

39

**LIST OF AUTHORIZED SIGNATORIES
(EXHIBIT B)**

This exhibit must be completed and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

	Name	Role within the Corporation
1	Jonathan Waxman	President



APPLICATION RESPONSE FORM COVER PAGE

Make this the first page of your response

39

Corporation

The applicant corporation's legal name, trade name, and any other name under which the bidding entity does business (if any): [The Anita W. Compassion Center, Inc.]

Website URL (if applicable): [www.anitacc.com]

Address:

[202R Prospect Stret]

[]

City: [South Easton] State: [MA] Zip: [20375]

CEO (Chief Executive Officer)/Executive Director (ED)

First Name: [Jonathan] Last Name: [Waxman]

FEIN: [463456961]

Contact Person

First Name: [Jonathan] Last Name: [Waxman]

Title: [President]

Telephone: (617) 719-6677 FAX: (781) 559-8811 E-Mail: [jon@anitacc.com]

Contact Person Address (if different):

[]

[]

City: [] State: [] Zip: []

Authorized Signature

This application must be signed by an authorized signatory of the non-profit corporation who is listed on the corporation's list of authorized signatories (complete and attach exhibit B). The original application must have an original or "wet" signature in blue ink.

Background Check Authorization

The Department will conduct a background check on:

1. Each member of the applicant's **Executive Management Team** (those persons listed in exhibit 2.1);
2. Each member of the **Board of Directors** (those persons listed in exhibit 1.4);
3. Each **Member** of the corporation. In the event a **Member** of the corporation is an organization, the



- CEO/ED and Board Officers of that entity will be checked (those persons listed in exhibit 1.5);
4. The CEO/ED and Board Officers of any parent corporation, partially or wholly owned subsidiaries, or related organizations (those persons listed in exhibit 1.8);
 5. And each person contributing 5% or more of the initial capital to operate the proposed RMD. In the event that a contributor is an entity, the CEO/ED and **Board Officers** of that entity will be checked (those persons listed in exhibit 4.2).

Each required individual must complete and sign the attached authorization forms (exhibits A1-A4), with a wet signature in blue ink.

Submit all original signed authorizations (no copies) and list of authorizations (exhibit A5) in one sealed envelope marked "authorization forms" and name of corporation? and include it with the original application.

Application Fee

Enclose a bank/cashier's check or money order made payable to the Commonwealth of Massachusetts in the amount of \$30,000. Personal checks will not be accepted. Failure to include a bank/cashier's check or money order will result in disqualification of the application.


\$30,000 bank/cashier's check attached.

A selection committee established by the Department shall evaluate and score applications for the purpose of granting registrations. Decisions will be based on the thoroughness and quality of the applicants' responses to the required criteria, and the applicants' ability to meet the overall health needs of registered qualifying patients and the safety of the public.

Required Signatures

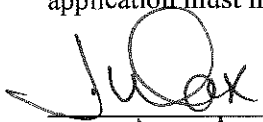
Failure to provide original "wet" signatures in blue ink will result in disqualification of the application.

Signed under the pains and penalties of perjury, the authorized signatory (as designated in exhibit B) agrees that all information included in this application is complete and accurate. The hard original application must have an original wet signature in blue ink.


 Name: Jonathan Waxman
 Title: President

11/19/13
 Date

I hereby attest that if the corporation is approved for a provisional RMD certificate of registration, the corporation is prepared to pay a non-refundable registration fee of \$50,000, as specified in 105 CMR 725.000, within two weeks of being notified that the RMD has been selected for a provisional registration. The hard original application must have an original wet signature in blue ink.


 Name: Jonathan Waxman
 Title: President

11/19/13
 Date

APPLICATION RESPONSE FORM

Enter your response in the gray shaded areas using Microsoft Word.

A note about the text boxes: Type or paste text into the gray areas. Text input is limited to a maximum number of characters. MS Word will not allow more than this limit. Spaces, commas, line breaks, etc. are counted as characters. The spell-check feature does not work in a text box.

Example: text input limit 625 characters, 100 words, 1 paragraph

limit 1,250 characters, approximately 200 words, 2 paragraphs

limit 2,500 characters, approximately 400 words, 4 paragraphs

limit 6,000 characters, approximately 1,000 words, one page

Enter text here: example text limit 1,250 characters

If a question includes a text box, a narrative response in the text box is required.

When a question indicates that an exhibit must be included, the response must be included as an attachment, as instructed. The provided exhibit forms are not optional and must not be left blank.

It is the applicant's responsibility to ensure that all responses are consistent with the requirements of 105 CMR 725.000.

Definitions

EXECUTIVE MANAGEMENT TEAM means the individuals who are responsible for the day-to-day operations of the RMD, including the chief executive officer (CEO) or executive director (ED), chief operations officer (COO) or director of operations, chief financial officer (CFO) or director of finance, director of human resources, chief medical officer and any other individuals involved in the oversight and business management of the RMD operations.

BOARD OF DIRECTORS means the directors of a corporation, including persons and officers having the powers of directors, with fiduciary responsibility for the RMD.

BOARD OFFICERS means the board president/chair, vice president/vice chair, treasurer, and clerk/secretary.

MEMBER means an individual having membership rights, whether or not designated as a member, in a corporation in accordance with the provisions of its articles of organization or bylaws.

Questions

1. Applicant's Corporate Background

1.1 Provide the legal name of the applicant's non-profit corporation/organization and date of incorporation.

[The Anita W. Compassion Center, Inc. The organization was incorporated on August 20, 2013.]

1.2 Describe the organization's mission and vision.

[The mission of the the Anita W. Compassion Center is to have the most exceptional group of professionals who strive to provide safe access to the highest quality of medical cannabis in a dignified and safe manner. The vision of the facility is to improve the health and well-being of Massachusetts



patients through the many benefits of medical cannabis. The organization believes that the success of the facility is linked to high quality medicine, knowledgeable staff with industry experience, security systems developed by distinguished law enforcement experts, a convenient location for area patients, and a commitment to support our host community of Norwood.]

1.3 Provide an organizational chart that clearly demonstrates the roles, responsibilities, and relationships of individuals within the organization. Clearly identify the **Executive Management Team** and any management consultants or contractors for the provision of services, and include title, name (if known at the time of submission), and function for each position.

Organizational chart attached as exhibit 1.3

1.4 Provide the name and contact information of each individual on the applicant's **Board of Directors**.

List of Board of Directors attached as exhibit 1.4

1.5 Provide the names and contact information for each **Member** having membership rights in the applicant corporation. In the event a **Member** of the corporation is an organization, provide the names and contact information of the CEO/ED and Board Officers of that entity. If there are no **Members** of the non-profit corporation, indicate N/A on the exhibit.

List of members of the applicant corporation attached as exhibit 1.5

1.6 Attach the corporation's bylaws.

Bylaws attached as exhibit 1.6

1.7 Attach any amendments to the corporation's articles of organization made since August 22, 2013, and explain in the text box the reason(s) for the amendments. If the articles have not been amended, indicate N/A in the text box and on the exhibit.

[There were no amendments to the articles of organization for the Anita W. Compassion Center, Inc. ("AWCC") since August 22, 2013. AWCC did add two new members to its board of directors and the address of the organization was changed. These changes were made electronically through the Secretary of State's office. None of these changes is deemed by that office to constitute an amendment to the articles of organization.

The new address for AWCC is 202R Prospect Street, South Easton, MA 02375.

The other changes were the addition of two new directors. The first addition is the inclusion of Elizabeth Dost, RN to the board. Ms. Dost is also serving as the Chief Operating Officer of the organization. Her career working as an executive in health care, nursing, and in the provision of high quality patient care services make her a natural fit for the organization's board. The second person added to the board is Christopher Reilly. Mr. Reilly has spent the past decade advocating for the advancement of medical cannabis laws in the country. In his government relations practice based in Providence, Mr. Reilly lobbied for successful passage of RI's medical marijuana law in 2006. He has worked closely with patient organizations, medical professionals and others to develop RI's medical marijuana law. He is a strategic advisor to the Thomas C. Slater Compassion Center – RI's first non-profit state-licensed medical marijuana dispensary. Prior to his government relations work, Mr. Reilly spent a decade working in management capacities at two acute care hospitals in RI. He is a Massachusetts resident.]



Amended articles of organization attached as exhibit 1.7

1.8 Provide a list of the names and addresses of any parent corporation, any partially or wholly owned subsidiaries, and any other organizations related to the applicant non-profit corporation, and explain the nature of each relationship.

List of parent corporation, partially or wholly owned subsidiaries, or related organizations attached as exhibit 1.8 (if not applicable indicate N/A on the exhibit)

1.9 Provide three professional references from among those entities with which the applicant's CEO/ED has had business or employment experience within the last three years. DPH may contact these references and any other individual or organization, whether or not identified by the applicant.

List of references attached as exhibit 1.9

2. Applicant's Evidence of Business Management Experience

2.1 Provide a list of the applicant's **Executive Management Team** (as defined above) including each person's name, business address, email, and role within the organization.

List of Executive Management Team attached as exhibit 2.1

2.2 Describe the **Executive Management Team's** experience with running a non-profit organization or other business, including the type of business and its performance. Please indicate how this experience will ensure the success of the proposed registered marijuana dispensary. Attach each Executive Team Member's current résumé.

[The Anita W. Compassion Center, Inc. ("AWCC") includes a team of executive managers with an exceptional blend of experience which will translate into sound fiscal management and operational success. This blend of experience includes team members who have run a multi-million dollar retail business, served in senior management roles in the non-profit health care field, enjoyed a distinguished career in law enforcement and private security work, and directed critical operations in an existing state-licensed medical cannabis dispensary. AWCC believes that its senior management group offers the most well-rounded set of work experiences and skills and will be outstanding operators of a RMD in Norwood.

The President of AWCC is Jonathan Waxman. Mr. Waxman is a resident of South Easton who has enjoyed a distinguished career in business. In 1999 he founded a retail telecommunication company called Wireless Communications Group, Inc. He served as a retailer for Sprint/Nextel, providing an array of wireless communications options for individuals and businesses. Mr. Waxman started the business with a \$2,500 loan from his father. He purchased ten cellular phones with the money and sold them by walking door to door. From there, he grew the company to \$12 million in annual revenues in 2012, with 26 retail stores at its peak and over 70 employees.

As CEO of his company, Mr. Waxman had oversight of all fiscal management and financial controls. He directly managed each of his retail locations and was proud to have personally hired each employee. In 2013 he sold the business to another Sprint/Nextel retailer. As part of the sale he remains a part of the company as a strategic advisor.

To grow a retail business from \$2,500 to over \$12 million in annual sales is a testament to Mr. Waxman's work ethic. He developed a sound business plan that was executed through strong fiscal



oversight and a deep understanding of retail operations. While with the company he was recognized by Sprint/Nextel as one of its Platinum Partners, an honor given to the top 5% of dealers in the company for sales performance and customer service. Mr. Waxman achieved this designation every year since 1999, being only one of ten dealers in the Sprint/Nextel network of 6,000 dealers to annually win the award during this period. He was a member of the Dealer Roundtable, a group of seven retailers throughout the country that advised the CEO of Sprint/Nextel on policies and best practices.

The financial performance of Mr. Waxman's company from 1999 to 2012 was outstanding. He consistently saw year over year profitability grow 20%. He grew his staff from roughly 30 people in the initial years to over 70 last year. His retail presence began with one storefront location and grew to 26 stores all over Massachusetts and Rhode Island.

Clearly, Mr. Waxman enjoys the business acumen and experience to successfully develop a retail operation. He plans to utilize his financial background and retail knowledge to develop a world-class RMD in Norwood. Mr. Waxman has a personal interest in the development of MA's medical marijuana program

[REDACTED]

Mr. Waxman recognized that he could not pursue a license for a RMD based solely on his extensive retail and business experience. He needed to surround himself with an executive management team with competencies in health care, security, operations, and medical cannabis dispensary operations. He has put together a stellar group of professionals with experience in these areas, headed by Chief Operating Officer Elizabeth Dost, RN. Ms. Dost will oversee operations of AWCC, with specific direction of retail, patient care services compliance, cultivation, MIP production, and QA/QC. As a registered nurse who has spent her career working with patients, she will also ensure that the facility is compliant with HIPAA standards for patient privacy.

Ms. Dost most recently served as Vice President & Executive Director of Guardian Hospice of MA, Inc. The non-profit organization saw revenue growth from \$800,000 to \$6 million during her tenure. Ms. Dost was hired to correct compliance issues at the organization, reorganize all facets of the facility's operation, and lead growth efforts. While there she established all vendor contracts, employee benefits and financial systems including budget, payroll, banking, A/R, and A/P. In conjunction with an outside controller, she also oversaw fiscal management in an organization which derived the majority of its revenue from Medicare and Medicaid.

Ms. Dost has over 15 years senior management experience in health care settings. Other career highlights include creation of ground breaking home care program for medically complex adult and pediatric patients; unprecedented growth of a start-up hospice based on customer driven culture transformation; reorganization of a multi-site, non-profit hospice; serving as a public speaker and national educator on hospice, entrepreneurship, business building and advocacy. She was a recipient of Ernst and Young, Merrill Lynch, and Inc. Magazine's Entrepreneur of the Year Award in Healthcare, New England Region. Her experience in hospice care, primary health care, and as a registered nurse

bring a wonderful combination of clinical and management experience to AWCC. She will embody the health and wellness vision of Mr. Waxman and the organization's board.

Security is a primary concern of Mr. Waxman as he develops the AWCC project. He has recruited James Griffin, a retired Corporal with the RI State Police to oversee all security protocols and procedures at the center. Mr. Griffin will be working in conjunction with Sigal Consulting, an operational consultant to the AWCC project on all security issues. Sigal Consulting developed the first state-licensed non-profit medical cannabis dispensary in RI, the Thomas C. Slater Compassion Center in Providence. Sigal's chief security advisors is Raymond S. White, retired Lt. Colonel/Deputy Superintendent of the RI State Police. Mr. White serves as the COO of the Slater Center, having instituted all security operations at the facility. Mr. Griffin will work closely with Mr. White to ensure that all procedures at AWCC exceed the industry standard.

Mr. Griffin's work experience included a distinguished career in law enforcement as well as work in private security. He was a member of Ambassador Paul Bremmer's private security detail that protected him during the interim provisional government following the Iraq war. Mr. Griffin has also provided global security services to high profile celebrity clients and members of the Saudi Royal family. In his work career he has managed individuals and staff, and adhered to established budgets. His law enforcement background is especially beneficial for proper coordination with local officials in Norwood, proposed home of AWCC.

Mr. Waxman recognized the need to have a member of his team with existing medical cannabis experience. Alex Liebster has agreed to serve as Director of Cultivation and MIP Production. Mr. Liebster currently works at the Associate Director of Cultivation and Infused Products at the Slater Center in Providence. He manages a cultivation team and production facility that serves over 2,000 licensed medical cannabis patients in RI. Working at Slater has given Mr. Liebster added experience in managing departmental budgets and staff. His addition to the AWCC team guarantees that cultivation and production of infused products will be implemented in a way that ensures high quality medicine through leading industry practices.

The final member of the executive management team at AWCC is Jamie Aufiero. Ms. Aufiero will serve as Director of Operations, with oversight of retail sales, patient intake/registration, and compliance. She has worked as an operations manager for Mr. Waxman in his \$12 million wireless communications company. Along with her operations management experience, she has also performed financial duties including accounts payable/accounts receivable, payroll, and accounting. Ms. Aufiero's retail and business experience will be utilized fully at AWCC.]

Current résumé of each Executive Management Team member attached as exhibit 2.2--clearly labeled on each page with the individual's name and title within the applicant's organization

2.3 Describe the **Executive Management Team's** experience, by team member, with providing health care services or services providing marijuana for medical use.

[The executive leadership team at the Anita W. Compassion Center ("AWCC") enjoys a wealth of experience in various professions, creating a fine balance for the proposed RMD. Certain members of the team are exceptionally qualified in the provision of health care services or the dispensing of marijuana for medical use.

President Jonathan Waxman understands that his strength in executive leadership comes from his experience in starting a multi-million dollar retail business. His sales, finance, and management skills

are essential to the role of President. While he has not worked in a health care or medical cannabis environment, he has great compassion and empathy for those who suffer from serious health conditions.

[REDACTED]

[REDACTED] Because of this, he has assembled an executive leadership team with two members that are incredibly experienced in the provision of health care and medical cannabis services.

Chief Operating Officer Elizabeth Dost is the most experienced clinician on the AWCC executive management team. She is first and foremost a registered nurse. She earned her nursing diploma from the St. Francis School of Nursing in Hartford, CT. The training was put to use in her first job as a registered nurse at Tufts Medical Center in Boston. While at Tufts Medical, Ms. Dost was a full-time staff RN working in a host of settings including GI/oncology, critical care, intensive care, and cardiac care. Her work included administration of complex chemotherapies to patients. Being exposed to different departments at Tufts provided her with a deep understanding and compassion for those with a variety of serious medical conditions.

After working at Tufts Mrs. Dost founded Primary Health Services, Inc. a Medicare/Medicaid certified adult and pediatric home care company. There, she worked to provide sophisticated care to chronically and terminally ill children and adults with highly technical medical needs in the home setting. The work continued her appreciation and compassion for those suffering from serious medical conditions. As CEO and President of the company Ms. Dost honed her administrative skills, growing the company into a multi-state, multi-million dollar organization with over 200 employees.

Having achieved great success at Primary Health Service, Mrs. Dost returned to her nursing roots in 2004 as a Management Minutes Questionnaire (MMQ) nurse for Life Care Center in West Bridgewater. There, she worked to determine Medicaid reimbursement rates, chart reviews, staff education, compliance, and clinical staff supervision. The work as an MMQ nurse is particularly relevant to Ms. Dost's role at AWCC, particularly as she implements compliance procedures throughout the facility.

Ms. Dost's most recent professional health care experience has been in the field of hospice care. She was recently Vice President and Executive Director of Guardian Hospice of MA, Inc. Prior to that she worked as Director of Clinical Services at West River Care hospice in Needham. Both roles provided her extensive management experience in the start-up of a hospice and the turnaround of an existing hospice facility. Ms. Dost combined her nurse training along with her executive management skills in each role. Most importantly, she gained an enhanced appreciation for end of life care for those who suffer from terminal conditions. Her oversight of clinical operations, which often involved the provision of narcotic pain relief, is a valuable skill set to AWCC.

Mr. Waxman was fortunate to recruit a person of Ms. Dost's caliber to work at AWCC. She combines a wide array of experience in health care, from direct nursing, to nurse management, to executive management. She is intimately familiar with managing staff in a health care setting and has a keen understanding of compliance with state regulations. Her skills will ensure that Mr. Waxman's visions for a true health and wellness facility will be achieved.

Mr. Waxman recognized early on the need for experienced professionals in the medical cannabis field to assist his new business. He retained the consulting services of Sigal Consulting, a leading medical cannabis consulting firm that developed the highly successful Thomas C. Slater Compassion Center in

Providence, RI. Sigal Consulting provided initial operating support, financing, financial controls and oversight, and direction on build-out and construction of the non-profit state licensed Slater Center. Sigal's team has tremendous experience in all facets of dispensary operations, and its work with the Slater Center is a model for others to follow.

Along with the team at Sigal Consulting and the Slater Center, Mr. Waxman recruited Alex Liebster for the position of Director of Cultivation and MIP Production. Presently, Mr. Liebster is the Associate Director of Cultivation and Infused Products at the Slater Center. He has implemented cultivation procedures and protocols at the over 2,000 patient dispensary in Providence. He also developed a line of infused products at Slater adhering to all food safety and state regulations. He has significant experience in organic cultivation techniques and facility design, and is consulted regularly on cultivation facility design in RI, Maine, Colorado, and California.

Mr. Liebster was instrumental in developing the inventory controls and tracking at Slater. He is fully versed on the proposed tracking systems for AWCC. He is trained in tracking products from "seed to sale." As an expert on infused products, he is also fully competent in issues relating to consistency of dose and creating a wide array of cannabis products for different ingestion methods.

Along with his real-world management experience in a nearby licensed dispensary, Mr. Liebster practices compassion for those who are faced with serious illnesses. He is a licensed caregiver in RI, providing high quality medical cannabis to patients suffering from HIV/AIDS, Cancer, MS, and Spastic Quadriplegia. His caregiver work forms the basis of his compassion for all patients, which he carries out in his daily work.

All of the executive management team at AWCC, including Director of Security James Griffin and Director of Operations Jamie Aufiero share Mr. Waxman's belief in providing compassionate care for all patients. Creating a true health and wellness facility built upon compassionate principles will be carried out by all members of the leadership team at AWCC.]

- 2.4 Describe the **Executive Management Team's** experience, by each individual team member, with running a financially sound organization/business (including budget size) and indicate which member of the team will be responsible for the financial management and oversight of the organization.

[Jonathan Waxman, President of the Anita W. Compassion Center, Inc. ("AWCC") is responsible for all financial management and oversight of the organization. Mr. Waxman is well suited for this role given his success in running a \$12 million wireless communications business – Wireless Communications Group, Inc. Growing a business to \$12 million in 2012 took an abundance of management skill and attention to sound financial oversight. Mr. Waxman's core competencies in staff hiring, sales, contract negotiations, employee training, marketing, and staff mentoring created a thriving business with a positive bottom line. All of these skills contributed to the company consistently achieving year over year profitability growth at 20%. Mr. Waxman grew his staff from roughly 30 people in the initial years to over 70 in 2012. His retail presence began with one storefront location and grew to 26 stores all over MA and RI. None of this incredible growth would have been possible without sound financial management. This track record leaves Mr. Waxman well suited to employ similar management practices and effective fiscal oversight of AWCC.

Mr. Waxman has engaged the consulting services of Sigal Consulting to assist with the establishment of financial protocols and procedures at AWCC. Sigal Consulting developed the Slater Compassion Center in Providence, RI, a leading non-profit medical marijuana dispensary licensed by the state. Working

with Sigal, Mr. Waxman can utilize the best practices, chart of accounts, and financial procedures to ensure the facility functions well. Medical cannabis dispensaries are a unique type of retail business with a host of financial and accounting requirements that are different than a traditional business. The facilities require strict adherence to state regulations, federal and state tax laws, and inventory controls and monitoring to prevent diversion. Sigal Consulting has already implemented procedures that exceed state regulatory requirements and serve as a model for the entire industry. Working with this firm gives added assurance that AWCC will follow financially sound business practices.

Chief Operating Officer Elizabeth Dost, RN is a perfect complement to Mr. Waxman's strong retail business experience. She has extensive professional experience leading various health care organizations with strong financial oversight. She was the Vice President and Executive Director of Guardian Hospice of MA, having grown revenues at the organization from \$800,000 to \$6 million in 45 months. While there she had direct responsibility for vendor contracts, employee benefits, budget, payroll, banking, accounts receivable, and accounts payable.

Ms. Dost also worked as the Director of Clinical Services for the hospice program at West River Care in Needham. Again, she utilized her management skills and financial acumen to increase gross revenues at the facility from \$1.5 million to \$10.6 million in the first twenty months. With these combined experiences, Mrs. Dost is a valuable member of the executive management team.

Mr. Waxman and Ms. Dost are the primary individuals at AWCC with financial oversight of the organization. As President, Mr. Waxman is the lead member of the executive management team on financial management issues. Other members of the group including Director of Security James Griffin, Director of Operation Jamie Aufiero, and Director of Cultivation and MIP Production Alex Liebster will be charged with managing departmental budgets and engaging in sound financial management practices. All report either to Mr. Waxman or Mrs. Dost, providing a sound chain of command for the operation. This exceptional team of professionals is fully prepared to carry out the mission of AWCC while ensuring the organization's fiscal viability for area patients.]

2.5 Describe the **Executive Management Team's** experience, by team member, with managing financial corrective action measures that they had to undertake as the result of an operational review.

[The Anita W. Compassion Center ("AWCC") is headed by President Jonathan Waxman. He is responsible for financial oversight of the operation. His experience in managing financial corrective actions is a reflection of how he will operate the proposed RMD.

As noted above, Mr. Waxman was the CEO of a \$12 million retail wireless telecommunications business in MA. He grew the business from a small initial \$2,500 investment. Since founding the business in 1999, he has dealt with a number of financial corrective action measures that resulted from operational reviews. A first example of this occurred early on in his tenure as CEO. Mr. Waxman recognized a threat to profitability and growth in the existing model of sales compensation. His business had an initial compensation model that rewarded the entire staff of a retail store based on overall performance and benchmarks. Mr. Waxman was concerned that the compensation model did not adequately reward those with exceptional sales figures, while potentially rewarding those who did not contribute to growth. He realigned the compensation model to an individual approach, paying individuals directly based on performance instead of storewide performance. The decision ignited new sales in the business with an immediate 15% increase per store. Along with the increase in revenue, the decision resulted in more skilled salespeople working for the company. The ability to achieve individuals reward led to better employees and an improved bottom line.



