Code (IECC) and Chapter 6 of the American Society of Heating, Refrigerating and Air-Conditioning Engineers Handbook. To demonstrate compliance, a Cultivation Facility must provide a certification from a Massachusetts Licensed Mechanical Engineer that the HVAC and dehumidification systems meets the Massachusetts State Building Code as specified in the regulations and that such systems have been evaluated and sized for the anticipated loads of the facility.

The Professional Engineer (PE) providing the Energy Compliance Letter may also serve as a Licensed Mechanical Engineer, if the PE license covers mechanical engineering. The letter must include the following information:

- Certification from a Massachusetts Licensed Mechanical Engineer that the HVAC and dehumidification systems meet the Massachusetts State Building Code, and that HVAC and dehumidification equipment have been evaluated and sized for the loads of the facility;

[10] 935 CMR 500.120(11)(c); 935 CMR 501.120(12)(c).

- Total of tons of refrigeration (TR), thousands of British thermal units (BTUs) per hour (MBH), and a listing of all HVAC equipment to be installed. The information provided in the letter must be supported by equipment data sheets available immediately upon request.

- Total of tons of dehumidification (TD), and a listing of all dehumidification equipment to be installed, supported by equipment data sheets.

- Details about energy recovery equipment installed as part of the ventilation system.

- A listing of all odor mitigation equipment to be installed. The information provided in the letter must be supported by equipment data sheets available immediately upon request.

Exemptions

Indoor cultivation facilities may be exempt[11] from the regulatory requirements for horticultural lighting, HVAC, and dehumidification systems if they are generating 80% or more of the total annual onsite energy use for all fuels (expressed on a MWh basis) from:

1. a clean or renewable generating source; or

2. renewable thermal generation.

A "clean or renewable resource" should be understood to refer to renewable energy generating sources, as provided in M.G.L. c. 25A, § 11F and regulations promulgated thereunder, or renewable thermal generating sources, as provided in M.G.L. c. 25A, § 11F½ and regulations promulgated thereunder.

As of September 2019, acceptable renewables technologies include the following:

1. Renewable Generation Unit as defined by 225 CMR 14 (https://www.mass.gov/guides/rps-class-i-and-class-ii-statement-of-qualification-application)

    a. Solar photovoltaic or solar thermal electric energy

    b. Wind energy

    c. Ocean thermal, wave, or tidal energy

[11] 935 CMR 500.120(11)(e); 935 CMR 500.120(12)(e).

d. Fuel cells using eligible Renewable Energy Portfolio Standard (RPS) Class I renewable fuel

e. Landfill methane gas

f. Hydroelectric

g. Low-emission, Advanced Biomass Power Conversion Technologies using Eligible Biomass Fuel

h. Marine or hydrokinetic energy

i. Geothermal energy

2. Renewable Thermal Generation Unit as defined by 225 CMR 16 (https://www.mass.gov/guides/aps-renewable-thermal-statement-of-qualification-application)

a. Air-Source Heat Pump

b. Ground Source Heat Pump

c. Deep Geothermal Heat Exchange

d. Solar Thermal

e. Woody Biomass

f. Biogas

g. Liquid Biofuels

h. Compost Heat Exchange System

Additionally, the Cultivation Facility must document that renewable energy credits or alternative energy credits representing the portion of the Licensee's energy usage not generated onsite has been purchased and retired on an annual basis.

In order to demonstrate eligibility for the exemption, a Cultivation Facility must submit an Energy Compliance Exemption Letter, demonstrating exemption as part of Architectural Review.

The letter must be provided by someone with the same qualifications as for the Energy Compliance Letter and include:

1. Description of clean or renewable energy system, including an attestation that the system meets eligibility requirements above. This requirement can be satisfied by providing an RPS or APS Conditional Statement of Qualification approved by the Department of Energy Resources.

3. Energy usage calculations for the facility, supported by building plans and energy models, including inputs and outputs by end use.

4. Clean or renewable energy generation calculations for the facility, supported by building plans and energy models, including inputs and outputs by end use.

5. Written plan on how Renewable Energy Certificates (RECs) or Alternative Energy Credits (AECs) will be generated and retired on at least an annual basis. Note that the option of retiring RECs and AECs is available only to demonstrate the portion of energy usage *not* generated for onsite use (maximum of 20% of total onsite energy usage).

6. HVAC information, including:

    a. Certification from a Massachusetts Licensed Mechanical Engineer that the HVAC and dehumidification systems meet the Massachusetts State Building Code, and that HVAC and dehumidification equipment have been evaluated and sized for the loads of the facility.

    b. Total of TR, thousands of BTUs per hour (MBH), and a listing of all HVAC equipment to be installed. The information provided in the letter must be supported by equipment data sheets available immediately upon request.

    c. Total of TD, and a listing of all dehumidification equipment to be installed, supported by equipment data sheets.

    d. Details about energy recovery equipment installed as part of the ventilation system.

    e. A listing of all odor mitigation equipment to be installed. The information provided in the letter must be supported by equipment data sheets available immediately upon request.

7. Description of an eye safety plan that includes the following:

    a. Safety protocols related to eye safety for those exposed to horticultural lighting;

b. Communication plan for how eye safety protocols will be communicated to employees;

c. Description of how protective eyewear will be provided for anyone coming in to contact with active horticultural lights;

d. Description of signage that will be used to remind workers of eye safety.

e. Affirmation that the safety protocols will be reviewed and updated by the Cultivation Facility on an annual basis.

Operations & Renewal

A Cultivation Facility shall continue to maintain written operating procedures on energy usage for the duration of its operations. Cultivation Facilities should continuously re-evaluate opportunities for energy conservation and the mitigation of their environmental impact as their operations are ongoing.

A Cultivation Facility, whether operated by a Marijuana Cultivator or an MTC, must provide energy and water reporting as part of the annual license renewal requirement.[12] All Cultivation Facilities are subject to this requirement, regardless of whether they file a Letter of Compliance or a Letter of Compliance Exemption. This guidance document outlines the steps that Cultivation Facilities should take to be in compliance with this reporting requirement.

Requirements: Based on the previous 12-month period, a Cultivation Facility must provide energy consumption by fuel (monthly, including consumption and demand), water consumption (gallons per month), on-site energy generation (monthly), and cannabis yield by weight (annual).

Timing: The required information must be included as part of the licensee's completed renewal application as outlined in 935 CMR 500.103(4)(c) and 935 CMR 501.103(4)(c). This information must be included every year that a renewal application is submitted. Please note that if a Cultivation Facility has filed its renewal application prior to July 1, 2020, without complying with the documentation requirements for renewal as described in the regulations and this guidance, but the Commission acts upon the renewal application after July 1, 2020 , a condition will be placed on its renewal that the documentation must be filed within 60 days, unless the licensee has applied for an Energy Reporting Extension (if eligible). All applications for renewal filed on or after July 1, 2020 must include the required documentation.

[12] 935 CMR 500.103(4) and 935 CMR 501.103(4).

Annual Energy and Environmental Reporting

1. Facilities should use the Cannabis PowerScore for annual reporting for electricity consumption. If non-electric fuels, such as natural gas consumption, other delivered fuels or clean or renewable energy generation are not yet available on the Cannabis PowerScore at the time of renewal, facilities may submit monthly usage information in a separate format.

2. It is recommended to create an account on https://www.cannabispowerscore.org by clicking the "sign up" link, this will allow you to save work and return to it later. Creating an account is not required.

3. Complete information about your facility. The more information provided, the more you will learn in comparing to other facilities.

4. On the annual totals page, a Cultivator will provide the following information:

    a. Monthly

        i. Electricity consumption (kWh and KW)

        ii. Natural gas consumption (Therms) (*if available*)

        iii. Other delivered fuels (specify fuel, gallons) (*if available*)

        iv. Water consumption (gallons)

        v. Clean or renewable energy generation (kWh) (*if available*)

    b. Annual

        i. Total cannabis flower and byproduct (grams)

5. Complete your submission.

6. Print final Cannabis PowerScore report and include as part of renewal application. Please ensure the following information is included on the printed submission:

    a. Cannabis PowerScore report number

    b. Production efficiency – grams per kwh

    c. Monthly energy consumption/generation and water usage breakdown

Update Energy Compliance Letter or Energy Compliance Exemption Letter

If any information reflected in the Energy Compliance Letter or Energy Compliance Exemption Letter, including plans or other technical information, has changed, an updated letter and any required supporting documentation must be filed together with the renewal application.

NOTE: Cultivation Facilities that did not submit an Energy Compliance Letter or an Energy Compliance Exemption Letter as part of initial licensure must submit these letters and any other required documentation explained in this guidance at the time of the renewal application, subject to the timing allowances explained above.

Conclusion

Application sections pertaining to energy are reviewed for compliance with 935 CMR 500.000 or 935 CMR 501.000, as applicable, and for completeness. The regulations and guidance are designed to ensure that Cultivation Facilities consider how to optimally use energy early in the facility design process, and continually assess new opportunities for reduce energy usage and costs. Current regulations[13] require that Cultivation Facilities use best management practices to reduce energy and water usage, engage in energy conservation and mitigate other environmental impacts. At this time, the Commission deems compliance with the operational requirements, as described above, to constitute best management practices as related to Cultivation Facilities. Cultivation facilities should maintain policies and procedures addressing all efforts to mitigate environmental impacts, as required under 935 CMR 500.120(12)(e) and 501.120(13)(e).

Applicants will be responsible for complying with any revisions to this guidance that may be issued if legal or regulatory requirements change.

[13] 935 CMR 500.120(11) and 935 CMR 501.120(11) & (12).

Other Resources

License applicants can use this guidance to learn more about how to comply with the energy usage requirements set forth in the following sections of 935 CMR 500.000 and 501.000:

- 935 CMR 500.040(3)(c) – Energy and Environmental Leader Award
- 935 CMR 500.103(1)(b) & 501.103(1)(a) – Architectural Review, Energy Letters
- 935 CMR 500.103(1)(f) & 501.103(1)(e) – Provisional License, Energy Letters
- 935 CMR 500.103(4)(c),(d) & 501.103(4)(c),(d) – Renewal, Energy Letters
- 935 CMR 500.105(1)(q) & 501.105(1)(q) – Written Operating Procedures
- 935 CMR 500.105(13)(h) & 501.105(13)(h) – General Operating Requirements / Transporters
- 935 CMR 500.105(15) & 501.105(15) – General Operating Requirements / Energy Efficiency and Conservation
- 935 CMR 500.120(11) – Marijuana Cultivators
- 935 CMR 501.120(11) – Additional Operational Requirements for the Cultivation, Acquisition, and Distribution of Marijuana
- 935 CMR 500.130(3) & (5)(e) – Marijuana Product Manufacturers
- 935 CMR 501.130(3) – Additional Operational Requirements for Handling and Testing Marijuana and for Production of MIPs

C. Grandfathering & Energy Extension Reporting

Grandfathering

For adult-use cultivation facilities, the requirement to comply with the energy efficiency and equipment standards has been in effect as of March 23, 2018. MTCs with a final certificate of registration before March 15, 2018 who sought an adult cultivation license were given an additional 12 months to comply, until March 23, 2019. The regulations were amended again to give these operators an additional 9 months to comply, until January 1, 2020. The Commission has voted to delay enforcement until July 1, 2020 to allow additional time for implementation. The same date applies to cultivation facilities that are co-located medical and adult use. Facilities that are only medical have until January 1, 2021 to comply.

The regulations also permit licensees to apply for a 6-month extension to the deadline if they agree to submit reports to the Commission regarding their energy and environmental impact.

III. Best Management Practices

A. Guidance on Best Management Practices for Water Use

Cannabis, whether in the form of industrial hemp or marijuana, has varying requirements in water and nutrient levels based on the method of cultivation. This document aims to compare the water needs and differences between all methods of cultivation, including removing the plant entirely from natural systems and growing in sealed indoor environments, and the considerations that a grower should be taking into account when locating their facility and establishing watering operations for plant growth and facility maintenance.

***It should be noted that given the lack of research on hemp and marijuana growth in the United States, there is conflicting information on cultivation practices, and the vast differences between methods leads to high amounts of variability. The following numbers are cited but subject to change upon the release of more current regional data.*

Location of Facility and Source of Water

An important consideration for siting of a facility is the availability of water for production. Typically, water for a greenhouse or indoor facility would come from local municipal water or from a regional water supplier like the Massachusetts Water Resources Authority (MWRA). In the case of local municipal water, attention should be paid to whether the water supplier has enough capacity to supply the water both from a source and infrastructure perspective. Depending on the watershed and the specific town the facility is located in, the additional volumes may not be available within the town's registered or permitted amounts, or an Interbasin Transfer[14] approval may be required.

Increased demand on the system may cause a community to seek a new permitted volume which may have additional mitigation requirements. If a grower chooses to develop their own local water supply such as a new well, it is recommended that they contact the local Massachusetts Department of Environmental Protection (MassDEP) office for guidance on new source approval. A marijuana cultivation facility could trigger the Water Management Act's permitting requirements if it pumps from its own water sources more than an average of 100,000 gallons per day or more for three consecutive months of the year, or more than nine million unregistered gallons over any three-month period. In addition, an ME that is supplying its own potable water and has a restroom that is accessible to 25 or more people 60 or more days per year is considered

[14] For information about the Interbasin Transfer Act and Application materials: https://www.mass.gov/interbasin-transfer-act

a Public Water System and would need to obtain an approval. A permit application will need to be filed with MassDEP before operations commence.

