

APPLICATION RESPONSE FORM COVER PAGE

Make this the first page of your response

Corporation

The applicant corporation's legal name, trade name, and any other name under which the bidding entity does business (if any): [Cardiac Arrhythmia Syndromes Foundation, Inc. - dba - CAS Foundation]

Website URL (if applicable): [www.thecasfoundation.org]

Address:

[9 Bartlet Street]

[Unit # 335]

City: [Andover] State: [MA] Zip: [01810]

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

First Name: [Jayne] Last Name: [Vining]

FEIN: [263198554]

Contact Person

First Name: [Jayne] Last Name: [Vining]

Title: [CEO]

Telephone: (978) 474-8008 FAX: () - E-Mail: [jvining@thecasfoundation.org]

Contact Person Address (if different):

[SAME]

[]

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

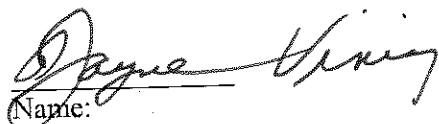
Failure to provide original "wet" signatures in blue ink will result in disqualification of the application.

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:
Title:

11-21-13
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:

11-21-13
Date



ORIGINAL

Title

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.

[Cardiac Arrhythmia Syndromes Foundation, Inc. dba CAS Foundation

Incorporated July 17, 2008 & 501(c)(3) September 25, 2009]

1.2 Describe the organization's mission and vision.

[MISSION

The CAS Foundation, dba Compassionate Care Clinics (CCC) and Mill City Farms, will provide high-quality medical marijuana to registered qualifying patients in a safe, welcoming, and secure environment while maintaining the trust of the community by rigorously enforcing all local and state regulations.

VISION

The CAS Foundation, through the works of Compassionate Care Clinics, aims to be the medical marijuana provider of choice by:

- Treating all patients with respect and dignity;
- Educating patients and caregivers on all aspects of medical marijuana;
- Working with patients to help them make appropriate choices to support healthy lifestyles;
- Maintaining a world-class RMD that is fiscally sound to support the mission of CCC;
- Being neighborly, transparent, accessible, and accountable to the community it serves;
- Providing employment opportunities at a living wage to local talent whenever possible;
- Giving back to the community by supporting programs, non-profits, and agencies of the community's choice.]

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.

[Phase I (removed)

Phase II (added)

Mike Mucci*

Lynne McCarren**
Anna Burns**

* Mr. Mucci is from Florida and found it too difficult to serve. He resigned from the board in November 2013.

** Lynne McCarren joined the board in November 2013.
Anna Burns joined the board in November 2013.]

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.

[Neil King, Executive Director

Mr. King created a management-information system and numerous accounting and operational protocols for Creative Gourmets, which enabled that startup to grow its value to \$45 million. Later, Mr. King worked for Vining Disposal Services to improve growth potential, developing management-information systems and customized accounting. Vining Disposal's value grew from \$3 million to \$24 million, at which price it sold to Allied Waste in 1997.

Mr. King then joined Allied, one of the largest waste-management companies in the world with a budget of \$6.5 billion, where he did financial due diligence for acquisitions. In 2008, Mr. King joined our non-profit venture, the Cardiac Arrhythmia Syndromes Foundation. He oversees all manner of financial aspects to the venture including complicated tax-reporting responsibilities involved in maintaining the foundation's 501(c)(3) status. The Foundation has saved over 100 young lives and would not have been able to help those families if the organization had not been on the solid financial footing provided by Mr. King's stewardship.

Robert Bargar, M.D., Medical Director

Dr. Bargar has maintained a private practice in preventative medicine since 1982. His focus on patient wellness and understanding of the patient experience will be crucial to realizing our patient centered mission, including ensuring our staff is properly trained for dispensary services. Dr. Bargar has also worked with Medtrial Boston and the Boston Clinical Research Center, overseeing several clinical trials involving migraine

drugs. Currently, Dr. Bargar is involved with multiple ongoing clinical trials involving chronic pain, insomnia, and irritable bowel syndrome drugs. His experience with clinical drug trials will be an important part of creating proper data collection and compliance protocols.

Christina Henderson-Paxson, Dipl. Ac., Director of Dispensary Services

Dr. Henderson-Paxson has helped her patients overcome a variety of ailments and achieve greater well being. She has a wealth of training and experience with herbal remedies, which is easily translatable to medicinal-cannabis use. She attended the Dallas Institute of Acupuncture and Oriental Medicine (DIAOM) and Maryland Institute of Traditional Chinese Medicine (MITCM). MITCM was affiliated with the National Institutes of Health, where Dr. Henderson-Paxson learned how to conduct and run efficient clinics and studies.

Dr. Henderson is the founder and CEO of the Indigo Center for the Creative & Healing Arts. She established the Indigo Center in 2005 to meet the needs of Virginia residents seeking non-invasive and tradition-based treatment for a wide range of ailments, pain relief, wellness and improved energy. It has been more profitable every year since. She has also provided acupuncture services and has served as a founding member or volunteer several non-profits, including Central Virginia Community Acupuncture (CVCA) which provides free acupuncture treatment for Veterans, Reservists and Active Duty military members, and Common Ground of Charlottesville, Virginia, which provides low-fee sliding scale alternative treatments for low-income individuals and minorities who normally would not have access to such services. She has also volunteered as an acupuncturist for Habitat for Humanity.

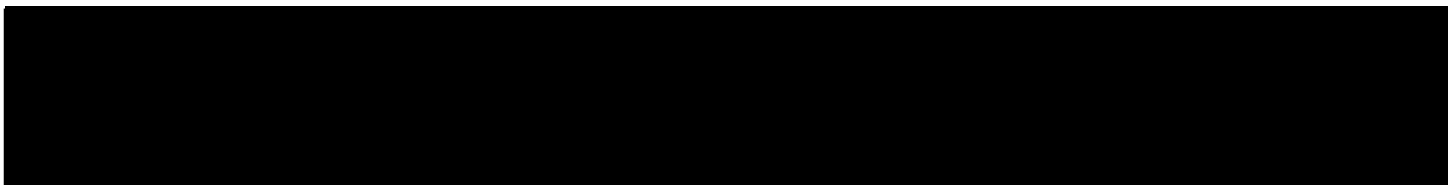
Heather Joyce Wolfe, RN, RPP, Director of Health Services

Ms. Wolfe has been a certified nurse since 1970, first in Ireland and then in Massachusetts. In 1984, she opened the Well of Life clinic in Keene, NH. In 1987, Ms. Wolfe initiated another startup healing arts center, called Next Step: A Center for Personal Growth. She oversaw all startup procedures, developed policies, carried out membership and public-relations campaigns, and participated in long-range planning, as well as operating a private practice offering polarity therapy and massage.

In 1988, Ms. Wolfe became Charge Nurse RN in the detoxification unit at Seaford Pines Hospital in Keene, NH, working with teenagers under a six-week treatment plan for substance abuse, including for marijuana, cocaine, and alcohol. She learned much about these substances, both from a medical perspective and from thhere connections with these patients. She implemented the Twelve Step Program and introduced energy healing to enhance the effectiveness of treatment with the other medical staff's co-operation and involvement, with much enthusiasm and success.

Ms. Wolfe returned to Ireland and became the first licensed massage therapist in Sharon, where she operated a private practice while also teaching polarity therapy in five-day retreats every three months.

Today, she continues her teaching in Abington, MA and across the United States and Ireland, while also operating a women's health private practice in Salem, MA.



Tania Garcia, Director of Human Resources

Ms. Garcia has managed multiple large rehabilitation, wellness, substance-abuse, mental-health, and violence-prevention projects with the support of Federal and private funding, including the creation and development of the non-profit Latino Health Institute and Education Development Center. She has expertise in all aspects of management, including designing systems to deliver effective training and technical support, hiring and supervising staff, monitoring and assuring quality service, fiscal accountability, and policy making. Her experience also includes management of contracts and consultant pool, convening and supervising a core management team, and ensuring effective and efficient relationships with communities and key federal groups, including the centers for substance abuse, State agencies, and local NGOs.

Richard Bonanno, Ph.D., Director of Cultivation

Mr. Bonanno has a lifetime of experience in horticulture and food services. Mr. Bonanno owns Pleasant Valley Gardens, a Boston-area company providing wholesale and fresh market vegetables and ornamental plants to supermarket chains around the Commonwealth. Mr. Bonanno is a member of the Massachusetts Department of Agricultural Resources and sits on its Pesticide Board. Mr. Bonanno's agricultural experience and extensive scientific knowledge will be invaluable to our cultivation operations. He is the President of the MA Farm Bureau.

Robert Cronin, Director of Security

Mr. Cronin is currently serving a third term on the Newburyport City Council, where he sits on the Budget and Finance Committee, overseeing the city's budget, transfers, and appropriations as well as making recommendations to the full Council regarding mayoral budgetary requests. The budget for FY 2014 was approved at \$53.9 million not including supplementary expenditures and revolving accounts.

He has been a full-time law-enforcement officer for over 32 years, including overseeing an investigation unit tasked with detecting and prosecuting controlled-substance violations. For the past six years, he has worked in a correctional institution after over 26 years working in a municipal police environment. This experience has provided him with firsthand knowledge of not only drug interdiction but also various methods of ensuring safety and security in a facility.

Mr. Cronin has also operated a consulting business for about fourteen years. He consults with legal professionals and insurance companies in determining the causes of boat collisions.

Mr. Cronin will be invaluable to us as an expert in law enforcement, security, and community interfacing.

Innocent Lugumamu, Director of Physical Assets

Mr. Lugumamu has used his engineering knowledge and experience to design, develop, and maintain information systems for water and air quality monitoring programs, including for the MA Department of Environmental Protection, the MA Water Resources Authority, and the Cambridge Water Department. Water and air filtration is a crucial component of any medical-marijuana cultivation program. Mr. Lugumamu's engineering and information systems experience will be invaluable in the development, maintenance, and success of our cultivation infrastructure and automated systems' functionality.

Timothy Burns, Director of Information Technology

Mr. Burns has developed web-based solutions for reporting and client interfaces for financial and medical companies. He brings a deep understanding of how business needs to be conducted in the twenty-first century. Mr. Burns will work with our MJ Freeway representative to ensure that our system is seamlessly integrated with DPH's compliance-reporting and oversight systems.]

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.

[Neil King, Executive Director

Mr. King oversees all financial aspects of the Cardiac Arrhythmia Syndromes Foundation, including complicated tax reporting responsibilities involved in maintaining the Foundation's 501(c)(3) status. The Foundation has saved over 100 young lives and would not have been able to help those families if the organization had not been on the solid financial footing provided by Mr. King's stewardship.

Robert Bargar, M.D., Medical Director

Dr. Bargar has dedicated his life to serving his patients and improving the medical experience for all patients in the Commonwealth. He has maintained a private practice in preventative medicine since 1982, dedicated to assisting patients in fostering lifestyle habits that will improve their overall health. He utilizes counseling and comprehensive intake techniques, clinical screening, and prophylaxis to determine the best health program for each patient. Dr. Bargar has also utilized his extensive knowledge of HIPAA compliance to assist insurance organizations in meeting their patient needs in a patient centered way.

Dr. Bargar has also advanced scientific research. He worked with Medtrial Boston and the Boston Clinical Research Center, overseeing several clinical trials involving migraine drugs. Currently, Dr. Bargar is involved with multiple ongoing clinical trials involving chronic pain, insomnia, and irritable bowel syndrome drugs. His focus on patient wellness and understanding of the patient experience will be crucial to realizing our patient-centered mission, including ensuring our staff is properly trained for dispensary services. Additionally his experience with clinical drug trials will be an important part of creating proper data collection and compliance protocols.

Christina Henderson-Paxson, Dipl.Ac., Director of Dispensary Services

Dr. Henderson-Paxson has dedicated the majority of her professional life to the healthcare of others. As an acupuncturist, she has helped patients overcome a variety of ailments and achieve greater well being. She also has a wealth of training and experience with herbal remedies. She attended the Dallas Institute of Acupuncture and Oriental Medicine (DIAOM) and Maryland Institute of Traditional Chinese Medicine (MITCM). Through MITCM's affiliation with the National Institutes of Health, she learned how to conduct and run efficient clinics and studies. She has also undergone over 1000 hours of additional CEU training in traditional Chinese medicine, herbs, vitamins, and supplements. Dr. Henderson-Paxson understands the proper use of non-traditional medicines, which includes an understanding of how medicinal cannabis is used to treat various illnesses. She currently prescribes custom herbal remedies to heal many patients who have not had success with Western medicines and pharmaceuticals.

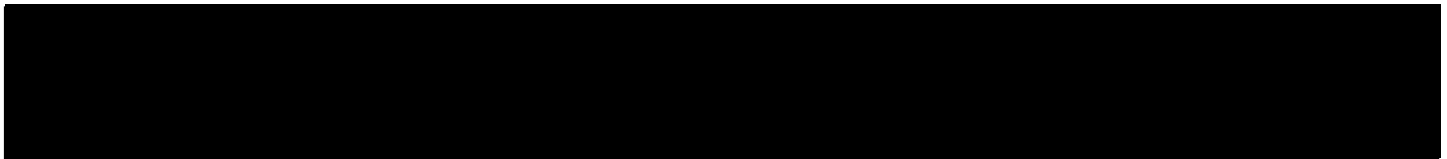
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Tania Garcia, Director of Human Resources

Ms. Garcia has directed and managed rehabilitation services to physically and mentally challenged individual at Lemuel Shattuck Hospital. She has also worked in recruiting for the first homeless shelter in Massachusetts, ensuring cultural competency, especially on the issue of health disparities. She has galvanized and mobilized diverse audiences in both rural and urban settings around issues related to healthcare promotion and cultural diversity. Ms. Garcia provided expert consultation to a variety of audiences on the role of technology in prevention including designing, presenting, and moderating national satellite broadcasts and creating a health and culture website to disseminate research-based information on the link between immigration, acculturation, substance abuse, and wellness for healthcare providers. She has presented at numerous conferences, touching on the socio-cultural factors associated with recruitment and retention, service access, and implementation of model programs.

Richard Bonanno, Ph.D., Director of Cultivation

N/A

Robert Cronin, Director of Security

N/A

Mr. Innocent Lugumamu, Director of Physical Assets

N/A

Timothy Burns, Director of Information Technology
N/A]

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.

[Neil King, Executive Director

Mr. King created a management-information system and numerous accounting and operational protocols for Creative Gourmets, which enabled that startup to grow its value to \$45 million. Later, Mr. King worked for Vining Disposal Services to improve growth potential, developing management-information systems and customized accounting. Vining Disposal's value grew from \$3 million to \$24 million, at which price it sold to Allied Waste in 1997.

Mr. King then joined Allied, one of the largest waste-management companies in the world with a budget of \$6.5 billion, where he did financial due diligence for acquisitions. In 2008, Mr. King joined our non-profit venture, the Cardiac Arrhythmia Syndromes Foundation. He oversees all manner of financial aspects to the venture including complicated tax-reporting responsibilities involved in maintaining the foundation's 501(c)(3) status. The Foundation has saved over 100 young lives and would not have been able to help those families if the organization had not been on the solid financial footing provided by Mr. King's stewardship.

Robert Bargar, M.D., Medical Director

Dr. Bargar has operated a profitable private practice in preventative medicine since 1982. His FY 2012 budget was approximately \$125,000, on which he realized gross profit of \$350,000.

Christina Henderson-Paxson, Dipl.Ac., Director of Dispensary Services

Dr. Henderson-Paxson established the Indigo Center for the Creative and Healing Arts in 2005, which has been profitable every year since. Many patients' health insurance does not cover acupuncture, so Dr. Henderson-Paxson has had to tailor her business plan to accommodate that reality. She has nevertheless been able to increase her patient base every year. She is on track for gross profit of over \$100,000 in FY 2013. She has managed two freelance employees since launching the Indigo Center.