Another example of Mr. Waxman undertaking financial corrective action occurred during the merger of Sprint and Nextel. The combination of these two large companies left many retailers like Mr. Waxman challenged. The integration of the brands was a difficult transition for most, and the resulting merger enhanced the competitive landscape between retailers from both companies. Because the wireless market was becoming more saturated, a problem heightened by the merger, Mr. Waxman forecasted a threat to his profitability. He took the corrective action of implementing a program where his sales team proactively called customers to inform them of the merged wireless providers. The calls had the tangential benefit of increasing customer traffic to his retail locations as well as establishing brand loyalty during a period of change. In a time where many fellow retailers suffered as a result of the merger, Mr. Waxman's company saw a 6% growth in new customers in 2006/2007. This growth is directly attributable to the corrective action of having inside sales staff directly calling to the outside as a means of capturing and retaining business.

The merger of Sprint and Nextel offered Mr. Waxman another opportunity to take financial corrective action as a result of an operational review. As noted above, the combination of the two companies posed a serious threat to Mr. Waxman's bottom line, as competing entities were now being merged in a difficult market. Mr. Waxman recognized that the only way to offset the potential for decreased profitability was to alter the way he sold products. Rather than rely solely on individuals to come to his retail locations for purchases, he hired an outside sales manager at each store to focus on sales out of the building. The outside sales managers embarked on a strategy of business to business sales of the Sprint/Nextel products. By moving the focus of sales away from the retail store, Mr. Waxman addressed a direct threat to his bottom line. The result of the business to business initiative was a 20% growth in sales. The move also ensured the profitability of the company.

Along with Mr. Waxman's extensive experience in financial corrective actions, AWCC is fortunate to have a COO in Elizabeth Dost with a similar skills set. Ms. Dost is a skilled executive leader in the health care industry, and her ability to take corrective financial actions is well documented. The most recent example of Ms. Dost's work involved her time as Vice President and Executive Director of Guardian Hospice of MA, Inc. She was hired by the company in 2008 to correct conditional compliance issues, standardize and grow programs, and execute a company-wide re-organization of programs.

An example of Ms. Dost's corrective action involved the number of patients that came to receive hospice care. The organization was concerned with its lagging patient census and the resulting strain it placed on the bottom line. Ms. Dost was charged with addressing the issue in order to ensure the fiscal viability of the organization. She developed outreach and marketing programs to local hospitals, physicians, clinicians, and the general public about the facility's services. As a result of the outreach, the hospice saw an increase in daily patient census from 14 to 85 in 45 months. The resulting new business ensured that the hospice met or remained ahead of budget for each year since 2009.

Another example of Ms. Dost taking financial corrective action involved her tenure at West River Care, Inc. in Needham where she was Director of Clinical Services for the hospice. When she began work at the hospice there was tremendous pressure to increase revenues to assure the organization's sustainability. Through budget oversight and an aggressive staff recruitment effort, Ms. Dost grew gross revenues of the organization from \$1.5 million to \$10.6 million in the first 20 months of her leadership.

Together, Mr. Waxman and Ms. Dost are the two top executive management officials at AWCC. They both have documented experience in financial corrective measures throughout their careers. The background Mr. Waxman enjoys in retail and the health care background of Ms. Dost are an essential combination to any RMD. AWCC is assured that through their collective leadership, the organization will be fiscally viable and an incredible resource for area patients.]

3. Applicant's Evidence of Suitability

3.1 Indicate whether is/has been in compliance with all laws of the Commonwealth relating to taxes, child support, and workers' compensation with regard to any business in which the individual has been involved. In cases in which an Executive Management Team member is not in compliance with such a law, indicate which team member is non-compliant and describe the circumstances surrounding that situation. Indicate N/A for each individual with no history of non-compliance.

[REDACTED]

3.2 List and describe any criminal action under the laws of the Commonwealth, or another state, the United States, or a military, territorial, or Indian tribal authority, whether for a felony or misdemeanor, against any member of the **Executive Management Team and Board of Directors, including Board Officers**, including but not limited to action against any health care facility or facility for providing marijuana for medical purposes in which those individuals either owned shares of stock or served as executives, and which resulted in conviction, guilty plea, plea of nolo contendere, or admission of sufficient facts. If no history of such criminal action, indicate N/A.

[REDACTED]

3.3 List and describe any civil or administrative action under the laws of the Commonwealth, another state, the United States, or a military, territorial, or Indian tribal authority against any member of the **Executive Management Team and Board of Directors, including Board Officers**, including but not limited to actions related to fraudulent billing practices and any attempt to obtain a registration, license, or approval to operate a business by fraud, misrepresentation, or submission of false information. If no history of such civil or administrative action, indicate N/A.

[REDACTED]

3.4 Indicate and describe whether any member of the **Executive Management Team or Board of Directors, including Board Officers**, has been the subject of any past discipline, or a pending disciplinary action or unresolved complaint, by the Commonwealth, or a like action or complaint by another state, the United States, or a military, territorial, or Indian tribal authority, with regard to any professional license or registration.

[REDACTED]

3.5 Indicate and describe whether any member of the **Executive Management Team or Board of Directors, including Board Officers**, with respect to any business, has filed (or had filed against it) any bankruptcy or insolvency proceeding, whether voluntary or involuntary, or undergone the appointment of a receiver, trustee, or assignee for the benefit of creditors. If no such history, indicate N/A.

[REDACTED]

4. Applicant's Evidence of Financial Condition

4.1 Provide a one-page statement in the name of the applicant's non-profit corporation, or in the name of the Corporation's CEO/Executive Director or President of the Board of Directors, from an insured financial institution documenting the available liquid cash balance in a single account (\$500,000 for the first application and \$400,000 for each subsequent application, if invited to submit more than one), dated no earlier than 14 days prior to the response deadline (November 7, 2013). If the Corporation has the required funds in an individual account in the name of the Corporation's CEO/Executive Director or President of the Board of Directors, said individual must provide a completed and signed a notarized Letter of Commitment (in exhibit 4.1).



Proof of liquid funds in an account in the name of the corporation or, if applicable, in an account in the name of the Corporation's CEO/Executive Director or President of the Board of Directors, plus the Letter of Commitment attached as exhibit 4.1

4.2 If applicable, provide the names and addresses of all persons or entities contributing 5% or more of the initial capital to operate the proposed RMD, by application, and specify the actual percentage contributed by each person or entity. Indicate whether the contribution is cash, in-kind, or land or building. When the contributor is an entity include the names and addresses of its CEO/ED and **Board Officers**.

List of persons/entities/creditors contributing more than 5% and what form that capital takes attached as exhibit 4.2

4.3 Provide a narrative summary of projected capital expenses to build out both the proposed dispensary and cultivation or processing facilities, and attach a copy of the proposed capital budget.

[The Anita W. Compassion Center ("AWCC") has secured a location for both dispensing and cultivation/production of medical cannabis. The full integration of operations in the building allows for greater operational efficiencies. The location of the facility is at 625 University Avenue in Norwood, MA. Based on a thorough analysis with its construction advisors, security personnel, and operational consultants Sigal Consulting and the Thomas C. Slater Compassion Center in Providence, AWCC has developed a capital expenditure budget of \$1,220,530 for the project.

Planning and development costs on the capital expenditure budget are projected to be \$98,000. The costs include architectural and design fees, construction permits, security plan design and layout fees, site cleanup and preparation, supervisory fees for the general contractor, and demolition and disposal costs. There are no fees for environmental surveys or land/building cost because AWCC will lease the property.

Build-out costs for both the dispensary and cultivation facilities of AWCC are budgeted at \$370,000. These expenses include construction costs (drywall, flooring, new ceilings, windows, plumbing, sprinkler systems, and installation of bullet resistant wall boards). Other build-out expenditures include painting and finishes, security systems (cameras with 90 day back up, swipe card access systems, panic buttons, and motion detectors), adding shrubs to the front of the dispensary, lining the parking lot, temporary fencing, and nighttime manned security during non-construction hours.

Equipment costs for the dispensary and cultivation facilities of AWCC are budgeted at \$758,000. The majority of these costs are driven by cultivation equipment which is required to produce high quality medical cannabis. The cultivation equipment includes lights, vents, growing supplies, and tables. HVAC costs for cultivation are also a significant driver of the capital expenditure budget. Each individual cultivation room will have its own HVAC system to prevent crop loss in the event of a mechanical outage. Other equipment costs in the capital expenditure budget include delivery vehicle deposits, furniture and storage, computer equipment, kitchen/MIP production equipment, and display cases and counters. A small contingency fund is also included in the equipment budget.

As noted above, AWCC has retained the consulting services of Sigal Consulting and the Slater Compassion Center. The Slater Center's CEO, Gerald McGraw, serves on the AWCC board of directors. Mr. McGraw headed the construction and build-out of his Providence dispensary in late 2012/early 2013, making him intimately familiar with all design and construction issues. He has provided direct

input on the proposed capital expenditure budget for AWCC. Based on this recent experience of developing a nearby dispensary, the numbers are wholly validated.]

Capital expenses attached as exhibit 4.3

4.4 Provide a narrative summary of the proposed year-one RMD operating budget, including projected revenues by sales type, line item operating expenses, and budget assumptions, and include the budget as an attachment.

[The Anita W. Compassion Center, Inc. (“AWCC”) has performed extensive market analysis in preparing the proposed one-year operating budget for the organization. The budget is primarily driven by the projected number of patients in the area that will utilize the facility. Because Norwood is so strategically located at the intersections of I-95, Route 28, and major suburban communities of Boston, the organization anticipates an immediate interest in its proposed services. The analysis of the projected pool of patients drives the revenue and expenditure assumptions. AWCC is also utilizing proven utilization projections that were made in concert with its consulting partners, Sigal Consulting and the Thomas C. Slater Compassion Center in Providence, RI’s largest non-profit medical cannabis dispensary. With access to this level of existing market data, AWCC is confident in the assumptions made for the one-year operating budget.

The operating budget begins with a projection on the number of patients who will use the facility. Research has determined that over 151,747 individuals in the proposed service area are diagnosed with a qualifying medical condition. The service area includes a 15 mile radius around Norwood. This estimate is based on state and national prevalence rates for cancer, HIV/AIDS, hepatitis C, multiple sclerosis, epilepsy, Crohn’s disease/irritable bowel disorder, fibromyalgia, glaucoma, and chronic pain. From the projected pool of patients, AWCC assumes that more than one RMD will be licensed in Norfolk County, offering a choice for area patients. As such, the organization has made the reasonable assumption that 2,180 patients will designate the facility for their medicine during the first fiscal year. The fiscal year begins on August 1, 2014 and ends on July 31, 2015. AWCC anticipates an opening of August 13, 2014 with an initial monthly patient count of 563 registered patients.

With the projected patient volume set, AWCC is forecasting sales of all medical marijuana products (flowers, oils, tinctures, and infused products) to be \$1,072,017 in the first fiscal year. An additional \$23,500 of revenue is anticipated with the sale of vaporizers. These projections are made with the following assumptions: patients will average two visits per month to the facility while spending an average of \$65 per visit. The organization anticipates 30,340 patient visits during the first fiscal year that the facility will be open to licensed patients. As part of its commitment to providing free and reduced priced medicine to those with hardship, defined as anyone with income at or below 300% of the Federal Poverty Level, AWCC is projecting that \$39,442 of discounts or free medicine will be provided during the first fiscal year.

Operating expenses for the first fiscal year include payroll expenses for all personnel of \$1,193,045. AWCC projects that 27 full-time equivalents are needed for its operation, including administrative staff, cultivation staff, dispensary staff, and security/office staff. The payroll expenses include both salary and fringe benefits for all employees. Other expenses for the initial operation include cultivation and sales consultants, packaging supplies, cultivation supplies, utilities for the dispensary and the cultivation facility, insurance (property, general liability, product liability, etc.), licensing fees and permits, rent, legal and accounting, and outside security and monitoring. The total for these other expenses is \$2,475,978.

AWCC is certain that the operating budget projections are substantiated. The location in Norwood is particularly convenient for patients throughout the area. University Avenue is easily accessible from I-95 and Route 128. The facility enjoys plenty of parking and is located in an industrial zone that is not congested. People from communities to the south, including the I-95 corridor from the Attleboros, Mansfield, and Foxboro will seek out the facility, just as communities extending west towards Framingham, north towards Newton, and east towards Milton. The population figures and data on prevalence rates for acceptable conditions are clear. The utilization projections on patient consumption are validated by an existing dispensary in Providence that is a consultant to AWCC.

Just like the revenue projections, the expense outlook is similarly validated by AWCC's consultants. The 27 full-time equivalents that are anticipated for the first year will provide appropriate coverage in all of the facility's departments to meet the projected patient volume. The other operating expenses reflect the costs associated with running both a dispensary and cultivation operation that is fully compliant with all state regulations and the standard for safety and security.]

Year-one operating budget attached as exhibit 4.4

4.5 Provide a detailed summary of a three-year business plan for the proposed RMD, including strategic planning assumptions, utilization projections, growth projections, and projected revenue and expenses. Note that the complete business plan will be reviewed as a component of the provisional inspection process. Include projected revenue and expenses as an attachment.

[When developing the business plan for the Anita W. Compassion Center, Inc. ("AWCC"), its leadership focused on its overall mission of having exceptional professionals offering the highest quality medical cannabis to licensed patients. This mission was a determining factor in locating the facility in Norwood, which has tremendous accessibility to a large number of patients in the area. With Norwood as its base, the team at AWCC developed the three year business plan with extensive projections on revenues, expenses, growth, and utilization. None of the planning is possible without all members of the AWCC team adhering to a set of core values, which include:

- Care – creating a place where patients are welcomed by the most well trained and compassionate individuals in the industry
- Education – working with patients, the general public, local officials, and regulators to help all gain a further understanding of the medical benefits of cannabis
- Quality Medicine – providing an array of medicine through a team of experienced cultivators who uphold all organic methods.
- Transparency – ensuring that every business decision is made in the interest of patients and in strict compliance with all state laws and regulations
- Being a Good Neighbor – striving to be part of the fabric of Norwood, working with the town to support local causes, charitable endeavors, and providing the best possible service to licensed patients in the area

AWCC plans to open its doors to patients on August 13, 2014 following its approval of licensure from the DPH. The facility strives to offer a variety of treatment options for patients to help them live healthier more productive lives. AWCC will create an atmosphere that is patient centric, medically focused, fully compliant, and a true educational resource for those suffering from conditions like

Chron's Disease, chronic pain, MS, cancer, and other serious conditions. The facility will measure its success in its ability to improve the health and wellness of its patients.

AWCC's building will be inviting and warm, with design elements incorporated to remind patients that it is a medically oriented facility. The staff will always put the needs of patients first, and will be extremely well trained in all facets of cannabis as medicine. The facility will also grow all of its medicine at the Norwood location, utilizing the skills of its well-trained cultivators. These cultivators will uphold the highest standards of excellence for organic farming. Both the cultivation team and the dispensary staff will receive education and training on customer care, customer service, and showing empathy and concern for each patient. At AWCC, the patient is the foremost priority.

Provisions are in place to educate patients on the tremendous benefits offered by cannabis. Education and outreach will be done to show them ingestion methods other than smoking. A premium will be placed on non-smoking methods like tinctures, edible food products, and vaporization. The facility has also established a generous sliding scale program for free and reduced priced medicine for low income patients. AWCC recognizes its status as a not-for-profit organization, and the provision of free and reduced priced medicine is an important component of adhering to this mission.

AWCC enjoys an executive management team with significant experience in health care, retail sales, dispensary operations, cultivation, and security. To supplement the diverse leadership team, AWCC has engaged the consulting services of Sigal Consulting and the Thomas C. Slater Compassion Center of Providence, RI. Sigal Consulting is the leading medical cannabis dispensary operation consultancy, which developed the well-regarded Slater Compassion Center in RI. The non-profit Slater Center serves over 2,000 licensed patients in RI, and is a model for adherence to strict state regulations and licensure. Sigal Consulting assisted in the development of the Slater Center, providing guidance and oversight during the construction and build-out of the project, as well as access to financing, and ongoing fiscal oversight and controls of the operation. This team is a proven leader in the industry, particularly on the more regulated and controlled East Coast market. As the local advisors, their input and support makes AWCC even stronger.

Security is another significant concern that is well addressed by AWCC. The Director of Security is James Griffin, a retired Corporal with the Rhode Island State Police. Mr. Griffin's extensive security career began with the RI State Police and continued in a number of private security assignments upon retirement. He was part of the security detail for Ambassador Paul Bremmer during his tenure as Administrator of the Coalition Provisional Authority in Iraq in 2003. Other security assignments included protection for members of the Saudi Royal Family and celebrity clients in New York City. Mr. Griffin's global work experience and deep understanding of protecting facilities and mitigating threats is important to AWCC. He will work in concert with the security team at Sigal Consulting, headed by retired Lt. Colonel of the RI State Police Raymond White. Together, Mr. White and Mr. Griffin will develop security protocols and procedures for AWCC that ensuring the safety of all patients, employees, and the surrounding area of the facility.

Strategic Planning Assumptions:

Because there is no existing dispensary system in MA, the assumptions made in our business plan represent management's best estimate on future performance. Working with our partners at Sigal Consulting, however, we are able to utilize proven market data from the nearby Slater Center in Providence, which provides valuable insight in the formulation of our strategic assumptions.

The foremost assumption involves the projected pool of patients that will utilize the facility. Being located in Norwood affords the project easy access to virtually all population centers in Norfolk County. Recognizing that other licensed facilities may be awarded in the county, we have focused on a service area that tracks within a 15 mile radius of Norwood, including communities south of I-95 towards the Attleboros, Mansfield, Foxboro, and Canton. The service area also includes communities to the west of Norwood towards Framingham, north towards Newton, and east towards Milton. While the majority of patients will come from Norfolk County, it is reasonable to assume that some patients from other areas will utilize Norwood for its convenience and accessibility.

Utilization Projections & Growth:

We project that 151,747 residents suffer from health conditions that may be effectively treated with medical marijuana. This estimate is based on state and national prevalence rates for cancer, HIV/AIDS, hepatitis C, multiple sclerosis, epilepsy, Crohn's Disease/irritable bowel disorder, fibromyalgia, glaucoma, and chronic pain. We expect that 3,345 of these patients will seek to become registered medical marijuana patients at the facility within the first two fiscal years of the facility's operation. The projected patient volume will increase in year three to 3,765 registered patients, over 2% of the total number of patients that meet the qualifying conditions in the area.

Projected Revenue and Expenses:

With reasonable projections in place for utilization, we have developed the following revenue estimates for our facility. Based on our experience and consulting arrangement with the Slater Center, we can accurately predict that patients will spend an average of \$65 per visit for medicine (flowers, concentrates, MIPs), with an average of two visits per month. Under this projection, our gross revenue forecast for year one is \$1,933,000, \$4.2 million for year two, and \$5.4 million for year three. Expenditures for the first three years are assumed as follows: year one \$2.5 million, year two \$4.1 million, and year three \$5 million.]

Three-year projections attached as exhibit 4.5

- 4.6 Provide a description of the proposed RMD's plan to obtain a liability insurance policy or otherwise meet the requirements of 105 CMR 725.105(Q).

[The Anita W. Compassion Center ("AWCC") realizes the importance of comprehensive insurance to its overall business objectives. AWCC has a commitment for a general liability insurance policy and a product liability insurance policy that meets the requirements of 105 CMR 725.105 (Q). Both policies will be underwritten by Nautilus Insurance Group.

The general liability insurance policy will provide coverage for \$1 million per occurrence and \$2 million in aggregate annually. The product liability policy will provide coverage for \$1 million per occurrence and \$2 million in aggregate annually. The deductible for each policy is \$500 per occurrence.]

5. Location and Physical Structure

- 5.1 Provide the physical address of the proposed RMD dispensary site if a location has been secured. If a location has not been secured, indicate N/A in the text box and exhibit. Attach supporting documents as evidence of interest in the property by location. Interest may be demonstrated by (a) a clear legal title to the proposed site; (b) an option to purchase the proposed site; (c) a lease; (d) a legally enforceable agreement to give such title under (a) or (b), or

such lease under (c), in the event the Department determines that the applicant qualifies for registration as a RMD; or (e) evidence of binding permission to use the premises.

[The proposed dispensary site for the Anita W. Compassion Center is at 625 University Avenue in Norwood, MA 02062. Note: in the Phase 1 application, initial planning called for a location in the city of Randolph in Norfolk County.]

Evidence of interest attached as exhibit 5.1

5.2 Provide the physical address of the proposed RMD cultivation site if a location has been secured (the response must be the same as the location indicated in the response to 5.1 or 5.3). If a location has not been secured, indicate N/A in the text box and exhibit. Attach supporting documents as evidence of interest in the property by location (see examples of evidence in 5.1).

[The proposed cultivation site for the Anita W. Compassion Center is at 625 University Avenue in Norwood, MA 02062. Note: in the Phase 1 application, initial planning called for a location in the city of Randolph in Norfolk County.]

Evidence of interest attached as exhibit 5.2

5.3 Provide the physical address of the proposed RMD processing site if a location has been secured (the response must be the same as the location indicated in the response to 5.1 or 5.2). If a location has not been secured, indicate N/A in the text box and exhibit. Attach supporting documents as evidence of interest in the property by location (see examples of evidence in 5.1).

[The proposed processing site for the Anita W. Compassion Center is at 625 University Avenue in Norwood, MA 02062. Note: in the Phase 1 application, initial planning called for a location in the city of Randolph in Norfolk County.]

Evidence of interest attached as exhibit 5.3

5.4 Describe efforts to obtain assurances of support or non-opposition from the local municipality(ies) in which the applicant intends to locate a dispensary, cultivation site, and/or processing site and indicate whether the municipality expressed any opposition. If the sites are in different municipalities, provide information related to each community. If available, include a demonstration of support or non-opposition furnished by the local municipality, by attaching one or more of the following:

- A letter from the Chief Administrative Officer, as appropriate, for the desired municipality, indicating support or non-opposition;¹
- A letter indicating support or non-opposition by the City Council, Board of Aldermen, or Board of Selectmen for the desired municipality; or
- A letter indicating support or non-opposition by the Board of Health in the desired municipality.

[The Anita W. Compassion Center (“AWCC”) has diligently pursued the support of individuals throughout the Town of Norwood. AWCC is pleased to have received a letter of non-opposition from the board of selectmen, signed by its Chairman, William J. Plasko. In the November 6, 2013, letter, the board of selectmen indicated that our proposed location at 625 University Avenue in Norwood is situated in an industrial zone and away from residential dwellings. The board deems this to be an “appropriate setting” for the people of Norwood and the patients that will use the facility. The board further states that it is “pleased” that AWCC is “planning to develop a comprehensive health and

¹ Chief Administrative Officer is the Mayor, Town Manager, Town Administrator, or other municipal office designated to be the chief administrative officer under the provisions of a local charter.

wellness facility." It concludes that the board will "work with you to ensure that the many practices you have proposed, including comprehensive security protocols, strict inventory management controls, diversion prevention, and the provision of high quality medicine, are provided to patients in Norwood."

The favorable correspondence from the board of selectmen in Norwood followed a comprehensive presentation by the entire AWCC team at an October 29, 2013 public hearing. During that presentation, AWCC offered a detailed overview for its plans on University Avenue. The hearing was televised live on local public television and reported by the local press. Members of the board of selectmen queried AWCC on the plans. There were positive supportive comments for AWCC's strong attention to security protocols and the professionalism of its security team and advisors. The board was pleased that the facility would continue to remain on the property tax rolls as no request for abatement or reduction was requested. There was also a very favorable reception to the proposal for new jobs to be created at AWCC. The organization has made it a priority to hire qualified applicants with special consideration given to Norwood residents.

Following the hearing, board members voted to study the issue for a week and reconvene on November 5, 2013 for further deliberation. At the November 5th meeting, the full board voted in favor of sending the letter of non-opposition to AWCC for inclusion in this application.

AWCC also received a letter of full support from an individual member of the board of selectmen, Helen Donohue. Selectwomen Donohue's November 14th correspondence to AWCC President Jonathan Waxman indicated that his organization's presentation to the board of selectmen was "exceptionally informative." She further stated in her letter, "I appreciate that you have gone to great lengths to select a location like 625 University Avenue, which is located in an industrial zone and well away from any residential areas." The letter also stated, "I support your plan to dispense, cultivate, and process medical cannabis for patients licensed by the Massachusetts Department of Public Health for this treatment option." Selectwoman Donohue's letter is a reflection of the dedicated efforts undertaken by AWCC to win local support in Norwood.