Water Use

It is also important to know and understand that prior to establishing your facility, you will need to consider how much water you may use. If your water source is public then you must consider that the city or town you are operating in has a limited amount of water it is allocated to use per year.[15] This information may be useful when you are preparing for and going through the state licensing process and local permitting and/or licensing process.

Seeds vs. Clones

Literature does not currently provide an in-depth analysis of the water necessities of an individual plant, but there is significant evidence to indicate that seeds require less water than clones regardless of the cultivation setting. Seeds are hardier and more resistant to stress and disease, and even though they need more water initially, the growing period for seeds is shorter than that of clones. Clones, while providing insurance for an exact chemical profile upon maturity, require more nutrients which are usually mixed in a water solution.

Outdoor Cultivation

Water requirements for outdoor cultivation vary widely by region, variety, and planting date. As outdoor large-scale cultivation of cannabis is new to Massachusetts, there is no data yet to confirm exact amounts of water required. Studies have shown, however, that the ranges can vary between 12-15" in British Columbia to 20-30" in Europe.[16] This equates to about six gallons per plant per day,[17] which is about twice as much as is required by grapes in California, but not as much as cotton in Georgia (10 gallons/day).[18]

Notably, cannabis requires that most of its water be received by the plant within the first six weeks of cultivation, while metrics generally list watering averages over the lifespan of the plant.

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[15] https://www.mass.gov/lists/massdep-water-management-act-laws-regulations-policies-and- guidance
[16] Nelson, R. A. (2000). *Hemp Husbandry*, https://www.hempbasics.com/hhusb/hh2cul.htm
[17] Bauer S, Olson J, Cockrill A, van Hattem M, Miller L, et al. (18 March 2015) Impacts of Surface Water Diversions for Marijuana Cultivation on Aquatic Habitat in Four Northwestern California Watersheds. Plos One 10(9): e0138935. https://doi.org/10.1371/journal.pone.0137935
[18] Bednarz, C., et. al. (2003). *Cotton crop water use and irrigation scheduling*, http://www.ugacotton.com/vault/rer/2003/p72.pdf

Flowering of the plant significantly decreases water uptake. Within that six-week period, it is critical that the plant experience neither drought nor flooding. Dry conditions hasten maturity and stunt the growth of the plant, whereas puddled areas of a field will kill seedlings within two days if not drained appropriately. Soil composition and conditions play a critical role in this. It should also be noted that varieties respond differently across agricultural regions, with variability in height, biomass, and chemical composition. It has been found that it may take up to three years to develop a localized strain that is acclimatized to the conditions set forth in the region.

Indoor Cultivation

Indoor cannabis cultivation is generally referred to as the process of removing the crop completely from natural conditions such as sunlight, soil, and air and substituting those elements with artificial alternatives. The benefit of indoor growing lies in being able to control the elements of the plant's environment and be able to produce multiple harvests in a year. This method of growing is much more intensive in its usage of energy, water, and chemicals. There are many different methods of cultivating the plants themselves. These methods include:

- Hydroponics (water medium)
- Pots/trays (soil medium)
- Aeroponics (plant suspended on wall, not as common)

In the more typical methods of cultivation (namely soil and hydroponics), medical marijuana studies have estimated that indoor grows require watering in quantities of 98"/room-year, or 40 gallons/room-day (one room = 250 sq. ft.).[19] Hydroponically grown cannabis is much more water intensive than other crops. When grown indoors, however, facilities have the capacity to set up recycling systems that clean and filter used water to be recycled back into irrigation; which helps negate the amount of freshwater input into the system. Treating water and reusing treated water are activities that are regulated by MassDEP and require permits.[20] This water would need to be changed periodically, and nutrient levels can reach unusable points for the plants if not applied correctly.

[19] O'Hare, M., et. al. (7 September, 2013). *Environmental Risks and Opportunities in Cannabis*, https://lcb.wa.gov/publications/Marijuana/SEPA/5d_Environmental_Risks_and_Opportunities_in_Cannabis_Cultivation.pdf

[20] https://www.mass.gov/lists/massdep-wastewater-discharge-and-reuse-regulations

Generally, for non-cannabis crops, indoor cultivation facilities with natural sun and/or ventilation present appear to provide a more balanced method of cultivation, as they are less energy and water intensive than a sealed indoor facility.

Monitoring and Reporting

Water is a crucial resource in the growth of cannabis and in the functioning and operations of cannabis growing facilities. In addition to plant needs, water is also used for heating, processing, sanitary purposes, and landscaping on the property. Minimizing water loss from leaks as well as monitoring total water use as a compliment to instituting best management practices help advance the water conservation goals of the Commonwealth.

Growers should:

- install water meters;
- conduct regular water audits to determine the amount and location of water use;
- develop and implement a water savings strategy; and
- repair all leaks as quickly as possible.

Water Application Methods

Several different methods of water application are used as standards in the horticultural industry. Whereas outdoor fields rely mostly on rainfall or irrigation in cases of drought, indoor facilities must install their own application systems. The most commonly used methods are as follows:

Flood tables utilize large, shallow tables that flood usually on an automated system and provide a layer of water and/or nutrients to plants growing in hydroponic mediums. Large amounts of water are used for this method, but the water can be recycled through the system and used again after treatment via filtration and cleaning.

Drip watering involves irrigation systems that feed directly to each plant through thin drip tubes. The amount of water can be controlled directly or on an automated schedule, and virtually eliminates excess water waste or runoff from the plants.

Wick systems employ a reservoir that provides water and nutrients for a plant via capillary action through wicking material. Seedlings and newly vegetating plants are occasionally watered with this method since it is a simple system that does not require machinery or electricity. However, it is insufficient in supplying large plants with greater water needs.

Hand watering is one of the most common practices used since it requires relatively little equipment and expense initially or in maintenance. However, the amount of applied water varies

greatly between applicators and there is a much larger potential for water being wasted through either over application or by missing the plant root systems. If hand watering is being used, the facility should have a good operating procedure on how to hand water.

Aeroponics uses spray nozzles to mist the stem or roots with nutrients. Larger operations will put the stem/root in a channel and have the spray nozzles line the channel, while others may use the bucket system in which the nitrified water and air are maintained in buckets.

Nutrient film technique (NFT) Systems use very shallow nutrient solution that runs downward in a tube or tray toward the reservoir where it is reused. It is best used on smaller plants with short crop cycle.

Water culture systems are systems where plants are suspended so roots hang down in nutrient solution and the reservoir is continually aerated.

Wastewater Disposal

Many indoor facilities utilize water recapture methods to save money and energy in their operations. Depending on the system in place this could be done through drain pipes and lines, ditches, dehumidifiers, or condensation recapture modules. The recaptured water requires treatment if it is to be reapplied to plants to prevent the growth and spread of microbial pathogens and to reduce the amount of ionic and toxic elements that can be introduced to the water through the addition of nutrients. Common practices include carbon filtration, which neutralizes salinity and other inorganic materials in the water, and reverse osmosis, which allows for close to 97% reuptake but produces a brine that is difficult to dispose of. Other chemicals may be added to clean the water before reapplication to reduce microbe levels. Facilities may also employ the use of an aerobic treatment unit to reduce chemical and microbial levels in the returned water to a satisfactory level.[21] Studies have shown that there is no significant difference in plant growth between the use of recycled water versus the use of fresh water.

Even with recapture methods, however, systems need to be flushed on occasion and new water introduced, especially in the event of pathogen outbreaks or from the presence of high levels of salts or ions that could be detrimental to crop growth and development. Water which is not reused must be discharged to a sewer or collected and stored in a certified holding tank for disposal at an approved facility. Note that water which is being disposed of cannot be discharged to an on-site septic system. If wastewater is being discharged out of the facility (e.g., to a Title 5 system, a sewer system, the ground, or surface waters), the proponent must contact their local

[21] Oyama, N. (2005). Recycling of treated domestic effluent from an on-site wastewater treatment system for hydroponics, https://www.ncbi.nlm.nih.gov/pubmed/16104424

MassDEP office to determine if a discharge permit is required. If wastewater is being stored, it must be kept in a holding tank that is permitted by MassDEP (Transmittal Form DEP01).

In other states, this waste has traditionally been disposed through landfills (often with unused cannabis waste material such as leaves and stems chopped up and mixed in to form a slurry) or is considered industrial waste, depending on the method the waste was created and the definition of industrial/hazardous waste by law. In Massachusetts, however, this waste may not be disposed in a landfill. If the waste is combined with unused cannabis waste, it may be composted or sent to an anaerobic digester. As a last resort, if such slurry is sufficiently dewatered, it may be disposed at a landfill so long as the remaining sludge does not contain free-draining liquids and contains a minimum of 20% solids (note that the disposal facility will need advance notice in order to submit the required documentation to MassDEP). If wastewater is being discharged out of the facility (e.g., to a Title 5 system, a sewer system, the ground, or surface waters), the proponent must contact their local MassDEP office to determine if a discharge permit is required. If wastewater is being stored, it must be kept in a holding tank that is permitted by MassDEP (Transmittal Form DEP01). For more information on waste disposal, please refer to the Commission's Guidance on Cannabis Waste Management Requirements (https://mass-cannabis-control.com/wp-content/uploads/2019/04/Guidance-on-Cannabis-Waste-Management-Requirements.pdf).

Best Management Practice Guides

Water use on a crop should strike an appropriate balance between both agricultural needs for water and the need to conserve water. Examples of conservation approaches include proper irrigation scheduling in both timing (daily and seasonal) and volume, control of runoff, the uniform application of water, irrigation technologies, such as drip irrigation (where appropriate), and automated irrigation systems. The Massachusetts Water Conservation Standards[22] (WCS) outline many approaches and best management practices that an agricultural entity should adopt that are environmentally and economically appropriate for their specific operation and site conditions. In addition, the WCS outlines standards and best approaches for indoor water use to ensure high levels of efficiency in structural items such as toilets and other water fixtures. Based on the information gathered above, there are three best management practice categories listed below that are considered high priority and should be implemented, to the greatest extent practicable, by all cannabis growers. These practices, along with some others, can help reduce or mitigate strains to disposal and environmental systems and improve water and energy efficiency as a whole.

[22] Massachusetts Water Conservation Standards (2018), Water Resources Commission. https://www.mass.gov/massachusetts-water-conservation-standards

1. Soil health

    - Determine the soil needs and develop a soil health management system to improve the health and function of the soil. Soils are an ecosystem that can be managed to provide nutrients for plant growth, absorb and hold rainwater for use during drier periods, filter and buffer potential pollutants from leaving fields, serve as a firm foundation for agricultural activities, and provide habitat for soil microbes to flourish.

    - Consider using compost to help promote the health of the soil.

    - Maintain adequate soil moisture based on crop needs for optimum plant growth without causing excessive water loss, erosion, or reduced water quality.

2. Watering methods

    - Use water in a targeted, planned, and efficient manner with appropriate amounts and frequency to meet the needs of the crop without excessive water loss.

    - Automation of watering systems is critical to reducing water waste and decreasing variability in plant health through overwatering. If automation is not financially feasible, water nozzles and other flow-reducing systems should be put in place to monitor and check flow rates.

    - Micro-irrigation systems, such as subsurface drip irrigation, should be adopted if the facility is designed to be compatible for it.

    - Establish an irrigation schedule based on the specific needs of the crop.

    - Irrigation system efficiency should be evaluated on an annual basis.

    - Where sprinkler systems are used for irrigation, the systems should be capable of uniform application of water with minimal evaporative loss and minimal surface run-off.

3. Water capture and reuse

    - A water recapturing system should be used to recycle and reuse water so as to reduce the total amount of water used. Systems can include ones that capture water from watering the plant and reusing and/or capturing water condensation from the HVAC system.

    - Explore the options of capturing and using rainwater.

4. Other

- Be knowledgeable of the municipal and state laws relative to water use.
- Choose a site that is capable of managing the amount of water that will be used and will not impact other water users.
- Cultivators should consider utilizing greenhouses and outdoor settings to reduce the amount of energy and water required to maintain plant health.
- Monitor and document your water use.
- If cultivating outdoors, growers should be mindful of all other relevant agricultural and environmental protection regulations in place regarding watershed areas, buffer zones, irrigation runoff, erosion control, and soil amendments.
- Ensure that the appropriate dilution rates and application schedules are followed for any nutrients or cleaning solutions that are being used during cultivation or in treating water. Over application can lead to unnecessary contaminant levels in the water or poor plant health and require further treatment, more frequent system

B. Guidance on Best Management Practices for Waste Management

Managing Solid Waste Materials

Like any other business, MEs generate a variety of common waste materials. While some materials need to be disposed of in the trash, others should be recycled or composted. Massachusetts has waste disposal ban regulations (310 CMR 19.017, available at https://www.mass.gov/regulations/310-CMR-19000-solid-waste-facility-regulations) that ban the disposal of certain materials in the trash. Commonly generated waste that is banned from disposal include cardboard, bottles and cans, paper, and leaves and yard waste. You can see more information on the waste bans and what materials are banned from disposal at https://www.mass.gov/guides/massdep-waste-disposal-bans.

Under the waste ban regulations, MassDEP considers cannabis plant material to be "commercial organic material." This material is banned from disposal in the trash if a business generates one ton or more per week for disposal. If an ME generates one ton or more of commercial organic material per week for disposal, it would need to divert this material from disposal, typically to a compost or anaerobic digestion (AD) operation. If an ME generates less than one ton of plant material per week, the material may be disposed of in the trash, although MassDEP still encourages this material to be composted where possible.