Heather Joyce Wolfe, RN, RPP, Director of Health Services

Ms. Wolfe operated a women's health private practice in Salem, MA. Her budget for the Salem practice in FY 2012 was approximately \$30,000, on which she realized gross profit of \$60,000.

Tania Garcia, Director of Human Resources

Ms. Garcia managed and coordinated five regional centers for the National Center for the Application of Prevention Technologies, a federal multimillion-dollar national collaborative center, on behalf of SAMSHA, designed to address substance abuse at the local and national level and strengthen the nation's behavioral-health work force. The portion of the national budget allocated for Ms. Garcia's regional centers varied over the course of her ten years with the organization, ranging from \$1.5 to \$3 million. Several projects at the Center had separate budgets, including one project lasting a year and a half with its own \$12 million budget. At the Latino Health Institute, Ms. Garcia oversaw a staff of five with a budget of \$100,000. At Lemuel Shattuck Hospital, where she ran three units relating to rehabilitation services, she supervised ten staff with a budget of \$200,000.

Richard Bonanno, Ph.D., Director of Cultivation

Mr. Bonanno owns and operates Pleasant Valley Gardens in Massachusetts. It is a multimillion-dollar operation that grows and distributes wholesale and market-fresh vegetables and ornamental plants to supermarket chains across the Commonwealth. The Pleasant Valley Gardens generated approximately \$5,000,000 in gross profit in FY 2012.

Robert Cronin, Director of Security

The City of Newburyport has a FY 2014 budget of \$53.9 million dollars. As a City Councilor, Mr. Cronin's duties include serving on the Budget and Finance Committee and overseeing the crafting and execution of the budget. He has sat on Budget and Finance Committee since 2010, during which time the city has seen its financial stability improve while also undertaking several capital projects, such as a new school, renovating a middle school, and designing a new wastewater treatment facility. As a manager of a law-enforcement unit, Mr. Cronin had to balance the budget for overtime pay with the needs of the agency. Mr. Cronin's experience both with overall budgeting and the daily needs when running an operation meld together for a strong background in the budgetary process.

Mr. Innocent Lugumamu, Director of Physical Assets

N/A

Timothy Burns, Director of Information Technology

N/A]

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.

[Neil King, Executive Director

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for Vining Disposal Services to improve growth potential, developing management-information systems and customized accounting. Vining Disposal's value grew from \$3 million to \$24 million, at which price it sold to Allied Waste in 1997.

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Robert Bargar, M.D., Medical Director

N/A

Christina Henderson-Paxson, Dipl.Ac., Director of Dispensary Services

Dr. Henderson-Paxson discovered that an employee had inaccurately and negligently entered insurance submissions. She fired the employee and resubmitted over \$12,000 in submissions, simultaneously created detailed documentation on the proper procedures for insurance billing using the Navinet and Office Ally systems.

Heather Joyce Wolfe, RN, RPP, Director of Health Services

N/A

Tania Garcia, Director of Human Resources

Ms. Garcia was part of a team that successfully designed an electronic quality-control system that supported and managed distribution of funds, supervision of staff, and assured quality services on a daily basis. She used this reporting mechanism to inform the team and help adjust regional subcontractors' budgets and staffing cutbacks when national funds were transferred from a five-year grant to a yearly contract. This action resulted in a decrease in face-to-face services and the need to use more electronic methods for services and quality control. She implemented this transition over a six-month period, educating and communicating with staff and clients to support the transition. The team visited each of five regional branches and created forums to solicit client feedback as to the appropriate balance of face-to-face and electronic service.

Richard Bonanno, Ph.D., Director of Cultivation

Market-fresh vegetables and seasonal ornamental plants are organic commodities dependent upon growing and harvesting contingencies. As such, yield, demand, supply, and pricing are in constant flux. Every year, the budget, planting, and employment needs for Pleasant Valley Gardens differ. Managing financial corrective action measures is a large part of normal operations of any agricultural business. Along with Executive Director King, Mr. Bonanno will ensure that the Foundation's cultivation operations are on sound financial and operational footing.

Robert Cronin, Director of Security

Budgets should be zero-sum based. Whether an organization is pursuing a capital improvement or merely a routine operating expense, management should conduct a fiscally appropriate analysis to determine if the expenditure justifies the cost. The City of Newburyport recently implemented a new information-technology system that included both software and hardware. The proposal would provide for state-of-the-art SharePoint software. While an excellent platform, this system was not proportional in cost to the needs of the city. Through cost-benefit analysis, the Council rejected the proposal over the objections of the mayor, ultimately achieving a similar result at far less cost. This type of financial assessment should be an ongoing part of any administrator's review. Financial correction extends down to department managers and key staff so as to enable good service and product delivery while maintaining a reasonable cost for that service. As the head of a law-enforcement unit, Mr. Cronin limited overtime pay and the use of vehicles as a means of cost avoidance. While not possible at all times, constant examination of financial liabilities ultimately makes for a stronger business position.

Innocent Lugumamu, Director of Physical Assets

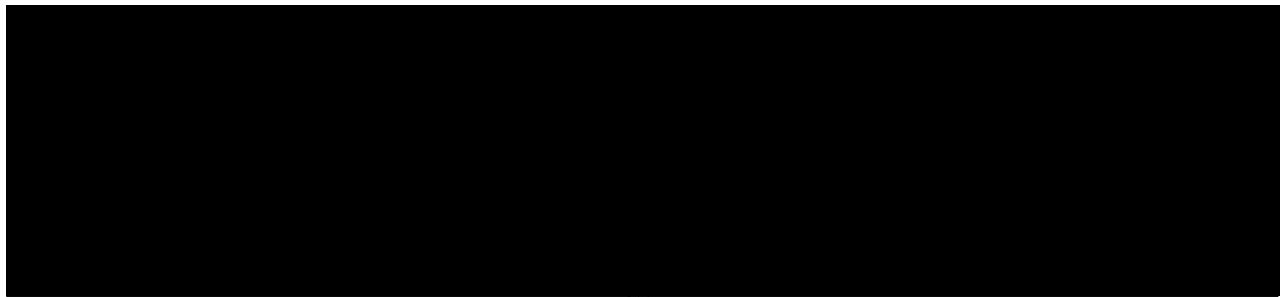
N/A

Timothy Burns, Director of Information Technology

N/A]

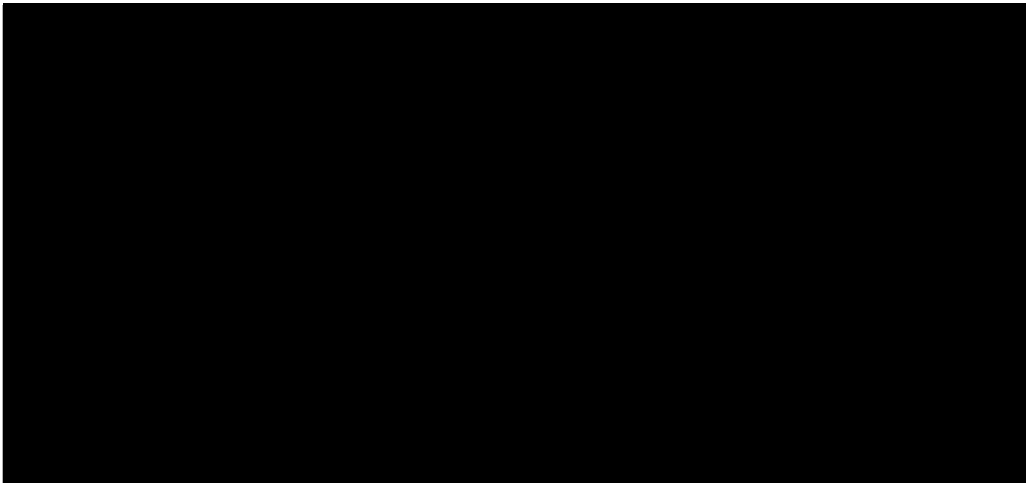
3. Applicant's Evidence of Suitability

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.

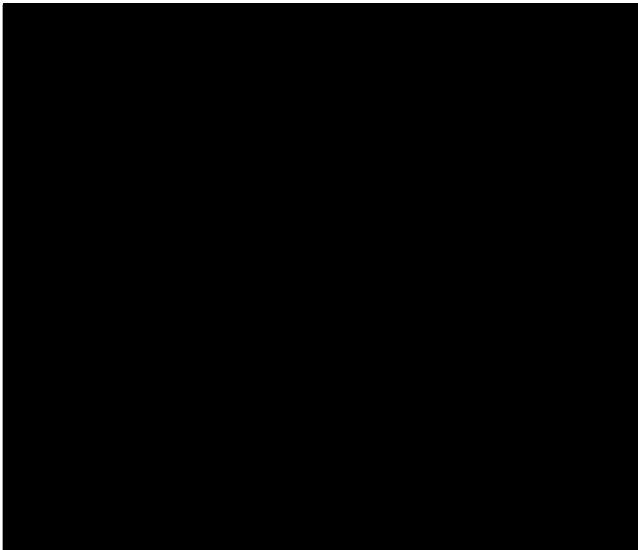




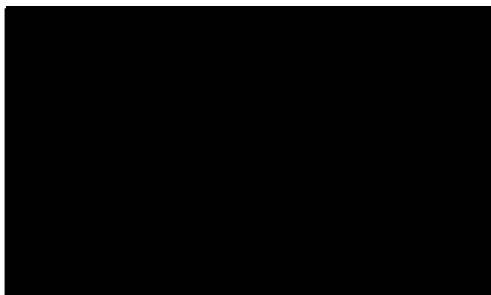
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3.2 List and describe any criminal action under the laws of the Commonwealth, or another state, the United States, or a military, territorial, or Indian tribal authority, whether for a felony or misdemeanor, against any member of the **Executive Management 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.



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.

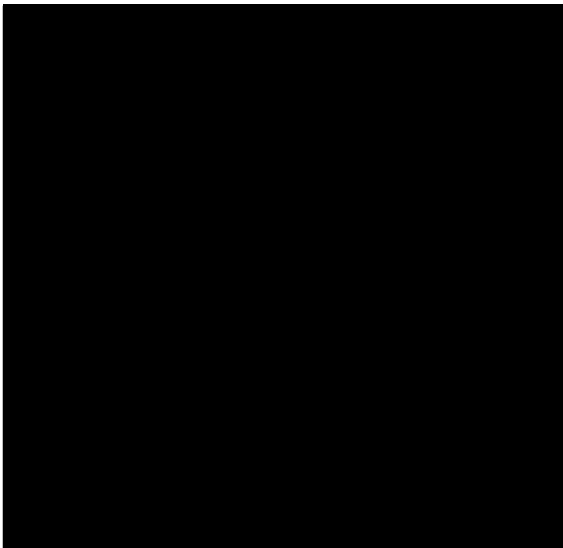




3.4 Indicate and describe whether any member of the **Executive Management Team or Board of Directors, including Board Officers**, has been the subject of any past discipline, or a pending disciplinary action or unresolved complaint, by the Commonwealth, or a like action or complaint by another state,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



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.



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.

[Capital expenses and their growth are a function of patient count and the amount of medical cannabis needed to supply the growing patient population. An expanding patient population directly affects inventory requirements and will result in the expansion of the cultivation operations. The Foundation's budgets will primarily be focused on patient service, though positive economic effects remain an important consideration as we will not be able continue our mission without generating a funding surplus.

Initial capital planning will take into account anticipated patient counts, space requirements, and initial inventory needs. While it is impossible to anticipate every contingency, our budget and anticipated capital expenses have significant flexibility to adjust to changing needs.

Economies of Scale

In applying for two RMD permits, the CAS Foundation seeks to obtain the cost advantages that come with greater size and scale of operation. Combining our cultivation activities into 1 location serving 2 RMDs will allow for lower cost, more centralized management, and flexible inventory allocation. If we are not granted two RMDs, we can easily scale back our capital budget to meet the requirements of a smaller operation.

LOWELL CULTIVATION CENTER

Cultivation Equipment and Build-Out

The most significant capital-cost savings from applying for two RMDs will be in our Cultivation Center (CC), as this is by far the most capital-intensive component of our proposal. We are currently leasing 40,000 sq. ft. at our proposed Lowell CC space for 40,000 square feet, but we anticipate only needing to equip 20,000 sq. ft. to start. An additional 450,000 sq. ft. are available to us as needed.

The cost for the Recirculating Deep Water Culture System, lights, nutrients, and Coco Coir is approximately \$130,000 per 10,000 sq. ft., or \$260,000 for our initial operation. As we scale up to 40,000 sq. ft. and beyond, the cost will increase in \$130,000 increments. The Lowell CC facility is state of the art, and our

lease includes improvements of \$20 per sq. ft., so we have very little in terms of additional build-out costs. The space is already equipped with air handlers, extensive environmental controls, and water purification systems. We have negotiated that any extant "fixture" will be included in the \$20 per sq. ft. allotment. For example, the owners have agreed to cover the installation of dehumidifiers.

Kitchen Equipment

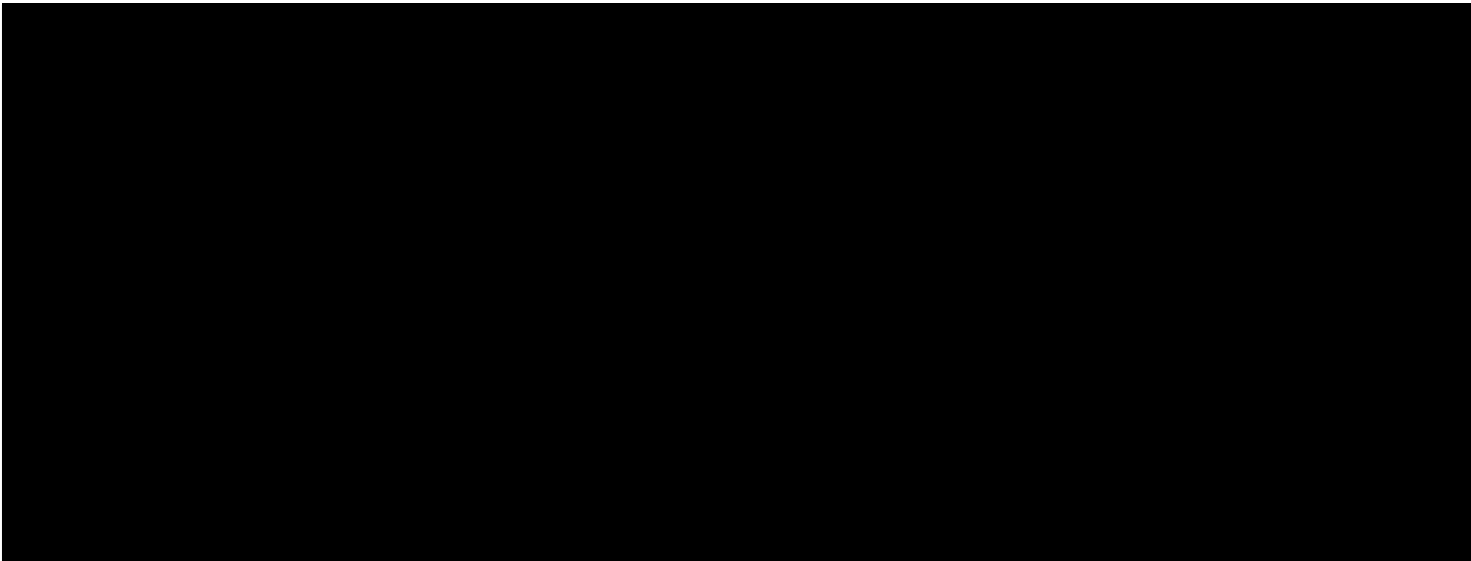
The owners will provide for kitchen infrastructure such as exhaust fans. We will provide all equipment. A lock-safe commercial grade refrigerator, commercial gas oven and stove, stainless steel tables, MIPs processing equipment, and standard cooking equipment will cost us \$15,000.