The work to gain support in Norwood began well before the Phase 2 application period with the DPH began. Representatives of AWCC had numerous conversations with elected officials and leaders in Norwood about the prospect of locating a RMD in the town. These initial talks were the basis for the site selection on University Avenue. University Avenue is a location that is extremely accessible for prospective patients, but well removed from the congested downtown area. Nearly all interested parties and elected officials that offered suggestions on a site favored the University Avenue location because it is not in a residential zone and is well away from a school or other sensitive use. In fact, Norwood's Police Chief William Brooks discussed this very issue during a November 5, 2013 meeting of the board of selectmen. In his public remarks, Chief Brooks indicated that a RMD with too central a location where children would be constantly reminded of the activity was a concern. He illustrated his point by mentioning dispensaries in other states that are located in congested downtown areas or storefronts. AWCC is proud that its proposed location does not seemingly meet the location concerns of the Police Chief or the many other elected officials who were supportive of the location.

The issue of convenience for potential patients frequently came up in public forums and private meetings with Norwood leaders. There is a widespread recognition that Norwood is a highly sought after location for businesses in Massachusetts to call home. Members of the board of selectmen, including Chairman Plasko indicated this notion when offering his thoughts at a November 5th public meeting. When talking about the issue of geographic locations of RMDs throughout MA, he said it is "very likely

one of these (RMDs) is going to come to Norwood.” AWCC selected Norwood for its accessibility and convenience to patients, a point that has continually been affirmed by leaders throughout the town.

The favorable response from local leaders was manifested in extensive efforts to speak with area patients, physicians, medical groups, and local residents about the proposed project. AWCC has conducted outreach to many in the community about the medical benefits of cannabis. This open communication has gained further support for AWCC in the Norwood area, augmenting the efforts to gain understanding and support from local town officials.

AWCC will continue its ongoing dialogue with leaders in Norwood as the Phase 2 application review process unfolds. Buoyed by the positive sentiments expressed in the letter from the board of selectmen, AWCC looks forward to the opportunity to be a responsible, contributing new business in the town. Norwood’s planning board is undergoing work to finalize the issue of zoning for RMDs, a process that is anticipated to be done in early 2014. AWCC is excited at the potential for the zoning issues to be finalized in a timeframe that corresponds with completion of the Phase 2 review process by the DPH.

The efforts undertaken in Norwood to gain local support for AWCC’s project have been meaningful and extensive. The organization has made a priority of operating in a community where it is well received by local leadership. In turn, it will contribute to the economic well being of the town as well as providing a health and wellness service to many local residents. To date, the steps taken by AWCC to outline its vision for a highly secure and complaint operation that focuses on patient education and the provision of quality medicine have been well received. The organization looks forward to continuing this positive momentum in the days and weeks leading up to a decision by the DPH on potential licensure.]

Letter(s), if any, attached as exhibit 5.4

5.5 Provide a summary chart reflecting answers to questions 5.1 -5.4 indicating evidence of local support or non-opposition for cultivation, processing or dispensing activities of the proposed RMD.

Summary chart attached as exhibit 5.5

5.6 Provide a description of the applicant’s plans to ensure that the proposed RMD is or will be compliant with local codes, ordinances, zoning, and bylaws, as well as state requirements for the physical address of the proposed RMD dispensing site and for the physical address of the additional location, if any, where marijuana will be cultivated or processed.

[The Anita W. Compassion Center, Inc. (“AWCC”) is proposing a dispensary and cultivation/processing facility at 625 University Avenue in Norwood. The location adheres to all state requirements regarding location of a RMD. It is not within 500 feet of a school, daycare center, or any facility in which children commonly congregate. The building is located in an industrial zone well away from any residential dwellings.

At the local level, AWCC has been engaged in the local process to establish local zoning for proposed RMDs. Like many communities, Norwood passed a temporary moratorium on dispensaries in the town until proper local regulations could be put in place. The town’s board of selectmen unanimously voted in favor of the creation of a medical marijuana committee to deal with the local issues pertaining to RMD zoning. The committee includes membership from the board of selectmen, the planning board, the town’s health department, and the local police department. The committee has been meeting and will work in conjunction with the town’s planning board which is tasked with creating zoning bylaws for

RMDs in the town. Once the planning board finalizes its recommendations for RMD zoning, the issue will be approved at a future Town Meeting.

Representatives from AWCC have had discussions with town officials on the issue of zoning. The discussions have revealed a planned process for the planning board to complete its recommendation on the appropriate area for zoning a RMD. AWCC's location at 625 University Avenue is well regarded because it is located in an industrial zone away from residences and places where children congregate. There is sentiment in the town that the planning board will finalize its work on the zoning bylaws towards the end of 2013 or the very beginning of 2014.

AWCC is comforted by the correspondence it received from the Norwood board of selectmen indicating that its location was an "appropriate setting." The appropriateness of University Avenue has been a constant refrain in all discussion with municipal leaders and residents of the Norwood. AWCC looks forward to the finalization of the zoning bylaws in the coming days.]

5.7 Describe the applicant's plan to continue to develop and maintain a positive relationship in each community in which the RMD is/will be located.

[Developing a positive relationship with the Town of Norwood is a top priority of the Anita W. Compassion Center, Inc, ("AWCC"). The leadership of the organization has gone to great lengths to speak with residents and leaders in the town about its plans for a RMD that is removed from the congestion and congregation of individuals in the downtown area. AWCC's facility is planned in an industrial zone at 625 University Avenue, well away from any residential areas or places where children and families congregate. The decision to locate on University Avenue was made for this specific reason. Most town residents and officials approved on the concept of a facility to help those who are sick, but many raised concerns about locating in a congested area. In public testimony at a November 4, 2013 Board of Selectmen meeting, Norwood Police Chief William Brooks touched on this very issue. He indicated his concern about RMDs with overt storefronts similar to those that are prevalent in other states. He went on to note that a RMD with too central a location where children would be constantly reminded of the activity was a concern. Because AWCC is far removed from the downtown storefronts and not in an area that is congested and passed by children, we believe we are following the directive and wishes of those in Norwood. It all speaks to the organization's ongoing commitment to maintain a positive relationship with the town.

The President of AWCC, Jonathan Waxman, has longstanding ties to Norwood as well. He owned a retail telecommunication business in the town that was very successful. During his tenure in Norwood, Mr. Waxman made a specific point of supporting local charitable organization and youth groups. The commitment Mr. Waxman made when he owned his prior business in Norwood will continue with the AWCC. He plans to support a full complement of area charitable organizations, youth groups, sports teams, and any other organization that needs assistance in Norwood. This type of outreach is integral to AWCC being accepted within its host community, and is a commitment that will be upheld by its leadership.

Along with philanthropic support, AWCC will be located in a building that pays 100% of its local tax obligations. The location will continue to contribute to Norwood in the form of local property taxes and fees. The payments will be made even though AWCC enjoys not-for-profit status. Into the future, AWCC will maintain an open and direct dialogue with town leaders to assist with further support if so desired.

Along with outright financial support, AWCC believes its commitment to its host community requires ongoing proactive communication. The facility will be staffed 24 hours a day with highly trained safety and security professionals, most with prior law enforcement experience. The security team will engage in ongoing communication and talks with local police to ensure that there are no instances of concern. Local police and fire personnel will be invited to the facility for regular updates and tours to increase familiarity with the operation. The facility will perform regular outreach for community groups to apprise them of the activities taking place in the center, and the security team will have regular contact with the local police departments on issues pertaining to the facility and its surrounding area. AWCC's security efforts are headed by James E. Griffin, a retired RI State Trooper with extensive law enforcement and private security experience. Mr. Griffin and his team have already begun outreach and communication with law enforcement officials in Norwood, and will continue as a regular course of business.

The Town of Norwood also happens to be a hub a medical activity, with the highly regarded Norwood Hospital nearby and numerous physician office buildings. AWCC plans to conduct outreach efforts to the wider medical community in and around Norwood about its operation and the health and wellness benefits of cannabis. Led by COO Elizabeth Dost, RN, patient education and outreach efforts will be a regular occurrence, providing the people of the host community a better understanding of the facility and its mission.

Along with outreach and patient education efforts, AWCC will continue to take part in Norwood town government. Members of the AWCC team have been actively engaged with town leaders on its proposal, and the organization plans to continue direct communication with local government throughout the review process. AWCC understands that a key to its success is gaining the support of local officials. Participating in town government will be a priority of the organization.

The economic development benefits of the AWCC project are another way the organization will maintain a positive relationship with the community. The dispensary and cultivation/processing functions of the facility will create new jobs in the community. AWCC will make it a priority to find qualified residents of Norwood for these positions. Job fairs and outreach to the community will be held, and the Norwood community will be actively sought out to be a part of the organization.

Having a positive relationship with the town of Norwood is a top priority of AWCC. The board and executive leadership understand the importance of being a good neighbor and having a positive impact on the local landscape. Through the commitment of local property taxes and fees, ongoing communication with local law enforcement, education programs for the community, participation in local government, and the creation of new jobs, AWCC is certain to foster a positive relationship with the town.]

- 5.8 Provide a description of the proposed enclosed, locked facility that would be used for the cultivation and/or processing of marijuana, including steps to ensure that marijuana production is not visible from the street or other public areas. Note that the security plan will be reviewed as a component of the provisional inspection process.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]



[REDACTED]

5.9 Describe how the facility's security plan will help deter and prevent unauthorized entrance into areas containing marijuana and/or MIPs and theft of marijuana and/or MIPs at the proposed RMD and the alternate location, if any. Note that the security plan will be reviewed as a component of the provisional inspection process.

[REDACTED]

[REDACTED]

[REDACTED]

6. Staffing Plan and Development

- 6.1 Provide a narrative description of the proposed RMD staffing plan including position description, full time equivalency, and reporting structure. Attach an organizational chart in which you identify all staff and all reporting relationships. If this level of detail is already included in exhibit 1.1, include the same organizational chart in exhibit 6.1.

[The Anita W Compassion Center (“AWCC”) has worked closely with its consulting advisors, Sigal Consulting and the Thomas C. Slater Compassion Center of Providence, RI to develop a staffing plan. The Slater Center is RI’s first non-profit, state-licensed dispensary, serving over 2,000 patients. Based on the guidance offered by the Slater Center on staffing needs, AWCC projects that 27 new staffers are required in the first fiscal year. Hiring will expand to 45 employees by the end of the third fiscal year. Listed below is an outline of the reporting structure and job descriptions.

President: Jonathan Waxman will serve as the President of the organization with responsibility for all facets of the operation, including financial oversight. He is the leader of the executive management team with responsibility for managing all senior managers at the organization. The President is responsible for all departments including all dispensary and cultivation activities. The President will work with its consultant, Sigal Consulting, a company with a proven track record of establishing fiscal controls and finance protocols at non-profit medical cannabis dispensaries. The position also requires significant interaction with the board of directors and all outside groups including state regulators, local government officials, and community groups.

COO: Elizabeth Dost, RN will serve as Chief Operating Officer of AWCC. The COO has direct oversight and management responsibilities for the following departments: Cultivation, Patient Registration, Sales, Processing, and Quality Assurance/Quality Control. All managers in these departments will report directly to the COO and participate in regular staff meetings to discuss operational issues. The COO reports directly to the President.

Director of Operations: Jamie Aufiero will serve as Director of Operations. The position has management responsibility for patient intake/registration, sales, and regulatory compliance, including privacy regulations and HIPAA training for all employees. The Director of Operations reports directly to the COO.

Director of Security: James Griffin is the Director of Security at AWCC. He reports directly to the President and is responsible for all security procedures and staffing at the Norwood site. The position requires interaction and constant communication with state and local law enforcement officials as well as strict adherence to incident reporting requirements.

Director of Cultivation & MIP Production: Alex Liebster will serve as Director of Cultivation and MIP Production. His responsibilities include all cultivation of medical cannabis and oversight of MIP production protocols. The position also manages the following departments: Inventory, Trimming & Packing, and Quality Control/Quality Assurance. The position requires a deep understanding of organic growing techniques, infused product production techniques, and adherence to all state regulations. The Director reports directly to the COO.

Non-management positions are as follows:

Processing Associates – Processing associates work in the Trimming and Packaging Department to prepare medicine for packaging. The associates must understand how to weigh various quantities of products and package according to all regulations. There is a team leader that oversees the associates

and is responsible for entry of all items into the inventory control system at the facility. There will be 5 processing associates at AWCC and one team leader.

Security Officers – Security officers report directly to the Director of Security. They are responsible for safety and security of patients, agents, and employees of the facility. This position requires work coverage 24 hours per day, seven days per week. AWCC will contract with an outside security company for security officer staffing. There are 18 full time equivalent positions for security officers. AWCC will directly employ 2 security team leaders.

Cultivators – Cultivators report to the Director of Cultivation & MIP Production and are responsible for all growing techniques at AWCC. The position requires a deep understanding of organic farming and indoor cultivation. Initially, there will be 6 full time equivalent cultivators on staff.

Patient Advisors – Patient advisors work directly with all patients or registered caregivers that are purchasing medicine at the facility. These individuals are highly skilled on all aspects of medical cannabis and the appropriate ingestion methods. There will be 4 full time equivalent patient advisors on staff at the facility.

Registration/Patient Intake Associates – These individuals are trained to follow all regulations for allowing entry into the facility, verification procedures in the organization’s patient database, and answering general questions or concerns of licensed patients. There will be 2 full time equivalent intake associates at the facility.

MIP Production Associates – MIP production associates are trained to follow all state guidelines for production of MIPs in concert with proper food safety and handling regulations, reporting to the Director of Cultivation & MIP Production. Workers in these positions are skilled at production of edible or baked products that are infused with cannabis. The center will employ 2 full time equivalents at MIP production associates.]

Organizational chart attached as exhibit 6.1

- 6.2 Explain the hiring plan for the RMD staff by role, including qualifications and experience by position description. Include a description of the applicant’s process to complete a Criminal Offender Record Information (CORI) check on each staff member working at the RMD at hire and on an ongoing basis.

[The Anita W. Compassion Center (“AWCC”) has developed a strong executive management team that is prepared to develop the project upon approval from the DPH. The leadership team will work together to hire all the additional staffers needed for all departments in the facility. This process will be overseen by the Chief Operating Officer, Elizabeth Dost, RN.

The hiring process will begin with a call for all interested prospective employees to forward resumes to AWCC. Recruitment will take place through the organization’s website, social media pages, and announcements in local publications in and around the greater Norwood community. AWCC is committed to hiring qualified individuals to staff the facility, with a goal of having as diverse an employee roster as possible. The leadership of the organization has placed a premium on finding qualified candidates from its host community.

The positions that require immediate staffing involve those working in cultivation. AWCC will hire experienced cultivators to work in the facility. Qualifications for the position require an understanding of organic farming and organic growing techniques, knowledge of indoor cultivation, awareness of

different growing modalities for achieving maximum plant yields, and a scientific understanding of all factors that contribute to plant growth. Cultivators will be expected to tend to all plants from the moment of germination through the entire life cycle. They will be involved in providing nutrients and hydration for the plants along with making all adjustments to ensure maximum quality and yield. Candidates with a horticultural background are preferred for these positions, but those with an understanding of cannabis cultivation will be given due consideration.

Staffers for who work at the retail counter of the facility are called patient advocates. They will be recruited throughout the build-out process and hired one month prior to the facility's opening. Extensive training on inventory tracking systems, different types of medicine, patient privacy, cash management, and customer service will take place prior to opening. Qualified applicants for these positions will have an understanding of the cannabis plant and its medical applications. The successful applicants will have a pleasant demeanor that puts the needs of patients first. Prior experience in a customer service or retail setting is preferred but not required.

Prospective employees that work in the facility's trimming, packaging, and processing department are called processing associates. AWCC will seek out candidates that are knowledgeable of cannabis and its medical applications. Training will be provided on the use of scales for all packaging as well as on the facility's inventory control software system. Processing employees must be able to handle cannabis in all forms in preparation for packaging and labeling, and utilize specific protocols for safe handling of all medicine. Ideal candidates will have an understanding of weights and measures, the ability to use a computer, and skills required to cut and trim cannabis flowers.

Staffing the patient intake/patient registration functions of the facility are a priority. Individuals that work at the reception or registration desk are the initial point of contact for all patients. Candidates seeking work as patient intake advisors must have a friendly demeanor and the ability to positively interact with the public. Phone etiquette and excellent communications skills are required for this position. AWCC will train all successful candidates on the use of the facility's patient registration/point of sale software system. Additional training on patient privacy and HIPAA compliance is a vital component of this position. Ideal candidates will have prior experience in customer service preferably in a health care setting. Strong computer skills and an understanding of cannabis and its medical applications are also strongly preferred.

AWCC will also be hiring staffers to work as production associate for marijuana infused products (MIPs). These positions require an understanding of cannabis extraction techniques along with the ability to produce a wide array of infused products. The facility will provide extensive training to MIP production associates on following established recipes and protocols for extraction. These employees will also adhere to strict guidelines for cleanliness, safe food handling practices, and all regulation established by the DPH for MIP production. Ideal candidates will have an understanding of cannabis and its medical applications along with experience as a chef or baker.

Security officers will also be hired to work at AWCC. The organization's security advisors will select candidates that understand security protocols, customer service, and following protocols for all types of emergency situations. Extensive training will be provided to all security officers. Ideal candidates will be those with a law enforcement or security background, preferably retired law enforcement officers.

Before being hired all employees of AWCC must pass a CORI check. The organization will also perform its own second layer of background checks prior to any offer of employment. This check will be



done by a third party vendor and include an NCIC III review. The second layer of review will be overseen by James Griffin, Director of Security at AWCC.]

Proof of enrollment with Department of Criminal Justice Information Systems (DCJIS) to complete CORI checks attached as exhibit 6.2

6.3 Provide a detailed summary of the RMD's personnel policies, including proposed wages, opportunities for advancement, the benefits package, and any employment provision required by law that will be offered to employees. Note that the Department will review the RMD's personnel policies as a component of the provisional inspection process.

[The Anita W. Compassion Center ("AWCC") has established an employee handbook with personnel policies for the organization. Each employee will be give a copy of the employee handbook when hired, and the contents of all employment policies including wages, benefits, and work rules are covered during mandatory employee orientation.

Personnel policies at AWCC begin with an overview in the employee handbook of the way the organization works. Topics covered in this section include a statement that the facility is an equal opportunity employer, an overview of the Americans with Disabilities Act, and a statement that harassment and sexual harassment are prohibited. Definitions of employment terms including categories of employment (full-time, part time, hourly, exempt status) and contact information for all personnel requests is provided.

The personnel policy requires all employees to accurately report their hours worked on the time clock. Time must be recorded immediately before the start of each shift and immediately after finishing work. Employees will be paid on every other Friday. In the event payday is a holiday, they will be paid on the day prior to the holiday. Direct deposit of pay is available for employees upon request. Performance reviews for each employee will be scheduled annually and conducted by the direct manager of the employee. Job descriptions are written for every position at AWCC and are provided to employees when they are hired and retained in their personnel file.

The organization has developed a comprehensive employee benefits program to supplement regular wages. Recognized holidays include New Years Day, Thanksgiving, and Christmas Day as days off. AWCC also recognizes that some employees may need certain religious and cultural holidays off. These requests are administered by the organization's management. Employees who are required to fulfill military obligations will be given the necessary time off and be reinstated upon completion of their duty. Bereavement leave and leaves of absence under special circumstances are allowed and overseen by the organization's management. Health insurance benefits will be available for all full-time employees within 30 days of employment. The employer contribution to the health insurance coverage will be at least 70% of the cost of the coverage. AWCC encourages its employees to grow professionally, offering opportunities for advancement throughout the organization. Training programs, mentoring, and education will be utilized to promote the advancement agenda of its existing employees.

Employees at AWCC are expected to be punctual and arrive at work on time. Meal times and breaks are provided in 30 minute periods for all employees. Ten minute breaks are also offered for every four hours worked. Employees are expected to maintain proper standards of conduct at all times so that no behavior interferes with the orderly operation of their department. Disciplinary actions including verbal warnings, written warnings, suspension, or termination are established policies of the organization in the event that standards of conduct are not upheld.

Personnel policies require all employees to take responsibility for safety throughout the workplace. Safety can only be achieved through teamwork in the organization. Each employee must practice safety awareness by thinking defensively, anticipating unsafe situations and reporting unsafe conditions immediately. The following safety precautions are in place:

1. Employees must notify managers of any emergency situation
2. The use of alcoholic beverages and illegal substances during working hours is strictly prohibited
3. Use of all machines and equipment is only allowed if employees are properly trained and qualified
4. Proper lifting procedures must be followed
5. Awareness of locations, contents, and use of first aid and firefighting equipment is required
6. Compliance with all OSHA standards and other job safety standards is required.

Proposed wages within the organization vary depending on job category and employment status. Non executive management positions are structured as follows: Patients advocates are compensated at an hourly rate averaging \$12 per hour depending on experience and skills. Processing associates are compensated at an hourly rate averaging \$12 per hour. Cultivators are compensated at an hourly rate averaging \$12 per hour. MIP production associates are compensated at an hourly rate averaging \$12 per hour. Security officers are selected and trained by AWCC but compensated by a third-party private security firm. Registration/patient intake associates are compensated at an hourly rate averaging \$12 per hour. Compensation for managers and team leaders varies by position and level of responsibility. AWCC is committed to hiring qualified personnel with appropriate skills to help the organization succeed. Managers and team leaders are compensated at an average hourly rate of \$18 per hour depending on skill and level of responsibility. Compensation for executive managers will vary widely depending on positions and level of responsibility. AWCC plans to provide compensation to these executives in line with average salaries of existing not-for-profit organizations of similar size in Massachusetts.]

6.4 If known at the time of submission, provide the name and the role/title of each dispensary agent that the proposed RMD intends to employ. If the identity of dispensary agents is unknown at the time of application, indicate N/A.

Completed list of known RMD staff attached as exhibit 6.4

6.5 Describe the applicant's staff development plan, including a detailed description of all proposed training(s) for dispensary agents.

[Creating a culture where employees and agents of the Anita W. Compassion Center ("AWCC") are constantly learning and realizing professional advancement is a core goal of the organization. Our leadership looks to foster a work environment where all members of the team can learn more about the emerging medical cannabis industry with specific trainings on how an exceptionally compliant RMD is run.

The most important training that all employees and agents must complete involves the issue of privacy. AWCC is a facility that provides medicine to licensed patients with an array of health conditions. Given the medical nature of the business, it is important that all staff members understand provisions for maintaining patient confidentiality. Once hired, all employees and agents will be given an overview presentation on the Health Insurance Portability and Accountability Act of 1996 ("HIPAA"). The presentation focuses specifically on the Act's Privacy Rule. Employees will gain a deep understanding of the Privacy Rule and what is considered to be Protected Health Information. The training regarding HIPAA compliance is completed by each employee completing a mandatory multiple choice test on all



issues related to patient privacy. Because privacy is an ongoing concern, an annual in-service training on HIPAA compliance will be mandated for each employee.

Trainings for dispensary agents will be available for each department throughout the facility. AWCC will encourage employees from different departments to learn and be trained on policies and procedures for other departments. The trainings include the following:

Inventory Operations

Employees will be provided an operations manual on all aspects of the Inventory Department. Trainers from AWCC will assist trainees with coaching and direction on departmental issues. A workbook that includes a departmental overview, departmental codes and forms, information on grades, packaging, racks, disposal, radio procedures, opening duties, and closing duties will be given to each employee. The training will culminate in a quiz on all inventory department issues that will be scored and retained in each employee's employment file.

Members Services Operations

Employees will be provided an operations manual on all aspects of the Member Services Department. Trainers from AWCC will assist trainees with coaching and direction on departmental issues. A workbook that includes a departmental overview, reception procedures, dissemination of information, telephone etiquette, check-in procedures, point-of-sale system training, and closing duties will be given to each employee. The training will culminate in a quiz on all member services department issues that will be scored and retained in each employee's employment file.

Sales Department Operations

Employees will be provided an operations manual on all aspects of the Sales Department. Trainers from AWCC will assist trainees with coaching and direction on departmental issues. A workbook that includes a departmental overview, product knowledge, workstation observation, point of sale system training, 5 steps of a sale training, sales floor procedures, opening procedures, and closing procedures will be given to each employee. The training will culminate in a quiz on all sales department issues that will be scored and retained in each employee's employment file.