Composting or AD

According to 935 CMR 500.105(12), cannabis plant parts and associated materials sent for composting or AD must first be ground and mixed with other organic materials such that the cannabis material is rendered unusable. Other organic materials may include growing media, soil, mulch, food waste, or agricultural material such as manure or other plant materials.

There are no unique requirements for hauling this material to a compost or anaerobic digestion facility. MassDEP does not license or grant permits to waste haulers. The best place to start is to check with the haulers that currently service businesses in the area, though ideally an ME should work with a hauler that has experience hauling other similar organic materials. If you need to find a new hauler, you can search for haulers by material type and location at Recycling Works Massachusetts (https://recyclingworksma.com/about-recyclingworks).

Once on the webpage, select the material type "Food-Waste/Compostables" for cannabis plant materials (note: you can also use this webpage to search for recycling service providers). A hauler can help you determine which facility to deliver your material to, as well as the number and size of containers you need to meet your needs. You can also search for compost or AD facilities that can accept that material using that same link, or by referring to MassDEP's list of sites accepting diverted food material (https://www.mass.gov/doc/map-list-of-massachusetts-sites-accepting-diverted-food-material-june-2019/download).

On-site composting: In some cases, it may work well for an ME to compost materials on site. Composting on site requires sufficient space to construct and maintain a compost pile, as well as additional materials to mix with cannabis plant material to compost successfully. For general guidance on composting practices, please refer to the Massachusetts Department of Agricultural Resources' Composting Guidebook (https://www.mass.gov/files/documents/2017/12/11/Guide%20to%20Agricultural%20Composting.pdf). Under MassDEP's regulations, a business can compost up to 20 cubic yards of material per week on site, but must complete and submit a one-time notification form (https://www.mass.gov/how-to/notification-exempt-recycling-organics-management-activities) to MassDEP and your local board of health. If you are interested in composting on site, you can receive free assistance and guidance through the RecyclingWorks in Massachusetts' Compost Site Technical Assistance Program (https://recyclingworksma.com/learn-more/compost-site-technical-assistance).

Solid waste disposal: The requirements under 935 CMR 500.105(12) for disposing of cannabis waste are similar to those for sending it to composting or AD. The cannabis waste must be ground and mixed with other solid wastes so that the material is rendered unusable. Suitable materials for mixing cannabis wastes for disposal include food waste, coffee grounds, manure, sawdust, or growing media. The best approach is to work with your existing waste hauler to provide this collection service. Cannabis wastes mixed with other solid waste can be brought to any permitted transfer station, landfill (https://www.mass.gov/files/documents/2018/02/06/actlf.pdf), or municipal waste combustion facility (https://www.mass.gov/files/documents/2018/02/06/actcf_0.pdf) for disposal. Your solid waste hauler will typically determine the best nearby facility to deliver the waste to for disposal. A hauler can also help you determine what number and size of containers you need to meet your needs.

Storage, documentation, and recordkeeping: Cannabis wastes should be stored in a secure and locked container and location prior to collection. Under 935 CMR 500.105(12), at least two ME agents must witness and document how the marijuana waste is handled. The same regulation requires your business to develop and maintain records for at least three years that include:

1. How the cannabis waste is secured prior to collection;
2. The date the material is sent for composting, anaerobic digestion, or disposal;
3. The type and amount of material managed;
4. The name, location, and type of facility to which the material was delivered;
    - (The facility can provide a scale or load ticket that includes all of this information.)

5. The manner of disposal or handling; and

6. The names and signatures of the two agents who witness the material management.

This three-year period is extended for the duration of any enforcement action and also may be extended by an order of the Commission.

Hazardous waste management: MEs may also generate some wastes that need to be managed as hazardous wastes. This may include: spent lighting, pesticides, solvents, used oil, or other chemicals used in facility operation and maintenance.

Massachusetts hazardous waste regulations (314 CMR 30.000, https://www.mass.gov/regulations/310-CMR-30000-massachusetts-hazardous-waste-regulations) include provisions governing storage (how much material and for how long), labeling, manifest, transportation, and final management and disposal. If you generate hazardous waste, you will need an EPA ID (https://www.mass.gov/guides/hazardous-waste-generation-generators#obtain-or-modify-an-id-number). Your hazardous waste generator status (https://www.mass.gov/guides/hazardous-waste-generation-generators#obtain-or-modify-an-id-number) determines how much waste you may accumulate at your site at one time, and how quickly you need to ship it off site for recycling or disposal. Please see the MassDEP Hazardous Waste Generation web page (https://www.mass.gov/guides/hazardous-waste-generation-generators) for more information and guidance.

Managing liquid wastes: Liquid waste containing marijuana or by-products of marijuana processing shall be disposed of in compliance with all applicable state and federal requirements. These requirements will depend on how liquid waste from a facility is being managed, whether discharged via a sewer connection, holding tank, or to groundwater or surface water. For more information on the applicable regulations and points of contact for each, please see the links in the Regulation Links and Contacts section below.

Packaging: It is recommended that recyclable and compostable packaging be used for marijuana products. Existing resources relative to packaging include the following:

- For recycling, MassDEP maintains a website with educational guidance: www.RecycleSmartMA.Org. This website summarizes what types of packaging are recyclable at our recycling facilities. For general guidance, see https://recyclesmartma.org/smart-recycling-guide. For more specific questions, you can search the “recyclopedia” using the search bar at the top of the page.

- For compostable packaging, search the internet for organizations that certify compostable packaging. Specifications relative to labeling are available at:
    - https://www.astm.org/Standards/D6400.htm
    - https://www.astm.org/Standards/D6868.htm

Other Resources

Regulation Links & Contacts

For any facility-specific permitting questions, please contact your MassDEP regional office. You can find which MassDEP region you are in using MassDEP's list of environmental protection locations (https://www.mass.gov/orgs/massachusetts-department-of-environmental-protection/locations?_page=1). Links to relevant regulations are as follows:

Massachusetts Waste Ban Regulations – 310 CMR 19.017 (https://www.mass.gov/guides/massdep-waste-disposal-bans)

Massachusetts Hazardous Waste Regulations – 314 CMR 30.000 (https://www.mass.gov/regulations/310-CMR-30000-massachusetts-hazardous-waste-regulations)

Surface Water Discharge Permit Program – 314 CMR 3.00 (https://www.mass.gov/regulations/314-CMR-3-surface-water-discharge-permit-program)

Groundwater Discharge Program – 314 CMR 5.00 (https://www.mass.gov/service-details/the-groundwater-discharge-permitting-program)

Operation, Maintenance and Pretreatment Standards for Wastewater Treatment Works – 314 CMR 12.00 (https://www.mass.gov/regulations/314-CMR-12-operation-maintenance-and-pretreatment-standards-for-wastewater-treatment)

Sewer System Extension and Connection Permit Program – 314 CMR 7.00 (https://www.mass.gov/regulations/314-CMR-7-sewer-system-extension-and-connection-permit-program)

Industrial Wastewater Holding Tanks and Containers – 314 CMR 18.00 (https://www.mass.gov/regulations/314-CMR-18-industrial-wastewater-holding-tanks-and-containers)

For assistance with recycling, running a compost operation, and solid waste management, please contact the RecyclingWorks in Massachusetts Program at (888) 254-5525, by email at Info@RecyclingWorksMA.com, or visit the program website at www.RecyclingWorksMA.com. RecyclingWorks in Massachusetts is funded by MassDEP and administered under contract with MassDEP by the Center for EcoTechnology. The program provides free assistance to Massachusetts businesses on waste reduction, recycling, composting, and best management practices.

C. Guidance on Best Management Practices for Integrated Pest Management

Licensed marijuana cultivators must comply with 935 CMR 500.120(9), which states:

The cultivation process shall use best practices to limit contamination including, but not limited to, mold, fungus, bacterial diseases, rot, pests, pesticides not in compliance with 500.120(5) for use on marijuana, mildew, and any other contaminant identified as posing potential harm.

To help licensed cultivators establish best practices in preventing pests and contamination, this guidance serves to assist growers in creating an integrated pest management plan.

The Plant – *Cannabis sativa L*[23]

Cannabis can be grown outdoors as a field crop, indoors in greenhouses, or in grow rooms. Each cultivation method has specific pest and disease problems that may arise due to the different conditions presented by each setting. For example, the high humidity environment of a grow room provides ideal conditions for fungal pathogens. Cannabis grown outdoors may be susceptible to vertebrate pests such as deer and mice as well as larger insect pests, such as stem borers. Whether the cannabis crop is grown indoors or outdoors, cultivators should be prepared with the knowledge to prevent, identify, and control pests using Integrated Pest Management.

Integrated pest management (IPM) is an approach to pest control that applies a combination of methods to manage pest problems. The primary objective of IPM is to prevent, reduce, or maintain pest populations at non-damaging levels by utilizing mechanical, physical, and biological controls to reduce the need for reliance on chemical pesticides. In Massachusetts, IPM is defined under 333 CMR 14.02 as:

> A comprehensive strategy of pest control whose major objective is to achieve desired levels of pest control in an environmentally responsible manner by combining multiple pest control measures to reduce the need for reliance on chemical pesticides; more specifically, a combination of pest controls which addresses conditions that support pests and may include, but is not limited to, the use of monitoring techniques to determine immediate and ongoing need for pest control, increased sanitation, physical barrier methods, the use of natural pest enemies, and a judicious use of lowest risk pesticides when necessary.

[23] Hemp and marijuana are different varieties of the same plant species, *Cannabis sativa L*. For the purposes of this document, the term *Cannabis* refers to marijuana only.

IPM takes advantage of all available pest management strategies. It does not rely on a single pest control method, but rather establishes a way of evaluating the situation and determining the most environmentally safe or ecological solution.

The basic concepts that comprise an effective IPM strategy include:

1. Knowledge
    - Identify the pests: accurate identification of pests is critical in determining the proper methods of control.
    - Establish thresholds to determine when and if action is required to control pests before they reach damaging levels.
2. Prevention
    - Inspect/quarantine plants entering closed environments to ensure you are not bringing in pests.
    - Maintain controlled environments to inhibit growth of plant pathogens.
    - Reduce habitat for potential pests such as poor drainage, standing water, or overgrown vegetation/weeds.
3. Monitoring
    - Scout crops for evidence of pest damage. Use pest traps (like pheromone traps or yellow sticky cards) to determine presence and levels of insect pests.
4. Intervention
    - If intervention is required to control pests, evaluate all the options to determine the least risky and most effective controls available, including cultural, mechanical, biological, and/or chemical methods.

This document is not intended to provide comprehensive IPM recommendations for every cannabis pest; rather, it should serve as a basic guideline and assist cultivators with development of an IPM plan for their crop.

Pesticide Use in Cannabis

As cannabis remains prohibited by federal law, the United States Environmental Protection Agency (EPA) does not allow for the use of any registered pesticides in cannabis. Massachusetts pesticide laws follow federal laws, and thus registered pesticides cannot be applied to cannabis in Massachusetts. The Massachusetts Department of Agriculture has published an advisory (https://www.mass.gov/files/documents/2018/10/19/Pesticide%20Advisory.pdf) regarding the use of pesticides on cannabis. As a result, cannabis cultivators must rely more heavily on other methods of management, as they have fewer available tools for use in pest control.

Indoor Cannabis Pest Prevention

Growing cannabis indoors is unique from other cultivation practices in that environmental factors such as ventilation and light are not naturally occurring. Instead, these inputs are produced and controlled by equipment. As with other crops, however, IPM starts with pest prevention. It is recommended to design and operate facilities to prevent the introduction and spread of pests.

Recommendations for indoor pest prevention include:

1. Keeping plants healthy: Healthy plants are more readily able to fight off pests or infections.

2. Sanitation: Keep your facility clean and organized. Seal potential points of entry for pests including cracks, crevices, and voids. Establish protocols to prevent pests from entering the facility on workers' clothing, shoes, or equipment.

3. Quarantine: Inspect all new plant material entering your facility for signs of infestation. Keep new plant material in a separate space for several days to ensure that signs of infestation do not present.

4. Maintain environmental conditions to minimize optimal pest habitat: Ensure humidity levels are appropriate and do not promote pathogen growth. Prevent standing water from forming and ensure that any reservoirs are sealed and filtered.

5. Inspections/monitoring: Regularly inspect plants for signs or symptoms of pest infestations. Place traps like yellow sticky cards in strategic locations to help detect early infestations of flying insect pests.

Outdoor Cannabis Pest Prevention

Cannabis grown outdoors is susceptible to a wide variety of pests including deer, insects, and fungi. Outdoor environments, by nature, are not as well controlled as indoor, and exclusion/prevention practices may be less effective against certain pests. In addition, the use of chemical controls is restricted, so cultural, mechanical, and biological controls have increased importance.

Recommendations for outdoor cannabis pest prevention include:

1. Keeping plants healthy: Healthy plants are more readily able to fight off pests or infections.

2. Exclusion: Use fencing or netting to keep out unwanted pests like deer or birds.

3. Sanitation: Inspect all new plant material for signs of infestation. Keep new plant material in a separate location for several days to ensure that signs of infestation do not present.

4. Maintain field conditions to minimize optimal pest habitat: Remove any overgrown vegetation that may harbor insect pests. Prevent standing water and promote plant health.

5. Inspections/monitoring: Regularly inspect the crop for signs or symptoms of pest infestations. Place traps like yellow sticky cards in strategic locations to help detect early infestations of flying insect pests like moths or aphids.