Processing Equipment

Includes pruning equipment, scales, bar scanners, label makers, childproof containers, and bags, costing us approximately \$8000.

Computer Equipment and Peripherals

Including the computers themselves and the seed-to-sale tracking software, approximately \$8,000.



BEVERLY RMD

Build-Out

The Beverly RMD, a 7,500-sq.-ft. space located on the second floor of 85 Sam Fonzo Drive Beverly, MA, is a state-of-the-art, ADA-compliant location that needs little in the way of build-out. The bulk of our build-out will involve installing five (5) portioning walls and four (4) keycard doors, at a total cost of \$40,000.

We anticipate that the RMD will use 4,000 sq. ft. while the other 3,500 sq. ft. will house our administrative offices for our two proposed RMD locations as well as the Cultivation Center.

Office Equipment

Basic office equipment, furniture, locking display cases, cash registers, barcode scanners, label makers, and computers with necessary peripherals will cost us approximately \$25,000.

Security equipment

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.

[Economies of Scale – We have modeled our operating budget as it relates to expenses from the assumption of receiving two permits, one for our Middlesex County application and one for our Essex County application, however, we have also provided an exhibit reflecting our expenses if we receive only one permit. In applying for two RMDs, the CAS Foundation seeks to obtain the cost advantages that enterprises obtain due to size and scale of operation. Supplying two dispensaries from one cultivation/processing center will affect the cost per gram of production as fixed costs are spread out over more units of output. The advantage of operating multiple RMD locations is having a centralized cultivation center servicing those 2 RMDs, thereby dramatically reducing costs and offers us economy of scale. In the event we receive only one permit, we have developed a contingency for that outcome and can still operate at a profit, as reflected in our exhibit. In addition, operational efficiency will be enhanced with increasing scale by spreading the cost of operations, such as management, over a larger revenue base. This also allows for significant potential savings by allocating resources where they are needed instantaneously to insure that patient satisfaction is guaranteed. If we are not awarded two RMDs our overall Budget can be easily scaled back to handle the requirements of a smaller operation, which will include less staff.

Patient Visits – Based on industry standards, we have estimated the number of customer visits by looking toward the population of the County, the estimated ailment rate and other factors to determine the market size and estimated the market penetration at about 5% of the available market for the sake of our projections. We estimate that each patient will purchase approximately 1 ounce of marijuana, or its equivalent in MIPS, in the course of a month. Factoring in a 10 gram average purchase we arrive at 2.8 visits per month per patient. These numbers are significant in determining sales as well as staffing levels and grow requirements. We further plan on developing and expanding a robust delivery system which will aid our patients.

Pricing – While low prices should be the goal of all RMDs, pricing decisions have to take into account the street price of marijuana product so as not to create an incentive for the development of a black market in medical marijuana. With that in mind, we started with a price of \$300 per ounce. We also estimated that there will be market pressure to reduce pricing as the RMDs grow and other states authorize medical marijuana.

Sales/Discounts – Sales are based upon projected patient visits and average purchase of Marijuana and MIPS. Supplies are expected to be about 10% of product sales. Discounts of up to 50% are being offered to indigent and the elderly who qualified for hardships through the DPH, which are expected to equal 30% of our patient population resulting in approximately 15% reduction in revenue.

Expenses – Expenses have been estimated based upon managements' experience in operating other businesses.

Cultivation Expenses – because we are applying for two RMDs and will be utilizing 1 cultivation facility, cultivation expenses will be divided equally over two RMDs. Cultivation operating expenses in the operating budget will remain the same regardless of whether or not we are permitted for one or two RMDs because if we are only permitted for one RMD the amount of medicinal cannabis grown will be cut in half, resulting in the same numbers from which to calculate expenses because they are variable in nature. Cultivation expenses are projected based upon expected patient counts and inventory requirements. The equipment cost for the cultivation site is reflected in our capital budget.

Payroll – The Foundation believes that having two RMDs will be an advantage when it comes to personnel. Not only will salaries be spread over two revenue streams but the Foundation will be able to hire full time people in positions that other RMDs will have a hard time supporting on one RMD. In addition the Foundation has been fortunate to attract some positions on a volunteer basis. Payroll expenses have been estimated based upon projected patient visits and coverage that would be necessary to reduce wait times and allow for patient interaction with knowledgeable staff.

Rent – is based upon the lease negotiated with the landlord.

Insurance – Expense based on a quote received by our insurance agent.

Professional – Represent costs related to the Annual Audit and tax returns.

Security – Monthly cost for monitoring of security system.

Police Details – The Foundation anticipates utilizing local police details at certain high traffic times as an added security measure.

Interest – this is the interest on the debt used to start the two Dispensaries.

Marketing - The Foundation will conduct educational advertising that aims to let the local public understand the safety, legality and medical functionality of medical marijuana products. This will be conveyed through online and print advertising.

Host Community Payment – The Foundation is entering into Agreements with the Host towns to pay three percent of Net Revenue to the town as compensation for any additional services that are necessary due to the presence of the RMD in the town.

Taxes – Federal taxes have been included based on the provisions of IRC Section 280E

Transportation - The Foundation will develop a safe dependable transportation channel to deliver product to patients who are unable to visit the RMD. This service will be conveyed through online and print advertising.

The projected income statements indicate a loss for the year which will be covered by working capital supplied from the initial investment of capital. Substantial operating income after year one of operations will fund the repayment of debt, growth of the enterprise and fund other program services.]

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.

[The CAS Foundation is an existing non-profit 501(c) (3) corporation that was formed in 2008, that will legally and safely provide medical marijuana to registered qualifying patients. The Foundation has applied for two RMDs and plans to service those dispensaries through a single cultivation facility realizing significant

economies of scale. The Foundation plans to operate two Compassionate Care Clinics, which will be a clean, secure environment. We have modeled our plans from the assumption of receiving two permits, one for our Middlesex County application and one for our Essex County application, however, we have also provided an exhibit reflecting our expenses if we receive only one permit.

Stakeholders in thriving organizations are given a sense of active participation in shaping the direction and future of the organization. Where available we have sought out experienced parties to develop background information on the development of a business plan for the operation of two RMDs and a cultivation facility. Where information was weak or nonexistence we used our considerable business experience to bolster the plan. We will conduct periodic surveys, open meetings and actively encouraging submission of feedback in order to mold our business plan to best deliver our products and services. Ongoing we will conduct efforts to seek feedback from patients, employees, advisors, and government officials on issues concerning the Foundation and its operation.

While the medical cannabis dispensary industry is still in its infancy and is relatively undeveloped compared to most industries and quantifying the market is difficult, we believe that we have done a thorough job of evaluating the potential customer base and outlining a flexible business plan to address the estimated market and also handle unforeseen spikes and potential rapid growth.

Although the Foundation is a non-profit organization, we cannot fulfill our mission unless we have adequate resources to operate. We are committed to providing services at a fair price while generating a funding surplus. We will involve experienced advisors to help us achieve sensible financial management and efficient operations. Management will continuously monitor our financial performance and take appropriate action to ensure that we meet the commitment to a safe, secure and efficient customer experience.

Economies of Scale – In applying for two RMDs, the Foundation seeks to obtain the cost advantages that enterprises obtain due to size and scale of operation. Supplying two dispensaries from one cultivation/processing center will affect the cost per gram of production as fixed costs are spread out over more units of output. A large cultivation/processing facility will have a lower cost per unit of output than two smaller facilities. In addition operational efficiency will be enhanced with increasing scale by spreading the cost of operations, such as management, over a larger revenue base. This also allows for significant potential savings by allocating resources where they are needed instantaneously to insure that patient satisfaction is guaranteed. If we are not awarded two RMDs our Business Plan can be easily scaled back to handle the requirements of a smaller operation.

Strategic Planning Assumptions – We have had to make a number of assumptions in order to formulate a business plan and forecast.

Patient population and demographics – the Foundation did an analysis of the population surrounding the RMDs and based on the DPH's desire for geographical dispersion, developed a model which identified a potential market and estimated the market penetration. We also factored in statistical information to determine potential hardship cases as a percentage of our patient population.

All market research we have examined indicates approximately 1.9% of the population will be potential patients with the afflictions described below. Market penetration, a widely used and accepted methodology, indicates 5% of that potential population will participate. We think that is the floor number given the limited number of permits granted to the area.

Also, due to our proximity to major roadways, we can service and deliver medicine to many surrounding communities. Beverly is in the southeast portion of Essex County. Our RMD would be a commutable distance

and in the delivery zone of: Salem, Peabody, Danvers, Lynnfield, Middleton, Topsfield, Swampscott, Marblehead, Essex, Manchester by the Sea, Gloucester, and Rockport. This area contains approximately, according to the 2010 census, 274,000 people. Based on numbers from other states, such as Arizona and Colorado, as compiled from organizations such as, Procon.org, our service population will include but not be limited to, patients with the median age of forty suffering from; Cancer, Glaucoma, AIDS, HIV, Parkinson's, Multiple Sclerosis, Crohn's Disease, Hepatitis C, Amyotrophic Lateral Sclerosis, and Rheumatoid disease. Using the above sourced numbers with an assumption of 5% market penetration, we will be servicing approximately 2,000 patients. Additionally, we are within ten miles from several major health care facilities, servicing many patients in our targeted demographic and believe we can eventually surpass the 5% market penetration.

Sales growth – The Foundation plans to generate revenue from the sale of medical cannabis (including without limitation edibles, oils, and tinctures), and related supplies. Growth will come from web based marketing, word of mouth, and community outreach. Different factors contribute to sales growth including adding to the patient rolls, the mix and price of products sold and the movement in the market price as supply grows. We believe that initial growth will be modest as the program rolls out growing to approximately 900 patients after the first year but expanding steadily until we reach the 5% market penetration and 2000 patients by early 2017. We are looking at significant percentage patient growth over the first few years with a lesser dollar volume growth due to price deterioration.

Pricing adjustments – Improper pricing of medical marijuana can lead to diversion of medicine to the illegal market. The Foundation will try to maintain a medicine price that reflects the reality of the street prices. When diversion occurs it creates an incentive to resell medicine for a profit. Through our pricing policies we will try to discourage diversion while offering the patient a fair price. We anticipate that the growth of the medical marijuana industry will put downward pressure on the price and have accounted for the reduction in our plan. For those who can't afford a market based price we will institute programs to provide for discounts and/or free medication.

Utilization Assumptions – The industry information seems to point to an average purchase of \$100 per patient visit and, based on an initial price of \$300 per ounce, would indicate an average purchase of roughly 10 grams per visit. Available statistics also lean to an average purchase on one ounce per patient per month. If this is the case, we anticipate that the average patient will make approximately 2.8 visits a month. These statistics are also the basis for assuming inventory/cultivation requirements and staffing levels to insure availability of product and a pleasant patient experience.

Projected Expenses – Once we are past the first year and have made the capital investments, we expect our expenses to remain relatively constant on a per ounce basis. The only exception is an increase in wages due to raises and increased staff as our grow space continues to expand. We are preparing to be overstaffed from the beginning to handle unexpected patient needs as well as handle a growing cultivation operation. We are projecting an inflation factor of 3%.

The projected income statements indicate substantial operating income after year one of operations to fund the repayment of debt, growth of the enterprise and fund other program services. The Foundation will first endeavor to repay the initial capital borrowed to fund the start up. Then we will determine the amount of capital necessary to be reinvested in operations in order to provide patients the highest level of services possible. Any remaining funds will be utilized to fulfill its mission statement and to sustain other programs and policies the Foundation board determines according to its mission statement as a non-profit enterprise.]

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).

[CAS FOUNDATION

"Business Owner's Insurance Policy"

Insurer: The Hartford (Sentinel Insurance Company, Limited)
One Hartford Plaza, Hartford, CT 06155

Agency: Eastern Insurance Group LLC/PHS

Agent: Joseph Carroll, 781-596-8901 Ext. # 59074

Policy #: [REDACTED]

Effective Dates: [REDACTED]

Policy Coverage:	General Liability & Medical Expenses	\$1,000,000.00
	Medical Expenses – Any One Person	\$10,000.00
	Personal and Advertising Injury	\$1,000,000.00
	Damage to Rented Premises	\$1,000,000.00
	Aggregate Limits	
	Products-Completed Operations	\$2,000,000.00
	General Aggregate	\$2,000,000.00

We also have a quote from Lloyd's of London for insuring the full range of Cannabis and Cannabis-related products at every stage from seed to sale.]

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.

[85 Sam Fonzo Drive
Beverly, MA 01915]

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).

[1001 Pawtucket Blvd., Pod LG/A7
Lowell, MA 01854]

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).

[1001 Pawtucket Blvd., Pod LG/A7
Lowell, MA 01854]

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 CAS Foundation's President, Lynne McCarren, has diligently engaged municipal officials in Essex County, particularly in Beverly and Salem, to seek support for the CAS Foundation's DPH RMD application. Before approaching specific municipalities during the Phase 1 application process, Ms. McCarren sought counsel from Commonwealth State Senators Lovely and McGee as well as State Representative Keenan.

In an effort to garner support from municipal officials and address the needs of patients, Ms. McCarren has met with Matt Allen from Massachusetts Patients Advocacy Alliance to solicit input from the patient community on how Compassionate Care Clinics can best serve their needs. Ms. McCarren has had several conversations with Mr. Allen concerning the needs of patients post-permit process and has attended an MPAA meeting to speak with patients about their concerns. This relationship will continue after the RMD is open and caring for patients. Ms. McCarren will schedule regular meetings to solicit patient input on an ongoing basis.

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.

In Beverly, Ms. McCarren met with Mayor Scanlon and City Solicitor Roy Gelineau. The Mayor conveyed that he was “agnostic” about having an RMD located in Beverly, and suggested that RMDs best be located in certain commercially zoned districts in the city. Mayor Scanlon also suggested that Ms. McCarren introduce herself and the CAS Foundation’s patient-centered approach to the City Council. Ms. McCarren then contacted City Council and appeared before the body to give a five-minute public comment at the City Council meeting, on October 7, 2013. She introduced the CAS Foundation’s mission and vision for a Beverly RMD. Ms. McCarren submitted a presentation at that meeting and was asked to appear before the Legal Affairs Committee.

At the October 15 committee meeting, a more in-depth discussion was had concerning location and use rights. Ms. McCarren was asked to reappear before the committee at the next meeting, scheduled for October 28, with a zoning determination from the Beverly Building Commissioner, Steve Fredrickson. Before the October 28 meeting, the CAS Foundation received a letter from Mr. Fredrickson outlining his determination that the RMD would be properly zoned in IR or IG districts. Ms. McCarren and founder Jayne Vining then appeared at the October 28 Legal Affairs Committee meeting, where letter of support was discussed. The committee decided to consult the City Council at large to discuss the letter and determine specifically what kind of letter if any would be granted. The Foundation presented another proposal to the City Council at the November 4 meeting based on a submission made in advance. The Council determined that further discussion in Legal Affairs was required. Ms. McCarren was then asked to appear before Legal Affairs at the November 12 meeting. On November 12, the committee decided that a motion would be put forth at the November 18 City Council meeting to vote on granting the CAS Foundation a letter of non-opposition from the Beverly City Council. At the November 18 meeting, the Beverly City Council voted affirmatively and subsequently provided the CAS Foundation with a letter of non-opposition for their DPH RMD application. That letter is attached.

Beverly Mayor William Scanlon has written a letter to DPH restating Beverly Municipal Inspection Director Steve Frederickson’s opinion that a RMD is authorized “by right” and expressing no opposition. That letter is also attached.