Processing Operations

Employees will be provided an operations manual on all aspects of the Processing Department. Trainers from AWCC will assist trainees with coaching and direction on departmental issues. A workbook that includes a departmental overview, bulk handling procedures, labeling, point of sale system training, packaging, bar-code scans, and closing duties will be given to each employee. The training will culminate in a quiz on all processing department issues that will be scored and retained in each employee's employment file.

Security & Safety Operations

Employees will be provided an operations manual on all aspects of the Safety & Security Department. Trainers from AWCC will assist trainees with coaching and direction on departmental issues. A workbook that includes a departmental overview, parking lot observations, rover observations, sales floor observations, control center protocols, radio procedures, and opening and closing duties will be given to each employee. The training will culminate in a quiz on all safety and security department issues that will be scored and retained in each employee's employment file.

Cultivation Operations

Employees will be provided an operations manual on all aspects of the Cultivation Department. Trainers from AWCC will assist trainees with coaching and direction on departmental issues. A workbook that includes a departmental overview, organic growing procedures, nutrients, watering, harvesting, drying and curing, and opening and closing procedures. The training will culminate in a quiz on all cultivation department issues that will be scored and retained in each employee's employment file.

Staff development is a priority for the leadership and board at AWCC. The organization believes that a strong correlation exists between a well-trained staff that receives ongoing training and opportunities for advancement, and a satisfied patient base. The departmental trainings listed above along with a strong emphasis on privacy issues will foster an environment of excellence that licensed patients will appreciate.]

7. Operations and Programmatic Response Requirements

- 7.1 Explain the RMD start-up timeline, including evidence that the RMD will be ready to dispense within that proposed timeline if the RMD receives a provisional certificate of registration by the Department. The timeline must detail, by location, the start up period, including key benchmarks, leading up to the Department's final inspection.

[The Anita W. Compassion Center worked with its consultants, Sigal Consulting and the Thomas C. Slater Compassion Center of Providence, RI to develop the start-up timeline for the operation. The Slater Center is RI's first non-profit state-licensed medical cannabis dispensary serving over 2,000 patients. That facility was developed in late 2012 with an opening in April of this year. The start-up period of the Slater Center provides a roadmap that can be replicated by AWCC. The timeline explained below includes construction of the dispensary and cultivation/processing facilities at 625 University Avenue in Norwood. Construction on these areas will take place concurrently. The organization anticipates an opening date of August 13, 2014.

The start-up timeline anticipates the DPH will announce that AWCC's application for operation of an RMD was approved on January 31, 2014. Once this designation is received, an immediate implementation team will commence the build-out process on the cultivation and dispensary areas of the building. Initial planning and design work on both areas will immediately be presented to the DPH for approval. Contractors and sub-contractors have already been approved and are prepared to begin construction. Building permits in Norwood will be sought and demolition work will begin in early February, 2014. With permits in hand, rough electrical plumbing, HVAC, framing, security systems, and installation of data and voice systems will begin at the building. Construction will continue through mid April, 2014 with all final work completed on the dispensary section and the cultivation section. Final inspections and approval for a provisional certificate of registration will be sought by April 25, 2014.

Key benchmarks in the construction process include timely approval of architectural plans for the cultivation and dispensary sections by the DPH and the town of Norwood. These approvals are anticipated in early February, 2014. Starting the rough electrical and plumbing for the security command center at the cultivation section in mid March, 2014 is another key benchmark in the construction schedule. Full-time security personnel will be at the cultivation section once provisional certification is awarded by the DPH. It is important to have the facility finalized without delay. To meet construction deadlines, another key benchmark involves the beginning of rough framing within the dispensary building. This is scheduled for March 17, 2014. Commencement of rough framing will dictate the ultimate completion date of the construction project. Completion of electrical and plumbing in the security control center of the cultivation is a key benchmark scheduled for the end of March, 2014. Again, it is imperative that the security facility be fully prepared for cultivation activities to begin. The

final key benchmarks in the construction timetable are set for April 25, 2014. This is the date when construction will be completed at the building and ready for provisional certification approval by the DPH. Note: AWCC has assigned a risk level of "high" to each of these benchmarks, the strongest level of importance to ensuring the project's completion.

With provisional certification in hand, AWCC will immediately begin the cultivation of medicine. The initial crop is scheduled for harvest on August 1, 2014. A detailed overview of the full cultivation schedule is included in exhibit 7.1. Key benchmarks of the cultivation schedule include germination of seeds on April 29th, the start of the flowering phase of growth for the initial crop on June 16th, harvesting of the initial crop on August 1st, laboratory testing of the initial crop on August 11th, and commencement of packaging/labeling of medicine on August 9th. AWCC will hire its cultivation team in advance of the initial crop, with initial recruitment taking place in early April, 2014.

All computer systems, inventory control software, point-of-sale software, computer terminals, barcode scanners, and data servers will be installed and ready for operation by July 12th. One month prior to opening, AWCC will offer employment to non-management staff working the retail counter, registration desk, security, trimming and packing department, and the MIP production center. Staff training, privacy training and HIPAA compliance training will be completed one week prior to the facility opening. Outreach to potential patients and coordination with the DPH will continue throughout the entire start-up timeline to ensure the project's viability.]

Start-up timeline with clear benchmarks and dates attached as exhibit 7.1

7.2 Provide a detailed summary of the year-one operating plan, including key business check-in points over the year that will inform business practice improvements.

[The Anita W. Compassion Center's ("AWCC") has developed a year one operating plan in conjunction with its industry advisors, Sigal Consulting and the Thomas C. Slater Compassion Center in RI. The first year operating plan includes three cycles:

1. Achieving a steady pool of patients
2. Adherence to production schedules for cultivation and infused products
3. Ongoing excellence.

The organization recognizes that acquiring a base of initial patients is integral to the operation's success. AWCC has developed reasonable assumptions with clear monthly goals for patient counts. These counts impact revenues and expenses of the operation, and will be monitored daily by the leadership team and weekly at staff meetings. If volume is not in line projections, AWCC will undertake enhanced outreach efforts and targeted marketing to potential patients. Ensuring that patient volume is met is a primary tenet of the year one operating plan.

Streamlined and efficient cultivation operations are the second facet of the year one operating plan. Because the facility must grow everything it provides to patients, a premium is placed on ensuring there are no disruptions in the supply chain. Cultivation team members and leaders will meet daily to discuss issues related to crops. The key check-in point in this business unit involves the initial crop of medicine. It is imperative that all steps in the timeline are met so the August opening is maintained. Deep interaction between the cultivation team and the organization's operations consultants from the Slater Compassion Center is essential to ensure a timely and perpetual harvest.

The third facet of the year one operating plan involves operational excellence. AWCC seeks to be the preferred RMD for resident of Norfolk County and surrounding communities. To achieve this, all employees and staff must convey a true sense of compassion and provide exceptional customer service to all patients. AWCC will have weekly meeting of each business unit including employees from cultivation, packaging, marketing, security, merchandising, and sales. Team leaders and managers will be set and those managers will also meet weekly to review all aspects of the operations, patient satisfaction, regulatory compliance, and law enforcement issues.

All the data and reporting will be reviewed daily by management and weekly by experienced operational consultants and advisors. Key data points, targets, thresholds will be developed as a base or norm. Any deviation off of norm will be earmarked and reviewed immediately. Any serious issue of the operations or the security will be immediately brought to the Board of Directors for action.

The experience and improvements our team's consultants learned at the Slater Compassion Center will be implemented in Norwood. The team will meet every two months to review how the facility is performing in all aspects of its operations. The team will also review the programs and educations being done in the town and things done to promote health and wellness to the community. Improvements will be a constant agenda item. Operational excellence and security are the two top priorities as this facility provides the community with the best health care for its licensed patients.]

- 7.3 Describe the applicant's knowledge of (and experience with) growing methods to be used in the cultivation of medical marijuana. Note that a copy of the marijuana cultivation and management plan will be reviewed as a component of the provisional inspection process.

[The Anita W. Compassion Center ("AWCC") has engaged as its cultivation consultants Sigal Consulting and the Slater Compassion Center in Providence, two organizations with extensive experience in dispensary operations and deep expertise in indoor cultivation. The Director of Cultivation at AWCC is Alex Liebster, the Associate Director of Cultivation at the Slater Center. The cultivation staff at the Slater Center in Providence, the first non-profit state licensed facility in RI, has over 50 years of combined experience in the cultivation of various strains of medical cannabis. These growers are well versed in many disciplines of cultivation, including soil grown, hydroponic, aeroponic and hydro-organic cultivation. AWCC will utilize Mr. Liebster's proven, cutting edge techniques and equipment to produce many strains of high quality medical cannabis in a clean, efficient manner.

Through its Director of Cultivation and consulting partners, AWCC has access to a wealth of knowledge in design, build-out and management of high yield indoor gardens. The implementation of best practices coupled with high efficiency growing techniques will result in maximum yield per plant, reducing the need for extremely high plant counts and the consumption of resources and manpower associated with traditional large scale cultivation. Reducing the organization's carbon footprint, waste of resources, and additional labor costs associated with typical large scale cultivation translates into better efficiency and more affordable medicine for patients. Yields as high as one gram per watt of light are currently being achieved by Mr. Liebster at the Slater Center, resulting in more medicine from fewer plants. This, in turn, reduces the space needed for cultivation, producing savings on labor and utilities. It also ultimately leads to more efficient cultivation.

All medicine grown at AWCC will be grown utilizing organic fertilizers and pest control products. No toxic pesticides will ever be introduced to plants at the facility. Instead, OMRI certified, plant based products will be used to prevent crop failure due to the presence of garden pests such as spider mites, aphids, white flies, fungus gnats, etc. Pest control will be achieved by weekly application of OMRI

certified, non toxic plant based products. Prevention of mold and other biological contaminants will be achieved through proper environmental control of the grow rooms, as well as air filtration and air movement.

The grow rooms at AWCC will utilize T-5 florescent, High Intensity Metal Halide and High Pressure Sodium lighting to replicate the natural light of the sun. Carbon dioxide enrichment will be employed to increase photosynthesis and improve yield. HEPA filtration in the rooms will eliminate mold spores, preventing mold growth on growing plants. Air cooled lights will help keep temperatures in the optimal range to ensure an ideal environment for cannabis to grow. Environmental control is paramount to achieving the highest quality and potency of medicine. Temperature, humidity and carbon dioxide levels will be constantly monitored and controlled in real time. This guarantees the plants are grown from clone to harvest in ideal surroundings for cannabis. This translates to improved yield per plant, quality and potency of the finished medicine.

All air exhausted from the building will be carbon filtered and/or treated with ozone to eliminate any telltale odors from escaping the building. This is done so as to not draw unwelcome attention to the facility, and in the spirit of being a responsible neighbor in Norwood. The facility will strive to be as discrete as possible to avoid cultivation activities being discovered by those on the outside.

The cultivation department will meet projected patient needs at opening, and be scalable so as to meet the growing need for medicine as patient counts increase. Quality, safety and effectiveness will always be paramount. All medicine cultivated at the facility will be thoroughly vetted both in-house and through third party lab analysis before being dispensed to patients. Strains with great medicinal benefit will be grown utilizing best practices to ensure the highest quality. Proven, real world techniques honed in cutting edge grow rooms will be employed to maximize efficiency and guarantee timely harvests. These methodologies learned and perfected by Mr. Liebster and the cultivation experts at the Slater Center will be put into practice by the cultivation department of AWCC.

Cultivation will be done in a “perpetual” harvest, ensuring a steady, manageable supply of medicine for our registered patients. Limiting the amount of plants grown per week will also enhance flexibility in strain selection, meaning strains can be more easily added or deleted depending on patient demand. This increases genetic variety available to patients, and reduces the attenuation of effectiveness sometimes seen in patients using the same strains of cannabis for extended periods of time. Through its Cultivation Director and consultants, AWCC will also have access to a knowledge base of strains and the symptoms/illnesses they effectively treat. This will eliminate the “trial and error” many patients must experience before finding the best strain to treat their particular conditions.

AWCC believes that the knowledge and experience of its cultivation team will allow for the production of fully organic, safe and effective medicine for patients. Best practices employed from clone to harvest will dramatically increase the quality and medical effectiveness of medicine, while eliminating the possibility of crop failure.]

- 7.4 Describe steps that will be taken to ensure the quality of the medical marijuana, including purity and consistency of dose and the presence of potential contaminants. Include a description of the testing process and frequency, quality standards, and plans to engage with a lab to conduct the testing. Note that a copy of the RMD’s quality control plan will be reviewed as a component of the provisional inspection process.

[The Anita W. Compassion Center (“AWCC”) is fortunate to have a Director of Cultivation with extensive experience in all quality issues involving medicine. AWCC has also engaged Sigal Consulting

and its aligned medical cannabis dispensary, the Slater Compassion Center in Providence, to assist with quality control and quality assurance of all medicine. Mr. Liebster and the cultivators at the Slater Center enjoy over 50 years of experience with indoor cultivation techniques, and the protocols they have established for quality, purity, consistency of dose, and independent laboratory analysis. These protocols can be replicated to ensure that patients are receiving the highest quality medical grade cannabis.

Quality control is of utmost importance for all cannabis and cannabis-based medicines. Testing each crop of harvested medicine for both potency and biological and chemical contaminants ensure that the medicine dispensed to registered patients is safe and medically effective. The testing process that will be utilized is scientifically valid and proven.

Utilizing proven cultivation techniques is the most important factor to ensure the quality and safety of medicine. Cannabis can be a suitable host for mold growth if grown in an environment that is conducive for mold to thrive. All cultivation rooms at AWCC will be climate controlled to prevent relative humidity from rising above 50%. Air conditioning and dehumidification will keep humidity levels stable at 50%. HEPA filters will be employed to remove airborne mold spores that could contact growing cannabis flowers and amplify through the ambient moisture in the air. These measures will prohibit mold growth on all growing plants.

Once plants are harvested, they will be transported to climate controlled drying and curing rooms. Here too, environmental control is paramount to eliminate the possibility of microbial growth. Once the drying/curing process is complete, visual inspection will be performed by AWCC staff under a microscope at 150x magnification to ensure finished flowers are free of biological contaminants. Once the medicine has passed this initial inspection, samples of each strain will be packaged for gas chromatography testing by an ISO certified laboratory for a second microbiological screening and potency testing. Potency testing includes identifying the percentage of tetrahydrocannabinol (THC) and cannabidiol (CBD), two important components of the cannabis plant. AWCC is planning to utilize the services of Know Your Grow Laboratories, a testing laboratory located in Massachusetts.

Cannabis concentrates will be tested for potency, as well as volatile organic compounds (VOCs). VOCs could have a negative impact on the health of patients who ingest them. Edible cannabis products produced by AWCC will also be tested for potency and any biological contaminants. All marijuana infused products will be analyzed by the independent laboratory using high pressure liquid chromatography (HPLC) rather than gas chromatography. HPLC is a methodology that allows for greater insight into the chemical makeup of edible medicines.

Know Your Grow Laboratories will provide reports to AWCC on its analysis of all tested materials. The reports will outline whether the medicine or products are safe for patient use. Any medicine that is deemed unsafe due to biological or chemical contamination will be destroyed by AWCC in compliance with CMR 725.105(J). All medicine deemed safe for consumption by licensed patients will be packaged with potency information clearly indicated on each package.

Potency information is imperative to aid patients in selecting strains/forms of medicine to best suit their needs. The staff at AWCC will recommend the proper ingestion method and dose that is suitable for a patient's condition. The extensive quality assurance and quality control steps listed above will ensure that the quality, purity, and consistency of medicine at AWCC is unmatched.]

7.5 Describe the applicant's plan to dispose of excess or damaged plants or products, including security and plans to avoid diversion. Note that a copy of the RMD's marijuana disposal plan will be reviewed as a component of the provisional inspection process.

[The Anita W. Compassion Center ("AWCC") takes the issue of disposal of damaged medicine quite seriously. It has developed protocols for the disposal of excess or contaminated marijuana in conjunction with its operational consultant, Sigal Consulting. The protocol was developed by Raymond S. White of Sigal Consulting, the retired Deputy Superintendent of the Rhode Island State Police. This protocol follows the guidelines set forth in regulation. It will be overseen at AWCC by Director of Security James Griffin. There is also a heavy reliance on strict record keeping and proper handling to ensure there is no diversion.

All waste, including waste composed of or containing finished marijuana and MIPs, will be stored, secured, managed, and disposed of in accordance with CMR 725.105(J) as well as all other state and local statutes, ordinances, and regulations. Liquid waste containing marijuana or by-products of marijuana processing will be diluted with water and disposed of in a designated sink within the facility. None of the material disposed of in such a manner will contain any toxic pollutants, including those listed in 314 CMR 3.17. Solid waste material containing marijuana or by-products of marijuana processing will be ground and incorporated with organic materials as defined in 310 CMR 16.02, including but not limited to food material, soil, and biodegradable paper, in such a way that the resulting mixture renders the marijuana waste unusable. Less than 50% of the resulting mixture will be medical marijuana or by-products of marijuana processing. The resulting mixture will then be either composted at the facility in a manner that is compliant with the requirements of 310 CMR 16.00 or disposed of in a solid waste management facility that holds a valid permit issued by the Department of Environmental Protection. When marijuana or MIPs are disposed of, AWCC will create and maintain a written record of the date, the type and the quantity disposed of, the manner of disposal, and the persons present during the disposal, with their signatures. The disposal records will be kept for at least two years. AWCC will also accept at no charge unused, excess, or contaminated marijuana from any registered qualifying patient or personal caregiver. It will then destroy the medical marijuana in the manner described above and will maintain a written record of such disposal, which will include the name of the supplying registered qualifying patient or personal caregiver if applicable.]

7.6 If the proposed RMD intends to produce MIPs, describe the types and forms of MIPs that the RMD intends to produce, the methods of production (including sanitation and food protection processes), and procedures for labeling, storing, disposing, dispensing, and tracking MIPs. Note that a copy of the MIPs production plan will be reviewed as a component of the provisional inspection process. If the RMD does not plan to produce MIPs, indicate N/A.

[The Anita W. Compassion Center ("AWCC") will produce marijuana infused products (MIPs) for the benefit of its registered patients. The production will be overseen by Alex Liebster, Director of Cultivation & MIP Production. Mr. Liebster is currently the Associate Director of Cultivation and Infused Products at the Thomas C. Slater Compassion Center in Providence, RI. There, Mr. Liebster has developed protocols and procedures for a wide array of infused products. At AWCC, the facility will strictly adhere to all regulation for MIP production as spelled out in 105 CMR 725.105(C). The organization will create many different types of MIPs, including the following:

Topical Ointments (Salves, Balms, Lotions):

These products are effective for the direct application of the beneficial healing compounds in cannabis. Pain relief and muscle relaxation are highlights of topicals, though many restorative, anti-bacterial, anti-spasmodic, and anti-inflammatory benefits have been found by its usage. Topical products are

produced by infusing a carrier oil (typically Coconut, Shea, or Olive Oil) with cannabis essential oil and the addition of other organic and natural herb based nutraceutical or essential oil products such as Tocopherol (vitamin E) or Myrrh Resin, formulated for treatment or relief of specific ailments. Produced in sanitized, stainless steel production pots under thermostatic control, topical products undergo strict QA guidelines of homogeneity and absorbency ability. The concept for topical medicine, is consistency of topical with easily adjustable ratios of THC/CBD cannabinoids for specific symptomatic relief.

Oral/Sub Lingual Tinctures:

Tinctures are generally glycerin or ethanol based medicines, which use the liquid as a carrier of the beneficial cannabis compounds. These can be of varying strength and ratio of THC/CBD allowing tailoring of benefits. The infusions are produced in autoclave sterilized glass containers, using varying amounts of cannabis compounds either in flower or concentrate form in conjunction with heat, agitation or pressure to emulsify the compounds with the carrier solution. Varying vessels of delivery include syringes and amber dropper bottles, all which meet USP standard for protection of light-sensitive liquids.

Baked Goods:

Cannabis medicine in edible form such as a cookie, cake, or cough drop allows patients to medicate with specific dosages of THC/CBD while consuming items typically familiar and pleasant in taste. Prepared by Food Safe certified bakers, the process involves infusing fats which absorb the beneficial compounds, usually butters or oils, and preparing the items as one traditionally would. This allows patients an inconspicuous way of relieving problematic symptoms and offers long lasting relief.

All MIP will be produced in a certified production kitchen that will maintain strict adherence to all sanitary and food safety regulation. All edible MIPs will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 500.000: Good Manufacturing Practices for Food, and with the requirements for food handlers specified in 105 CMR 300.000: Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements. Staff members who produce MIPs will possess a valid food handler's certificate. They will be required to wear gloves and proper attire (i.e. hair nets, aprons, etc.) when entering the production kitchen. To maintain freshness most MIP's (excluding topicals) will be made in small batches, and heat sealed immediately to prevent perishability. All products will be stored properly in a locked vault. Perishable items that require refrigeration will be kept in such an environment until the point of sale. All MIP's that have a shelf life will be disposed of 7-10 days from the born on date, a week before expiration can occur. MIP's requiring disposal destroyed beyond recognition and composted with other non-cannabis waste materials. Disposal of MIPs will be done in accordance with CMR 725.105(J). All batches of MIPs will be tested for purity and potency by an independent laboratory prior to sale.

AWCC has developed procedures for packing and labeling of MIPs to ensure there is no diversion of medicine. Cannabis infused products will be heat-sealed (tamper proof) and accounted for, then placed in opaque packaging. Labeling of all MIPs will follow the guidelines as set forth in 105 CMR 725.105(E)3, with prominent placement on the label for the following warning: "This product has not been analyzed or approved by the FDA. There is limited information on the side effects of using this product, and there may be associated health risks. Do not drive or operate machinery when under the influence of this product. KEEP THIS PRODUCT AWAY FROM CHILDREN." All labels will also include a bar code specifically assigned by AWCC's inventory tracking/point of sale software All items will be scanned and accounted for in the inventory control system and tracked from the moment of production until the moment of sale.]

7.7 Describe the applicant's inventory management program, including seed-to-sale tracking procedures, prevention of diversion, and storage of marijuana products. Note that a copy of the inventory management program policies and procedures will be reviewed as a component of the provisional inspection process.

[The Anita W. Compassion Center, Inc. ("AWCC") will implement inventory controls and systems that are unmatched in the industry. Working with its operational consultant, Sigal Consulting and the Slater Compassion Center in Providence, AWCC will utilize MJ Freeway, a point of sale (POS), inventory, sales, and cultivation management system that is currently in use at the Slater Center in Providence. MJ Freeway was specifically designed for medical cannabis dispensaries. It offers tracking of medicine from "seed to sale," meaning every gram of medicine can be tracked from the moment it is planted to the time it is sold.

MJ Freeway is a powerful business platform that focuses on two specific areas at AWCC. The "GramTacker" system will follow every gram of medicine from seed to sale including shake, evaporated product, wet weights, and even spillage. Because the system so thoroughly tracks all inventory, it will be easy to determine instances of theft or shrinkage. Along with the "GramTracker" system, AWCC will utilize MJ Freeway's "GrowTracker," a system that allows for the management of all cultivation operations. "Grow Tracker" maintains oversight of all plant ingredients, harvest scheduling, strain performance, and ratios.

The point of sale system from MJ Freeway allows AWCC to create a thorough inventory management environment. The system records all inventory to the fraction of a gram. There are unlimited inventory categories, allowing for quick and easy addition of new items and product lines. All marijuana will initially be recorded in bulk quantities and then converted to individual items like specific quantities of medicine or infused products. The system allows the ability to follow and sort products by a nearly infinite number of custom attributes, ensuring that every single item and quantity is counted.

Once bulk items and individual items are included in the inventory control system, bar codes will be generated with appropriate labels. The labels will conform with all state regulations and include appropriate information on the type of medicine, quantity, laboratory test results, and space for the name of the registered patient. The inventory control system includes specific fields for AWCC staff to populate including name of product, description, cost, retail price, expiration date, image, attributes specific to the product, barcodes, notes, and quality/condition.

Administration of the inventory control system is streamlined with the MJ Freeway system. Every transaction has a virtual paper trail, allowing AWCC to see the time and date for every transaction as well as which staff member performed it. User levels are built into the system as a security measure to limit access to the system's full capabilities. Reports covering sales, inventory, and patient transaction are readily available to the staff as well as any regulator upon request. Backup data servers will be in place to ensure that records are maintained and not lost.