Cannabis Pest Control Actions

Even with a solid preventative program implemented, it is still possible for a cannabis crop to develop a pest problem. The first step once you've discovered a pest problem is to identify your pest. Proper identification of the pest is vital to determining the most effective control strategy.

There are four primary strategies available in a pest management program:

1. Cultural controls: Cultural controls modify the environment to make the cultivation operation an unaccommodating habitat for pests. They involve practices such as adjusting the irrigation schedule to combat root disease, reducing humidity to make the environment less hospitable to pathogenic fungus and shaping the canopy to facilitate superior airflow, or companion plantings to boost the populations of beneficial insects.

2. Mechanical controls: Mechanical controls use physical methods to trap, exclude, and remove pests, such as putting filters on air intakes, placing sticky traps in strategic locations to trap flying pests, removal of diseased plant material, or removal of weeds.

3. Biological controls: Biological controls utilize natural enemies (predators and parasites that deplete the health of a pest population) to directly attack pests. Biological control organisms can be extremely effective at maintaining pest populations below economic thresholds, and preventing infestations from reaching damaging levels.

4. Chemical controls: Chemical controls should be used judiciously in any IPM program. Cannabis cultivators are limited in their options for chemical controls since Massachusetts prohibits the use of any pesticide with an EPA registration number. While there are minimum-risk (25(b)) pesticides available for use in cannabis cultivation, pesticides in general should not be used as a primary pest control method in cannabis.

Questions? If you have additional questions regarding the Energy and Environment Compiled Guidance, please contact the Commission at Commission@CCCMass.com or (774) 415-0200.

IV. Appendices

A. Appendix A: Checklists for Energy Compliance

I. Application

a. Basic Requirements for Applicants Other than Transporters & Delivery

1. Identification of potential energy-use reduction opportunities (such as natural lighting and energy efficiency measures), and a plan for implementation of such opportunities;

    - Description of how the ME/MTC will monitor energy consumption and make adjustments to operations based on energy usage data;

    - Procedures for identifying energy savings opportunities as part of any facility upgrades, renovations, or expansions; and

    - Procedures for identifying energy savings opportunities when equipment fails and needs to be replaced.

2. Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on the site, and an explanation of why the identified opportunities were not pursued, if applicable;

    - Description of how the ME/MTC will make energy supply decisions and regularly evaluate renewable options;

    - Procedures for identifying renewable or alternative energy opportunities as part of any facility upgrades, renovations, or expansions; and

    - Procedures for identifying renewable or alternative energy opportunities when equipment fails and needs to be replaced.

3. Strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage); and

    - Description of how the ME/MTC will monitor energy demand and make adjustments to operations based on data; and

    - Procedures for participation in load curtailment, energy storage, or other active demand management programs (as applicable).

4. Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

    - Description of how the applicant will incorporate regular engagement with energy efficiency programs (account representative, vendors, etc.) to ensure awareness of new opportunities and incentives.

b. Basic Requirements for Transporters & Delivery

- Applicant must describe how it will make fleet decisions and affirm that it will regularly evaluate alternative fuel vehicle options.

c. Additional Requirements for Cultivation Facilities

- How the cultivator will ensure on a regular basis that equipment is maintained, calibrated, and operating properly, including maintaining operations manuals and operating procedures for all major energy-using equipment – including, but not limited to, horticultural lighting, HVAC systems, dehumidification systems.

II. Architectural Review

a. Basic Requirements for Applicants Other than Transporter & Delivery

1. Identification of potential energy-use reduction opportunities (such as natural lighting and energy efficiency measures), and a plan for implementation of such opportunities;

    - Information demonstrating actual consideration of energy reduction opportunities, including a list of energy reduction opportunities that were considered.

    - Information about whether opportunities are being implemented, will be implemented at a later date, or are not planned to be implemented.

    - Summary of information that was considered to make the decision (i.e. costs, available incentives, and bill savings). NOTE: submission of a Mass Save® or MLP audit report or rebate applications is sufficient to demonstrate compliance.

2. Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on the site, and an explanation of why the identified opportunities were not pursued, if applicable;

    - Information should be submitted to demonstrate actual consideration of renewable energy generation opportunities, including a list of renewable or alternative energy reduction opportunities that were considered.

    - Information about whether opportunities are being implemented; will be implemented at a later date; or are not planned to be implemented.

    - A summary of information that was considered to make a decision (i.e. costs, available incentives, and bill savings).

3. Strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage);

    - Information should be submitted to demonstrate actual consideration of demand reduction opportunities.

    - Information about whether opportunities are being implemented, will be implemented at a later date, or not planning to be implemented.

    - A summary of information that was considered to make a decision (i.e. costs, available incentives, and bill savings). NOTE: submission of a Mass Save® or MLP audit report or rebate applications is sufficient to demonstrate compliance.

4. Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

    - Information should be submitted to demonstrate actual engagement with energy efficiency (Mass Save® or MLP) programs and any financial incentives received. NOTE: submission of a Mass Save® or MLP audit report or rebate applications is sufficient to demonstrate compliance.

b. Basic Requirements for Transporter & Delivery

- Narrative describing the process the Transporter or Delivery operation used to select vehicles to be used in operations.

- If alternative fuel vehicles are not being used, detailed explanation of why other vehicle fuel sources were selected.

- A description of any other energy and water conservation strategies employed at the physical facility for the Transporter and Delivery operation (e.g. garage, dispatch) should also be included.

c. Additional Requirements for Cultivation Facilities: Energy Compliance & Energy Compliance Exemption Letters

1. Who needs to sign the letter?

   For Indoor Marijuana Cultivators, Medical Marijuana Treatment Centers – the letter must be signed by a:

   - Massachusetts Licensed Professional Engineer; or
   - Massachusetts Licensed Registered Architect.

   For Microbusinesses or Craft Marijuana Cooperatives with a cultivation location sized as Tier 1 or Tier 2, or such other Marijuana Cultivators meeting the requirements of 935 CMR 500.850 for a waiver:

   The letter must be signed by a:

   - Massachusetts Licensed Professional Engineer;
   - Massachusetts Licensed Registered Architect;
   - Certified Energy Auditor certified by the Association of Energy Engineers; or
   - Certified Energy Manager certified by the Association of Energy Engineers.

   Please note: The HVAC & dehumidification systems portion of the letter must be separately completed and signed by a:

   - Massachusetts Licensed Mechanical Engineer; or
   - Professional Engineer with license that covers mechanical engineering.

2. What needs to be in the letter?

   Energy Compliance Letters or Energy Compliance Exemption Letters must include, at a minimum, the information required below.

- Letter Demonstrating HLPD Compliance

  The letter must include the following information:

  - *Building Envelope*

    - Narrative confirming compliance with 935 CMR 500.120(11)(a) or 935 CMR 501.120(11)(a), as applicable; and

    - The output from COMcheck™ software used to show building envelope compliance with State Building Code, 780 CMR.

  - *HLPD Lighting (you should select either HLPD or HQPL, not both)*

    - If the applicant chooses the HLPD compliance path, the letter must include the calculations that show compliance with the HLPD requirements;

    - Narrative explanation of how the facility complies with 935 CMR 500.120(11)(b) or 501.120(12)(b), supported by copies of the facility lighting schedule, square footage of canopy, description of horticultural lighting equipment, number, type and wattage of all HLE;

    - Cutsheets for all HLE to be submitted as part of the Architectural Review;

    - Detailed identification of the stamped plans showing the layout of all HLE, which means any lighting equipment (e.g. fixtures, bulbs, ballasts, controls, etc.) that uses energy for the cultivation of plants, at any stage of growth (e.g. germination, cloning/mother plants, propagation, vegetation, flowering, and harvest), such plans must be available immediately upon inspection and two copies of the plans must be available for immediate surrender upon request;

    - Detailed identification of the stamped plans showing the areas considered as HLSF, such plans must be available immediately upon inspection and two copies of the plans must be available for immediate surrender upon request;

    - Description of eye safety plan that includes the following:

      - Safety protocols related to eye safety for those exposed to horticultural lighting;

- Communication plan for how eye safety protocols will be communicated to employees;

- Description of how protective eyewear will be provided for anyone coming in to contact with active horticultural lights;

- Description of signage that will be used to remind workers of eye safety; and

- Affirmation that the safety protocols will be reviewed and updated by the Marijuana Cultivator or MTC on an annual basis.

- *HQPL Lighting (you should select either HLPD or HQPL, not both)*

  - Narrative explanation of how the facility complies with 935 CMR 500.120(11)(b) or 501.120(12)(b), supported by copies of the facility lighting schedule, square footage of canopy, description of horticultural lighting equipment, number, type and wattage of all HLE;

  - Cutsheets for all HLE to be submitted as part of the Architectural Review;

  - Description of eye safety plan that includes the following:

    - Safety protocols related to eye safety for those exposed to horticultural lighting;

    - Communication plan for how eye safety protocols will be communicated to employees;

    - Description of how protective eyewear will be provided for anyone coming in to contact with active horticultural lights;

    - Description of signage that will be used to remind workers of eye safety; and

    - Affirmation that the safety protocols will be reviewed and updated by the Marijuana Cultivator or MTC on an annual basis.

- *HVAC & Dehumidification Systems*
    - Certification from a MA Licensed Mechanical Engineer that the HVAC and dehumidification systems meet Massachusetts building code, and that HVAC and dehumidification equipment have been evaluated and sized for the loads of the facility;
    - Total of TR, thousands of BTUs per hour (MBH), and a listing of all HVAC equipment to be installed, supported by equipment data sheets;
    - Total of TD, and a listing of all dehumidification equipment to be installed, supported by equipment data sheets;
    - Details about energy recovery equipment installed as part of the ventilation system; and
    - A listing of all odor mitigation equipment to be installed, supported by equipment data sheets.

- Letter Demonstrating Compliance Exemption
    - *Eligible Technologies*
        - Renewable Generation Unit as defined by 225 CMR 14:
            - Solar photovoltaic or solar thermal electric energy;
            - Wind energy;
            - Ocean thermal, wave or tidal energy;
            - Fuel cells using eligible RPS Class I renewable fuel;
            - Landfill methane gas;
            - Hydroelectric;
            - Low-emission, Advanced Biomass Power Conversion Technologies using Eligible Biomass Fuel;
            - Marine or hydrokinetic energy; or
            - Geothermal energy.

- Renewable Thermal Generation Unit as defined by 225 CMR 16:
    - Air-Source Heat Pump;
    - Ground Source Heat Pump;
    - Deep Geothermal Heat Exchange;
    - Solar Thermal;
    - Woody Biomass;
    - Biogas;
    - Liquid Biofuels; or
    - Compost Heat Exchange System.

- *Narrative Contents of Letter*
    - Description of clean or renewable energy system, including an attestation that system meets eligibility requirements above. This requirement can be satisfied by providing an RPS or APS Statement of Qualification approved by the Department of Energy Resources.
    - Energy usage calculations for the facility, supported by building plans, energy models, and energy model outputs, including inputs and outputs by end use;
    - Clean or renewable energy generation calculations for the facility, supported by building plans and energy models, including inputs and outputs by end use; and
    - Written plan on how RECs or AECs will be generated and retired on at least an annual basis. Note that the option of retiring RECs and AECs is available only to demonstrate the portion of energy usage *not* generated for onsite use (maximum of 20% of total onsite energy usage).
    - Description of eye safety plan that includes the following:
        - Safety protocols related to eye safety for those exposed to horticultural lighting;

- □ Communication plan for how eye safety protocols will be communicated to employees;
- □ Description of how protective eyewear will be provided for anyone coming in to contact with active horticultural lights;
- □ Description of signage that will be used to remind workers of eye safety; and
- □ Affirmation that the safety protocols will be reviewed and updated by the Marijuana Cultivator or MTC on an annual basis.

- *HVAC & Dehumidification Systems*
  - Certification from a MA Licensed Mechanical Engineer that the HVAC and dehumidification systems meet Massachusetts building code, and that HVAC and dehumidification equipment have been evaluated and sized for the loads of the facility;
  - Total of TR, thousands of BTUs per hour (MBH), and a listing of all HVAC equipment to be installed, supported by equipment data sheets;
  - Total of TD, and a listing of all dehumidification equipment to be installed, supported by equipment data sheets;
  - Details about energy recovery equipment installed as part of the ventilation system; and
  - A listing of all odor mitigation equipment to be installed, supported by equipment data sheets.

d. Additional Requirements for Cultivation Facilities: Third-Party Safety Certification

- Third-party safety certification for lighting products by an OSHA, NRTL, or SCC-recognized body, which shall certify that the products meet a set of safety requirements and standards deemed applicable to horticultural lighting products by that safety organization.