Although our proposed RMD location is in Beverly, largely because we felt Essex County patients could access our Beverly location more easily and because the City Council was willing to provide a letter of non-opposition, our President spent considerable time dialoguing with officials and community members in Salem as well. She met with Salem City officials including Mayor Driscoll, Dominick Pangelo (Assistant to the Mayor), Lynn Goonin Duncan (Director of Planning), Elizabeth Rennard (City Solicitor), Thomas St. Pierre (Director of Inspectional Services), and Larry Ramdin (Board of Health Agent). Officials determined that an RMD is designated for use as a medical clinic, which is zoned for industrial and commercial districts, and that applicants would be required to go through a ZBA process. Mayor Driscoll was supportive of a community host agreement.

Ms. McCarren had several conversations with Salem Ward 3 Representative Todd Siegel. Mr. Siegel was supportive of Ms. McCarren’s organization, particularly the Foundation’s willingness to be completely transparent and its dedication to the mission of helping patients ease pain and treat other symptoms through the use of medical marijuana. Mr. Siegel expressed concerns about increased traffic near the site but felt confident that traffic issues could be overcome by working with the Foundation and with city officials. Because of the cumbersome ZBA process, Mayor Driscoll’s decision not to provide letters to applicants until after the ZBA process, and because the only viable RMD location in Salem is in a congested area, the CAS Foundation leadership decided the RMD would be better located in Beverly.



We are confident that the CAS Foundation has paved the way for an excellent working relationship during the construction phase and beyond, which will balance the needs of the community and the patients.]

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.

[Our proposed location for our RMD is at 85 Sam Fonzo Drive in Beverly, which is far removed from potential residential conflicts and problematic buffer zone complexities. The site is in Beverly's IR district, meaning it is zoned "by right." One of the many reasons that the CAS Foundation was able to garner a letter of non-opposition from the Beverly City Council by way of a unanimous vote, as well as a second letter of non-opposition from the mayor, is that both the council and the mayor were aware we have taken all the steps necessary to ensure compliance with State and local codes, ordinances, and zoning laws. Beverly has embraced the idea of hosting an RMD and has supporting the Foundation throughout this process. We have found local officials in Beverly very helpful in outlining a clear and swift path forward for prospective RMD licensees such as ourselves.

To ensure that we remain in compliance with all local codes, ordinances, and zoning laws, we will work with a board-certified architect to design all modifications needed for our dispensary facility. We have had several discussions with the local building inspector and are confident that we will garner his approval for our relatively small-scale plans for 85 Sam Fonzo Drive. We have also had discussions with members of the Planning Department and feel confident our plans are compliant with local zoning ordinances. The unanimous vote of support from the nine-member Beverly City Council was the result of a long municipal process that included three separate meetings with the Legal Affairs Committee, discussions with the mayor and the local building inspector, and appearing twice in front of the City Council as a whole. We are confident that our plans are compliant with local zoning laws, and this substantial show of support from the municipal government certainly bolsters our confidence.

Prior to undertaking any construction, we will submit our renovation plans to the local building inspector for approval and wait for the building inspector and fire department to sign off on the proposed build-out. We will do the same for any later structural adjustments or modifications so as to ensure we remain in compliance with all codes, ordinances, zoning laws, and State requirements. Beverly's zoning and permit process balances the need for construction projects to move forward in a timely manner with the necessary concern for safety and adequate review. All information received to date indicates we are compliant as to zoning, and all preliminary plans will be fully code compliant. Luckily, very little needs to be done to this site except building a few partition walls and enhancing existing security. As mentioned, the city has already determined that our zoning status is "by right," and we are confident that satisfying local building codes will not prove onerous. Because we have developed such strong local support, we are confident that any problems that might arise can be addressed in a manner that results in a satisfactory outcome for all stakeholders.

In sum, we have the strong support of the mayor, are engaged with the local government, have a municipally approved location, and our confident in our ability to be compliant with all applicable regulations.]

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.

[The CAS Foundation is deeply committed to the community and establishing itself as a good neighbor. The Foundation has developed a comprehensive plan to ensure positive outcomes.

Community Outreach Plan

The Foundation's community benefits plan begins with an appointed Community Board. Local board members for the Foundation's non-profit subsidiary Compassionate Care Clinics will reside in the community in which the RMD is located. We see deep local ties as the key to building our reputation and community trust.

The CAS Foundation has created three Community Board positions to work with the Executive Management Team and interface with the community in the areas of community outreach, compliance, and security.

Local Community Liaison Director

The Local Community Liaison Director work with municipal officials to identify programs, charities, non-profits, and agencies whose mission can be enhanced through donations from the RMD. The CAS Foundation feels strongly that giving back to the community will help brand Compassionate Care Clinics (CCCs) as responsible corporate citizens that care about the needs of the community. The Local Community Liaison Director will also work with local substance-abuse groups to collaborate on ways to prevent substance abuse.

Local Compliance Oversight Officer

The Local Compliance Oversight Officer will provide community oversight of the RMD's compliance with all local and state regulations. When an issue is identified, the Compliance Officer will make sure that the appropriate personnel are notified and the issue is corrected in a timely manner. The Local Compliance Oversight Officer will make quarterly reports briefing the CAS Foundation's Executive Management Team concerning compliance in relation to the local municipality.

Local Security Oversight Officer

The Local Security Oversight Officer, who must have prior public safety or law enforcement experience, will be kept informed in all matters of safety and security. The Local Security Oversight Officer will collaborate with the Director of Security and interface with local law enforcement on security matters. He or she will be on call around the clock and will work with the Community Liaison, law enforcement, and the Public Relations Manager if any information needs to be communicated to the public.

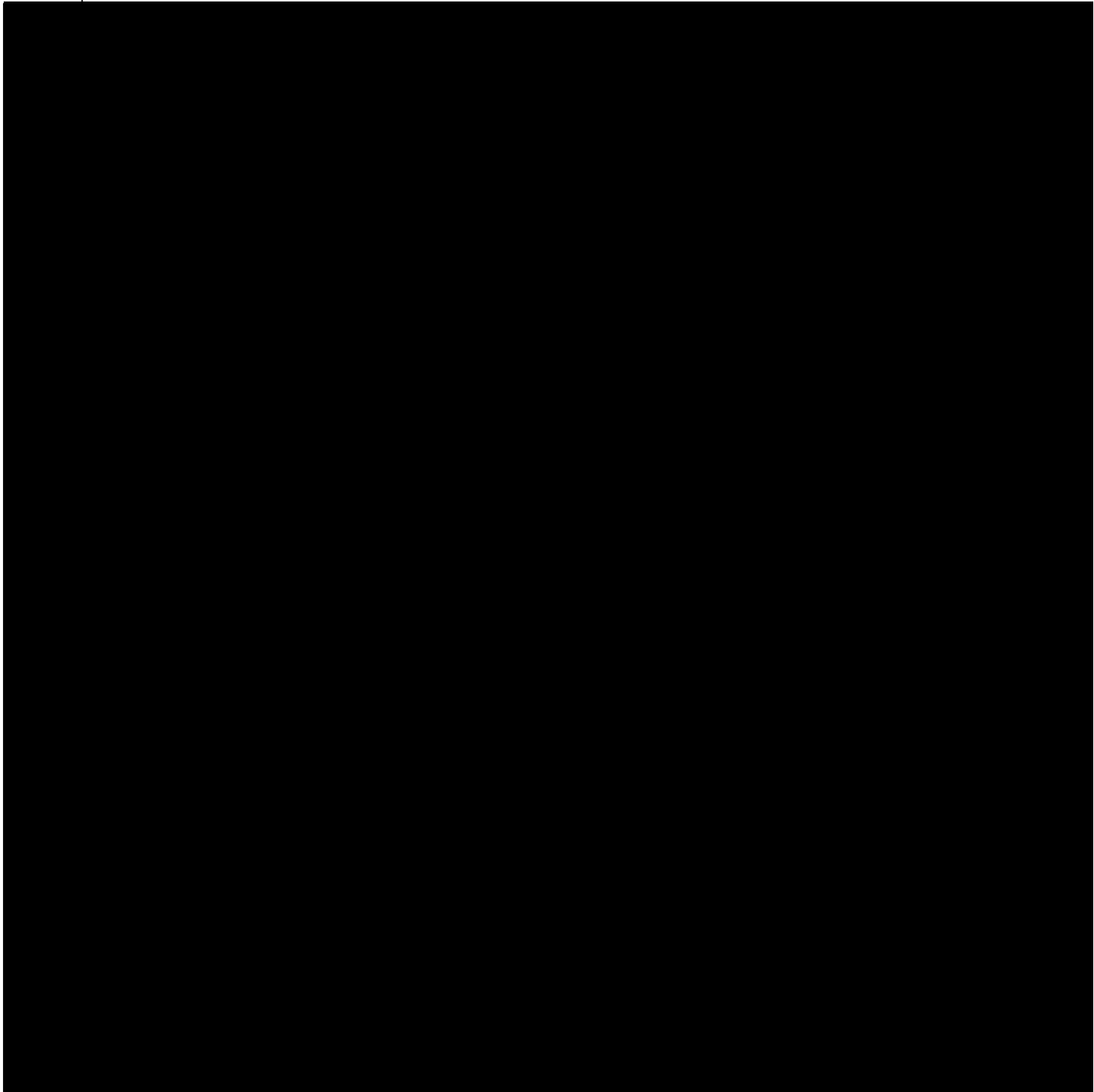
Other ways CCC will seek to partner with the community:

- CCC will participate in local community events such as by sponsoring a road race and other health-related events;
- CCC will encourage employees of the RMD to volunteer for activities in the community such as teaching a wellness class at a local hospital, organizing a holiday food and clothing drive for patients in need, starting an organic vegetable garden, and encouraging others to do the same.

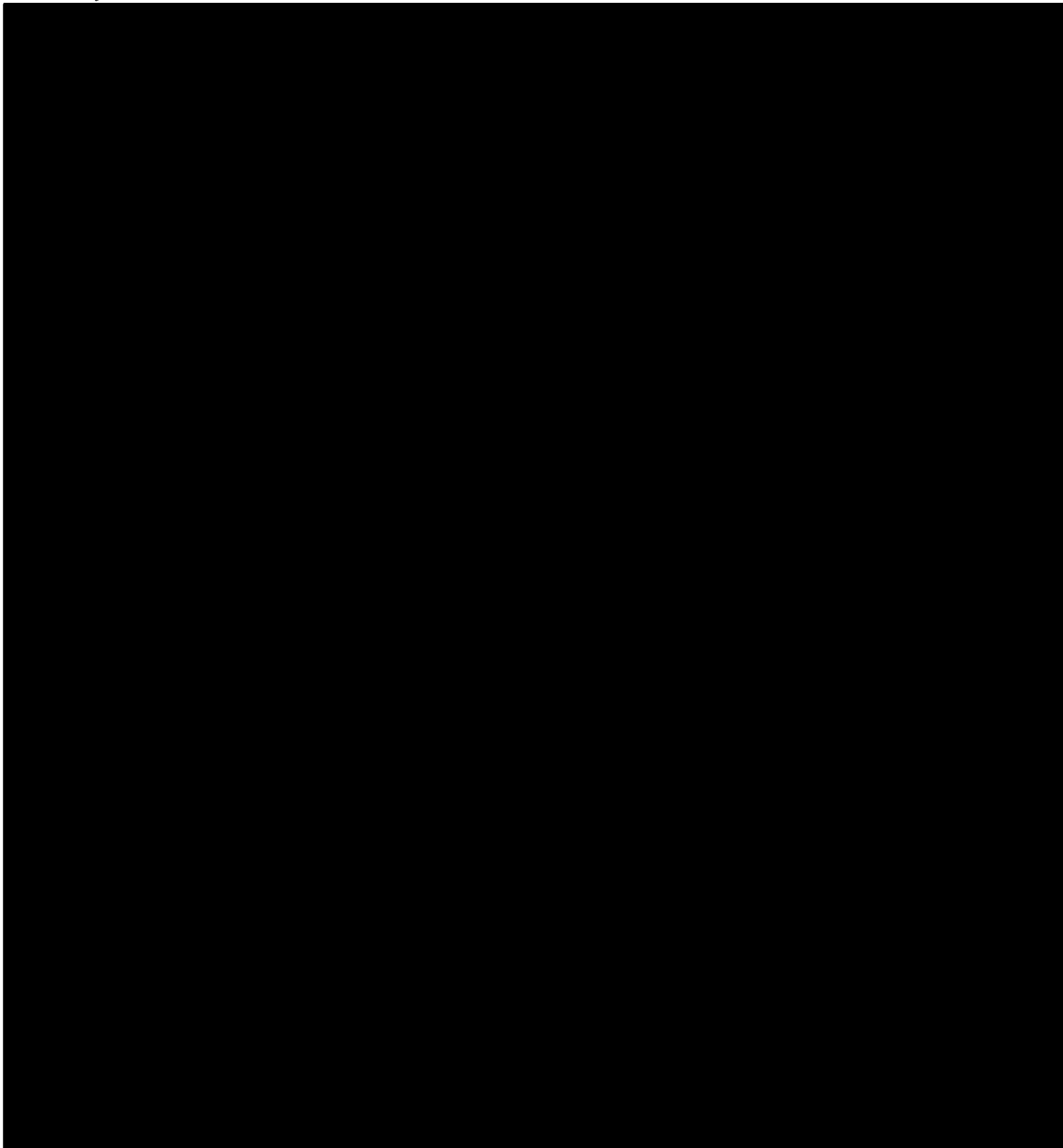
Employment Opportunities

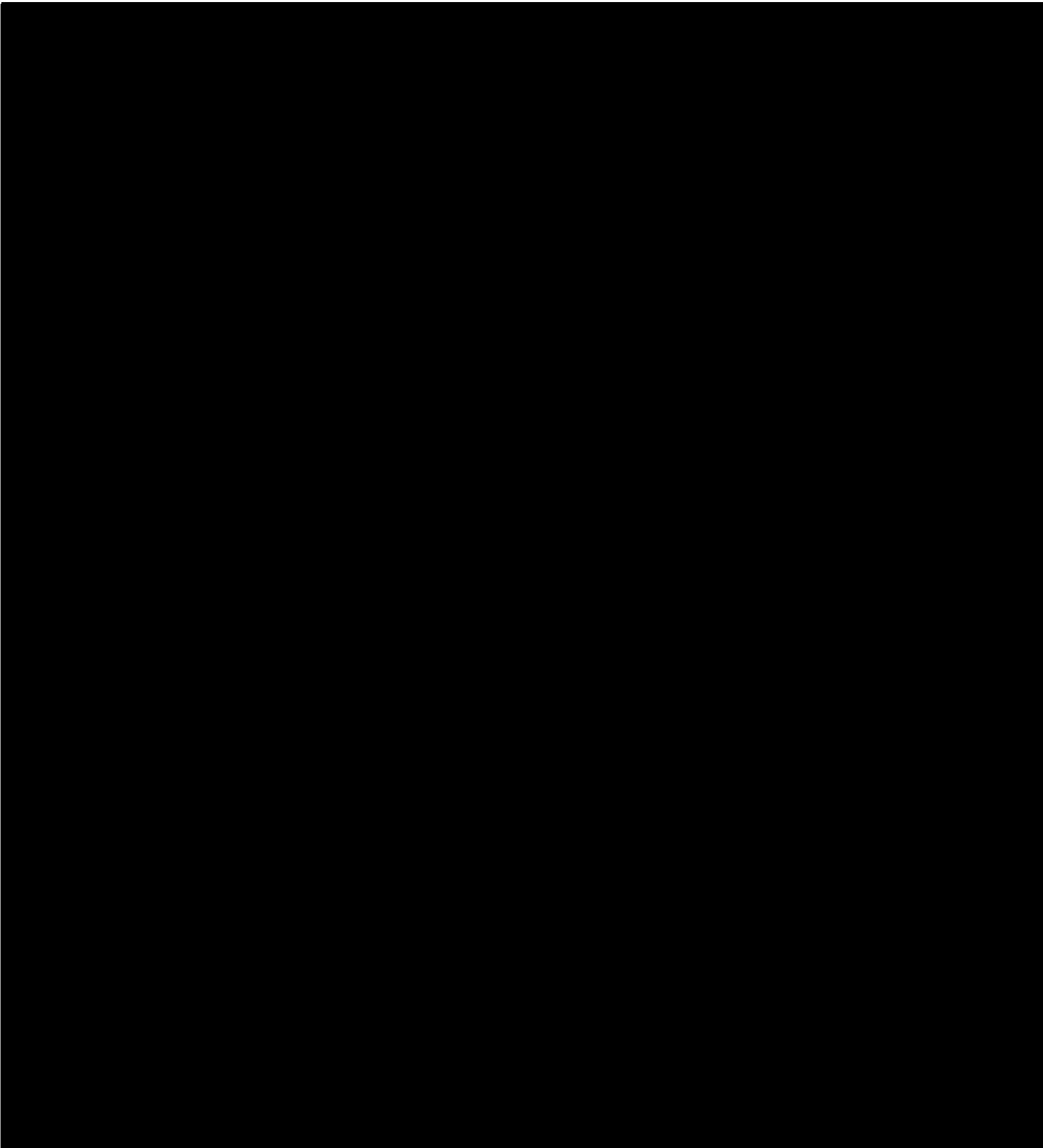
The CAS Foundation is committed to providing living-wage employment opportunities. During the construction phase and beyond, our CCC will hire minorities, women, veterans, and individuals with disabilities whenever possible. In addition, CCCs will provide on-site training.]