Diversion Prevention:

AWCC recognizes that diversion of medicine outside of the patient realm is a major concern. The most effective way to prevent diversion of medicine involves strict inventory controls and tracking. Utilizing the MJ Freeway system, AWCC can ensure that no patient will access any more medicine than they are allowed by their physician's recommendation. The system will constantly track how much medicine has been purchased according to a patient's limits, and no medicine will be sold to anyone that has exceeded their limits.

Looking at patient limits is just one step, however, in preventing diversion. AWCC will be able to track and monitor all purchase patterns of its patients and determine if a pattern is cause for alarm. If a situation arises where a buying pattern is out of the ordinary, management staff from the facility will initiate an immediate interaction with the patient. Because AWCC is working with Sigal Consulting and the Slater Center, it will have access information on traditional buying patterns for patients with certain conditions. The Slater Center serves over 2,000 licensed patients in RI. Its staff has deep knowledge of the type and amount of medicine that is appropriate for a wide array of conditions. This aggregate information will be shared with employees at AWCC and will be part of the ongoing training of all team members. Based on the experience at the Slater Center, AWCC will have immediate understanding of potential red flags that may occur on the issue of unusual buying patterns and the potential for diversion of medicine.

Diversion prevention efforts also extend to the policies and procedures enforced at the facility. Each patient that receives medicine at AWCC will complete a code of conduct form that prohibits any diversion activities and any consumption of medicine in or around the building. Failure to adhere to the code of conduct will result in the immediate termination of a patient's ability to utilize the facility. AWCC will also document and report any instance of a violation with the DPH and state and local law enforcement.

Storage of Marijuana Products:

Storage of marijuana products at AWCC will be contained in a secure, fire-proof vault on the premises. The vault will include locks and limited key-card access by restricted personnel to ensure prevention of theft. All products will be securely locked at the close of business each day. Video cameras will cover all areas of the vault and be constantly reviewed by the on-site 24-hour security staff. A 90-day back-up of tape from all security cameras will be maintained by AWCC and reviewable in the event of theft or diversion.]

- 7.8 Describe how the applicant will transport marijuana, whether between the cultivation and dispensing site or between the dispensing site and a patient's home, including provisions for preventing diversion and tracking inventory during transport. Include a description of the RMD's proposed home delivery protocol, including an identification check of the registered patient or registered personal caregiver and record keeping. Note that a copy of the transportation program policies and procedures will be reviewed as a component of the provisional inspection process.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

7.9 Define the applicant's service area and provide an analysis of the projected patient population and projected need in the service area of the proposed RMD, including the applicant's strategy for delivering culturally competent and linguistically appropriate services.

[Norwood, MA is a centrally located community that offers perhaps the most desirable location for a RMD. Located strategically at the intersections of Interstate 95, Route 128, Route 1 and nearby I-495, Norwood is located at a crossroads of many highly populated communities. Norwood also enjoys a tremendous medical presence with its highly regarded Norwood Hospital and a large number of physician and medical offices in town. The density of medical practices is a reflection of the convenience and optimal location for a medically-oriented RMD like the Anita W. Compassion Center, Inc. ("AWCC").

Patient convenience is a primary attribute of being located in Norwood. As noted above, it is located at the intersections of I-95, Route 128, and Route 1, all highly traveled and accessible roadways. Norwood is home to multiple MBTA commuter rail stations, and MBTA bus route 34E. Norwood is accessible and nearby to most communities in Norfolk county. AWCC projects that patients from as far south as Attleboro, North Attleboro, Mansfield, Foxboro, and Canton will utilize the facility, as well as communities extending west towards Framingham, north towards Newton, and east towards Milton.

Using data collected from the 2010 Census, there are an estimated 755,337 residents in the defined service area. Of those, AWCC projects that 151,747 residents suffer from health conditions that may be effectively treated with medical marijuana. This estimate is based on state and national prevalence rates for cancer, HIV/AIDS, hepatitis C, multiple sclerosis, epilepsy, Crohn's disease/irritable bowel disorder, fibromyalgia, glaucoma, and chronic pain. AWCC expect that approximately two percent (about 3,115) of these patients will seek to become registered medical marijuana patients within the first three years of the facility's operation. This estimate is based on the assumption that the DPH will award multiple RMD licenses in Norfolk County and surrounding areas.

AWCC prioritizes the diverse cultural and language needs of the local communities within its defined service area. A variety of services and products are necessary to meet the health needs of a culturally diverse patient population. By offering medical marijuana in various forms, including topical salves, tinctures, and edible goods, AWCC will assist patients who seek alternatives to smoking medical marijuana.

AWCC strives to reflect the diverse patient population in its service area by hiring employees from all economic, social, racial, and ethnic backgrounds. Because a significant number of local residents speak Spanish as a first language, interpreting services will be made available free of charge to patients. Clearly visible signs will be posted inside the facility to make patients aware of this free service. AWCC will also seek to hire employees that are fluent in languages other than English.]

- 7.10 Describe the RMD's procedures for safely dispensing medical marijuana to registered qualifying patients or their registered personal caregiver, including a process for identifying patients/caregivers, ensuring their safety, and protecting their privacy.

[REDACTED]

[REDACTED]



[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

7.11 Describe the RMD's patient record keeping system and planned use of technology to support business operations, including use of the Department's electronic registration and dispensing tracking system. Note that a copy of the patient record keeping policies and procedures will be reviewed as a component of the provisional inspection process.

[Including the latest technology for patient record keeping is essential to the business operations of the Anita W. Compassion Center ("AWCC"). The centerpiece of the organization's patient record keeping system is the inventory tracking/point of sale software provided by MJ Freeway. MJ Freeway has developed industry specific solutions for dispensaries to maintain records on licensed patients, track their purchasing limits, and ensure that all transactions are done in full compliance with state law. The software also controls all inventory in the facility, monitoring all marijuana from seed to sale as well as all infused products and other inventory items. The software tracks all inventory through bar coded labels to limit the potential for loss or shrinkage. In doing so, AWCC can produce reports in real-time on all of its inventory, sales, and patient data. The software is highly secure and housed on AWCC's

servers. The data is protected with adequate firewalls with built-in redundancy to ensure no loss of information. This technology is already in use at the Slater Compassion Center in Providence, an operational consultant to the AWCC team. The familiarity and understanding of all functionality of the software and record keeping technologies by AWCC's consultant will greatly assist in a smooth implementation.

The patient record keeping functions and inventory controls that will be in use are important components of the business operations of AWCC. The technology will create meaningful reports and data on business performance. It will also assist in forecasting demand for medicine and show trends that can help management make proper business decisions. The technology will demonstrate which particular types of medicine or ingestion options are favored by patients with specific medical conditions. This information will be passed on to new and existing patients so they are aware of the best options that are being utilized by other patients. From a compliance perspective, the software and technology ensures the facility is compliant with all regulations on the dispensing of medicine, and the integration of sales information with accounting software greatly assists in the preparation of state and federal tax returns.

A final aspect of AWCC's proposed record keeping technology is plans to fully integrate with the DPH's proposed electronic registration and dispensing tracking system. The organization will have the ability to link in real time with DPH records on licensed patients to ensure no one gains entry to the facility that is not properly licensed. Given the DPH's recent guidance that the electronic registration and dispensing tracking system will be a web-based system hosted through the Virtual Gateway, AWCC will be fully able to utilize this technology. The integration with the DPH system will also ensure that patients do not exceed their possession limits, as purchasing history information will be securely shared with RMDs. The DPH's plan to create a tracking system is a tremendous opportunity for RMDs like AWCC to enhance its level of compliance, and the organization looks forward to the opportunity to utilize this proposed resource.]

- 7.12 Provide a detailed summary of the proposed RMD's policies and procedures for the provision of marijuana to registered qualifying patients with verified financial hardship at no cost or reduced cost, including a sliding fee scale. Note that a copy of these policies and procedures will be reviewed as a component of the provisional inspection process.

[The Anita W. Compassion Center, Inc. ("AWCC") sought out the expertise of its operational consultant, the Thomas C. Slater Compassion Center of Providence, RI to assist in the creation of a hardship program for patients. The Slater Center is a non-profit, state licensed dispensary in RI that is currently serving over 2,000 patients. The experience of the Slater Center in serves as a viable model to follow at AWCC. The model balances compassionate care with the strong need to avoid the potential for diversion of medicine outside of the patient realm.

AWCC believes that a patient's inability to pay should not prevent an individual from accessing quality medical marijuana. The organization has created a policy for providing care to patients faced with financial hardship that will serve as the focal point of its commitment to the larger community of licensed patients. With this guiding principle in place, AWCC will provide free or reduced cost medical marijuana to any registered patient with verified financial hardship as defined in 105 CMR 725 .004. AWCC will use a sliding fee scale based on federal poverty guidelines to assist patients that are recipients of MassHealth or Supplemental Security Income, or if the individual's income does not exceed 300% of the federal poverty level, adjusted for family size. Patients who earn or receive 100% or less of the federal poverty level will qualify for a free eighth of an ounce of medical marijuana per week.

Any amount acquired above the eighth of an ounce during a given week can be purchased at a 50% discount. Patients whose annual income falls in the range of 101%-200% of the federal poverty level will qualify for a 75% discount on an eighth of an ounce of medicine per week. Any amount acquired above the eighth of an ounce during a given week can be purchased at a 50% discount. Patients whose annual income falls in the range of 201%-300% will qualify for a 50% discount on an eighth of an ounce of medicine per week. Any amount acquired above the eighth of an ounce during a given week can be purchased at a 25% discount..

The sliding fee scale will be evenly applied to all patients, without discrimination. Notification about the sliding fee scale for patients with financial hardship will be posted in English and Spanish in a location that is clearly visible in the patient reception room and on the AWCC website.

When a patient registers at the facility, they will have the opportunity to complete an application that asks for the number of related persons living in his or her household and the annual, monthly, or bi-weekly income for the patient, his or her spouse, and any dependent children under age 18 to determine household income. AWCC will require a copy of a patient's proof of identification and income verification, including but not limited to a driver's license, state identification card, birth certificate, or social security card, and the patient's prior year tax return. This application will be reevaluated on an annual basis to adjust for updated federal poverty guidelines and any changes to a patient's household income. AWCC will retain copies of a patient's proof of identification and income along with their financial hardship application in the facility's HIPAA-compliant record system. Records of all patient visits and purchases will be recorded.

The threshold amount for free medicine was established at 1/8 of an ounce based on the experience of AWCC's consulting advisors. AWCC believes that this amount achieves an important balance between compassionate use and diversion prevention. If the organization were to provide larger quantities of medicine for free, the potential for abuse, specifically with patients diverting quantities of medicine to an illicit market for compensation, is heightened. In the interest of maintaining the lowest possible threshold for diversion and abuse, AWCC believes the provision for free weekly medicine of an eighth of an ounce is appropriate.]

Proposed sliding price scale attached as exhibit 7.12

7.13 Describe the proposed plans to provide counseling and educational materials to registered qualifying patients and their personal caregivers related to methods of marijuana administration and information about the health effects of marijuana use.

[The Anita W. Compassion Center ("AWCC") is fortunate to have a COO with enormous experience in educating patients in health care settings. Elizabeth Dost, RN will oversee this function at AWCC. Working with consulting partners like the non-profit Thomas C. Slater Compassion Center in Providnece, AWCC, has developed a strong plan for providing educational and counseling materials for all prospective patients.

Each registered patient at AWCC will receive counseling to assist in making appropriate decisions regarding their use of medical marijuana. A highly trained patient advisor will meet privately with each patient to provide information regarding the safe use of medical marijuana, how to choose a strain and form of medicine, how to recognize signs of substance abuse, and an overview of their rights and responsibilities as a registered medical marijuana patient. The advisor will also answer any questions the patient may have about these topics. Hearing impaired patients will be given written materials containing the educational information described above and will have the opportunity to ask questions in

writing or by typing on a computer screen. Educational materials will be available in English and Spanish to meet the linguistic needs of the community. Patients with vision impairments will be provided a CD that contains audio version of all printed educational materials.

AWCC will provide all registered patients with the written educational materials required by 105 CMR 725.105(K). When a new patient makes his/her initial visit to the dispensary, the individual will be given a packet with these required documents. Additional copies of these materials will also be available in the patient reception desk and upon request at all times. The informational packet will include: a warning that marijuana has not been analyzed or approved by the FDA, that there is limited information on side effects, that there may be health risks associated with using marijuana, and that it should be kept away from children; a warning that when under the influence of marijuana, driving is prohibited by M.G.L. c. 90, s. 24, and machinery should not be operated; a patient guide based on publications from Americans for Safe Access and the Slater Center designed to assist in the selection of medical marijuana, describing the potential differing effects of various strains of medical marijuana as well as various forms and routes of administration, including smoking, vaporization, topical application, and oral ingestion; a medical marijuana strain log form that enables patients and personal caregivers to track strains used and their associated effects; a medical marijuana dosage guide based on publications from Americans for Safe Access and the Slater Center that emphasizes using the smallest amount possible to achieve the desired effect, encourages responsible use, and explains the impact of potency; a document based on information from SAMHSA, NIDA and DSM-5 that discusses tolerance, dependence, and withdrawal; a document based on publications from SAMHSA, NIDA, and DSM-5 that educates patients and personal caregivers about signs and symptoms of substance abuse and includes referral information for local substance abuse treatment programs; a statement that registered qualifying patients may not distribute marijuana to any other individual, and that they must return unused, excess, or contaminated product to AWCC for disposal; and any other information that may be required by the DPH.]

7.14 Describe the RMD's proposed marketing and advertising plan, including the company logo, printed materials and flyers, external signage, advertising practices, and outreach and promotional materials. Note that a copy of the marketing and advertising plan will be reviewed as a component of the provisional inspection process. Do not include reproductions or representations of the logo, printed materials, or flyers.

[The Anita W. Compassion Center ("AWCC") has given thoughtful consideration to its plans for advertising and marketing the facility. It seeks to achieve a balance of not being too overt, while utilizing direct marketing tools to target only those who are eligible for care. AWCC's consulting partner, the Thomas C. Slater Compassion Center in Providence, has developed marketing and advertising that achieves this balance. It serves as the basis of the plans for AWCC.

AWCC will abide by all rules and regulations pertaining to advertising described in 105 CMR 725.105(L). The organization's logo does not use any medical symbols, images of marijuana, images of marijuana paraphernalia, or colloquial references to marijuana. AWCC will not use neon signage, and no external signage will be illuminated except for a period of 30 minutes before sundown until closing. AWCC will comply with all local requirements in Norwood regarding signage. It will not display on the exterior of its facility advertisements for marijuana or any brand name. The building will only be identified by AWCC's name. It will not utilize graphics related to marijuana or paraphernalia on the exterior of the facility building. It will not advertise the price marijuana, except that it shall provide a catalogue or a printed list of the prices and strains of marijuana available to registered qualifying patients and personal caregivers upon request. Marijuana, MIPs, and associated products will not be displayed or clearly visible to a person from the exterior of the building. AWCC will not produce any

items for sale or promotional gifts, such as T-shirts or novelty items, bearing a symbol of or references to marijuana or MIPS, including the AWCC logo.

While restrictions will be in place for a majority of marketing and outreach efforts, AWCC will engage in activities to speak directly to licensed patients in its service area. The marketing and advertising plan will focus solely on direct contact through social media outlets like Facebook and Twitter. The organization's website will also be utilized to post important information for patients about services, medicine, and education programs. The website will be a platform to acquire email addresses, which will help disseminate update information and newsletters to the appropriate audience. All marketing efforts will conform with the requirements specified in 105 CMR 725.105(L)(8). No advertising materials or materials produced by AWC will contain any statement, design, representation, picture, or illustration that encourages or represents the use of marijuana for any purpose other than to treat a debilitating medical condition or related symptoms. No advertising materials or any materials produced by AWCC will contain any statement, design, representation, picture, or illustration that encourages or represents the recreational use of marijuana. No advertising materials or materials produced by AWCC will contain any statement, design, representation, picture, or illustration related to the safety or efficacy of marijuana unless supported by substantial evidence or substantial clinical data with reasonable scientific rigor. No advertising materials or materials produced by AWCC will contain any statement, design, representation, picture, or illustration portraying anyone under 18 years of age.

AWCC understands that the inception of RMDs in the Commonwealth is a new endeavor that will receive a great deal of public scrutiny. The organization is committed to refraining from any marketing or advertising activities that will reach anyone outside of the population of patients or potential patients in its service area.]

7.15 Describe the RMD's emergency preparedness procedures, including a disaster plan with procedures to be followed in case of fire or other emergency. Note that a copy of the safety and security procedures will be reviewed as a component of the provisional inspection process.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

7.17 Describe the RMD’s incident management program, including policies and procedures to document, report, and manage adverse incidents, consumer complaints, operational concerns, and issues that will be reported to law enforcement and/or the Department. Note that a copy of the incident management program policies will be reviewed as a component of the provisional inspection process.

[James Griffin, Director of Security of the Anita W. Compassion Center (“AWCC”) has developed the incident management program for the facility. The policies were developed with Sigal Consulting and its security advisor Raymond S. White, retired Lt. Col. of the RI State Police.

The proposed incident management program at AWCC, which is encompassed in the security management plan, is in strict compliance with all laws, rules and regulations established by the DPH governing medical cannabis dispensaries. Additionally, the organization will foster a strong collaboration between local and state law enforcement concerning the best practices to be followed and implemented regarding the reporting of incidents.

The facility will have specific, written policies and procedures providing guidelines for employees working in all areas of the RMD. Employees will receive the proper training for the area in which they work and all other areas within the facility. These policies and procedures, and subsequent training all employees will receive, specifically addresses how to properly document, report and manage adverse incidents, consumer complaints, operational concerns, and issues that will be reported to the RMD and/or law enforcement.

The incident management reporting requirements include, but are not limited to, the following for all employees:

- Theft, loss, and vandalism of property or private property located on the facility premises.
- Malicious or unauthorized use of company equipment or facilities.
- Allegations of employee misconduct.
- Bomb threats to company facilities.
- Assaults, attacks, molestation, or threats upon both patients and employees while on company property or while employees are working.

Reasons For Reporting Incidents
Security incidents will be reported in order to:

- Provide information to management for decision-making process.
- Recover lost or stolen property.

- Obtain restitution for losses.
- Aid in the formulation of risk reduction practices, policies and procedures.

Condition Report Classifications

The following will be reported during an employee's work shift unless supervisors deem it necessary to report more expeditiously. Non-incident situations will generally be reported on a Security Condition Report, which will be classified by one of the following:

- Any situation which may lead to litigation
- Conditions which threaten safety of building or personnel (life-safety)
- Computer Viruses
- Environmental conditions threatening property
- Information threatening the reputation of the company
- Labor disputes
- Natural disasters
- Potential fire hazards
- Open Doors and Windows
- Strange Odors
- Unlock Request
- Unsafe Condition
- Other incidents

All security incidents listed above will be reported to the facility supervisor. Follow-up reports should be submitted concerning any significant developments relating to the incident. All incidents will be formally closed.

Reporting to the Authorities

In a non-emergency incident or when life/safety is not a concern, Security personnel are required to work with the Director of Security or facility supervisor to report a security incident to the police.

External Reporting

Information, which discloses security/investigative procedures or operations, shall never be released. When disclosure is compulsory, for example, in the course of an official investigation, approval must be obtained in advance from Director of Security or facility manager.

Reporting of Serialized Equipment Theft

To assist with investigative efforts in the recovery of stolen equipment, and to provide a basis for prosecution, all serialized equipment reported as stolen, i.e., lap top or desktop computers, electronic equipment, etc., is to be reported to the appropriate law enforcement agency for input to their tracking systems, i.e., National Criminal Information Center (NCIC) index computer.

Confidential Information

- All management and employees will comply fully with the Health Insurance Portability and Accountability Act as it relates to patient information
- Security personnel are restricted for giving out any confidential information. Confidential means secret or private.
- Documents that may not be given out include incident reports, daily activity reports, and condition reports.
- Respecting confidentiality is very important. What is overheard, seen or directly mentioned must not be told to others unless it is an issue that must be relayed to a superior.]

APPLICATION RESPONSE FORM SUBMISSION PAGE

**CERTIFICATION OF ASSURANCE OF COMPLIANCE:
ADA and NON-DISCRIMINATION BASED ON DISABILITY**

Applicants must certify that they will comply with all state and federal requirements regarding equal employment opportunity, nondiscrimination, and civil rights for persons with disabilities. The Applicant must complete a Certification of Assurance of Compliance: ADA and Non-Discrimination based on Disability. By signing, the Applicant formally notifies the Department that the Applicant is in compliance and shall maintain compliance with all applicable requirements.

- I certify, that the Applicant is in compliance and shall maintain compliance with all applicable federal and state laws protecting the rights of persons with disabilities, including but not limited to the Americans with Disabilities Act ("ADA"), 42 U.S.C. §§ 12131-12134; Article CXIV of the Massachusetts Constitution; and; Chapter 93, § 103; Chapter 151B; and Chapter 272, §§ 98 and 98A of the Massachusetts General Laws.
- I understand that federal and state laws prohibit discrimination in public accommodations and employment based solely on disability. I recognize that to make goods, services, facilities, privileges, advantages, or accommodations readily accessible to and usable by persons with disabilities, the Applicant, under the ADA, must:
 - remove architectural and communication barriers in existing facilities, when readily achievable and, if not readily achievable, must use alternative methods;
 - purchase accessible equipment or modify equipment;
 - modify policies and practices; and
 - furnish appropriate auxiliary aids and services where necessary to ensure effective communication.

I understand that reasonable accommodation is required in both program services and employment, except where to do so would cause an undue hardship or burden. I also understand that the Massachusetts Constitution Article CXIV provides that no otherwise qualified individual shall, solely by reason of disability, be excluded from the participation in, denied the benefits of, or be subject to discrimination under any program or activity within the Commonwealth.

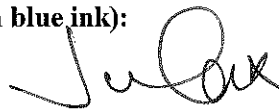
- I agree that the Applicant shall cooperate in any compliance review and shall provide reasonable access to the premises of all places of business and employment and to records, files, information, and employees therein for reviewing compliance with the ADA, the Massachusetts Constitution, other applicable state and federal laws, and this Contractual Agreement.
- I agree that any violation of the specific provisions and terms of this Assurance or of the ADA, and/or of any Corrective Action Plan shall be deemed a breach of a material provision of the Registered Facility registration between DPH and the Registered Facility. Such a breach shall be grounds for cancellation, termination, or suspension, in whole or in part, of the registration by the Department.

I affirm that I will comply with the requirements of this proposal.

Authorized Signatory (as designated in exhibit B):
First Name: [Jonathan] Last Name: [Waxman]

Title: [President]

Authorized Signature for the Applicant Organization
(in blue ink):



CHECKLIST OF REQUIRED DOCUMENTS FOR SUBMISSION IN PHASE 2

Assemble the required items for each individual application in the following order. If an exhibit is not applicable, indicate N/A on the exhibit form and submit it in order.

- Package Label (attached to the front or side of banker's box) – exhibit C
- Package Label (with original only) – exhibit C
- Bank/cashier's check for \$30,000 (with original only)
- 2 CDs (with original only)
- Sealed envelope with signed background check authorization forms and list—exhibits A1-A5 (with original only)
- List of authorized signatories—exhibit B
- Application Response Form (cover page on top)—original signed in blue ink by authorized signatory
- Organizational chart—exhibit 1.3
- List of Board of Directors (as defined on the Application Response Form)—exhibit 1.4
- List of Members of the corporation (as defined on the Application Response Form), if any—exhibit 1.5
- Corporation bylaws—exhibit 1.6
- Amended articles of organization (if applicable)—exhibit 1.7
- List of parent or subsidiary corporations, if any—exhibit 1.8
- List of references—exhibit 1.9
- List of Executive Management Team (as defined on the Application Response Form)—exhibit 2.1
- Resumes for Executive Management Team—exhibit 2.2
- One-page statement demonstrating liquid funds in an account in the name of the corporation; or in an account in the name of the Corporation's CEO/Executive Director or President of the Board of Directors, with Letter of Commitment —exhibit 4.1
- List of individuals/entities contributing 5% or more of the RMD's initial capital—exhibit 4.2
- Capital expenses—exhibit 4.3
- Year-one operating budget—exhibit 4.4
- 3-year budget projections—exhibit 4.5

- Evidence of interest in dispensary site—exhibit 5.1
- Evidence of interest in cultivation site—exhibit 5.2
- Evidence of interest in processing site—exhibit 5.3
- Evidence of local support or non-opposition—exhibit 5.4
- Summary chart of responses to questions 5.1 to 5.4—exhibit 5.5
- RMD organizational chart—exhibit 6.1
- Proof of enrollment with the Department of Criminal Justice Information Services (DCJIS)—exhibit 6.2
- List of RMD staff, if known—exhibit 6.4
- RMD start-up timeline—exhibit 7.1
- Proposed sliding price scale—exhibit 7.12
- Certification of Assurance of Compliance: ADA and Non-Discrimination Based on Disability (original signed in blue ink)—part of Application Response Form

Addendums or attachments not specifically requested in this document or on Comm-PASS will not be reviewed.