III. Renewal

- Cannabis PowerScore
- Update Energy Compliance Letter or Energy Compliance Exemption Letter

B. Appendix B: DLC Horticulture QPL Process

Finding qualified lighting products on the DLC Horticultural QPL
Draft date: November 5, 2019

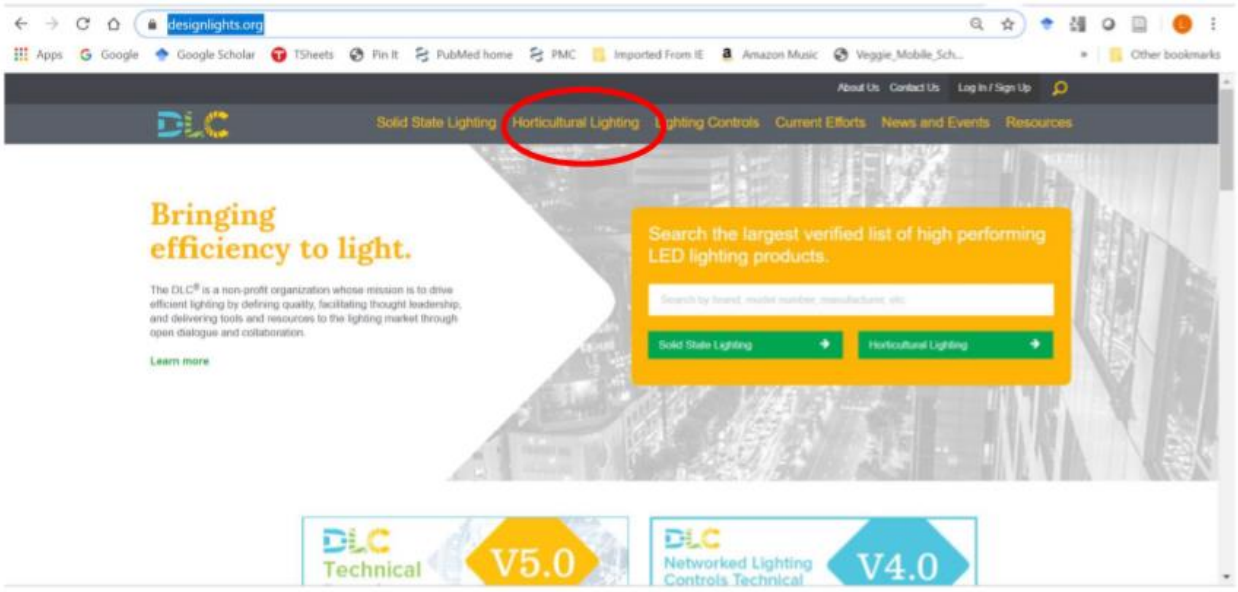
The Commission recently updated its regulations so that qualified LED lighting fixtures on the DesignLights Consortium (DLC) Horticultural Qualified Products List (QPL) can be used to comply with the minimum Commission Photosynthetic Photon Efficacy (PPE) metric.

The current baseline PPE for LED lighting fixtures on the DLC Horticultural QPL is 1.9 micromoles per Joule (µmol/J). The Commission regulations stipulate that the "lighting Photosynthetic Photon Efficacy (PPE) is at least 15% above the minimum Horticultural QPL threshold rounded up to the nearest 0.1 µmol/J (micromoles per joule)." This equates to a minimum Commission PPE requirement of 2.2 µmol/J (1.9 x 1.15 = 2.19, which rounds up to 2.2).

To find products that are on the DLC Horticultural QPL with PPEs of at least 2.2 µmol/J, follow these steps:

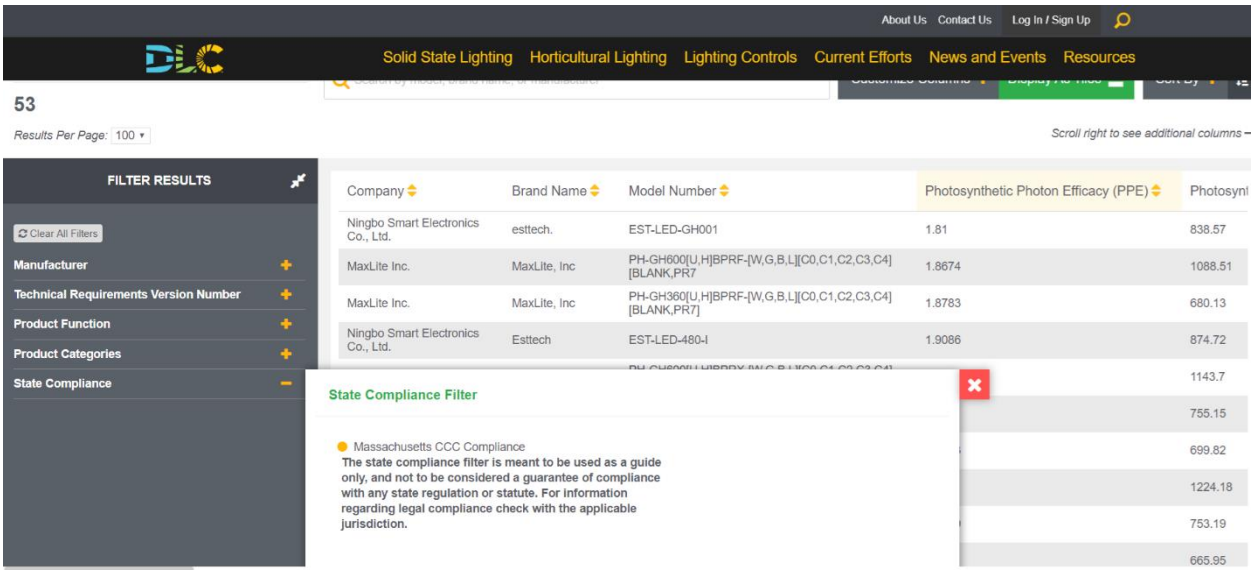
1. Go to http://www.designlights.org

2. Click on "Horticultural Lighting"

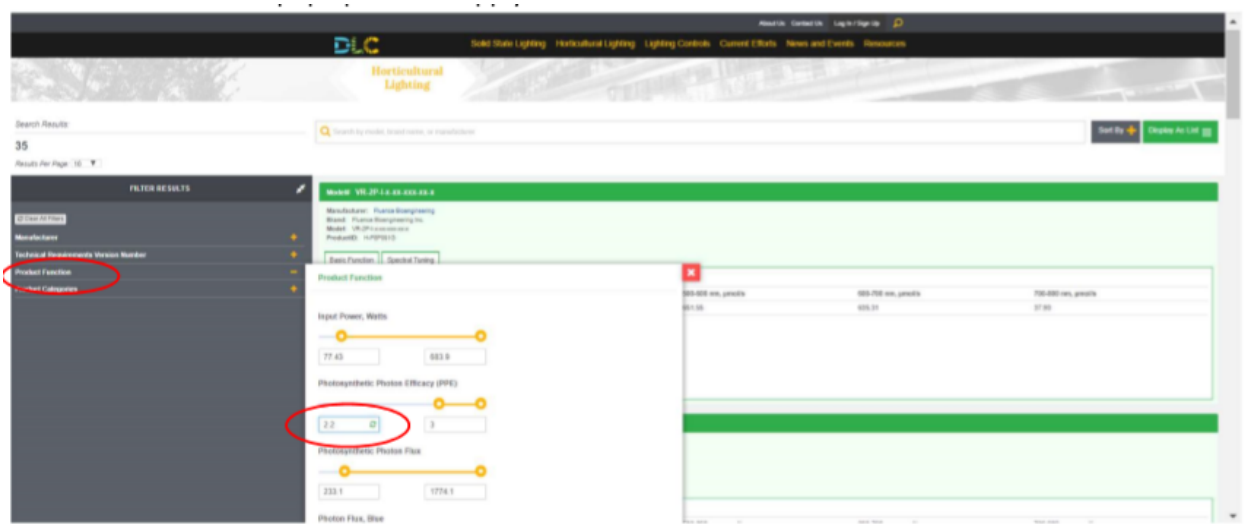


3. On the left side of the web page, click on the “Horticultural Lighting QPL” link

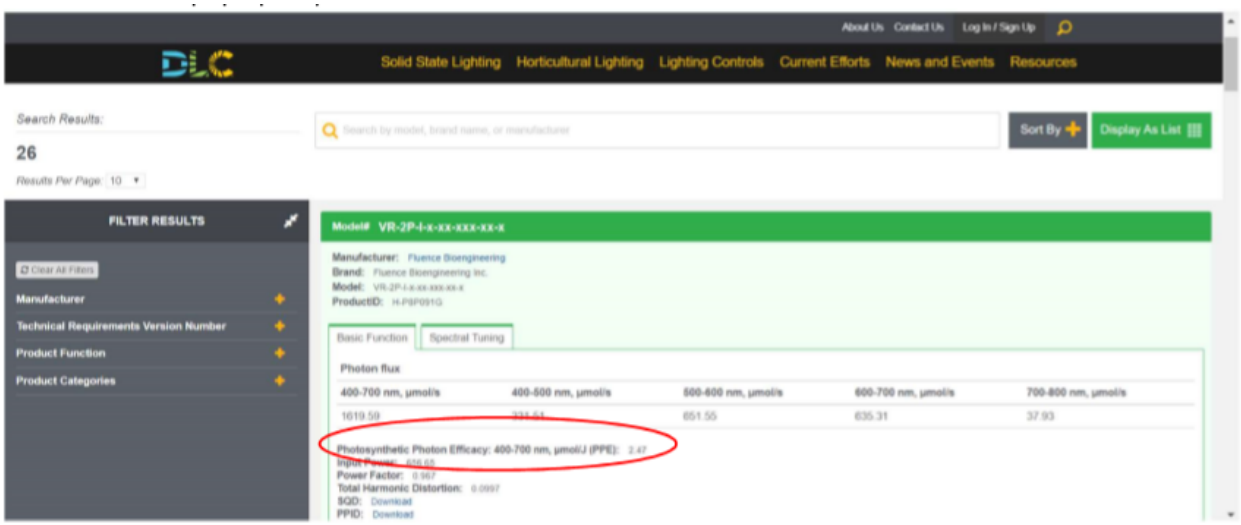
4. All qualified lighting products will be shown in the Tile format by default. To filter products for Massachusetts state compliance, click on “State Compliance.” Click out of the pop-up form to apply the filter.



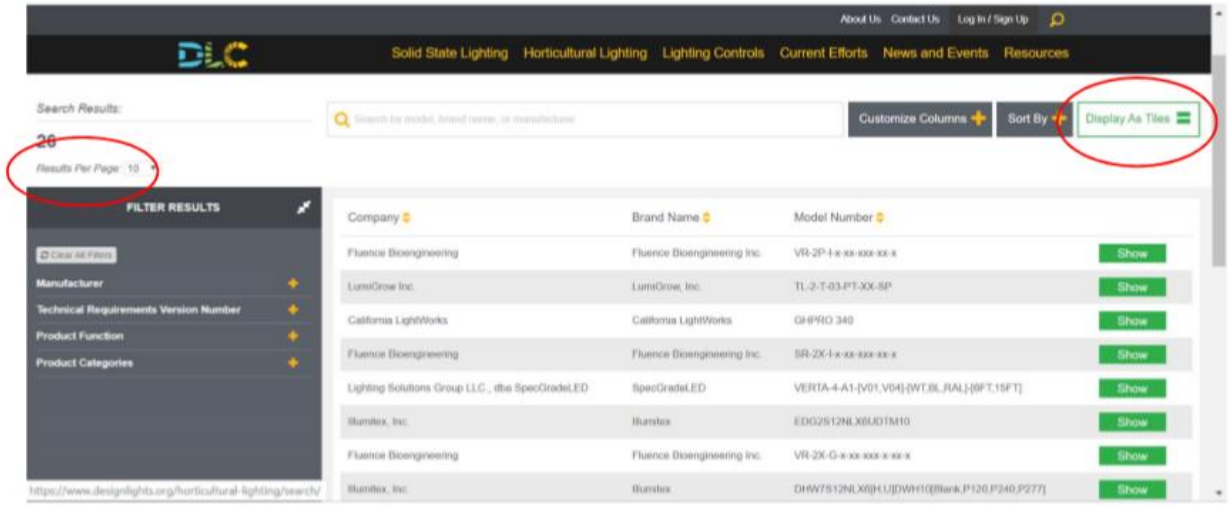
5. Alternatively, to filter products by a specific minimum PPE, first click on the “Product Function” filter on the left side of the web page, then in the pop-up form, change the minimum PPE Filter Value to 2.2. Click out of the pop-up form to apply the filter. The number of qualifying products that meet or exceed the minimum PPE = 2.2 will be shown (26 as of November 5, 2019).



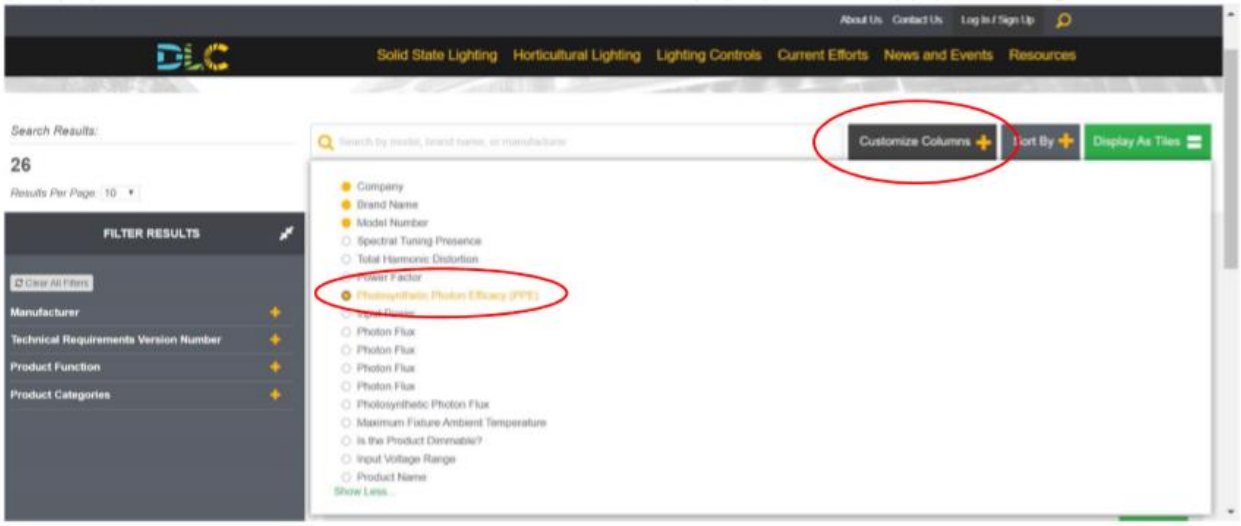
6. In the Tile view, the tested PPE for each qualifying product is shown in the Basic Function tab. You can change the Tile display order by sorting by various QPL metrics (click the “Sort By” button to see a pop-up list).