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.



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.





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 1.3, include the same organizational chart in exhibit 6.1.

[RMD Staff:

Our RMD staff, crucial to our patient-focused mission, will make sure all services are compliant with state, HIPAA, and RMD protocols and rules, and ensure patients receive the proper medicine. To start, we plan on hiring nine full-time equivalent employees for the RMDs, all with educational and professional backgrounds in health-related fields, an interest in and aptitude for the healing arts, and spotless criminal records.

Compliance Officer (CO)

The CO will conduct data entry of cultivation medicine, reviewing manifests, overseeing transportation from vehicle to key lock safe, and delivering manifests to management for authorized sign off. The CO also scans all products ensuring immediate entry into the MJ Freeway system. The CO ensures that all data from seed to sale, scheduling, and QuickBooks is properly input and tracked. The CO reports to the RMDM and ED, providing monthly financial, compliance, and service-oriented reports. The CO is the point person to provide DPH with required RMD Data Sheets.

Dispensary Technician (DT)

DTs provide pharmaceutical care to patients by preparing, storing, ordering, billing, labeling, and distributing medications in a safe, accurate, and timely manner in accordance with clinic policies and procedures and state and federal law. DTs will educate patients on the medicine they are taking, following carefully prepared presentation and security protocols.

DT workers will be trained by the DMS and the Director of Dispensary Services (DDS) on the latest MMJ research and information. DTs must be computer literate and compliance focused, and must provide excellent customer service, disseminate pertinent information in an accessible way, be masters of compliance, and be able to navigate "point of sale" and "seed to sale" software.

Intake Specialist (IS)

ISs will follow a HIPAA-compliant process and checklist of questions so DT will know new patients' conditions and symptoms. ISs recruit patients to provide anonymous information to be entered into potential research data sets. ISs will be trained by the MSD and DDS and report to the RMDM.

Receptionist

The receptionists will interface with patients, adhere to HIPAA regulations, enter patient data into the patient tracking system, and service scheduling. They will have to be both gatekeepers of the process and the welcoming first contact point for patients, personable and able to handle strict compliance-oriented data entry but with the interpersonal skills to do it all with a smile. Receptionists report to the RMDM.

RMD Security Officer (RMDSO)

The RMDSO reports to the Director of Security as well as the RMDM and will be an experienced law enforcement agent or veteran, proficient in risk assessment and crisis plans. The SO oversees security-protocol implementation, reviews security tapes, and oversees dispensary medicine deliveries and storage, maintaining

contact with the local chief of police and pertinent law enforcement personnel as the point person for all local law enforcement interactions.

Cultivation Center (CC) Staff:

To start, we will be looking to hire 12 full-time equivalent employees for our CC. We will look for horticultural education, professional experience, and a spotless criminal record.

Cultivation Manager (CM)

Our CM, an indoor horticulture expert, reports to DCS and ED. The CM supervises all CC staff, oversees the PM, assuring quality control in processing, operations, and reconciliation of weights through supply chain at CC.

Processing Manager (PM)

Reports to CM and DCS. Ensures all medicine processing is done correctly, accurately, and in a timely manner. The PM oversees processing employees and assists with processing where required. The PM participates in oil production for use in MIPs. The PM will accompany security personnel in transporting the packaged and bagged medicine and MIP oils to the RMD.

Processing Employee (PE)

We anticipate having one full-time processing employee. This person will report to the PM and will take bulk medicine, cleaning it of stems, and breaking it down into smaller packages, which will be labeled and tracked through MJ Freeway. The packaged medicine will be prepared for transport to the RMD.

Cultivators

Will report to the DCS. Duties will include:

- Monitoring nutrients
- Germinating seeds and cloning
- Managing plant life cycle stage, and tracking with MJ Freeway
- Plant inspection and health, along with any testing needed
- Trimming
- Harvesting
- Curing
- Maintaining clean facilities and equipment
- Reporting any issues with the grow and supply needs to the Master Grower

MIPs Technician

Will report to PM and DCS. Will take pre-packaged amounts of medicine and follow protocols and baking instructions to create our MIPs products.]

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 CAS Foundation, meeting its reputation for excellence in delivering medical non-profit services, will assemble a team of well-qualified and compassionate professionals for its RMD staff, just as it has done for its Executive Management Team. The complex and weighty healthcare mission contemplated herein demands competent, dedicated, and patient-focused professionals. We will bring our focus on execution and patient experience to bear on the implementation of 105 CMR 725.100 et seq.

The hiring process will focus on attracting local residents by posting opportunities on the employment boards of the many colleges and universities in Massachusetts, as well as veterans' service centers, local publications, and sites such as Craigslist. These notices will list a phone number and e-mail address so that applicants can provide a resume. Applicants' materials will be considered for the following seven days. Applicants will be given a phone interview, and those who qualify will be invited for an on-site interview. The president of the corporation will engage promising candidates in a final two rounds of interviews. The process will be repeated until all positions are filled, broadening the search if needed.

Position-Specific Employment Qualifications:

RMD STAFF

RMD Manager (RMDM)—College degree in medical and health services management or a related field required. Previous experience in executing allopathic or alternative-healing healthcare services in a clinical setting also required. Master's degree in healthcare administration or pharmacy preferred, as is prior management experience.

Compliance Officer (CO)—College business degree required. Experience in financial compliance or HIPPA also required.

Intake Specialist (IS)—Prior training in healthcare or mental health field such as psychology or social work required. Previous assessment or research intake experience preferred. Candidate's temperament must be suited to the position. Excellent interpersonal skills and comfort with soliciting participation in research-data collection required.

Dispensary Technician (DT)—Ability to retain new knowledge, embrace continuing education, and service the Foundation's patient populations required. Bachelor's degree and background in allopathic or complementary healthcare services also required. Experience with the Foundation's patient population preferred.

Receptionist—Interpersonal skills and suitability for compliance-oriented data entry required. Proficiency in Microsoft Office and QuickBooks also required. Candidate must be suitable for training in MJ Freeway and the state-implemented database for tracking patients.

RMD Security Officer (RMDSO)—Three years of law enforcement or military service required. Military veterans preferred. Background in community outreach also preferred.

CULTIVATION CENTER (CC) STAFF

Director of Cultivation Services (DCS)—College degree in horticulture or related field required, plus experience in horticulture and two years of experience cultivating medicinal cannabis. Management experience and interpersonal skills also required.

Processing Manager (PM)—High school diploma or equivalency required, as well as three letters of reference attesting to good character, reputation for professionalism, and management skills. Must have two years of management experience. Farming, warehouse, assembly line, or protocol-driven work experience preferred.

Processing Employee (PE)—High school diploma or equivalency required. Three letters of reference attesting to candidates' good character and reputation for professionalism also required. PEs must have held a job for more than two years. Farming, warehouse, assembly line, or protocol-driven work experience preferred.

Cultivators—High school diploma or equivalency required; college degree preferred. Two years of experience in horticulture required. Must provide three letters of reference attesting to good character and reputation for professionalism. A variety of growing experience, including indoor cultivation, preferred.

CC Security Staff—High school diploma or equivalency required, plus three years of formal experience in law enforcement or military training. Prior commercial security experience preferred. Military veterans preferred.

Marijuana-Infused Products (MIPs) Staff—High school diploma or equivalency required. Must provide three letters of reference attesting to good character and reputation for professionalism. Experience creating MIPs required. Two years of general culinary employment also required. Culinary certification preferred.

General Employment Qualifications:

To ensure employees have a strong potential for success, we will require concrete evidence of proficiencies, interpersonal skills, and compliance with protocol. All regular-service employees will be required to pass a real-time application test before entering upon duty, including MJ Freeway and daily protocol tasks, as well as an MJ Freeway certification exam.

Because we will serve a diverse population, we will prefer bilingual and multilingual candidates.

CORI and comprehensive background checks are crucial to a successful 105 CMR rollout. Employees must have spotless criminal records. After the initial hiring stage, candidates will sign a CORI Acknowledgment Form for Employment, authorizing a CORI check, which we will perform using iCORI. If the check does not return information within the waiting period, we will contact the Massachusetts Department of Criminal Justice Information Service. Candidates will also undergo a comprehensive background check through our corporate employee-screening service provider, InfoLink, a leading provider of employment-screening

services. InfoLink provides all required forms and letters to ensure legal compliance with the FCRA and state laws.

Throughout the course of employment, all employees will be subject to annual CORI and comprehensive background checks in the manner described above.]

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 CAS Foundation endeavors to provide excellent employment opportunities to Massachusetts residents. Clearly defined and reinforced personnel policies will contribute to a consistently safe, patient-focused work environment, staffed by a competent team. Adherence to proper safety protocols and adequate oversight of information will be the foundation of all our personnel policies. The Foundation is dedicated to competitive pay structures, opportunities for advancement, and merit-based bonuses, and will provide employees with a competitive benefits package.

Personnel Protocols

All employees will be required to take both a written and practical exam to demonstrate their mastery of security and safety protocols. No employee will be allowed to start work until receiving a 100% passing grade on both exams. After three failed attempts, employment will be denied permanent. All employees must follow safety and security protocols concerning use of badges, keypad locks, MJ Freeway data entry, and the handling, moving, weighing, packaging, storage, and labeling of medicinal marijuana.

A strict adherence to all protocols and compliance requirements will be part of monthly employee review sheets. There will be rewards for employees who earn high review marks and penalties and barriers to advancement for staff with deficient marks.

All employees will be required to attend two continuing education classes per year, in house or through a reputable provider such as AFSA. The RMD Manager will submit class requests to Executive Director for approval. These classes will be part of employees' yearly review scores.

Employee Benefits

As a four-year operating 501(c)3 non-profit, the Foundation has a proven track record for providing high-quality benefits to full-time, part-time, and contracted employees. We enable our employees to work and care for their families' health in a stress-free manner. This goal is achieved by providing accessible and comprehensive healthcare and benefits programs.

Equal Employment Policy

The CAS Foundation practices equal-opportunity employment. It is our policy to recruit, hire, train, and promote individuals, as well as administer all employment decisions, conditions of employment, and personal actions, without regard to race, color, religion, sex, age, national origin, sexual orientation, or disability. We abide by Anti-Harassment and Sexual Harassment state standards and the Americans with Disabilities Act.

Compensation

A pay range has been established for each of CAS Foundation's jobs. These ranges are (a) internally equitable and fair when compared with the ranges established for other CAS Foundation jobs, as well as (b) externally competitive when compared with the rates paid by other comparable employers for comparable jobs.

Each employee's salary or hourly pay, within the range that has been established for his or her job, is determined by the employee's relevant experience and job performance.

The CAS Foundation's compensation program complies with all applicable laws and provides fair and equitable treatment for all employees.

Advancement Opportunities

Given that any position in this organization is a ground-floor opportunity, there will ample possibilities for advancement. We will look first in-house to fill position openings and management opportunities. Additionally, we reward based on performance. Our review process provides bonus opportunities for employees that meet our patient-service and performance benchmarks for excellence. Furthermore, tenure and continuing education credits will trigger advancement in salaries.

Benefits

We believe that a major driver of our success will be to acquire top talent. In order to attract, motivate, retain, reward, and protect this workforce, our employee benefits programs must be competitive.

We will provide a comprehensive employee benefits program to all employees working 30 or more hours per week. Benefits programs such as Social Security, Workers' Compensation, State Disability, and Unemployment Insurance cover all employees in the manner prescribed by law. Benefits eligibility is dependent upon a variety of factors, including employee classification. Some benefit programs may require contributions from the employee.

An insurance broker (AMR Benefits Management, LLC www.amrbenefits.com) is helping us analyze and implement programs to meet our employee benefit goals. In addition, we have a relationship with a human resources consultant, Mara Kaufman (The Taymar Group).

The programs listed below provide a conceptual framework of the more popular employee benefits we will consider implementing once the business is established. These programs would be in addition to any state and federally mandated programs such as Workers' Compensation.

Insured Programs:

- Group Medical Insurance
- Group Dental insurance
- Group Vision Insurance
- Group Short-Term Disability Insurance
- Group Long-Term Disability Insurance
- Group Life/ADD Insurance
- Group Voluntary Life Insurance

Group Critical Illness Insurance
Group Accident Insurance
Pet Insurance
Home/Auto Discount Program

Non-Insured Programs:

Paid Vacation
Flexible Work Schedule
Sec 125 Cafeteria Plan (FSA/Premium Conversion)
401(k) Retirement Savings Plan
Wellness Program
Pre-Paid Legal
Tuition Reimbursement
Sec 132 Transportation Program
Employee Assistance Program
Travel Assistance Program
Identity Theft Program
Will Preparation Program

Workers' Compensation Insurance

The CAS Foundation will provide a comprehensive workers' compensation insurance program as required by law to protect employees who are injured on the job. This insurance will provide medical, surgical, and hospital treatment in addition to payment for loss of earnings that result from work-related injuries.]

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.

[An emphasis on continuing education is critical to ensuring sharp skills and current knowledge. Medical cannabis services and cultivation in the United States are in their infancy, and new methods, research, and regulations are being unveiled at a dizzying pace. As such, our staff must maintain an up-to-date knowledge of methods and processes as well as the medicine's uses, proper protocols, side effects, contraindications, and benefits.

We will require that all prospective employees earn a perfect score on a practical examination before they begin their employment. The test will cover the "must know" security protocols and the MJ Freeway "Seed to Sale" tracking software. Qualified candidates will then be hired for a two-month probationary period, during which they will participate in a rigorous education and training process. Staff will be educated using the employee handbook, research, and trade materials, and will attend or view lectures by qualified professionals in addition to receiving extensive hands-on training. They will be required to earn a score of 90% or better on all unit exams in the course of this training. The program will consist of the following modules:

Safety and Security

Our Director of Security will administer security training for all employees, including acceptable currency identification and counterfeit detection, warning signs of possible diversion to the illegal market, lock and alarm procedures, perimeter and entrance control, robbery response techniques, conflict resolution techniques, and diversion detection techniques. RMD staff will be trained in proper incident-report protocols regarding adverse reactions or suspected diversions (see 7.17). The Director of Operations will train MIPs processing workers in local and state food safety regulations and safe kitchen protocols, as well as appropriate techniques for MIP creation. The Directors of Cultivation Services and Operations will train cultivation workers on safe lab protocols and procedures to ensure the medicine is free from pests and contaminants and grown organically and pursuant to FDA-approved agricultural methods.