ORGANIZATIONAL CHART
(Exhibit 1.3)

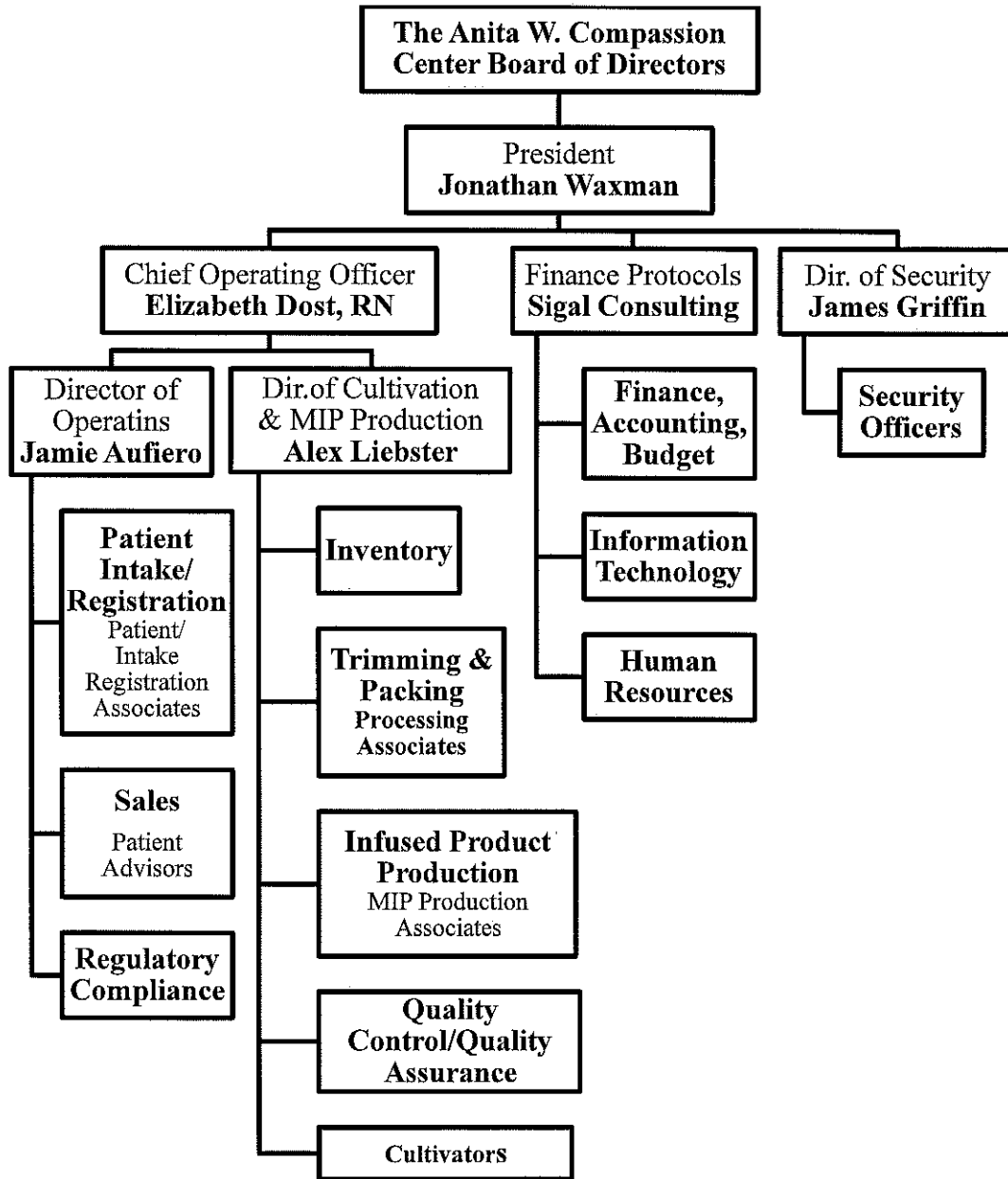
This exhibit must be completed and attached to a required document and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

Attach organizational chart.





**BOARD OF DIRECTORS
(Exhibit 1.4)**

This exhibit must be completed and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

	Board Role	Name	Date of Birth	Business Email	Business Address
1	President/Chair	Jonathan Waxman	██████	jonw@anitacc.com	202R Prospect Street, South Easton, MA 02375
2	Vice Chair	Christopher Reilly	██████	creilly@bradfordgroupri.com	205 Governor Street, Providence, RI 02906
2	Treasurer	Jonathan Waxman	██████	jonw@anitacc.com	202R Prospect Street, South Easton, MA 02375
3	Clerk/Secretary	Jonathan Waxman	██████	jonw@anitacc.com	202R Prospect Street, South Easton, MA 02375
4	Director	Gerald J. McGraw, Jr.	██████	gmcgraw@slatercenter.com	1 Corliss Street, Providence, RI 02904
5.	Director	Elizabeth Dost, RN	██████	beth@ssgc.com	100 Solitude Drive, Taunton, MA 02780



ORIGINAL

MEMBERS OF THE CORPORATION
(Exhibit 1.5)

This exhibit must be completed or marked N/A and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

A. Member as Individuals

	Individual Name	Business Address	Type of Membership Rights	If Member of Other RMD, Which One?
1	n/a	n/a	n/a	n/a

B. Member as Corporations

	Corporate Name/ Business Address	Leadership	Type of Membership Rights	If Member of Other RMD, Which One?
1	n/a	CEO/ED: n/a President/Chair: n/a Treasurer: n/a Clerk/Secretary: n/a	n/a	n/a


ORIGINAL

CORPORATE BYLAWS
(Exhibit 1.6)

This exhibit must be completed and attached to a required document and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

Attach bylaws.



BYLAWS
of
THE ANITA W. COMPASSION CENTER, INC.

Section 1. MEMBERS

The corporation shall have no members. Any action or vote required or permitted by law to be taken by members of the corporation shall be taken by action or vote of the same percentage of the Directors.

Section 2. BOARD OF DIRECTORS

2.1 Powers.

The affairs of the corporation shall be managed by the Directors who may exercise all the powers of the corporation.

2.2 Number and Election.

The corporation shall have a board of up to *five* directors, the *initial members of which shall be the incorporators*. A vacancy in the office of director shall be filled as provided in Section 5.3 below.

2.3 Duties. It shall be the duty of the directors to:

- a. Perform any and all duties imposed on them collectively or individually by law, by the articles of organization, or by these bylaws;
- b. Appoint and remove, employ and discharge, and, except as otherwise provided in these bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of the corporation;
- c. Supervise all officers, agents, and employees of the corporation to assure that their duties are performed properly;
- d. Meet at such times and places as required by these bylaws;
- e. Register their addresses with the secretary of the corporation, and notices of meetings mailed or telegraphed to them at such addresses shall be valid notices thereof.

2.4 Committees.

The Directors may elect or appoint one or more committees and may delegate to any such committee or committees any or all of their powers, provided that any committee to which the powers of the Directors are delegated shall consist solely of Directors. Unless the Directors otherwise determine, committees shall conduct their affairs in the same manner as is provided in these bylaws for the Directors. The members of any committee shall remain in office at the pleasure of the Directors.



2.5 Annual Meeting.

The annual meeting of Directors shall be held within **six months** after the end of the fiscal year of the corporation on such date and at such hour and place as the Directors or an officer designated by the Directors shall determine. In the event that no date for the annual meeting is established or such meeting has not been held on the date so determined, a special meeting in lieu of the annual meeting may be held with all of the force and effect of an annual meeting.

2.6 Regular and Special Meetings.

Regular meetings of the Directors may be held at such places and at such times as the Directors may determine. Special meetings of the Directors may be held at any time and at any place when called by the chairman of the board of Directors, if any, the president or a majority of the Directors.

2.7 Notice of Meetings.

Forty-eight hours' notice by mail, fax, email, telephone or word of mouth shall be given for an annual or special meeting unless shorter notice is adequate under the circumstances. No notice need be given for a regular meeting. Whenever notice of a meeting is required, such notice need not be given to any trustee if a written waiver of notice, executed before or after the meeting, is filed with the records of the meeting, or to any trustee who attends the meeting without protesting prior thereto or at its commencement the lack of notice to such trustee. Neither such notice nor waiver of notice need specify the purposes of the meeting, unless otherwise required by law, the articles of organization or the bylaws.

2.8 Quorum.

A majority of the Directors in person or by proxy shall constitute a quorum, but a smaller number may adjourn from time to time without further notice until a quorum is present.

2.9 Action by Vote.

When a quorum is present at any meeting, a majority of the Directors present and voting shall decide any question, including election of officers, unless otherwise provided by law, the articles of organization or the bylaws.

2.10 Action by Writing.

Any action required or permitted to be taken at any meeting of the Directors may be taken without a meeting if all the Directors consent to the action in writing and the written consents are filed with the records of the meetings of the Directors. Such consents shall be treated for all purposes as a vote at a meeting.

2.11 Presence Through Communications Equipment.

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



2.12 Vote of Interested Directors.

A Director who is a member, stockholder, trustee, director, officer or employee of any firm, corporation or association with which the corporation contemplates contracting or transacting business shall disclose his or her relationship or interest to the other Directors acting upon or in reference to such contract or transaction. No Director so interested shall vote on such contract or transaction, but he or she may be counted for purpose of determining a quorum. The affirmative vote of a majority of the disinterested Directors shall be required before the corporation may enter into such contract or transaction.

In case the corporation enters into a contract or transacts business with any firm, corporation or association of which one or more of its Directors is a member, stockholder, trustee, director, officer, or employee, such contract or transaction shall not be invalidated or in any way affected by the fact that such trustee or Directors have or may have interests therein which are or might be adverse to the interests of the corporation. No trustee or Directors having disclosed such adverse interest shall be liable to the corporation or to any creditor of the corporation or to any other person for any loss incurred by it under or by reason of any such contract or transaction, nor shall any such trustee or Directors be accountable for any gains or profits to be realized thereon.

2.13 Director's Inspection Rights.

Every director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the corporation, and shall have such other rights to inspect the books, records, and properties of this corporation as may be required under the articles of organization, other provisions of these bylaws, and provisions of law.

2.14 Periodic Report.

The board shall cause any annual or periodic report of this corporation, required under law to be prepared and delivered to a Massachusetts agency office, to be so prepared and delivered within the time limits set by law.

Section 3. OFFICERS AND AGENTS

3.1 Number and Qualification.

The officers of the corporation shall be a president, treasurer, clerk and such other officers, if any, as the Directors may determine. An officer may but need not be a trustee. The clerk shall be a resident of Massachusetts unless the corporation has a resident agent duly appointed for the purpose of service of process. A person may hold more than one office at the same time.

3.2 Election.

The president, treasurer and clerk shall be elected annually by the Directors at the annual meeting. Other officers, if any, may be elected by the Directors at any time.

3.3 Tenure.

The president, treasurer and clerk shall each hold office until the next annual meeting of the Directors and until a successor is elected and qualified, and other officers shall serve at the pleasure of the Directors.

3.4 Chairman of the Board of Directors.

If a chairman of the board of Directors is elected, he or she shall preside at all meetings of the Directors except as the Directors shall otherwise determine, and shall have such other powers and duties as may be determined by the Directors.

3.5 President.

Unless otherwise determined by the Directors, the president shall be the chief executive officer of the corporation and, subject to the control of the Directors, shall have general charge and supervision of the affairs of the corporation. If no chairman of the board of Directors is elected, the president shall preside at all meetings of the Directors, except as the Directors otherwise determine. The president shall have such other duties and powers as the Directors shall determine.

3.4 Treasurer.

The treasurer shall be the chief financial officer of the corporation. He or she shall be in charge of its financial affairs, funds, securities and valuable papers and shall keep full and accurate records thereof. He or she shall have such other duties and powers as designated by the Directors or the president.

3.5 Clerk.

The clerk shall record and maintain records of all proceedings of the Directors in a book or books kept for that purpose and shall have custody of the seal of the corporation. If the clerk is absent from any meeting of Directors, a temporary clerk chosen at the meeting shall exercise the duties of the clerk at the meeting.

3.6 Other Officers.

Other officers shall have such duties and powers as may be designated from time to time by the Directors.

Section 4. SPONSORS, BENEFACTORS, CONTRIBUTORS, ADVISORS, FRIENDS OF THE CORPORATION

Without conferring or recognizing any legal authority, the Directors may designate persons or groups of persons as sponsors, benefactors, members, contributors, advisors or friends of the corporation or similar title. Such persons shall serve in an honorary capacity and, except as the Directors shall otherwise designate, shall in such capacity have no right to notice of or to vote at any meeting, shall not be considered for purposes of establishing a quorum and shall have no other rights or responsibilities.

Section 5. RESIGNATION, REMOVAL AND VACANCIES

5.1 Resignation.

Any trustee or officer may resign at any time by delivering his resignation in writing to the chairman of the board, if any, the president or the clerk or to the corporation at its principal office. Such resignation shall be effective upon receipt unless specified to be effective at some other time.

5.2 Removal.

A trustee may be removed with cause at any time, or in the case of the third trustee referred to in Section 2.2 without cause, by the vote of a majority of the Directors then in office. Any officer may be removed with or without cause at any time by the vote of a majority of the Directors then in office.

5.3 Vacancies.

Any vacancy in the board of Directors may be filled by vote of a majority of the Directors then in office. The Directors may exercise all their powers notwithstanding the existence of one or more vacancies in the board. Vacancies in any office may be filled by the Directors.

Section 6. INDEMNIFICATION

The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a trustee, director or officer of the corporation or of any of its subsidiaries, or who at the request of the corporation may serve or at any time has served as a trustee, director or officer of, or in a similar capacity with, another organization or an employee benefit plan, against all expenses and liabilities (including counsel fees, judgments, fines, excise taxes, penalties and amounts payable in settlements) reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or other proceeding, whether civil, criminal, administrative or investigative, in which such person may become involved by reason of serving or having served in such capacity (other than a proceeding voluntarily initiated by such person unless he or she is successful on the merits, the proceeding was authorized by the corporation or the proceeding seeks a declaratory judgment regarding his or her own conduct); provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the corporation or, to the extent such matter relates to service with respect to any employee benefit plan, in the best interests of the participants or beneficiaries of such employee benefit plan; and provided, further, that as to any matter disposed of by a compromise payment by such person, pursuant to a consent decree or otherwise, the payment and indemnification thereof have been approved by the corporation, which approval shall not unreasonably be withheld, or by a court of competent jurisdiction. Such indemnification shall include payment by the corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an undertaking by the person indemnified to repay such payment if he or she shall be adjudicated to be not entitled to indemnification under this section, which undertaking may be accepted without regard to the financial ability of such person to make repayment.

A person entitled to indemnification hereunder whose duties include service or responsibilities as a fiduciary with respect to a subsidiary or other organization shall be deemed to have acted in good faith in the reasonable belief that his action was in the best interests of the corporation if he acted in good faith in the reasonable belief that his action was in the best interests of such subsidiary or organization or of the participants or beneficiaries of, or other persons with interests in, such subsidiary or organization to whom he had a fiduciary duty.

Where indemnification hereunder requires authorization or approval by the corporation, such authorization or approval shall be conclusively deemed to have been obtained, and in any case where a trustee of the corporation approves the payment of indemnification, such trustee shall be wholly protected, if:

- (i) the payment has been approved or ratified (1) by a majority vote of a quorum of the Directors consisting of persons who are not at that time parties to the proceeding, or (2) by a majority vote of a committee of one or more Directors who are not at that time parties to the proceeding and are selected for this purpose by the full board (in which selection Directors who are parties may participate); or
- (ii) the action is taken in reliance upon the opinion of independent legal counsel (who may be counsel to the corporation) appointed for the purpose by vote of the Directors or in the manner specified in clauses (1) or (2) of subparagraph (i); or
- (iii) the payment is approved by a court of competent jurisdiction; or
- (iv) the Directors have otherwise acted in accordance with the applicable legal standard of conduct.

Any indemnification or advance of expenses under this section shall be paid promptly, and in any event within 30 days, after the receipt by the corporation of a written request therefor from the person to be indemnified, unless with respect to a claim for indemnification the corporation shall have determined that the person is not entitled to indemnification. If the corporation denies the request or if payment is not made within such 30-day period, the person seeking to be indemnified may at any time thereafter seek to enforce his or her rights hereunder in a court of competent jurisdiction and, if successful in whole or in part, he or she shall be entitled also to indemnification for the expenses of prosecuting such action. Unless otherwise provided by law, the burden of proving that the person is not entitled to indemnification shall be on the corporation.

The right of indemnification under this section shall be a contract right inuring to the benefit of the Directors, directors, officers and other persons entitled to be indemnified hereunder and no amendment or repeal of this section shall adversely affect any right of such trustee, director, officer or other person existing at the time of such amendment or repeal.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of a trustee, director, officer or other person entitled to indemnification hereunder. The indemnification provided hereunder may, to the extent authorized by the corporation, apply to the Directors, directors, officers and other persons associated with constituent corporations that have been merged into or consolidated with the corporation who would have been entitled to indemnification hereunder had they served in such capacity with or at the request of the corporation.



The right of indemnification under this section shall be in addition to and not exclusive of all other rights to which such trustee, director, officer or other persons may be entitled. Nothing contained in this section shall affect any rights to indemnification to which corporation employees or agents, other than Directors, directors, officers and other persons entitled to indemnification hereunder, may be entitled by contract or otherwise by law.

Section 7. SEAL AND FISCAL YEAR

7.1 Corporate Seal.

The seal of the corporation shall be circular in form with the name of the corporation around the periphery and the year and state of incorporation within or such other form as the Directors may determine.

7.2 Fiscal Year.

The fiscal year of the corporation shall end on **December 31** in each year or such other date as the Directors may determine.

Section 8. AMENDMENT

These bylaws may be amended or repealed, in whole or in part, by vote of a majority of the Directors then in office at any meeting of the Directors.

Section 9. EXECUTION OF PAPERS

Except as provided by law or in the Articles of Organization or as the directors may generally or in particular cases authorize the execution thereof in some other manner, all deeds, leases, transfers, contracts, bonds, notes, releases, checks, drafts, and other documents or instruments to be executed on behalf of the corporation may be signed by the president, by any vice president, or by the treasurer. Any recordable instrument purporting to affect an interest in real estate, executed in the name of the corporation by two of its officers, of whom one is the president or a vice president and the other of whom is the treasurer or an assistant treasurer, shall be binding on the corporation in favor of a purchaser or other person relying in good faith on such instrument notwithstanding any inconsistent provisions of the Articles of Organization, these bylaws, or resolutions or votes of the corporation.

Section 10. COMPENSATION

Unless otherwise provided by law, the Articles of Organization, or these bylaws, a director shall be entitled to receive for such director's services such reasonable amounts, if any, as the directors may determine, which may include expenses of attendance at meetings. A director shall not be precluded from serving the corporation in any other capacity and receiving reasonable compensation for any such services.

Section 11. DEPOSITS

All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the board of directors may select.



Section 12. CONSTRUCTION AND TERMS

(i) If there is any conflict between the provisions of these bylaws and the articles of organization of this corporation, the provisions of the articles of organization shall govern.

(ii) Should any of the provisions or portions of these bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these bylaws shall be unaffected by such holding.

(iii) All references in these bylaws to the articles of organization shall be to the articles of organization, certificate of incorporation, corporate charter, or other founding document of this corporation filed with an office of Massachusetts Secretary of State and used to establish the legal existence of this corporation.

(iv) All references in these bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

APPROVED AND ADOPTED by the Chairman of the Board of Directors this 20th day of August, 2013.



Jonathan Waxman, Chairman



AMENDED ARTICLES OF ORGANIZATION
(Exhibit 1.7)

This exhibit must be completed and attached to a required document (if applicable) and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

Please check box if articles have changed since Phase 1:

YES

NO

**PARENT OR SUBSIDIARY CORPORATIONS
(Exhibit 1.8)**

This exhibit must be completed and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

	Corporation Name	Chief Executive Officer	CEO Business Phone & Email	Corporation's Board Officers	Corporate Relationship to Applicant
1	n/a	n/a	n/a	President/Chair: n/a Treasurer: n/a Clerk/Secretary: n/a	n/a



ORIGINAL

REFERENCES
(Exhibit 1.9)

This exhibit must be completed and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

	Name of Reference	Business Phone & Email	Relationship to Applicant	Dates of Relationship
1	Amanda Foley	508-586-5350 a.foley@easternbk.com	Business Banker	2003 – Present
2	Steve Carr	617-951-3100 scarr@pabianrussell.com	Business Attorney	2003 – Present
3	Richard Murstein	508-230-2659 Ram1891@verizon.net	Business Accountant	2003 - Present



ORIGINAL

EXECUTIVE MANAGEMENT TEAM
(Exhibit 2.1)

This exhibit must be completed and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

	Management Role	Name	Date of Birth	Business Email and Phone Number	Business Address
1	President	Jonathan Waxman	[REDACTED]	jon@anitawcc.com 617-719-6677	202R Prospect Street, South Easton, MA 02375
2	Chief Operating Officer	Elizabeth Dost, RN		beth@ssgc.com 508-824-9925	100 Solitude Drive, Taunton, MA 02780
3	Director of Security	James E. Griffin		Jegriffin86@aol.com 401-451-2000	1 Corliss Street, Providence, RI 02904
4	Director of Operations	Jamie Aufiero		jamiiek@thecellphonestore.net 781-436-3734	16 Overlook Road, Stoughton, MA 02072
5	Director of Cultivation & MIP Production	Alex Liebster		aliebster@slatercenter.com 401-274-1000	1 Corliss Street, Providence, RI 02904



ORIGINAL

**RESUMES FOR EXECUTIVE MANAGEMENT TEAM
(Exhibit2.2)**

This exhibit must be completed and attached to the required documents and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

List the résumés attached:

	Title	Name
1	President	Jonathan Waxman
2	Chief Operating Officer	Elizabeth Dost, RN
3	Director of Security	James Griffin
4	Director of Cultivation & MIP Production	Alex Liebster
5	Director of Operations	Jamie Aufiero

Jonathan Waxman

South Easton, MA 02375 ♦ 617-719-6677 ♦ jonw@anitacc.com

Chief Executive Officer

Results-driven business leader with exceptional leadership skills and proven ability to collaborate across management teams. Creates effective marketing strategies to drive market share and brand recognition. Successfully oversees multiple locations to ensure optimum results for the business. Spearheads productivity strategies and program enhancements to maximize business efficiency.

CORE COMPETENCIES

Staff Hiring ♦ Sales Incentive Development ♦ Contract Negotiations
Employee Training ♦ New Location Prospecting ♦ Marketing Strategies
Business Communication ♦ Cross-functional Teams ♦ Sales Driver
Business-to-Business Sales ♦ Business Management ♦ Staff Mentoring

EXPERIENCES AND ACHIEVEMENTS

Wireless Communication Group, Inc., South Easton, MA President • 1999 – Current

Oversees day-to-day operations and strategy implementation for more than 20 indirect dealer retail stores selling cell phones across Massachusetts and Rhode Island. Hire upper-management and collaborate with management team to create training and sales initiatives. Prospect for new locations, negotiate leases and contracts, and build out locations to meet company needs. Develop innovative marketing strategies to drive foot traffic and business visibility.

- ♦ Achieved nearly \$12M in sales in 2012.
- ♦ Consistently thrived despite the Sprint/Nextel merger that ruined other indirect dealers.
- ♦ Provided exceptional customer service and responsive sales to meet and exceed sales goals.
- ♦ Developed strong professional relationships with leadership and stakeholders.

Education

Associate of Science Degree, Dean College, Franklin, MA

Professional Training

Dale Carnegie Sales Training
Mark David Coaching for Excellence
Sprint Management Training
Sprint Business-to-Business Training

Awards

Platinum Partner 14 years in a row
Circle of Excellence

Affiliations

Member, Indirect Dealer Council

FOR DPH: Jonathan Waxman, President,
The Anita W. Compassion Center, Inc.