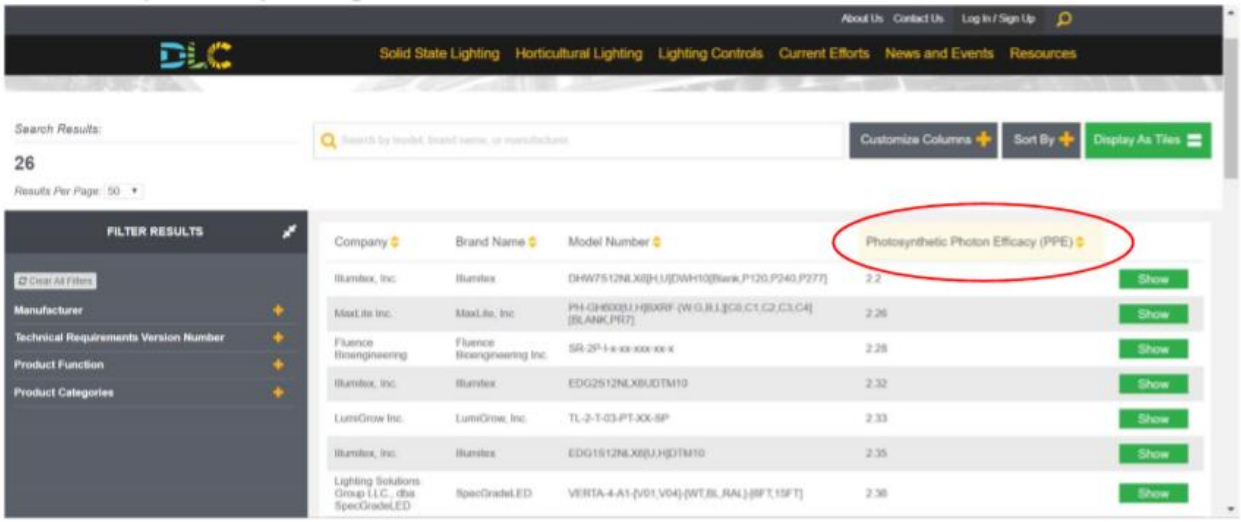
7. To review all the PPE values in a list format, click on the “Display as List” button on the upper right portion of the QPL web page. The qualifying products will be displayed 10 at a time. To see more products at once, change the “Results per Page” value to 20, 50, or 100.



8. To view the tested PPE value for each product, click on the “Customize Columns” button. From the pop-up form, click on “Show More… link.” Then, click on the PPE option to add this column to the list. Click out of the pop-up form to apply the changes.



9. You can change the sort order of the columns by clicking on the column title. You can see more about each product by clicking on the Show button.



Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

CANNABIS CONTROL COMMISSION
Public Meeting

April 9, 2020

10:00AM

Cannabis Control Commission
Via Remote Participation

All meeting materials available at masscannabiscontrol.com/documents

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Agenda

1) Call to Order
2) Chairman's Comments & Updates
3) Minutes for Approval
4) Staff Recommendations on Changes of Ownership
5) Staff Recommendations on Changes of Location
6) Staff Recommendations on Renewals
7) Staff Recommendations on Final Licenses
8) Staff Recommendations on Provisional Licenses
9) Commission Discussion and Votes
    1) Delegation of Authority: Applications for Energy Extensions
    2) Update; Best Management Practices for Water Usage
10) New Business that the Chairman did not anticipate at time of posting
11) Next Meeting Date
12) Adjournment

All meeting materials available at masscannabiscontrol.com/documents

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COMMONWEALTH OF MASSACHUSETTS

4) Staff Recommendations on Changes of Ownership

a. Canna Provisions, Inc.

b. Cultivate Holdings, LLC

c. Theory Farms, LLC

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COMMONWEALTH OF MASSACHUSETTS

5) Staff Recommendations on Changes of Location

a. Nature's Remedy of Massachusetts, Inc. (#MRN282049), Retail

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6) Staff Recommendations on Renewals

a. Theory Wellness, Inc. (#MCR139866)
b. Greener Leaf, Inc. (#MRR205568)
c. Nature's Remedy of Massachusetts, Inc. (#MCR139865)
d. Nature's Remedy of Massachusetts, Inc. (#MPR243511)
e. Nature's Remedy of Massachusetts, Inc. (#MRR205564)
f. Nature's Remedy of Massachusetts, Inc. (#MRR205570)
g. Atlantic Medicinal Partners, Inc. (#MRR205569)
h. Nova Farms, LLC (#MCR139868)
i. Beacon Compassion, Inc. (#MCR139871)
j. Beacon Compassion, Inc. (#MPR243516)
k. Silver Therapeutics, Inc. (#MRR205573)
l. Berkshire Roots, Inc., (#RMD505)
m. Green Meadows Farms, LLC, Vertically Integrated Medical Marijuana Treatment Center

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6) Staff Recommendations on Renewals

n. Just Healthy, LLC, Vertically Integrated Medical Marijuana Treatment Center
o. Holistic Industries, Vertically Integrated Medical Marijuana Treatment Center
p. Theory Wellness, Inc., (#RMD305)
q. Alternative Compassion Services, Inc., (#RMD585)
r. Patriot Care Corp., (#RMD165)
s. Beacon Compassion Center, Inc., Vertically Integrated Medical Marijuana Treatment Center
t. Curaleaf Massachusetts, Inc., (#RMD765)
u. Green Gold Group, Inc., (#RMD786)
v. Mass Alternative Care, Inc, Vertically Integrated Medical Marijuana Treatment Center
w. Phytotherapy, Inc., Vertically Integrated Medical Marijuana Treatment Center
x. Emerald Grove, Inc, Vertically Integrated Medical Marijuana Treatment Center
y. Central Avenue Compassionate Care, Inc (#RMD145)

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COMMONWEALTH OF MASSACHUSETTS

7) Staff Recommendations on Final Licenses

a. Apothca Inc. (#MC281276), Cultivation, Tier 5 / Indoor
b. Apothca Inc. (#MP281455), Product Manufacturer
c. Boston Bud Factory Inc (#MR281525), Retail
d. Canna Provisions, Inc. (#MR281778), Retail
e. Cannabis Connection, Inc. (#MR281362), Retail
f. Cultivate Holdings, LLC (#MR282522), Retail
g. Eagle Eyes Transport, Inc. (#MT281320), Third-Party Transporter
h. Haverhill Stem, LLC (#MR281327), Retail
i. HVV Massachusetts, Inc. (#MC282121), Cultivation, Tier 3 / Indoor
j. HVV Massachusetts, Inc. (#MP281657), Product Manufacturer
k. HVV Massachusetts, Inc. (#MR282578), Retail
l. Old Planters of Cape Ann, Inc. (#MR282588), Retail
m. TDMA, LLC (#MR282376), Retail

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7) Staff Recommendations on Final Licenses

n. Temescal Wellness of Massachusetts, LLC (#MR282033), Retail
o. The Heirloom Collective, Inc. (#MC281438), Cultivation, Tier 2 / Indoor
p. The Heirloom Collective, Inc. (#MP281407), Product Manufacturer

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

8) Staff Recommendations on Provisional Licenses

a. ARL Healthcare, Inc. (#MCN281622), Cultivation, Tier 4 / Indoor
b. ARL Healthcare, Inc. (#MPN281681), Product Manufacturer
c. ARL Healthcare, Inc. (#MRN282382), Retail
d. Berkley Botanicals, LLC (#MCN282081), Cultivation, Tier 2 / Indoor
e. Berkley Botanicals, LLC (#MPN281642), Product Manufacturer
f. Berkley Botanicals, LLC (#MRN281458), Retailer
g. BWell Holdings, Inc. (#MRN282825), Retail
h. CNA Stores, Inc. (#MCN282190), Cultivation, Tier 4 / Indoor
i. CNA Stores, Inc. (#MPN281691), Product Manufacturer
j. CNA Stores, Inc. (#MRN281744), Retail
k. CNA Stores, Inc. (#MRN282576), Retail
l. Commcan, Inc. (#MRN283001), Retail
m. Fourtwenty Industries, Co. (#MBN281535), Microbusiness (Cultivation and Product Manufacturing Operations)

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8) Staff Recommendations on Provisional Licenses

n. Fuego Farms, Inc. (#MCN282234), Cultivation, Tier 2 / Indoor
o. Fuego Farms, Inc. (#MPN281716), Product Manufacturer
p. Hemp Holistics, LLC (#MBN281425), Microbusiness (Cultivation Operations)
q. Hennep, Inc. (#MRN281450), Retail
r. Highminded, LLC (#MPN281662), Product Manufacturer
s. Highminded, LLC (#MRN282318), Retail
t. Holistic Industries, Inc. (#MCN282056), Cultivation, Tier 3 / Indoor
u. Holistic Industries, Inc. (#MPN281630), Product Manufacturer
v. Hudson Botanical Processing, LLC (#MPN281588), Product Manufacturer
w. Humboldt Masters, LLC (#MCN282102), Cultivation, Tier 4 / Indoor
x. Humboldt Masters, LLC (#MPN281467), Product Manufacturer
y. Liberty Compassion, Inc. (#MCN282178), Cultivation, Tier 2 / Indoor

Cannabis Control Commission
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8) Staff Recommendations on Provisional Licenses

z. Liberty Compassion, Inc. (#MPN281752), Product Manufacturer
aa. Massmedicum Corp. (#MCN281929), Cultivation, Tier 7 / Indoor
bb. Massmedicum Corp. (#MPN281687), Product Manufacturer
cc. Massmedicum Corp. (#MRN282715), Retail
dd. Massmedicum Corp. (#MRN283004), Retail
ee. Royalty Group, LLC (#MRN282088), Retail
ff. Sun Mass II, LLC (#MRN281816), Retail
gg. Sun Mass II, LLC (#MCN281732) Cultivation, Tier 8 / Indoor
hh. Supercritical Mass Laboratories, Inc. (#MPN281321), Product Manufacturer
ii. The Botanist, Inc. (#MRN282160), Retail
jj. The Botanist, Inc. (#MRN282186), Retail

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

8) Staff Recommendations on Provisional Licenses

kk. The Old Bank, LLC (#MRN282467), Retail
ll. Tigertown, LLC (#MRN282818), Retail
mm. Tower Three, LLC (#MCN281652), Cultivation, Tier 2 / Indoor
nn. Treeworks of Massachusetts, LLC (#MPN281343), Product Manufacturer
oo. Wellman Farm, Inc. (#MPN281317), Product Manufacturer

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

9) Commission Discussion and Votes

a. Delegation of Authority: Applications for Energy Extensions

b. Update: Best Management Practices for Water Usage

All meeting materials available at masscannabiscontrol.com/documents

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

9) Commission Discussion and Votes

a. Delegation of Authority: Applications for Energy Extensions

b. Update: Best Management Practices for Water Usage

All meeting materials available at masscannabiscontrol.com/documents

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Next Meeting Date

Monthly Public Meeting
May 7, 2020
10:00 AM

Worcester Union Station
Cannabis Control Commission
Public Meeting Room

2 Washington Square
Worcester, MA

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Licensing Applications | April 9, 2020

The totals below are applications that have submitted all four packets and are pending review.

Type	#
Craft Marijuana Cooperative	2
Independent Testing Laboratory	5
Marijuana Cultivator	119
Marijuana Microbusiness	8
Marijuana Product Manufacturer	92
Marijuana Research Facility	4
Marijuana Retailer	171
Marijuana Transporter with Other Existing ME License	4
Third Party Transporter	6
Total	**411**

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Licensing Applications | April 9, 2020

The totals below are all license application received to date.

Type	#
Pending (All 4 packets submitted)	411
Withdrawn	497
Incomplete (Less than 4 packets submitted)	4141
Denied	4
Approved	343
Total	**5,396**

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Licensing Applications | April 9, 2020

The totals below are number of licenses approved by category.

Type	#
Craft Marijuana Cooperative	1
Independent Testing Laboratory	3
Marijuana Cultivator	108
Marijuana Microbusiness	8
Marijuana Product Manufacturer	82
Marijuana Research Facility	0
Marijuana Retailer	131
Marijuana Third Party Transporter	1
Marijuana Transporter with Other Existing ME License	3
Total	**343**

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Licensing Applications | April 9, 2020

The totals below are number of licenses approved by stage.

Type	#
Provisionally Approved	43
Provisional License	179
Final License	16
Commence Operations	105
Total	**343**

Provisionally approved means approved by the Commission but has not submitted license fee payment yet – provisional license has not started

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Licensing Applications | April 9, 2020

The totals below are distinct license numbers that have submitted all required packets.