Legal

Legal training will cover all relevant State and Federal laws relating to marijuana and especially those related to medical cannabis. Legal training will include incident reporting, sexual harassment training, effective interaction with law enforcement personnel, and the rights and responsibilities of medical cannabis patients (including disabled rights, sensitivity, and privacy). Legal training will also include at least one two-hour session with our MMJ Compliance Officer, who is an attorney with an extensive background in State and Federal marijuana and medical marijuana law (resume annexed).

Medical and Holistic Health

Our Directors of Medical Services and Dispensary Services will oversee medical training which will include HIPAA compliance protocols, how to identify and interact with a patient having a medical emergency, the proper uses and benefits of medical cannabis, and possible side effects and contraindications.

Patient Intake and Support

The focus will be on proper intake and assisting patients in making appropriate decisions about how to choose the type of medicine that is right for them. Staff will be provided with the latest research and product information through our website or via e-mail. Staff will be required to take two classes from our in-house Executive Management Team or a reputable external educational organization.

Benefits

We have aligned ourselves with an insurance broker, AMR Benefits Management, LLC (www.amrbenefits.com), and we have retained a human resources consultant, Mara Kaufman (The Taymar Group). This team will provide benefits training and will ensure that our employees are well informed about their benefits options.

Continuing Education

Executive Management will take advantage of the many trade shows and educational conferences about medical cannabis services and cultivation in the United States, as well as educational opportunities concerning regulations, HIPAA compliance, and wellness education. We will allocate funds in our yearly budget for executive team members to take advantage of these opportunities and bring back that knowledge to disseminate to middle management and staff members. Additionally, cultivation staff will take classes online at unicann.com and at the GYOstuff gardening and learning center in Cambridge, MA.

Employee Advancement

 ORIGINAL

Continuing education will be a part of our employee review process. All employees will be required to take two classes annually in a topic related to their daily job functions.]

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.

[We are cognizant of the fact that as we participate in the rollout of the newly enacted medical-marijuana law, there is urgency to get medicine to patients.

To respond to these needs we have outlined an aggressive but realistic timeline to bring medical marijuana to the marketplace by June 11, 2014.

Our timeline to meet this goal requires us to be ready for a provisional inspection by February 24, 2014. We are confident we can meet the aggressive timeline we have set for ourselves (see exhibit 7.1) for a number of reasons:

1. We have already selected our locations and received support from local government;
2. Our staff has experience in the critical areas needed to ensure a quick launch;
3. We have already engaged in significant planning, so we know what needs to be done and when to do it in order to pass the provisional inspection of February 24, 2014.

Location

Our proposed RMD location in Beverly is in the IR district, at 85 Sam Fonzo Drive, which has been determined to be zoned "by right." Lynne McCarren, our President and an Essex County resident, has dialogued with local officials throughout this process, resulting in the Beverly City Council voting to garner the CAS Foundation a letter of non-opposition. The property is ideal, ready to occupy, and will be completely outfitted well before first harvest.

Ms. McCarren has developed equally strong connections with local officials in Lowell, where we propose to locate our Cultivation Center (CC). The building already boasts proper amperage, air circulation, and access to water that will lead to quick build-out and turnaround time. Lowell, one of the few municipalities to truly embrace the idea of hosting a RMD and Cultivation Center, has taken significant steps in designating properly zoned districts and outlining a clear and timely path forward for RMD licensees. Our proposed CC is zoned by right in several districts. Thus we feel confident of a quick launch to property renovations. Not only does our planned grow-room segmentation (3000 sq. ft. per room) improve pest control and allow for staggered grows, it also allows our first grow to be set up in as little as a month (see timeline exhibit 7.1). Otherwise, all that remains to be done before launch is basic carpentry and security enhancement.

The CC will need to be outfitted with automated systems and security enhancements but little else. We anticipate our CC and RMD will be ready for inspection by February 24, 2014.

Experience and Planning

Ms. McCarren has overseen property development in the past and has already engaged and consulted all the necessary parties. She will oversee many members of the team who have the operational experience, local know-how, and trusted contractors in place to ensure a quick turnaround for renovation and equipment

instillation. All manner of skilled labor are local, engaged, and ready to go. Furthermore, her brother-in-law, who owns a computer networking company, is consulting and collaborating with MJ Freeway and our security solutions company to form a real-time security-device integrated system accessible remotely. All of these contractors, from construction and skilled labor to information technology, are prepared to work with us at the beginning of February.

In terms of cultivation, we have assembled an extremely experienced team. Dr. Rich Bonanno, current President of the Massachusetts Farm Bureau Federation, is hands-on in all facets of cultivation. One member of our cultivation team was in charge of a 30,000-sq.-ft. marijuana grow in CA. Another owns a medical-marijuana consulting business in CO and CA. Between these two individuals, we know what to order, from where, and how to assemble and integrate all components quickly. We also have experienced members of a cultivation team from Montana who are ready to relocate and lend their expertise to our cultivation as soon as we are awarded a provisional permit. Finally, we have a local botany graduate ready to work full-time and have hired a local returning veteran to help in the setup and ongoing operations. We are engaged and prepared to execute purchase orders from our chosen vendors, both in the context of personnel and equipment.

Our Director of Patient Services, Heather Joyce Wolfe, RN, RPP, has personally set up three alternative healing clinics. Her lifetime of experience in healthcare makes her instrumental in the initial start up and running of the RMD. Dr. Christina Henderson-Paxson, Dipl.Ac., our Director of Dispensary Services, has operated her own successful acupuncture clinic since 2005. She has also been recommending medicinal herbs for her patients since that time and is familiar with application of medical marijuana for a variety of conditions. Dr. Robert Bargar, our Director of Medical Services, brings considerable operational know-how to the team, including HIPAA certification and the necessary procedures to be HIPAA compliant, protect patients' information, and ensuring safe access. Neil King, our Director of Operations, is a process expert, having previously directed operations at Allied Waste. The combined expertise of this team makes us confident of a successful and quick launch in February 2014.

Dr. Bargar and Dr. Henderson-Paxson as well as RN Heather Wolfe will lead our employee education team to ensure that all staff members receive the proper training on all system and compliant procedures before day one.

In the weeks leading up to our RMD opening in June, we will continue to reach out to the community and patients, fully engaging hospitals and improving patient access. To assist in ensuring Commonwealth physicians receive the required CME credits, Dr. Bargar is pursuing collaborative opportunities with Commonwealth professional societies to facilitate physician training.

In light of the infrastructure we have already started to prepare, we are confident we can begin dispensing medicine to patients in mid-June 2014.]

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.

[We have assembled a team determined to meet projected timelines so as to ensure swift, safe, and efficient patient access. We have created an effective implementation strategy and will use the time between the Application filing and the provisional award to prepare for building the cultivation infrastructure, construction and assembly of which will begin the day after the award of a provisional license.

We will coordinate our own activities with those of the many other stakeholders involved (i.e., landlords, architects, local building inspector, city council, utility providers, general contractors, equipment and other material suppliers, and DPH) toward reaching this milestone successfully.

Due to our well-appointed locations for the RMD in Beverly and the Cultivation Center (CC) in Lowell, we expect to receive provisional certification four weeks after our initial application is accepted. Beverly has no special permitting process, and Lowell has already designated districts that will facilitate a timely special-permit process. Thus by the time we receive approval, we will already have completed the local processes and be ready to execute our plan. Our build-outs are minimal, and all associated permits and inspections are routine.

Critical Benchmarks Secured/Accomplished

- Funding acquired
- Locations secured
- Personnel identified (the Foundation has already identified most RMD and CC personnel and simply need to round out the existing nucleus)
- Cultivation/processing/operations equipment identified and ready to order
- Process and procedures developed, software selected

Critical Benchmarks Outstanding

Build-out of facilities—As we already have our RMD and CC properties in Beverly and Lowell, respectively, under contract and in compliance with local municipal zoning ordinances and regulations, we can focus on coordinating the ultimate build-out during the pre-award stage. This build-out will involve only a few partition walls, keycard doors, and security installation.

Install and prepare cultivation/process equipment—Our cultivation team has years of experience building licensed commercial cultivation facilities.

Cultivation/processing system—Adherence to the grow schedule is critical to the successful launch of the RMD. Monitoring and adjusting the grow for changing circumstances will be a top priority.

Operating systems and procedures—Operational systems including accounting, computer, and security systems will be in place and tested prior to launching the CC and RMD. Systems and procedures will be memorialized and disseminated throughout our organization before opening any facility. MJ Freeway will be our operational software.

Enhance existing security systems and devices—Our proposed location at Lowell is already substantially secured due to the presence of either high-security business, simplifying our task of securing that location.

Procurement—We will solidify multiple vendor relationships, following up on initial discussions with our preferred equipment and material suppliers.

Community/patient outreach—Two months prior to launch, we will implement our program to inform the public and patients about the forthcoming RMD. Our Director of Medical Services will commence CME certification so he can provide the required CME credits to his fellow physicians.

Personnel—Finalize personnel count to adequately staff facilities and delivery schedules.

Operations/compliance training—Staff training on all systems and compliance procedures prior to opening, with rigorous testing.]

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.

[Cultivation Plan—A Secure Location, Expertly Staffed and Readily Expandable

The cultivation of safe and effective medical marijuana combines science, art, and horticulture. Successful cultivation requires dedication and an extensive study of growing techniques. It is a highly involved process, especially in the indoor setting. The three most important factors in a successful cultivation site are security, experienced staff, and location.

Security

On-site security (check-in entrance guard hut and rounds) as well as a state-of-the-art security system, allowing for active monitoring and a safe environment (see 5.9 and 7.7 for more detail on tracking and security).

Experience

Between our cultivation staff and advisory board, we have over 30 years of combined experience in the cultivation of marijuana and over 60 years of growing experience. Our Director of Cultivation Services, Jaime Sipe, has years of marijuana growing experience with one of the most reputable cultivation groups in California. Our Processing Manager (PM) has his own business for setting up marijuana grow spaces, and Dr. Rich Bonanno, a member of our Executive Management Team, is the current President of MA Farm Bureau (see attached resumes and 6.1-2 for staffing and hiring plan).

Locational Advantage

Our location is discreet, secure, and can easily meet the county patient population needs. It is an environmentally controlled space that provides the opportunity to quickly and contiguously expand from our current size of 30,000 sq. ft. to over 70,000 sq. ft. At the same campus, we can ultimately add 75,000–250,000 sq. ft.. The facility also has environmentally controlled grow rooms (advanced programmable logic controllers), which will allow us to operate under different light cycles for full flexibility and segregation. Our facility layout is instrumental to properly managing the lifecycle of the plant. Each stage has different requirements for light, temperature, humidity, and nutrients. We can segment the facility to maximize the environment based on the plant lifecycle stages of cloning, vegetating, flowering, processing, and curing (See the attached exhibit for further details).

Grow Method and Automation

We will predominantly grow hydroponically, using the recirculating deep-water culture system, which allows for automation of watering and nutrient absorption without the risk of over- or under-watering. Our PM has set up a dozen systems using this method. By recirculating hundreds of gallons of nutrients around the clock, we will optimize root-zone health and increase nutrient-uptake efficiency. This enhanced version of deep-water culturing maintains uniformity throughout the entire system, ensuring proper pH and EC levels for all plants. The perpetual fluid motion supercharges the nutrient solution with dissolved oxygen, creating a hyper-aerobic condition upon which plants and their roots thrive, resulting in larger yields and faster growth. Automated watering, lighting, and environmental controls are all tracked with MJ Freeway. Additionally, all plant information, including nutrient changes and grow cycle, is tracked by MJ Freeway (see 7.7). These automations, coupled with employees closely following growing protocols, will result in safe, consistent marijuana for patients. We subscribe to the uniformity of process in our growing protocols and processing. We also feel confident that we have the in-house know-how to build this system ourselves, resulting in significant cost savings compared with buying a pre-packaged system.

Environment

We will be ever vigilant about microbes and pests. One of the many reasons to embrace hydroponics is that it produces far less waste than growing in dirt, as soil becomes barren and needs frequent renewal. This largely eliminates the introduction of pests carried in from dirt. It is much easier to maintain a sterile environment with hydroponics, while still allowing for an organic, environmentally friendly growing program. We have created an integrated pest and disease management plan in the event of an outbreak, and believe smaller rooms allow for more control of environment and quarantine if an outbreak ever does occur. Our software will allow us to track batches and quarantine and destroy contaminated plants and medicine. Sterilization will be part of our protocol, and all CC staff will wear Tyvek suits, booties, and rubber gloves.

Growing Medium and Strains

We will grow in Coco Coir and use Advanced Nutrients Organic formula Nirvana. We will start with 15 different strains (indica, sativa, and hybrids) and a wide variety of plant genetics, with differing THC/CBD percentages. We will increase strains over time based upon patient needs.

Lighting

We will use HPS lights in conjunction with Light Emitting Plasma (LEP). LEP has many advantages: It uses one-third of the electricity for comparable output, lasting 5 times longer per bulb; it emits no heat radiation; there is no electromagnetic interference with proper configuration; and most importantly, the light output most closely resembles the sun in terms of UV spectrum coverage as measured by photons (lumens).

Use of HEPA air filters and CO2 in smaller grow rooms helps maximize lbs per light and increases our volumetric efficiency. Our team could write a book on light spectra, plasma, HPS, and other related topics, but suffice it to say, we understand the concepts, how to apply them, and the products and organic nutrients that will best accomplish the job, all in the healthiest and most environmentally friendly fashion. Lastly, all staff involved in cultivation will be enrolled in online classes by Univ. of Cannabis as well as classes by locally owned and operated GYOstuff Hydroponics in Cambridge, Massachusetts.

Our facility, coupled with our experience, ensures patients will quickly and consistently have safe, quality medicine available.]

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 Four Pillars of Safety at the CAS Foundation are Product Quality, Comprehensive Labeling, Tamper-Resistant Packaging, and Accurate Dosage. To that end, we will pursue certifications like the SafeCannabis Seal, which will assure patients that our medicine is pure, pesticide-free, and accurately potent (see 7.7 for labeling).

Prevention: Internal Quality Standards and Control

We are is to prevent contamination from occurring in the first place. We will engage in statistical process control (SPC) throughout cultivation and processing, statistically mapping the variability of the crop through sampling. We will monitor our Cultivation Center with state-of-the-art equipment to ensure each plant

is provided with proper nutrients and environment. We see uniformity in our processes as the key to preventing contaminants (as well as ensuring potency).

We will strictly control for cleanliness, air handling, and climate control to decrease the risk of mold contamination. We will set instant alerts to activate when conditions trend toward unacceptable humidity and temperature limits, allowing us to react by venting, air conditioning, or dehumidifying to prevent microorganism growth. Plants will be inspected daily.

Keeping a clean environment is key to preventing microorganism breakouts. All our employees will adhere to strict operating procedures to prevent contamination. We will use Tyvex suits, booties, hairnets, and non-allergen barrier gloves, sterilized equipment and floors, and anti-fungal paint are some of the processes and tools we will use to prevent contamination.