ORIGINAL

Elizabeth G. Dost
100 Solitude Dr. • Taunton • Massachusetts • 02780
E-mail: beth@ssgc.com • 508-824-9925 • [REDACTED]

PROFESSIONAL PROFILE AND GOALS

Professional, uniquely qualified executive with over 15 years senior management experience, whose goal continues to be promoting excellence in health care service and delivery. Career highlights include: creation of ground breaking home care program for medically complex adult and pediatric patients; unprecedented growth of start-up hospice based on customer driven culture transformation; reorganization of multi-site, non-profit hospice; public speaker and national educator on hospice, entrepreneurship, business building and advocacy. Recipient; *Ernst and Young, Merrill Lynch, and Inc. Magazine's Entrepreneur of the Year Award in Healthcare, New England Region.*

EXPERIENCE

Vice President and Executive Director
2008 to 2013

Guardian Hospice of MA, Inc.

This hospice was a licensed and certified, multi-site, non-profit program provided within four skilled nursing facilities located across the entire breadth of Massachusetts. Hospice programs were owned by an out-of-state corporation and managed by a local company. Hired to correct conditional compliance status, standardize and grow the programs. Provided executive management, subject matter expertise and strategic planning, while executing a re-organization and concurrent re-start of programs.

Accomplishments:

- Reorganization: Authored mission statement reflecting a corporate culture of patient care and dignity. Standardized policies and procedures implemented at all locations, and brought all hospice programs into compliance with new COPs instituted in 2008. Established all vendor contracts, employee benefits and financial systems including budget, payroll, banking, A/R, and A/P. In conjunction with a remote Controller, oversaw fiscal management in an organization which derived the majority of its cash from Medicare and Medicaid.
- Growth: Organized four programs across Massachusetts, recruited interdisciplinary staff and Medical Directors. Responsible for staff retention and education.
 - Increased patient census from an average daily of 14 to 85 in 45 months
 - Expanded offering to include community-based services. Ultimately, 40% of patients were community-based, including a new pediatric program.
 - Increased hospice gross revenue from \$800,000 to \$6 Million in same timeframe.
 - Hospice remained ahead of budget for each year since 2009.

For DPH: Elizabeth Dost, RN, Chief Operating Officer, The Anita W. Compassion Center Inc.



ORIGINAL

- Managed staff of 50, including four contracted physicians. Worked closely with Corporate Controller and Corporate Risk Manager.
- Provided marketing in the form of education to hospitals, physicians, clinicians, clients and to the general public.
- Guest lecturer, hospice, ethics and end of life issues in both the academic arena and in public policy creation.

Director of Clinical Services, Hospice
2006 to 2008

West River Care, Inc.
Needham, MA

Directed operations for a start-up, licensed and certified hospice. Hospice services were provided in 11 long-term-care facilities located in Central, Eastern and Southeastern Massachusetts, and to some home care patients. Additional responsibilities included participation on Board of Directors, oversight of department budget development and management, clinical educational programs, and staff recruitment. Authored several in-services for clinical personnel which qualified for contact hours.

Accomplishments:

- In the first twenty months of leadership--
 - Increased gross revenue from \$1.5 Million to \$10.6 Million.
 - Grew staff from 9 to 43 with minimal attrition.
- Guest presenter at the National Hospice & Palliative Care Organization's (NHPCO) 2007 Fall Leadership Conference, New Orleans, and for the Hospice and Palliative Care Federation of Massachusetts. Presentation topic: The development of a customer service model, driven by cultural assessment and adaptation of hospice staff to their clients. Such strategy proved successful and promoted the success and rapid growth of the company.

Chief Clinical Officer
2005-2006

Privatus Care Solutions, Inc.
Burlington, MA

Chief Clinical Officer of this start-up, premium private duty health care company. Directed all professional staff, authored policies and procedures to JCAHO, executed and revised strategic plan. Primarily responsible for marketing to top tier executives and CEOs from Boston law, banking and hospital communities in addition to physician groups, hospices, visiting nurse associations, and the international offices of several world renowned Boston medical centers. Worked closely with the senior executive team at Lahey Clinic to develop a patient driven model of concierge services.

MMQ Nurse
2004-2005

Life Care Center
West Bridgewater, MA

Re-entered nursing profession as a Management Minutes Questionnaire (MMQ) nurse, determining Medicaid reimbursement rates. Responsible for completion of MMQ as well as chart review, MDS coordination, staff education, compliance assessment, and

For DPH: Elizabeth Dost, RN, Chief Operating Officer, The Anita W. Compassion Center Inc.



ORIGINAL

collaboration with the Director of Compliance. Additional duties included patient assessment and clinical staff supervision and education.

CEO and President
1986-1995

Primary Health Services, Inc
Brockton, MA

Founded this Medicare/Medicaid certified, adult and pediatric home care company. The company provided sophisticated care to chronically and terminally ill children and adults with highly-technical medical needs in their homes.

Primary Health Services (PHS) was one of the premier agencies in the United States to provide high-tech, 24 hour nursing services to medically fragile children in their homes, creating a prototype for home care delivery later duplicated by many national and regional providers. This model also served to push third party payers and regulators to revise reimbursement, making it feasible for families to bring their children home. PHS was the vendor of choice for pediatric medical centers; the agency maintained numerous contracts with state agencies and private insurers, requiring complex negotiations with senior level executives and decision makers.

Accomplishments:

- Parlayed a \$2,500.00 personal loan into a multi-state, multi-million dollar, 33% margin, 200+ employee company.
- Negotiated the sale of the business to institutional investors.

Honors included:

- *Ernst and Young, Merrill Lynch, and Inc. Magazine's Entrepreneur of the Year Award in Healthcare, 1990.*
- Member, Institute of American Entrepreneurs.
- Invited participant, U.S. Surgeon General's Conference, Washington, D.C. under the direction of C. Everett Koop, MD; Building Community Partnerships for the Medically Complex Child.
- State of Massachusetts, Special Recognition Award for groundbreaking home care services provided to a child in foster care with AIDS.
- Selected spokesperson for the Southeastern Region of the State of Massachusetts' Department of Social Services, to advocate for federal money for children, under the *Ryan White AIDS Fund*.
- Guest lecturer, Stonehill College three years.
- Guest speaker, Federation for Children with Special Needs.
- Expert witness, State of Massachusetts.
- Guest lecturer representing Ernst and Young at the *HOBYS Conference for Exceptional High School Students*, Boston, two years.
- Member, Brockton Area AIDS Task Force.
- Collaborator, Massachusetts' State Senators and the Commissioner of the Department of Public Health, for health care benefits to children served under state programs.

For DPH: Elizabeth Dost, RN, Chief Operating Officer, The Anita W. Compassion Center Inc.



ORIGINAL

Registered Nurse
1981-1984

Tufts Medical Center
Boston, MA

Full-time staff RN with charge on rotation in GI/medical oncology which included administration of complex chemotherapies. Full-time critical care RN, based in the Surgical Intensive Care Unit with rotation to Medical Intensive Care Unit and Cardiac Care Unit.

EDUCATION

Registered Nurse. *St. Francis School of Nursing*, Hartford, CT.

- Awarded "*Excellence in Clinical Nursing.*"

Selected courses, *Northeastern University*, Boston, MA.

PERSONAL

Author of two commercial length works of fiction. *Sacred Ashes*, published in 2001 was chosen as the "2003 All School Summer Read", St. Bernard High School, Montville, CT. Required reading for sophomores at Coyle and Cassidy High School, Taunton, MA; 2004, 2005, 2006. Guest lecturer, Coyle and Cassidy High School.



James E. Griffin Jr.

Experience:

Shawn Carter Enterprises, December 2011 – April 2013

Global

Head of Personal Security.

- Provide personal protection around the clock for high visibility client. Provide protection in large crowds as well as public events.

RAD Security Services Inc., November 2007 - December 2011

Global

Vice President of Operations and Personal Security.

- Provided personal protection around the clock in large crowds as well as public events.

Golden Seal Enterprises, 2004 - June 2010

Global

Executive Security

- Provided around the clock personal protection for members of the Royal Family of Saudi Arabia.

NASCAR Track Security, 2004

USA

Executive Security

- Assessed location for surveillance, secured property and site, provided personal protection for the drivers and management staff.

Blackwater, 2003-2004

Bagdad, Iraq

Executive Protection / K-9 Supervisor

- Member of advanced detail for Ambassador Paul J. Bremer.
- Escorted and provided personal protection
- Worked security detail for the Beltway Sniper Case (Malvo), Chesapeake, VA courthouse

Clinton Group, NY, NY, 2002

Newport, R.I.

Executive Security

- Assessed location for surveillance, secured property and site, provided personal protection for the President of Clinton Group.

Rhode Island State Police, 1986 - 2002

Scituate, R.I.

State Trooper (retired as Corporal Supervisor of Lincoln Barracks).

- *K-9 Unit Supervisor attached to swat team.*
- Instructor - Motorcycle Unit. Assigned shift responsibilities to Troopers; maintained shift schedules as required per Jurisdiction, designated training for K-9 and motorcycle units, provided instruction and certification for units, and represented State Police as Court Officer.
- Assisted State Fire Marshall's office with detecting explosive devices via K-9 unit.

Champion Gym, 1992-1995

Warwick, R.I.

Owner / GM

- Generated sales of memberships, promoted facility through advertisement in various media, contact with vendors and sales force for equipment and retail products, responsible for new employee hiring, established training practices for employees, and maintained accurate records for account payable /receivable and payroll.

For DPH: James Griffin, Director of Security, The Anita W. Compassion Center, Inc.



ORIGINAL

Education:

University of Rhode Island, Kingstown, R.I.

B.S. Economics / Marketing major with a Criminal Justice minor.

Training:

Licensed to carry concealed firearms in all 50 states.

References are available upon request.

For DPH: James Griffin, Director of Security, The Anita W. Compassion Center, Inc.



ORIGINAL

ALEXANDER M. LIEBSTER

Aliebster@SlaterCenter.com

PROFESSIONAL EXPERIENCE

- THOMAS C. SLATER COMPASSION CENTER, Providence, RI
April 2013 to Present
 - ❖ Associate Director of Cultivation & Infused Products
Direct oversight and implementation of cultivation for non-profit state-licensed and regulated medical cannabis facility

Scheduling of gardens for specific varieties and stages of growth of cannabis; staff management, and inspection and procurement of medicine from other “licensed cardholders” [those authorized to possess cannabis] in Rhode Island

Developed menu and production of infused cannabis product line for center
 - ❖ Project Consultant for Thomas C. Slater Compassion Center
Created Design and Management Plans for future horticultural facilities, procurement and development of medicinal strains for cultivation, development of varying medicinal products.

- FULL SPECTRUM GARDENS, Lincolnville, ME
October 2010 – Present
 - ❖ Consulting and CAD design services for licensed cardholder in the states of Rhode Island, Maine, Colorado, and California. Aspects of services include facility design and system automation and control. All subjects of cannabis use, cultivation, and facility management.

- STATE OF RHODE ISLAND, Licensed Caregiver & Patient
2007- Present
 - ❖ Experience with medical use and consumption, working with other licensed patients with varying debilitating conditions such as AIDS/HIV, Cancer, Multiple Sclerosis, and Spastic Quadriplegia
 - ❖ Working relationship with the Rhode Island Patient Advocacy Coalition

EDUCATION

- ❖ Graduate Pembroke Pines Charter High School, Pembroke Pines, Florida;
- ❖ Broward Community College, Davie, Florida

LANGUAGES

- ❖ English – Native language; Spanish – Basic Competence

For DPH: Alex Liebster, Dir. of Cultivation & MIP Production, The Anita W. Compassion Center, Inc.

 ORIGINAL

Jamie Aufiero

16 Overlook Road, Stoughton, MA 02072
Home: 781-436-3734 - [REDACTED] : jamiek@thecellphonestore.net

Summary

Ambitious Operations Manager with more than 14 years of management experience in the wireless industry. Applies strong analytical and critical thinking skills to solve.

Highlights

- Accounts Payable/Accounts Receivable
- Skilled multi-tasker
- Operations management
- Effective time management
- Meticulous attention to detail
- Skilled in MS Office
- Weekly Payroll
- Results-oriented
- Exceptional customer service skills
- QuickBooks expert

Accomplishments

I helped a company grow from start up to a \$10+ million in sales. In the process, I was in charge of all HR, hiring over 70 employees. I facilitated onboarding of new employees by scheduling training, answering questions and processing paperwork. I also handled all AR/AP, commission reconciliations and payroll. Our business was recognized as a top performer by Sprint 14 years in a row.

Experience

Operations Manager

June 1999 to February 2013

Wireless Communication Group, Inc. - Easton, MA

Education

BBA : Business Administration, 1999

Worcester State College

For DPH: Jamie Aufiero, Director of Operations, The Anita W. Compassion Center, Inc.



ORIGINAL

EVIDENCE OF CAPITAL
(Exhibit4.1)

This exhibit must be completed and attached to a required document and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a


Total Capital needed for this application: \$ 500,000

Attach one-page bank statement.



November 19, 2013

Jonathan Waxman, President
Anita W. Compassion Center, Inc.
Jonathan Waxman
202R Prospect Street
South Easton, MA 20375

Re: Anita W Compassion Center, Inc. 

Dear Mr. Waxman:

Let this confirm availability of Five Hundred Thousand Dollars (\$500,000.00) to the Account of Anita W. Compassion Center , Inc at Citizens Bank.

If you need any further assistance please ask. We appreciate your business.

Very Truly Yours,



Palmira Azevedo
Private Wealth Manager

**INDIVIDUALS/ENTITIES CONTRIBUTING 5% OR MORE OF INITIAL CAPITAL
(Exhibit4.2)**

This exhibit must be completed and submitted as part of the application.

Corporation Name: ARL Healthcare, Inc.

Application # (if more than one): N/A

	Individual Name	Business Address	\$ amount and % of Initial Capital Provided	Type of Contribution (cash, land, building, in-kind)	Role in Dispensary Operations	Terms of Agreement (if any)
1	Jonathan Waxman	202R Prospect Street, South Easton, MA 20375	\$ 50,000 9%	Cash	President	N/A
2	James E. Griffin	1 Corliss Street, Providence, RI 02904	\$500,000 91%	Cash	Director of Security	Loan, 5% interest



ORIGINAL

CAPITAL EXPENSES
(Exhibit 4.3)

This exhibit must be completed and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

	Expense Type	Costs	Explanation of Expense
	Planning and Development		
1	Architect and design fees	\$20,000	Architect and floor plan stamped plans
2	Environmental survey	\$0	Leasing
3	Permits and Fees	\$12,000	Constructions permits
4	Security assessment	\$2,500	Security plan design and layout
5	Land/building cost	\$0	Leasing
6	Site clean-up and preparation	\$0	
7	Other- describe	\$0	
8	GC Supervision	\$28,500	General Contractor Forman fee
9	Demolition/Disposal	\$35,000	Demolition of walls and windows not needed, Dumpsters
	Build-out Costs		
1	Construction expenses	\$143,330	Drywall/Flooring/Ceilings/New Windows/Plumbing/Sprinkler system where needed/Grow Room walls and ceilings/Durock/Bullet resistant Wall board
2	Painting and finishes	\$95,300	Painting Interior and Exterior/Vinyl base/Flooring
3	Security system	\$90,000	[REDACTED]
4	Landscape work	\$8,000	Add shrubs in front of dispensary
5	Parking facility	\$5,000	Stripe parking at dispensary
6	Other- describe	\$	
7	Night Time Security	\$22,000	During construction and until security systems are all up and running will have night time security to avoid break-ins through areas that may not be able to be fully secured.
8	Temporary Fence	\$5,000	All constructions site require a fence so that people don't just walk through a construction area.
9		\$	
	Equipment Costs		
1	Vehicles and transportation	\$15,000	Security deposits and first payments on delivery vehicles
2	Cultivation equipment	\$364,316	Lights/vents/supplies/seeds/tables
3	Furniture and storage needs	\$33,000	Secured cabinets for vault and tables for trimming and packaging
4	Computer equipment	\$38,900	Full server and terminals for all offices, sales stations; grow rooms, trimming and packaging, as well as kitchen so that we can track all movement of the medicines.
5	HVAC	\$140,000	Each grow room will have individual split systems, existing

			HVAC units will be tested and repaired for dispensary and offices
6	Kitchen/food prep equipment	\$50,000	Fully equipped kitchen for preparation and production of edibles and oils
7	Other- describe	\$	
8	Dispensary Equipment and Counters	\$95,000	Counter, Display cases, Stools, Lockers for employees and patients, refrigeration units for edible storage and display
9	Contingency	\$22,000	
	TOTAL	\$1,220,530	

YEAR-ONE OPERATING BUDGET
(Exhibit 4.4)

This exhibit must be completed and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

Budget Period: August 1, 2014 - July 31, 2015

Projected Number of Patients: 2,180 and Number of Visits: 30,340

		Year ONE Budget	Budget Notes ¹
REVENUE			
1	Medical Marijuana sales	\$1,072,017	Patient count at opening is 563 and grows to 2,180 patients by the end of the year. Sales are estimated that each patient will visit the dispensary 2 times a month and spend \$65 per visit. By the end of the year we are estimating that the dispensary will have been visited 30,340. The first five months are used for construction and growing, then packaging the finished product for sale. The gross revenues are net of \$39,442 in hardship discounts and free medicines.
2	Other supplies sold	\$0	
3	Other revenue sources	\$23,500	Vaporizer sales
A	TOTAL REVENUE:	\$1,932,658	
PAYROLL EXPENSES			
	Personnel Category	# FTE	
1	Cultivation Personnel	11	\$386,082
2	Dispensary Personnel	8	\$336,266
3	Office and Security Personnel	3	\$134,182
4	Executive Personnel	5	\$190,000
B	TOTAL SALARIES		\$1,046,530
C	Fringe Rate and Total	14%	\$146,514
D	TOTAL SALARIES PLUS FRINGE (B+C)		\$1,193,045
OTHER EXPENSES			
1	Consultants	\$41,000	Grow and Sales consultants
2	Equipment	\$	
3	Supplies	\$283,595	These are cultivation supplies and packaging supplies
4	Office Expenses	\$50,450	This includes office supplies which will be greater than most years with the start up
5	Utilities	\$243,440	This is Gas and Electric for both Dispensary and Cultivation
6	Insurance	\$48,000	This insurance is Building, GL, Umbrella and WC
7	Interest	\$0	
8	Depreciation/Amortization	\$	
9	Leasehold Expenses	\$8,333	

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10	Bad Debt	\$0	Cash or Credit Card Sales Only
11	Licensing Fees and Permits	\$60,000	Annual licensing fee to state and software licensing fees
12	Rent and CAM	\$470,965	Rent is for two locations and all expenses related to the location estimated at 1.50 per foot
13	Professional Fees	\$22,000	These are outside legal and accounting costs
14	Outside Security & Monitoring	\$55,150	Will be using an outside security company to be supplying additional personnel to work with our in-house security staff for dispensary and grow facility presence
E	TOTAL OTHER EXPENSES	\$1,282,932	
F	TOTAL EXPENSES: (D+E)	\$2,475,978	
	DIFFERENCE (A-F)	(\$543,320)	

¹ Enter short explanation of expenses



ORIGINAL

THREE-YEAR BUSINESS PLAN BUDGET PROJECTIONS
(Exhibit 4.5)

This exhibit must be completed and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

Fiscal Year Time Period: August 1, 2014 – July 31, 2015 Projected Start Date for the First Full Fiscal Year: August 1, 2014

	FIRST FULL FISCAL YEAR PROJECTIONS 2015	SECOND FULL FISCAL YEAR PROJECTIONS 2016	THIRD FULL FISCAL YEAR PROJECTIONS 2017
Projected Revenue	\$1,932,658	\$4,229,394	\$5,405,907
Projected Expenses	\$2,475,978	\$4,164,794	\$5,040,987
TOTAL :	\$(543,320)	\$64,600	\$364,920
Number of Patients	2,180	3,345	3,765
Number of Patient Visits	30,340	67,080	85,740
Projected % of growth rate annually	100%	53.45%	12.56%
Total FTE in staffing	27 FTE	38 FTE	45 FTE
Projected Medical Marijuana Inventory	14 Lbs.	28 Lbs.	36 Lbs.

ORIGINAL

EVIDENCE OF INTEREST IN DISPENSARY SITE
(Exhibit5.1)

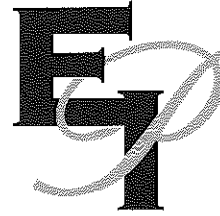
This exhibit must be completed or marked N/A and attached to required documents and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

Physical Address	County	Type of Evidence Attached
625 University Avenue, Norwood, MA 02062	Norfolk	Binding agreement to lease the premises for a 5 year term with additional options for extensions



ORIGINAL



EQUITY
INDUSTRIAL
PARTNERS

November 14, 2013

Jon Waxman, President
Anita W Compassion Center, Inc
202R Prospect Street
Easton, MA 02375

RE: COMMITMENT FOR TENANCY AT 625 UNIVERISTY AVE, NORWOOD, MA

Dear Jon,

Let this confirm our commitment for Anita W Compassion Center to lease space at 625 University Ave Norwood.

TENANT:
Anita W. Compassion Center, Inc

LANDLORD:
Equity Industrial Partners

BUILDING:
625 University Ave
Norwood, MA

BUILDING SIZE:
15,000 RSF

PREMISES:
15,000 RSF

LEASE TERM:
Five (5) Years and Three (3) months

LEASE COMMENCEMENT:
Upon approval for a RMD license by DPH of Massachusetts

RENT COMMENCMENT:
30 days from issuance of an approved RMD license

USE:
The premises will be used for a RMD, cultivation, and processing facility

BASE RENTAL subject to finalization of build out specifications:
Year 1-5 \$5.00/SF NNN



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EQUITY
INDUSTRIAL
PARTNERS

EARLY ACCESS & BENEFICIAL OCCUPANCY:

Tenant shall have the right to access the premises before the lease commencement date upon completion of leasehold improvements.

ELECTRICITY:

The electric is separately metered and the tenant will be responsible to establishing and maintaining their own account.

COMPLIANCE WITH ADA AND OTHER FEDERAL AND LOCAL BUILDING REQUIREMENTS:

The building is in compliance with the Americans with Disabilities Act and related local requirements.

PARKING:

Parking ratio is approximately 4 spaces per 1,000 SF.

BUILDING MANAGEMENT:

Equity Industrial Partners, 145 Rosemary Street, Needham, MA, 781-449-9000. This lease will be structured on a gross basis, and shall include management fees in the base rental rate.

BUILDING HOURS:

Tenant will be provided access to the building 24 hours a day, 7 days a week.

SECURITY SYSTEM:

There is currently a card key access system in place in the building. An additional security system may be installed by the Tenant at Tenant's expense.

Binding Agreement:

This letter agreement is binding between parties who agree to execute a standard form formal lease .

Sincerely,

Donald A. Levine
President

Agreed to and Accepted By:

Anita W Compassion Center, Inc.

Jonathan Waxman, President

11/14/13
Date



ORIGINAL

**EVIDENCE OF INTEREST IN CULTIVATION SITE
(Exhibit5.2)**

This exhibit must be completed or marked N/A and attached to required documents and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

Physical Address	County	Type of Evidence Attached
625 University Avenue, Norwood, MA 02062	Norfolk	Binding agreement to lease the premises for a 5 year term with additional options for extensions



ORIGINAL



EQUITY
INDUSTRIAL
PARTNERS

November 14, 2013

Jon Waxman, President
Anita W Compassion Center, Inc
202R Prospect Street
Easton, MA 02375

RE: COMMITMENT FOR TENANCY AT 625 UNIVERSITY AVE, NORWOOD, MA

Dear Jon,

Let this confirm our commitment for Anita W Compassion Center to lease space at 625 University Ave Norwood.

TENANT:
Anita W. Compassion Center, Inc

LANDLORD:
Equity Industrial Partners

BUILDING:
625 University Ave
Norwood, MA

BUILDING SIZE:
15,000 RSF

PREMISES:
15,000 RSF

LEASE TERM:
Five (5) Years and Three (3) months

LEASE COMMENCEMENT:
Upon approval for a RMD license by DPH of Massachusetts

RENT COMMENCEMENT:
30 days from issuance of an approved RMD license

USE:
The premises will be used for a RMD, cultivation, and processing facility

BASE RENTAL subject to finalization of build out specifications:
Year 1-5 \$5.00/SF NNN



ORIGINAL



EQUITY
INDUSTRIAL
PARTNERS

EARLY ACCESS & BENEFICIAL OCCUPANCY:

Tenant shall have the right to access the premises before the lease commencement date upon completion of leasehold improvements.

ELECTRICITY:

The electric is separately metered and the tenant will be responsible to establishing and maintaining their own account.

COMPLIANCE WITH ADA AND OTHER FEDERAL AND LOCAL BUILDING REQUIREMENTS:

The building is in compliance with the Americans with Disabilities Act and related local requirements.