The 758 applications represent 402 separate entities

Type	#
RMD Priority	233
Economic Empowerment Priority	29
Expedited Review	98
General Applicant	398
Total	**758**

Expedited Applications	
Expedited: License Type	20
Expedited: Social Equity Participant	15
Expedited: Disadvantaged Business Enterprise	54
Expedited: Two or More Categories	9
Total	**98**

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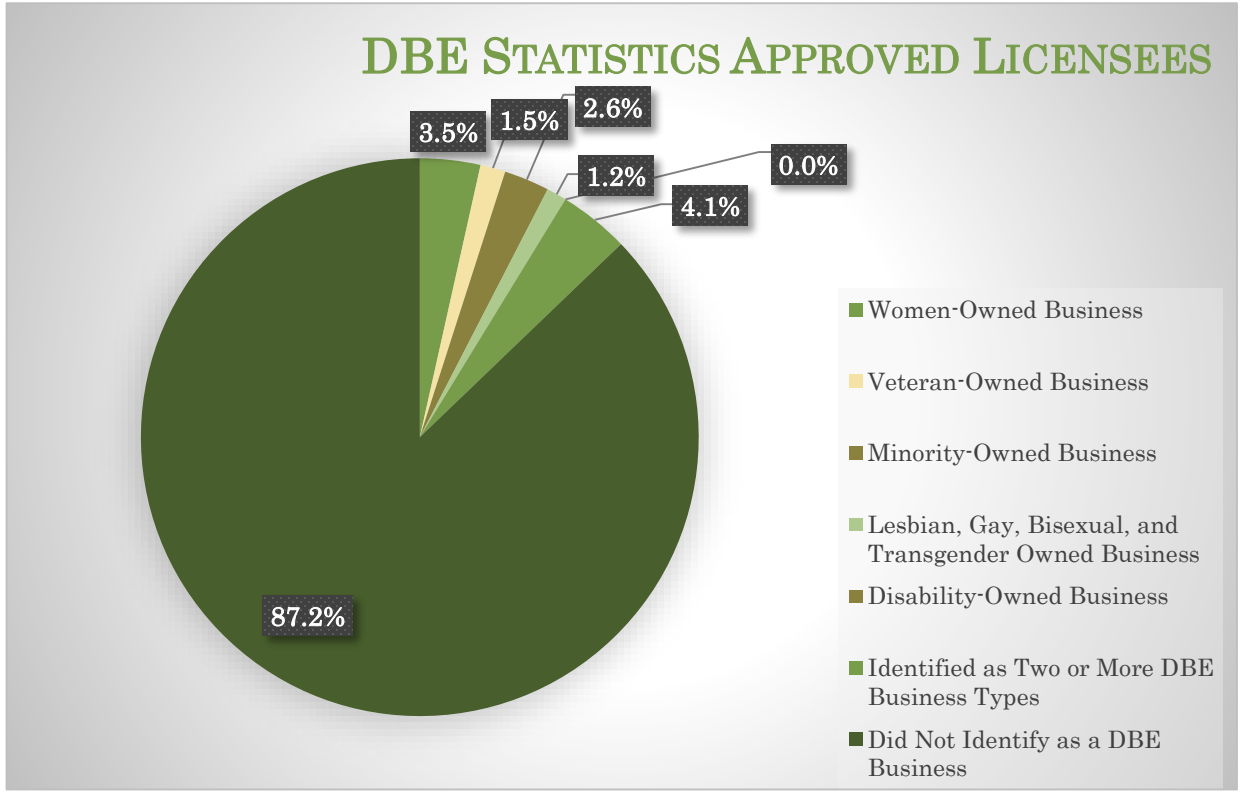
Licensing Applications | April 9, 2020

Disadvantaged Business Enterprise Statistics for Approved Licensees

Type	#	% of Group
Women-Owned Business	12	3.5%
Veteran-Owned Business	5	1.5%
Minority-Owned Business	9	2.6%
Lesbian, Gay, Bisexual, and Transgender Owned Business	4	1.2%
Disability-Owned Business	0	0%
Identified as Two or More DBE Business Types	14	4.1%
Did Not Identify as a DBE Business	299	87.2%
Total	**343**	**100.0%**

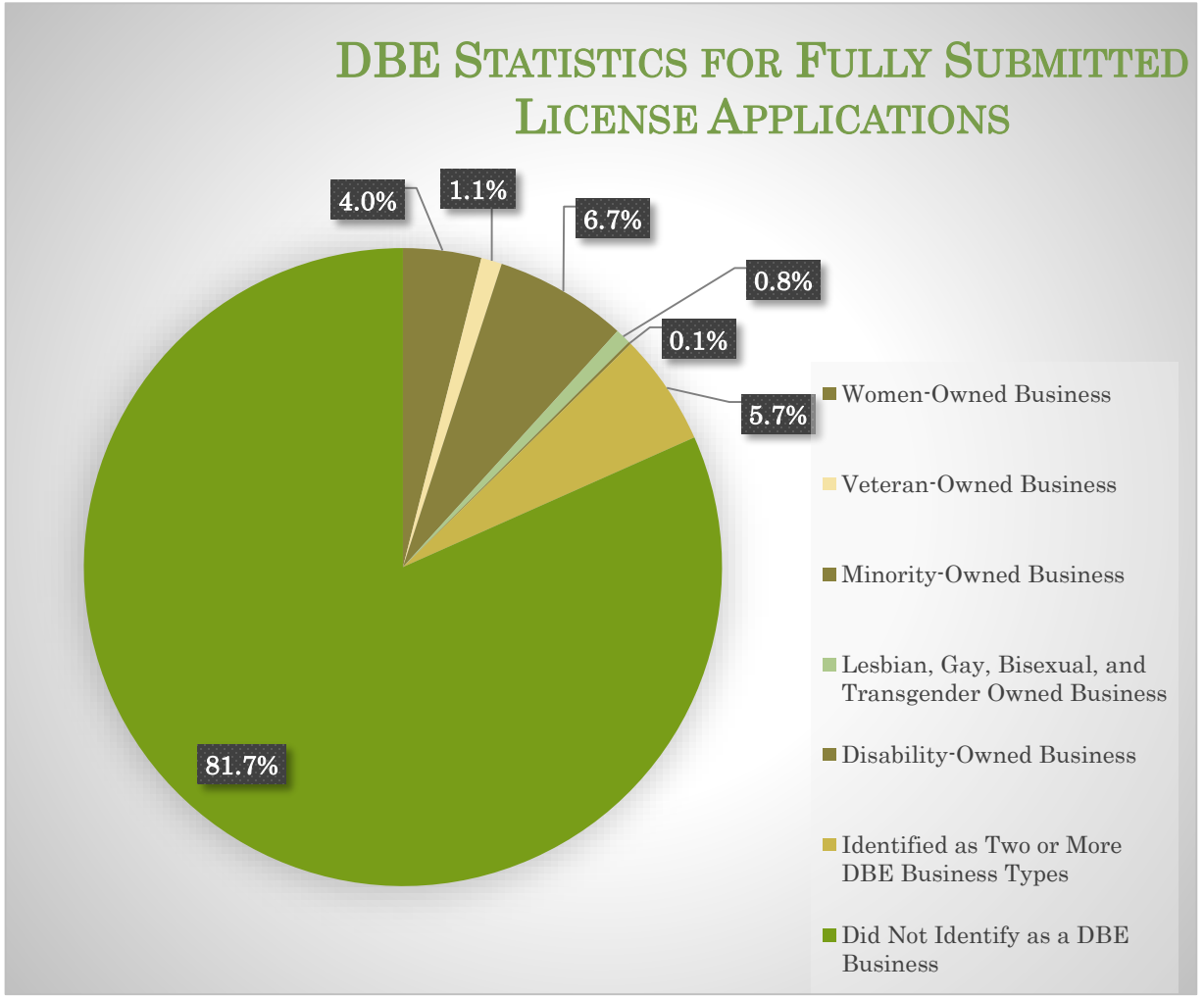


Licensing Applications | April 9, 2020

Disadvantaged Business Enterprise (DBE) Statistics

The totals below are distinct license numbers that have submitted all required packets.

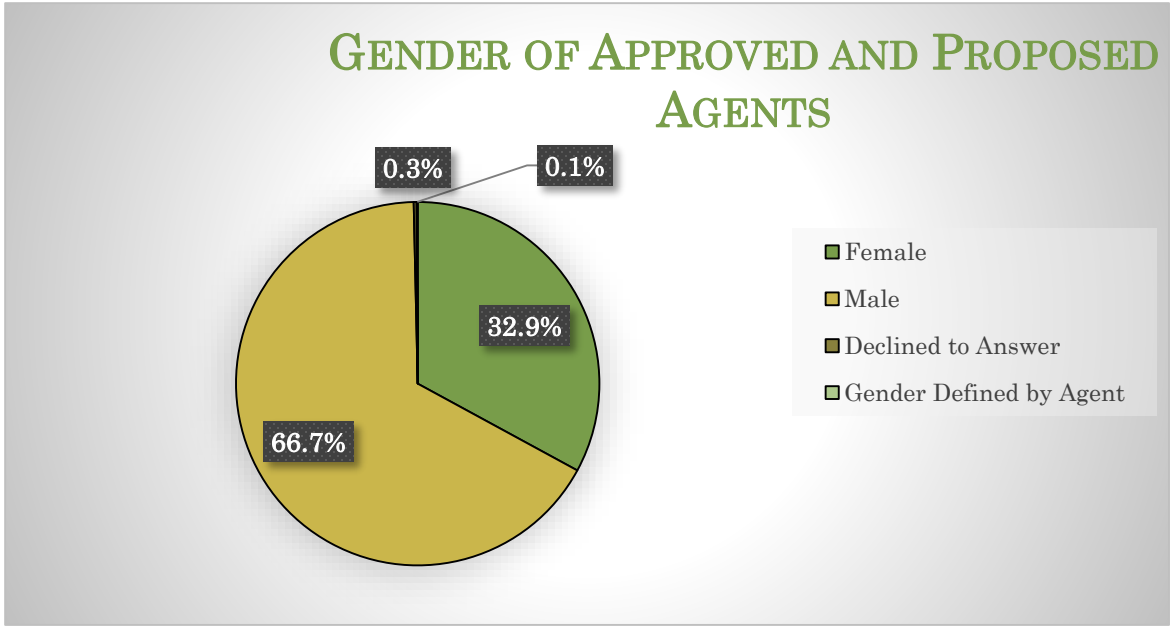
Type	#	% of Group
Women-Owned Business	30	4%
Veteran-Owned Business	8	1.1%
Minority-Owned Business	51	6.7%
Lesbian Gay, Bisexual, and Transgender Owned Business	6	0.8%
Disability-Owned Business	1	0.1%
Identified as Two or More DBE Business Types	43	5.7%
Did Not Identify as a DBE Business	619	81.7%
Total	**758**	**100%**



Agent Applications | April 9, 2020

Demographics of Approved and Pending Agents

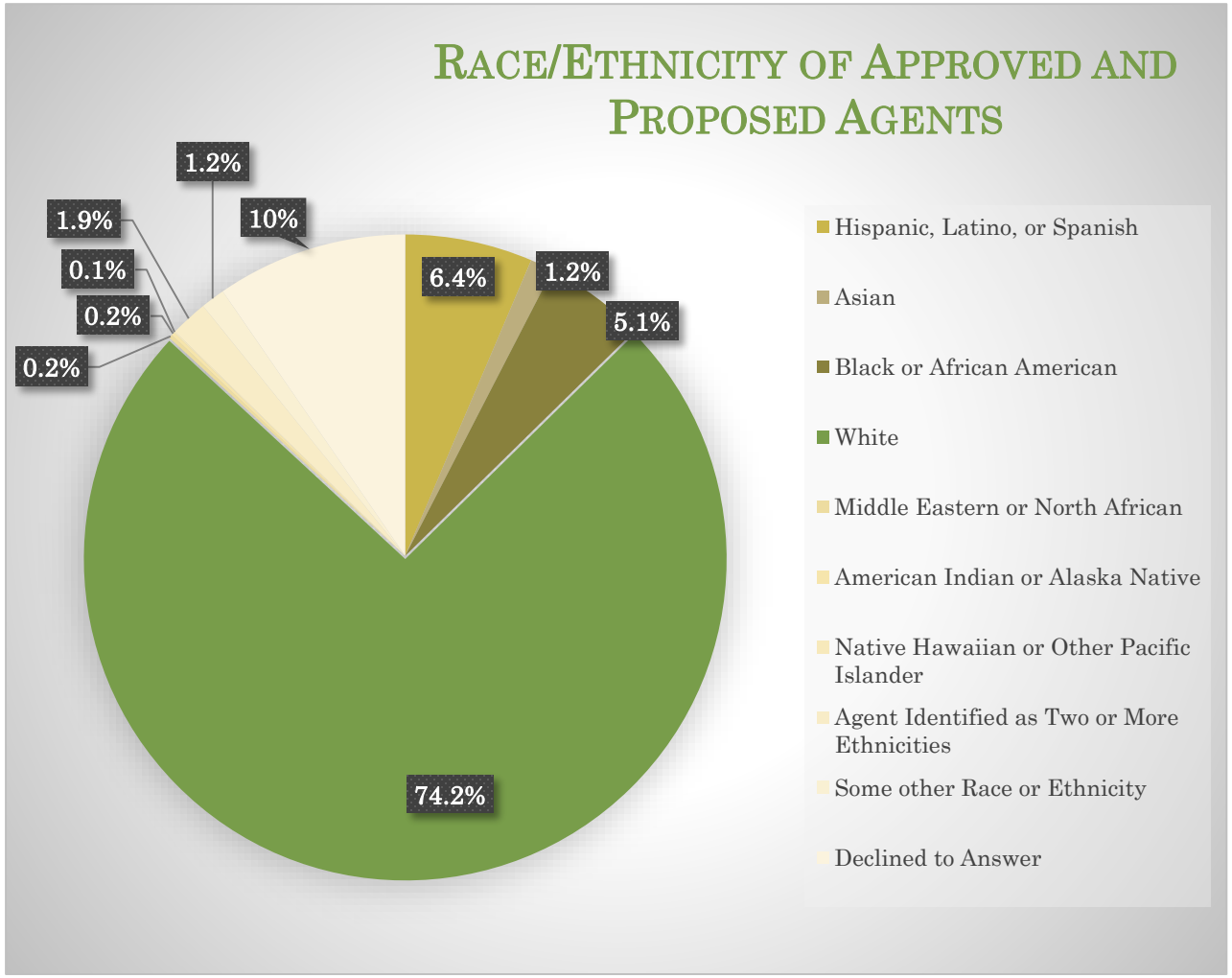
Gender	#	%
Female	2,798	32.9%
Male	5,670	66.7%
Declined to Answer	22	0.3%
Gender Defined by Applicant	8	0.1%
Total	**8,498**	**100%**