PARKING:

Parking ratio is approximately 4 spaces per 1,000 SF.

BUILDING MANAGEMENT:

Equity Industrial Partners, 145 Rosemary Street, Needham, MA, 781-449-9000. This lease will be structured on a gross basis, and shall include management fees in the base rental rate.

BUILDING HOURS:

Tenant will be provided access to the building 24 hours a day, 7 days a week.

SECURITY SYSTEM:

There is currently a card key access system in place in the building. An additional security system may be installed by the Tenant at Tenant's expense.

Binding Agreement:

This letter agreement is binding between parties who agree to execute a standard form formal lease.

Sincerely,

Donald A. Levine
President

Agreed to and Accepted By:
Anita W Compassion Center, Inc.

Jonathan Waxman, President

11/14/13
Date



ORIGINAL

ORIENT

ORIGINAL

EVIDENCE OF LOCAL SUPPORT
(Exhibit5.4)

This exhibit must be completed or marked N/A and attached to required documents and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one): n/a

Site	City/Town	County	Type of Support Attached
1	Norwood	Norfolk	Letter of non-opposition for dispensing, cultivation and processing at 625 University Avenue, Norwood, MA -- Norwood Board of Selectmen



ORIGINAL



The TOWN OF NORWOOD

Commonwealth of Massachusetts

November 6, 2013

THE SELECTMEN

William J. Plasko, *Chairman*
Helen Abdallah Donohue
Michael J. Lyons
Paul A. Bishop
Allan D. Howard
Julia A. Liddy, *Clerk*

Mr. Jonathan Waxman
President
The Anita W. Compassion Center, Inc.
7 Fairfield Drive
North Easton, MA 02356

Dear Mr. Waxman:

We are writing this letter to indicate we are not opposed to the Anita W. Compassion Center's proposal to open a Registered Marijuana Dispensary ("RMD") in Norwood. Representatives of the Anita W. Compassion Center presented their plan for a dispensary and cultivation/processing facility at 625 University Avenue in Norwood at a public hearing on October 29th, 2013. At its November 5, 2013 meeting, the Board of Selectman voted in favor of providing this letter to the project.

The proposed location is situated in an industrial zone away from residential dwellings. We believe this is an appropriate setting for the people of Norwood as well as the registered patients in the area that would use this facility. This location has not yet been zoned for this use by Town Meeting.

We are pleased that the Anita W. Compassion Center is planning to develop a comprehensive health and wellness facility. Our town will work with you to ensure that many of the practices you have proposed, including comprehensive security protocols, strict inventory management controls, diversion prevention, and the provision of high quality medicine, are provided to patients in Norwood.

Sincerely,

William J. Plasko
Chair, Board of Selectmen



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SUMMARY CHART OF LOCATIONS AND LOCAL SUPPORT
(Exhibit 5.5)

This exhibit must be completed or marked N/A and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

	Site	Full Address	Evidence of Interest Submitted	Evidence of Local Support
1	Dispensing	625 University Avenue, Norwood, MA 02062	Binding agreement to lease the premises for a 5 year term with additional options for extensions)	Letter of non-opposition, Norwood Board of Selectmen
2	Cultivation	625 University Avenue, Norwood, MA 02062	Binding agreement to lease the premises for a 5 year term with additional options for extensions	Letter of non-opposition, Norwood Board of Selectmen
3	Processing	625 University Avenue, Norwood, MA 02062	Binding agreement to lease the premises for a 5 year term with additional options for extensions	Letter of non-opposition, Norwood Board of Selectmen



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RMD ORGANIZATIONAL CHART
(Exhibit 6.1)

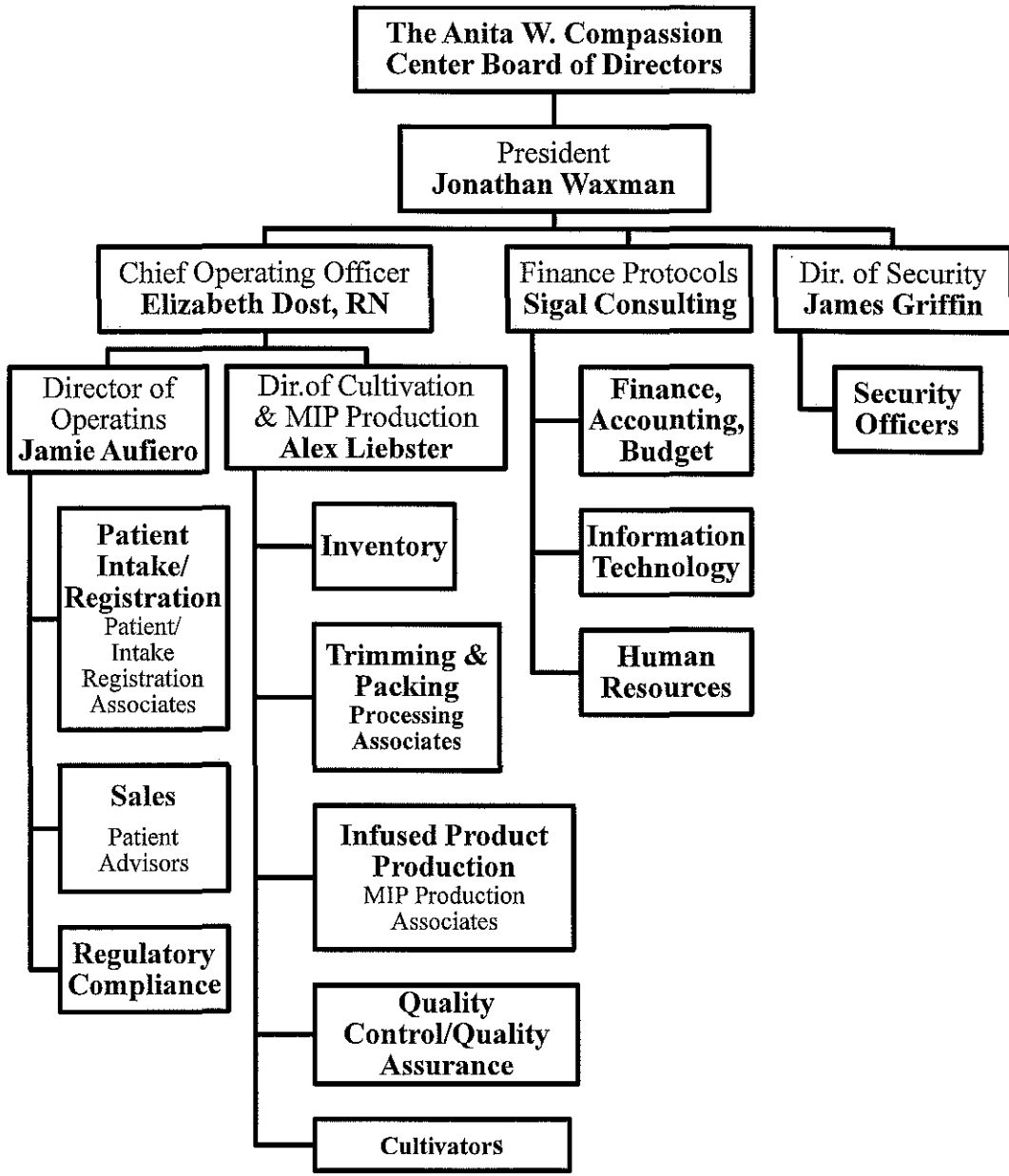
This exhibit must be completed and attached to a required document and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

Attach organizational chart.

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**EVIDENCE OF ENROLLMENT WITH DEPARTMENT OF CRIMINAL JUSTICE
INFORMATION SERVICES (DCJIS)
(Exhibit 6.2)**

This exhibit must be completed and attached to a required document and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

Attach evidence of enrollment.



ORIGINAL



iCORI
Commonwealth of Massachusetts
Department of Criminal Justice Information Services

Logged in as: jamiea2013 | [Home](#) | [Help](#) | [Logout](#)

[Home](#)

[Add Request](#)

[View CORI Results](#)

[Manage Account](#)

[iCORI Cart \(0\)](#)

The Anita W. Compassion Center Inc.

Status: **Active**
Account Type(s): **Employer**

Account

[Account Details](#) | [Representatives](#) | [Users](#) | [Authorized Consumer Reporting Agencies](#)

Account Details

[\[Cancel Account\]](#)

Account Status

Account Status: **Active**
Date First Registered: **11/12/2013** Date Last Renewed:

Organization Details

[\[Edit\]](#) | [\[Change Org Name\]](#) | [\[View Org Name History\]](#)

Account Type(s): **Employer**
Organization Name: **The Anita W. Compassion Center Inc.**
Address: **7 Fairfield Dr, Easton, MA 02366**
Phone No.: **617-719-6677**
Website:

Organization ID



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**RMD STAFF
(Exhibit 6.4)**

This exhibit must be completed or marked N/A and submitted as part of the application.

	Name	Role/Title
1	n/a	n/a

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RMD START-UP TIMELINE
(Exhibit 7.1)

This exhibit must be completed and submitted as part of the application. Include benchmarks for ALL RMD sites.

Corporation Name: The Anita W. Compassion Center, Inc. Application # (if more than one):n/a

Key Benchmarks ⁱ	Due Dates	Person Responsible	Risk Level If Not Completed on Time	Date RMD Opens
Submit cultivation & dispensary plans to D.P.H & town	2/3/14	General contractor	High	August 13, 2014
Apply for demo permits with town	2/3/14	General contractor	High	
Demo work at cultivation section	2/3/14	General contractor	High	
Demo work at dispensary section	2/3/14	General contractor	High	
Rough electrical & plumbing in general areas at the dispensary section	2/28/14	Electrical & Plumbing contractor	Medium to High	
Rough electrical & Plumbing in general areas at the cultivation section	2/28/14	Electrical & Plumbing contractor	Medium to High	
Rough framing of veg. room at cultivation section	3/4/14	General contractor	Medium to High	
Rough Electrical and Plumbing in veg. room at cultivation section	3/6/14	Electrical & Plumbing contractor	Medium to High	
Rough framing of floor room 1 in cultivation section	3/6/14	General contractor	Medium to High	
Rough framing of security command center at the cultivation section	3/6/14	General contractor	Medium to High	
Rough framing of kitchen in cultivation section	3/6/14	General contractor	Medium	
Sheet rock veg. room in cultivation building	3/10/14	General contractor	Medium to High	
Rough Electrical and Plumbing in flower room 1 (cultivation section)	3/10/14	Electrical & Plumbing contractor	Medium	
Rough framing in flower room 2 (cultivation	3/10/14	General contractor	Medium	


ORIGINAL

section)				
Rough framing in trimming & packing room (cultivation section)	3/10/14	General contractor	Medium	
Rough framing in concentrate room (cultivation section)	3/10/14	General contractor	Medium	
Sheet rock flower room 1 (cultivation section)	3/11/14	General contractor	Medium	
Rough Electrical and Plumbing in flower room 2 (cultivation section)	3/11/14	Electrical & Plumbing contractor	Medium	
Rough framing in curing and drying room (cultivation section)	3/11/14	General contractor	Medium	
Rough Electrical and Plumbing in kitchen (cultivation section)	3/11/14	Electrical & Plumbing contractor	Medium	
Joint compound and tape in veg. room (cultivation section)	3/12/14	General contractor	Medium	
Rough framing in flower room 3 (cultivation section)	3/12/14	General contractor	Medium	
Rough Electrical and Plumbing in security command center (cultivation section)	3/12/14	Electrical & Plumbing contractor	High	
Sheet rock flower room 2 (cultivation section)	3/13/14	General contractor	Medium	
Rough Electrical and Plumbing flower room 3 (cultivation section)	3/13/14	Electrical & Plumbing contractor	Medium	
Rough framing of storage room (cultivation section)	3/13/14	General contractor	Medium	
Sheet rock kitchen (cultivation section)	3/13/14	General contractor	Medium	
Paint veg. room (cultivation section)	3/14/14	General contractor	Medium	
Joint compound and tape in flower room 1 (cultivation section)	3/14/14	General contractor	Medium	
Sheet rock security command center (cultivation section)	3/14/14	General contractor	Medium	
Rough Electrical and Plumbing in concentrate room (cultivation section)	3/14/14	General contractor	Medium	
Joint compound and tape flower room 2 (cultivation section)	3/15/14	General contractor	Medium	



ORIGINAL

Sheet rock flower room 3 (cultivation section)	3/15/14	General contractor	Medium	
Joint compound and tape in kitchen (cultivation section)	3/15/14	General contractor	Medium	
Paint flower room 1 (cultivation section)	3/16/14	General contractor	Medium	
Joint compound and tape security command center (cultivation section)	3/16/14	General contractor	Medium	
Sheet rock concentrate room (cultivation section)	3/16/14	General contractor	Medium	
Joint compound and tape flower room 3 (cultivation section)	3/17/14	General contractor	Medium	
Rough framing in flower room 4 (cultivation section)	3/17/14	General contractor	Medium	
Rough Electrical and Plumbing in flower room 4 (cultivation section)	3/17/14	General contractor	Medium	
Sheet rock flower room 4 (cultivation section)	3/17/14	General contractor	Medium	
Rough Electrical and Plumbing trimming and packing (cultivation section)	3/17/14	General contractor	Medium	
Paint kitchen (cultivation section)	3/17/14	General contractor	Medium	
Joint compound and tape concentrate room (cultivation section)	3/17/14	General contractor	Medium	
Rough framing of the Dispensary section	3/17/14	General contractor	High	
Paint flower room 2 (cultivation section)	3/18/14	General contractor	Medium	
Joint compound and tape flower room 4 (cultivation section)	3/18/14	General contractor	Medium	
Paint security command center (cultivation section)	3/18/14	General contractor	Medium	
Rough Electrical and Plumbing in curing and drying room (cultivation section)	3/18/14	General contractor	Medium	
Finish Electrical and Plumbing in veg. room (cultivation section)	3/19/14	Electrical & Plumbing contractor	Medium to High	
Rough framing in flower room 5 (cultivation section)	3/19/14	General contractor	Medium	
Rough Electrical and Plumbing in flower	3/19/14	Electrical & Plumbing	Medium	



ORIGINAL

room 5 (cultivation section)		contractor		
Sheet rock trimming and packing room (cultivation section)	3/19/14	General contractor	Medium	
Paint concentrate room (cultivation section)	3/19/14	General contractor	Medium	
Rough Electrical and Plumbing in Dispensary section	3/19/14	Electrical and Plumbing contractor	Medium to High	
Install HVAC system in veg. room (cultivation section)	3/19/14	HVAC contractor	Medium to High	
Paint flower room 3 (cultivation section)	3/20/14	General contractor	Medium	
Rough Electrical and Plumbing in storage room (cultivation section)	3/20/14	Electrical & Plumbing contractor	Medium	
Sheet rock flower room 5 (cultivation section)	3/21/14	General contractor	Medium	
Rough Electrical and Plumbing in flower room 6 (cultivation section)	3/21/14	Electrical & Plumbing contractor	Medium	
Joint compound and tape trimming and packing room (cultivation section)	3/21/14	General contractor	Medium	
Sheet rock curing room (cultivation section)	3/21/14	General contractor	Medium	
Paint flower room 4 (cultivation section)	3/22/14	General contractor	Medium	
Install HVAC system in security command center (cultivation section)	3/22/14	HVAC CONTRACTOR	Medium	
Joint compound and tape flower room 5 (cultivation section)	3/23/14	General contractor	Medium	
Sheet rock flower room 6 (cultivation section)	3/23/24	General contractor	Medium	
Paint trimming and packing room (cultivation section)	3/23/14	General contractor	Medium	
Joint compound and tape curing room (cultivation section)	3/23/14	General contractor	Medium	
Sheet rock storage room (cultivation section)	3/23/14	General contractor	Medium	
Install grow equipment in veg. room (cultivation section)	3/24/14	Electrical Contractor	High to Medium	
Finish Electrical and Plumbing in flower	3/24/14	Electrical & Plumbing	Medium	



ORIGINAL

room 1 (cultivation section)		contractor	
Install HVAC system in flower room 1 (cultivation section)	3/24/14	HVAC CONTRACTOR	Medium
Paint flower room 5 (cultivation section)	3/24/24	General contractor	Medium
Rough framing in flower room 6 (cultivation section)	3/24/24	General contractor	Medium
Sheet rock Dispensary	3/24/14	General contractor	Medium to High
Joint compound and tape Dispensary	3/24/14	General contractor	Medium
Joint compound and tape flower room 6 (cultivation section)	3/25/14	General contractor	Medium
Paint curing and drying room (cultivation section)	3/25/14	General contractor	Medium
Joint compound and tape storage room (cultivation section)	3/25/14	General contractor	Medium
Install grow equipment in flower room 1 (cultivation section)	3/26/14	Electrical Contractors	Medium
Install HVAC system in trimming and packing (cultivation section)	3/26/14	HVAC CONTRACTOR	Medium
Paint flower room 6 (cultivation section)	3/27/14	General contractor	Medium
Paint storage room (cultivation section)	3/27/14	General contractor	Medium
Finish Electrical and Plumbing in flower room 2 (cultivation section)	3/28/14	Electrical and Plumbing contractor	Medium
Install HVAC system in flower room 2 (cultivation section)	3/28/14	HVAC CONTRACTOR	Medium
Finish Electrical and Plumbing in security command center (cultivation section)	3/29/14	Electrical and Plumbing contractor	High
Install HVAC system (cultivation building)	3/31/14	HVAC CONTRACTOR	Medium
Install grow equipment flower room 2 (cultivation section)	3/31/14	Electrical Contractors	Medium
Begin recruitment process of cultivation staff	4/1/14	COO	Medium
Install HVAC system flower room 3 (cultivation section)	4/1/14	HVAC contractor	Medium
Finish Electrical and Plumbing in flower room 3 (cultivation section)	4/2/14	Electrical and Plumbing contractor	Medium



ORIGINAL

Install HVAC system in flower room 3 (cultivation section)	4/2/14	HVAC CONTRACTOR	Medium	
Finish Electrical and Plumbing in trimming and packing (cultivation section)	4/2/14	Electrical and Plumbing contractor	Medium	
Install grow equipment in flower room 3 (cultivation section)	4/3/14	Electrical Contractors	Medium	
Install HVAC system in kitchen (cultivation section)	4/3/14	HVAC CONTRACTOR	Medium	
Finish Electrical and Plumbing in curing and drying room (cultivation section)	4/5/14	Electrical and Plumbing Contractors	Medium	
Install HVAC system in concentrate room (cultivation section)	4/5/14	HVAC CONTRACTOR	Medium	
Finish carpentry in Dispensary section	4/5/14	General contractor	Medium	
Finish Electrical and Plumbing in flower room 4 (cultivation section)	4/7/14	Electrical and Plumbing contractor	Medium	
Install HVAC system in flower room 4 (cultivation section)	4/7/14	HVAC CONTRACTOR	Medium	
Install grow equipment in flower room 4 (cultivation section)	4/7/14	Electrical Contractors	Medium	
Finish Electrical and Plumbing in storage room (cultivation section)	4/8/14	Electrical and Plumbing contractors	Medium	
Finish Electrical and Plumbing in flower room 5 (cultivation section)	4/11/14	Electrical and Plumbing Contractors	Medium	
Install HVAC system in flower room 5 (cultivation section)	4/11/14	HVAC CONTRACTOR	Medium	
Install grow equipment in flower room 5 (cultivation section)	4/12/14	Electrical Contractors	Medium	
Finish Electrical and Plumbing in kitchen (cultivation building)	4/14/14	Electrical and Plumbing contractors	Medium	
Install flooring in Dispensary section	4/14/14	General contractor	Medium	
Finish paint in Dispensary section	4/14/14	General contractor	Medium	
Finish Electrical and Plumbing in flower room 6 (cultivation section)	4/16/14	Electrical and Plumbing contractor	Medium	
Install HVAC system in flower room 6 (cultivation section)	4/16/14	HVAC contractor	Medium	



ORIGINAL

Finish Electrical and Plumbing in concentrate room (cultivation section)	4/16/14	Electrical and Plumbing contractor	Medium	
Install grow equipment in flower room 6 (cultivation section)	4/17/14	Electrical contractor	Medium	
Install HVAC system in Dispensary section	4/19/14	HVAC Contractor	Medium	
Finish Electrical and Plumbing in Dispensary section	4/19/14	Electrical and Plumbing contractors	Medium	
Punch list in cultivation section	4/21/14	General contractor	Medium	
Hire cultivation staff	4/21/14	COO	High	
Punch list in Dispensary section	4/21/14	General contractor	Medium	
Final walk through in cultivation section	4/24/14	General contractor	Medium	
Final walk through in Dispensary section	4/24/14	General contractor	Medium	
Final inspections in cultivation section	4/25/14	DPH & Town	High	
Final inspections in Dispensary section	4/25/14	DPH & Town	High	
Seed germination	4/29/14	Cultivation team	High	
Trait and gender selection	5/2/14	Cultivation team	High	
Rooting of female clones from donor plants	5/20/14	Cultivation team	High	
Transplant rooted cuttings	5/30/14	Cultivation team	High	
Rooting of female clones from donor plants (round 2)	5/30/14	Cultivation team	High	
Flowering phase	6/6/14	Cultivation team	High	
Transplant rooted cuttings (round 2)	6/9/14	Cultivation team	High	
Rooting of female clones from donor plants (round 3)	6/9/14	Cultivation team	High	
Flowering phase (round 2)	6/16/14	Cultivation team	High	
Transplant rooted cuttings (round 3)	6/19/14	Cultivation team	High	
Rooting of female clones from donor plants (round 4)	6/19/14	Cultivation team	High	
Flowering phase (round 3)	6/26/14	Cultivation team	High	
Transplant rooted cuttings (round 4)	6/29/14	Cultivation team	High	
Rooting of female clones from donor plants (round 5)	6/29/14	Cultivation team	High	
Transplant rooted cuttings (round 5)	7/2/14	Cultivation team	High	
Rooting of female clones from donor plants (round 6)	7/2/14	Cultivation team	High	



ORIGINAL

Flowering phase (round 4)	7/6/14	Cultivation team	High	
Flowering phase (round 5)	7/9/14	Cultivation team	High	
Transplant rooted cuttings (round 6)	7/12/14	Cultivation team	High	
Provide employment offers to all departmental (non-management) staff, begin training	7/12/14	COO	High	
Complete installation of all IT systems, software, hardware, telephone systems	7/12/14	COO	High	
Flowering phase (round 6)	7/19/14	Cultivation team	High	
Complete all employee trainings, HIPAA compliance	8/1/14	COO	High	
Harvest and dry	8/1/14	Cultivation team	High	
Package (ready for opening)	8/9/14	Trimming and packing	High	
Testing	8/11/14	Lab	High	
Harvest and dry (round 2)	8/11/14	Cultivation team	High	
OPENING DAY	8/13/14	Entire Team	High	
Testing (round 2)	8/21/14	Lab	High	
Harvest and dry (round 3)	8/21/14	Cultivation team	High	
Package (round 2)	8/25/14	Trimming and packing	High	
Harvest and dry (round 4)	8/31/14	Cultivation team	High	
Testing (round 3)	9/1/14	Lab	High	
Package (round 3)	9/3/14	Trimming and packing	High	
Testing (round 4)	9/3/14	Lab	High	
Harvest and dry (round 5)	9/3/14	Cultivation team	High	
Package (round 4)	9/5/14	Trimming and packing	High	
Testing (round 5)	9/13/14	Lab	High	
Harvest and dry (round 6)	9/13/14	Cultivation team	High	
Package (round 5)	9/15/14	Trimming and packing	High	
Testing (round 6)	9/23/14	Lab	High	
Package (round 6)	9/26/14	Trimming and packing	High	

Insert more rows if needed



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PROPOSED SLIDING PRICE SCALE
(Exhibit 7.12)

This exhibit must be completed and attached to a required document and submitted as part of the application.

Corporation Name: The Anita W. Compassion Center, Inc.

Application # (if more than one): n/a

Attach sliding price scale.



**THE ANITA W. COMPASSION CENTER
SLIDING PRICE SCALE**

Income Guideline	Medicine Allowance	Additional Medicine Allowance
0 – 100% of Federal Poverty Level	1/8 of an ounce of medicine per week FREE	50% discount on all medicine over 1/8 of an ounce per week
101 – 200% of Federal Poverty Level	75% discount on 1/8 of medicine per week	50% discount on all medicine over 1/8 of an ounce per week
201 – 300% of Federal Poverty Level	50% discount on 1/8 of medicine per week	25% discount on all medicine over 1/8 of an ounce per week