Agent Applications | April 9, 2020

Demographics of Approved and Pending Agents

Race/Ethnicity	#	%
Hispanic; Latino; Spanish	545	6.4%
Asian	99	1.2%
Black; African American	431	5.1%
White	6,308	74.2%
Middle Eastern; North African	16	0.2%
American Indian; Alaska Native	14	0.2%
Native Hawaiian; Other Pacific Islander	5	0.1%
Identified as Two or More Ethnicities	160	1.9%
Other Race or Ethnicity	103	1.2%
Declined to Answer	817	9.6%
Total	**8,498**	**100%**



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Licensing Applications | April 9, 2020

Status	#
Application Submitted: Awaiting Review	49
Application Reviewed: More Information Requested	206
Application Deemed Complete: Awaiting 3rd Party Responses	115
All Information Received: Awaiting Staff Recommendation	41
Applications Considered by Commission	347
Total	**758**

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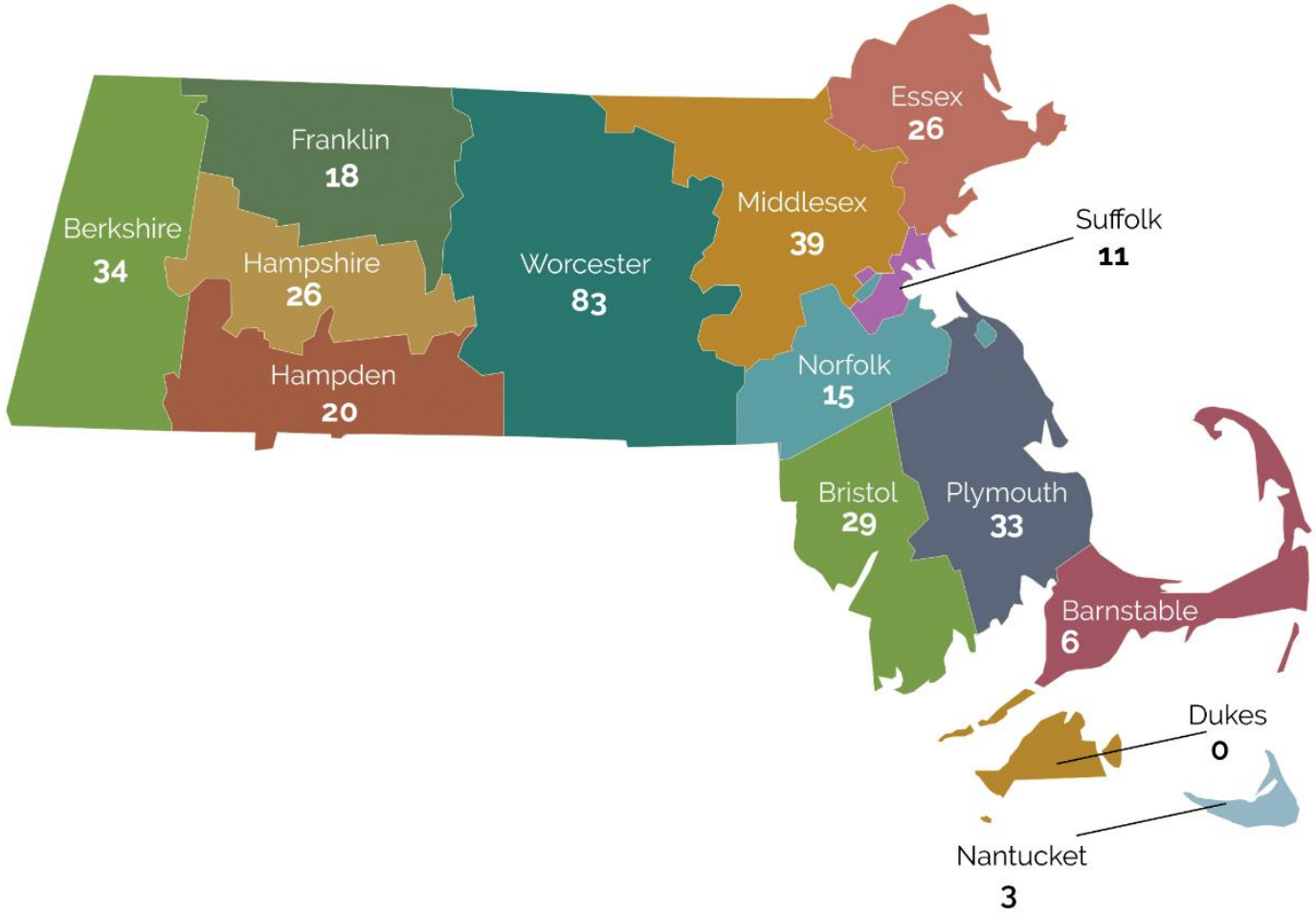
Licensing Applications | April 9, 2020

The totals below are the total number of licenses by county.

COUNTY	#	+/-
BARNSTABLE	6	
BERKSHIRE	34	+1
BRISTOL	29	+5
DUKES	0	
ESSEX	26	+1
FRANKLIN	18	
HAMPDEN	20	+2
HAMPSHIRE	26	
MIDDLESEX	39	+8
NANTUCKET	3	
NORFOLK	15	+1
PLYMOUTH	33	+1
SUFFOLK	11	+3
WORCESTER	83	+12
TOTAL	**343**	**+34**

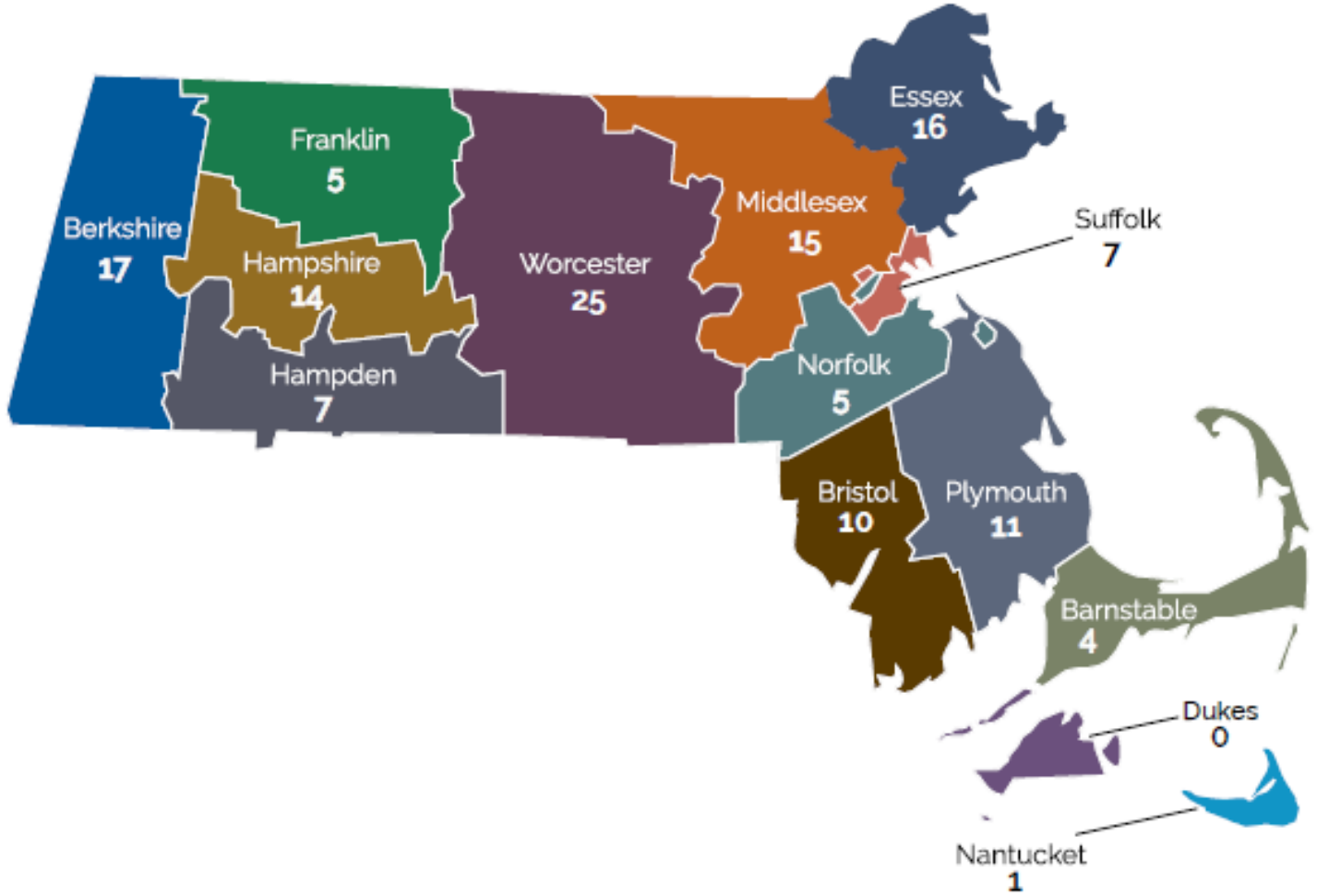


Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Retail Applications | April 9, 2020

The totals below are the total number of retail licenses by county.

COUNTY	#	+/-
BARNSTABLE	4	
BERKSHIRE	17	
BRISTOL	10	+1
DUKES	0	
ESSEX	16	+1
FRANKLIN	5	
HAMPDEN	7	
HAMPSHIRE	14	
MIDDLESEX	15	+2
NANTUCKET	1	
NORFOLK	5	
PLYMOUTH	11	+!
SUFFOLK	7	+1
WORCESTER	25	+4
TOTAL	**137**	**+10**



Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Licensing Applications | April 9, 2020

TYPE	PENDING APPLICATION	INITIAL LICENSE DENIED	PROVISIONALLY APPROVED	PROVISIONAL LICENSE	FINAL LICENSE	COMMENCE OPERATION	TOTAL
Craft Marijuana Cooperative	2	0	0	1	0	0	**3**
Independent Testing Laboratory	5	0	0	1	0	2	**8**
Marijuana Cultivator	119	2	12	61	5	30	**229**
Marijuana Microbusiness	8	0	3	3	1	1	**16**
Marijuana Product Manufacturer	92	1	11	40	5	26	**175**
Marijuana Research Facility	4	0	0	0	0	0	**4**
Marijuana Retailer	171	1	16	72	5	44	**309**
Marijuana Transporter with Other Existing ME License	4	0	1	0	0	2	**7**
Third Party Transporter	6	0	0	1	0	0	**7**
Total	**411**	**4**	**43**	**179**	**16**	**105**	**758**

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

Adult Use Agent Applications | April 9, 2020

Total Agent Applications:

139 Total
- 124 Pending Establishment Agents
- 15 Pending Laboratory Agents

- 653 Withdrawn
- 1,282 Incomplete
- 109 Expired
- 2,482 Surrendered
- 8,359 Active

Of Total Pending:

- 2 not yet reviewed
- 124 CCC requested more information
- 13 awaiting third party response
- 0 Review complete; awaiting approval

Cannabis Control Commission
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MMJ Licensing Data | April 9, 2020

MTC License Applications	#
Pending-Application of Intent Stage	36
Pending-Management and Operations Profile Stage	10
Pending-Siting Profile Stage	7
Application Expired	103
Application Withdrawn	3
Total	159

MTC Licenses	#
Provisional	71
Final	11
Commence Operations	61
License Expired	21
Total	164

Cannabis Control Commission
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MMJ Agent and Program Data | April 9, 2020

MTC Agent Applications	#
Pending-MTC Agent Applications	62
Pending-Laboratory Agents	5
Revoked	3
Surrendered	2,820
Expired	501
Active	5,739
Total	9,130

The numbers below are a snapshot of the program for the month of March.

MMJ Program	#
Certified Patients	69,008
Certified Active Patients	63,720
Active Caregivers	6,430
Registered Certifying Physicians	264
Registered Certifying Nurse Practitioners	76
Ounces Sold	51,836