Testing: Verifying Our Quality Standards

We have a signed letter of intent with MCR Labs, an analytical testing laboratory in Framingham, MA, for the testing of marijuana. We will use their full testing services, including:

- Microbiological testing (mold, mildew) with qPCR (quantitative polymerase chain reaction) for genomic testing. This testing can detect the presence of even a single organism;
- Heavy metals testing using atomic absorption spectroscopy (AAS), capable of detecting metals in the parts per billion (ppb) concentration range;
- Pesticides testing using liquid chromatography - tandem mass spectroscopy (LC - MS/MS), detecting hundreds of pesticides beyond the ppb range, as advised by agricultural industry experts;
- Plant growth regulators testing using high-performance liquid chromatograph (HPLC), detecting paclobutrazol, daminozide, and other dangerous PGRs; and
- Cannabinoid profiling: using HPLC, we will go beyond the requirements and quantify THC, THCa, CBD, CBDa, and CBN.

MCR Labs also uses SPC to map the variability of the crop. MCR's own quality standards stem from EPA pesticide limits, USP microbiological and heavy metals guidelines, and WHO guidelines on statistical handling. MCR will comply with any DPH regulation set forth now and in the future.

Every batch will be tested in this manner. MJ Freeway allows our RMD to record and attach test results to each batch of medication within the system. Since MJ Freeway easily tracks who is to receive any part of a given batch, labeling is a reliable way to assure patients of the consistent purity and potency of their medication.

Incident: Failed Lab Test

Again, our philosophy is that of prevention, verified by detection. In the event of a failed visual or lab test, we will:

- Remove the contaminated batch, track it with MJ Freeway, and destroy it;
- Examine plants for illness and destroy contaminated specimens;
- Physically review the growing area where contaminated medicine was grown and processed;
- Sterilize the contaminated area; and
- Review our procedures to learn where the contamination occurred and how to prevent

recurrence.

Contaminated medicine will be destroyed per regulations set forth by DPH (see also 7.5).

Uniformity in all our processes, a consistent ecosystem, and a protected environment ensure a strong defense against the risk of contamination.]

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.

[Our plan to dispose of damaged plants, products and medical marijuana waste is simple, secure and avoids diversion.

We have contracted with Wheelabrator Saugus, a burn facility, to dispose of all of our Medical Marijuana waste.

Our MJ Freeway's GrowTracker™ software maintains permanent records of all plants within the operation, including those that are destroyed. These records include measures to track the who, what, when, where, and why of any given destroyed plant, and reports may be run specifically to gather information about destroyed plants.

Using MJ Free Way software, we provide tracking down to the gram of all of our waste, including damaged plants, products, medical marijuana waste of any kind, and MIPS that have reached their expiration date. Material to be disposed of will be segregated, stored, secured and managed in accordance with all state and local laws, rules and regulations, in our grow facility until transfer to the Wheelabrator disposal facility, which will be as often as needed, as dictated by the volume of waste that we are experiencing. We will weigh, inventory, and account for on video all marijuana and MIP's to be transported prior to their leaving our location, complete a shipping manifest in a form and manner determined by the Department, and carry a copy of said manifest with the waste being transported.

Liquid waste containing marijuana or marijuana by products will be discharged in compliance with requirements for discharge into surface waters as per The Division of Water Pollution Control.



The waste will be weighed in at Wheelabrator upon transfer, where both agents will witness the destruction (burn) of the waste.

A RMD will report to the Department and local law enforcement any vehicle accidents, diversions, losses, or other reportable incidents that occur during transport, within 24 hours.



We will set the standard for Medical Marijuana and Medical Marijuana waste transportation and control.]

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.

[Types and Forms of MIPs

Our experienced culinary staff will use the latest and safest methods to infuse medicine into delicious, health-conscious foods such as organic butter, frozen green smoothies, and a wide array of baked goods. All prepared foods will contain wholesome ingredients. We will also offer sublingually administrable tinctures, oils, and topical creams that will provide a safe, fast-acting alternative to vaporizing. We will package our MIPs with an eye toward eliminating any resemblance to typical food or beverage products.

Methods of Production

The production of MIPs combines culinary arts with science. Our safety-conscious processing, cooking, and packaging techniques will ensure that our patients will have a healthy alternative to smoking. Part of our mission is to help patients develop healthier life habits, and our MIPs offerings are an ideal way to achieve this. We will use the bubble-bag method, which requires no chemicals or alcohol, to produce hash oil. By using dry ice and bags with increasingly finer mesh (monofilament screens), one can easily extract the essence of the plant, expending less water and resources. The bubble-bag method offers eight layers of industrial grade filtration, which will allow extraction of the essential oils from almost any plant. Our products will be made on stainless steel surfaces in a commercial grade kitchen and laboratory grade facility, meeting all state and local requirements for commercial kitchens and labs. Our MIPs plan, which will be reviewed during the provisional inspection, includes standardized and uniform processes for production, sanitation, labeling, and storage.

Sanitation and Food-Protection Processes

Our MIPs program will be run by Culinary Arts School graduate and Safe Serve Certified Chef Nicole Lee Clancy, who also holds a certificate of food-safety compliance. Nicole combines culinary acumen with the practical experience of running a Commonwealth-compliant kitchen. She will oversee the kitchen and MIPs staff to ensure they adhere to all local and state food-safety protocols, including segregated areas for storage of products, employee washrooms, personal belongings, and ingredients used in production. Employee training in hygiene as well as recognizing illness will be a priority, so that sick employees do not enter the MIPs production facility. All utensils, equipment, and storage containers will be of food-grade carbon, stainless steel, or glass. Storage will prevent physical, chemical, and microbial contamination. The entire kitchen will be thoroughly sanitized on a daily basis, and each utensil, container, or other item in the kitchen will be disinfected every time it is used or at least once a day. Employees of the MIPS facility will maintain sanitary personal hygiene standards and processes. We will follow DPH guidelines for wholesale food labeling, the Commonwealth statutory requirements, including "Good Manufacturing Practices for Food," and the requirements for food handlers.

Labeling

Proper labeling protects patients from receiving the wrong medicine and ensures quality control through batch labeling, dosage listing, and expiration dates. Education is an important part of our mission, and staff will use labels to advance this mission. Our labeling and packaging lists all ingredients, in descending order from highest to least volume. Labels will include our name, the date and location of production, expiration date, weight of the cannabis in the product, potency, cannabinoid profile, THC level, batch number, sequential serial number, bar code, verifiable organic claims showing a record of organic ingredients used, and directions for use if applicable. We will ensure labeling is not attractive to children and include a warning if a particular product contains nuts or other ingredients that could cause an allergic reaction. Our chef is allergen certified. We will exceed wholesale food labeling requirements. Packaging will be opaque and tamper/childproof. Packages will have a sticker/label with the following warning:

“Made with Marijuana. 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.”

Storing

Food-based MIPs will be stored in a locked refrigerated commercial food display case, and larger quantities will be stored behind a keypad-protected door in a locked commercial grade refrigerator/freezer. Other MIPs will be stored in locked display cases in smaller quantities, while the bulk of the prepackage MIPs will be stored in a keycard access room in a large, keypad safe (see 7.7).

Disposing

Our environmentally friendly packaging will allow us to dispose of any expired MIPs using the same incineration protocols we outline in response to question 7.5.

Dispensing

We provide accurate dosing information on every label in every form of MIP. Our operational software, MJ Freeway, tracks patient data to ensure patients are not exceeding DPH-mandated allowances (see 7.10 for extensive dispensing discussion).

Tracking

MJ Freeway provides diversion prevention, real-time tracking control, traceable history of the MIPs, and tracking conversions from trim to concentrates and from concentrates into finished infused products such as edibles, tinctures, topical solutions, or other end-user goods. A historical record detailing product consumed and product created is also included. Batch info is recorded on product labels and within the system database. Additionally, bar codes may be assigned to and printed for all raw and finished goods. The system will track sourcing of raw materials, including entry of purchase orders and vendor history (see 7.7).]

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.

[After a great deal of time spent reviewing “seed to sale” software, our team secured a LOI with MJ Freeway to use their software suite GrowTracker & GramTracker.

MJ Freeway software provides a complete seed-to-sale solution, tracking all plants and products in real time to establish a traceable history of a product's entire life. All plants and inventory will be labeled and all newly harvested product will receive a unique batch number which will remain constant through to sale. Real-time reporting will warn if plant count or inventory level approaches or exceeds pre-defined limits. Should the Department require data for a compliance report or for input into an online database, MJ Freeway will generate a report or integrate with the database as facilitated by the State.

Our chosen inventory management software allows for:

- Recording inventory to a fraction of a gram (the entire system is integrated with scales);
- Providing a secure digital location where only users with site administrator roles can upload and view digital copies of important records for archives and backup, as well as make modifications in weight or loss—an important layer of security (see 5.9);
- Setting up special or sliding-scale parameters by product or across all products;
- Converting inventory from bulk MMJ to a MIP product with one click;
- Recording wet weight and dry weight;
- Tracking and sorting product by any number of customizable attributes;
- Generating bar codes and product labels;
- Creating inventory reports for a clear snapshot of product at any time;
- Restricting access to inventory adjustment screens and reports;
- Capturing for fields such as name, description, cost, retail price, received date, expiration date, image, attributes specific to the product, barcodes, notes, and quality/condition;
- Batch tracking throughout the system, including any portion of a batch's location at any phase of inventory cycle (also assigns a bar code);
- Weighing and packing harvest for transport and marking as en route;
- Monitoring every plant by RFID to a specific patient license;
- Capturing plant nutrients and light schedule for each strain;
- Following harvests and production by each strain;
- Estimating harvests by grow cycle and recipe; and
- Automatically transferring all relevant grow information to the store, shelf, and ultimately the patient, at any RMD location.

MJ Freeway software is compliant with Massachusetts's requirements for seed to sale monitoring.

A successful inventory management system requires a good labeling system. With barcodes and scanners, we will label each plant and track it through sale. Continually updated labels will track information throughout the inventory cycle. Batch number/serial number will remain constant throughout. Information will include, but will not be limited to, patient's Department-issued registration number, our contact information, quantity, date, THC & Cannabinoid profile, tests performed, test results, date of testing, and 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.**"

MIPs labels will include all of the information above, as well as product name, quantity and type of marijuana used, all ingredients, expiration, directions, and nut allergy warning if applicable.

By combining tight tracking with heavily monitored and documented processes, we will ensure a secure, diversion-free inventory cycle. Amidst this heavily regulated and regularized environment, anything amiss will stand out immediately and will result in an investigation (see 7.17 for incident management).

Based on a preliminary review conducted by our Director of Security, we intend to focus a high level of oversight and scrutiny on the initial harvesting and processing portion of our cultivation program.

MJ Freeway will make that task substantially easier. The process begins with data entry. We will provide mobile scale carts that will be present at every interaction with the plant. Cultivation staff will weigh every plant that they pull from the planters and input each plant's in the system, with scanners and barcodes on the planters themselves. We will then bag each plant, print an individualized label, and seal it. We will then log into inventory and hand it over to the Processing Department.

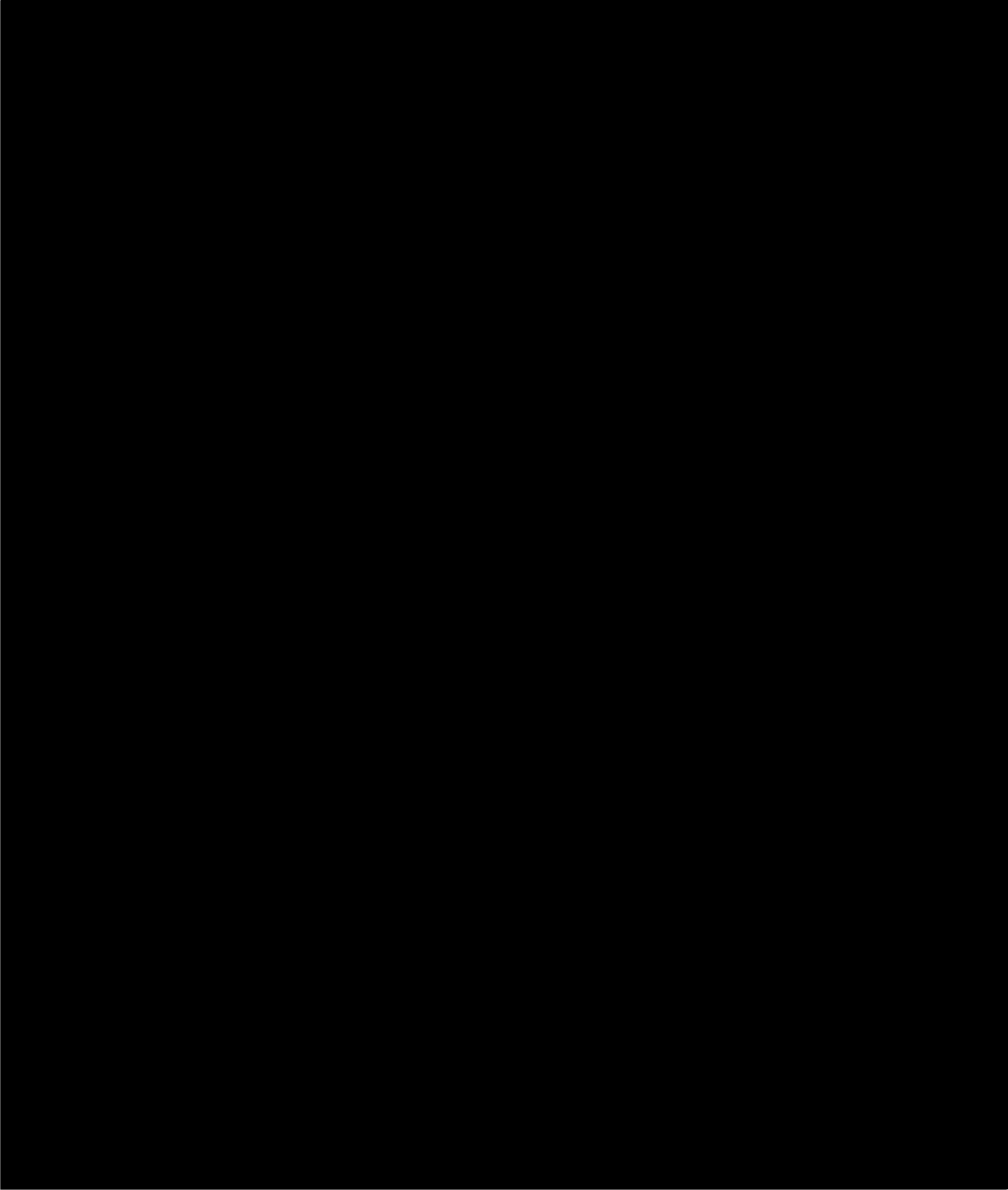
Processing will strictly adhere to the following protocol:

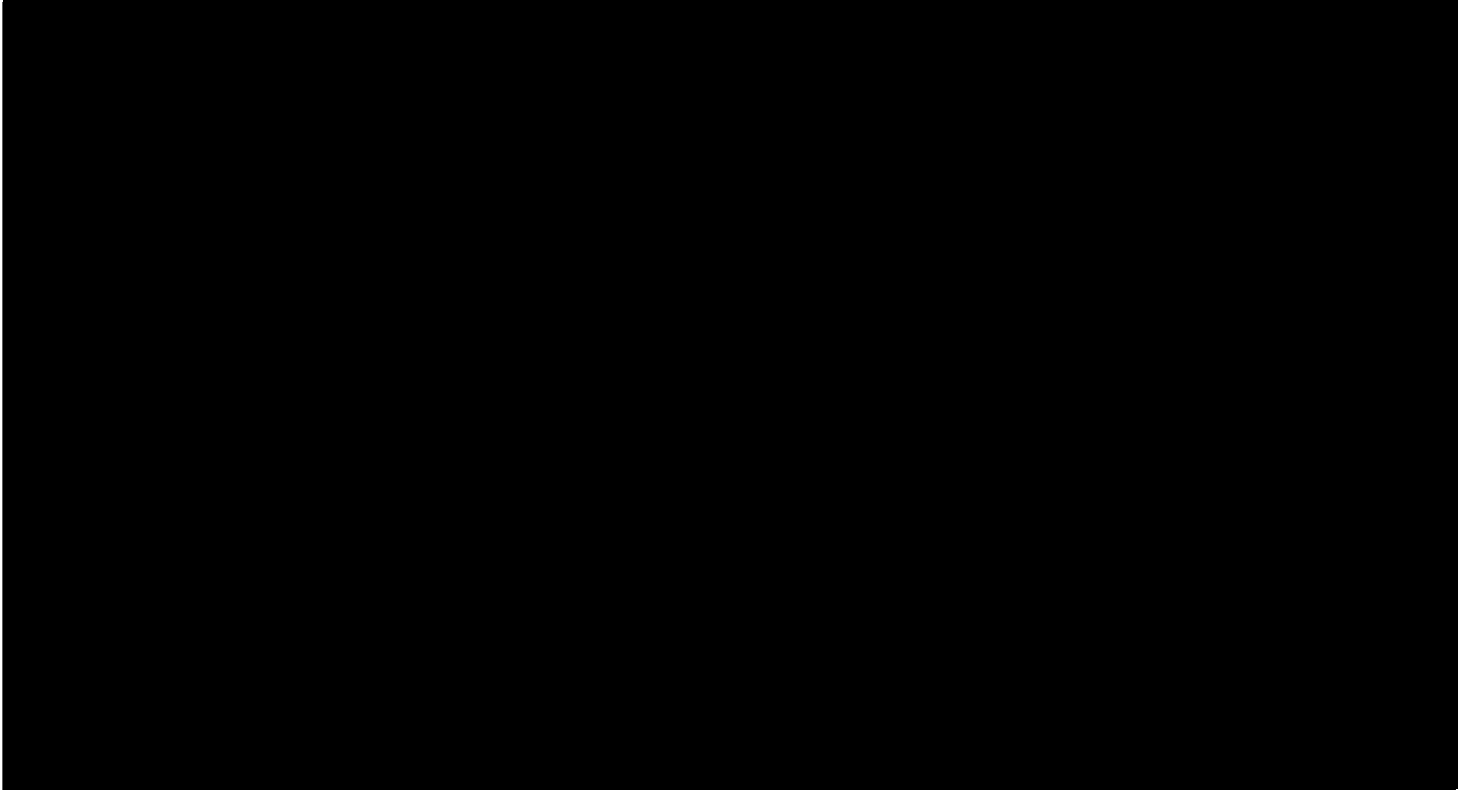
1. The Processing Department will scan the barcode, weigh the bag, and open it.
2. They will then trim the plant for curing, weighing, and recording of all waste.
3. The medicine will then be placed in the locked keypad-access curing room, recorded, and, segmented.
4. Once cured, the medicine will be re-weighed in bulk form, taken back to the keypad-locked processing room, and then taken to the stainless steel tables to be cleaned and broken down into the package size set forth in the required inventory manifest from MJ Freeway.
5. Each package will be labeled, assigned a barcode, and scanned into the system in the smaller, patient-ready sizes.
6. The packaged medicine will be stored in our keypad-locked storage room (see 5.9 for security). When needed, it will be transported to the RMD or directly to qualified patients (see 7.8).

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.



ORIGINAL





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.

[Our proposed RMD location at 85 Sam Fonzo Drive in Beverly, MA is conveniently located minutes from Routes 128, 1A, and 1 as well as Interstate 95, which will enable patients who live outside of Beverly to avoid traversing the local heavily congested roadways. Due to our proximity to major roadways, we can serve and deliver medicine to qualified patients in the many surrounding communities. Within Essex County, our RMD would be a commutable distance from and within the delivery zone of Salem, Peabody, Danvers, Lynnfield, Middleton, Topsfield, Swampscott, Marblehead, Essex, Manchester by the Sea, Gloucester, and Rockport.

According to the 2010 census, approximately 274,000 people reside in the area around our proposed location in Beverly. Our service population will include patients with a median age of forty suffering from cancer, glaucoma, AIDS, HIV, Parkinson's, multiple sclerosis, Crohn's disease, hepatitis C, amyotrophic lateral sclerosis, and rheumatoid disease. Assuming 5% market penetration and based on figures from states such as Arizona and Colorado (as compiled from Procon.org), we will serve approximately 0.752% of the population annually, representing roughly 2,000 patients.

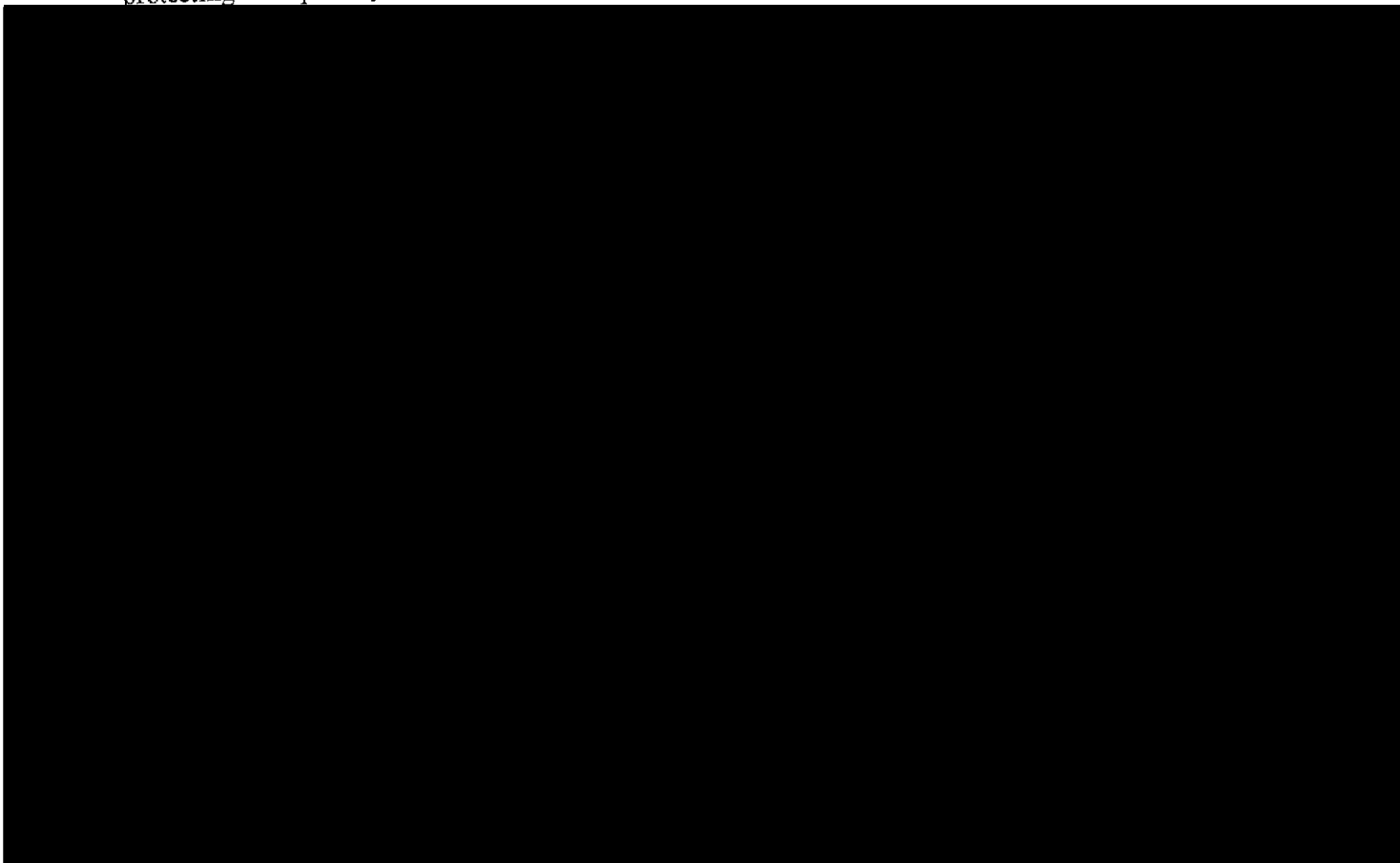
Our Beverly location is within ten miles of several major healthcare facilities, which serve many patients in our target demographic. Beverly Hospital, located 3.2 miles away, is part of the Northeast Hospital Corporation (NHC), which represents acute care hospitals including Addison Gilbert Hospital in Gloucester, Bay Ridge in Lynn, and the outpatient facility of Beverly Hospital in Danvers including its Day Surgery Center. North Shore Medical Center's Salem campus is conveniently located 2.92 miles from Beverly and NSMC's Union Hospital is approximately 6 miles away in Lynn. Several Cancer Centers are located nearby: Beverly Hospital, Groton's Specialty and Cancer Care Center at Addison Gilbert in Gloucester, Lahey Outpatient Center in Danvers, and Mass General's North Shore Cancer Center in Danvers. Several rheumatoid arthritis treatment

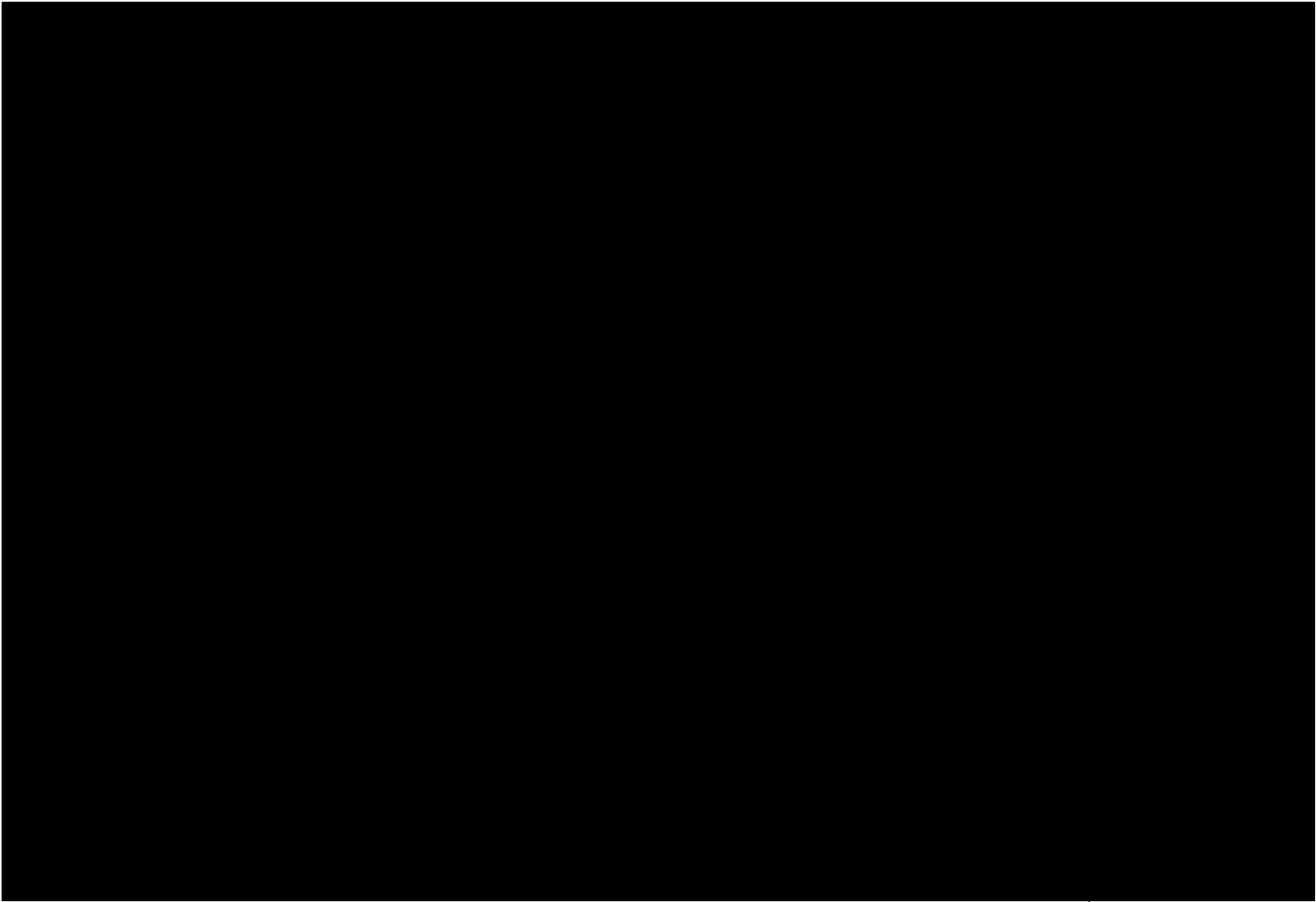
facilities are also located nearby: Arthritis Associates in Peabody, Lynnfield Medical Associates, and North Shore Medical Rheumatology. Many patients rely on caregivers to take them to medical appointments at these facilities. Our locations are appropriately near these centers such that caregivers and patients can avoid making a special trip for their medicine.

We will have delivery vehicles available to ensure delivery to qualified hardship patients (see 7.8). Hardship patients or registered caregivers will only have to come to our RMD location once, to have their DPH card and patient information entered into our system and receive their Compassionate Care Clinics RMD card. The DPH card will also be scanned during home deliveries to ensure we routinely verify patients. Each hardship patient or registered caregiver will be required to fill out, in hardy copy or online, monthly symptom intake forms to ensure access to appropriate medicine for their condition. Patients can always call our staff or submit questions online. Even though hardship patients are not coming to the RMD, it is crucial that they have access to the benefits of the RMD experience.

According to the 2010 Census, 87% of Essex County's population is White and 17.5% Hispanic and Latino. 23.6% of the population's primary language is not English. The CAS Foundation has a positive history of meeting the needs of diverse populations, having served Massachusetts's diverse population as well as the large Latino and Hispanic populations in Florida and Texas. Our Human Resource Director, Tania Garcia, will lead our multicultural outreach efforts, including our Spanish- and Portuguese-accessible literature and website as well as our search for bilingual employees.]

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.





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.

[Patient Record Keeping

With MJ Freeway, we can obtain obtain and report the customer ID and patient information, all validated against the patient's Commonwealth-issued card and accepted government ID. We can track sales of medicated products to each patient and reward loyalty. We will maintain encrypted patient records with details such as diagnosis, treatment, complications, and results of treatment. With the proper clearance, a staff member can easily locate a patient in the system by name or patient number, and then view diagnosis, treatment given, complications, or result.

MJ Freeway operates in a manner consistent with HIPAA guidelines relative to patient data security and privacy. The system maintains strict user access controls to ensure employees may only access data appropriate to their role in the organization. MJ Freeway protects patient identifiable information through encryption. Offsite, MJ Freeway maintains strict physical control of their servers.

Integration with DPH Systems

We have extensively reviewed the Massachusetts Department of Public Health Prescription Monitoring Program for Pharmacies. MJ Freeway and the CAS Foundation have engaged Atlantic Associates, Inc. (AAI),

and we have validated our capabilities to submit data to the Commonwealth's Prescription Monitoring Program (PMP) using the American Society for Automation in Pharmacy (ASAP) Version 4.1 format. MJ Freeway can also interface with any number of APIs. MJ Freeway has guaranteed that its software will continue to conform to all Commonwealth data-transmission standards. Our HIPAA-compliant operational patient record keeping software system will be seamlessly integrated throughout so that we can provide data feeds to the data points needed to meet regulatory compliance, accessing the Commonwealth-hosted system by web within the Virtual Gateway.

Business Operations

Financing, retail, plant conversion, waste, returns, weight, all business metrics, supply-chain management, door history, employee rights of access, and security are all fully integrated with our remote-access capabilities. Our POS solution is fully integrated with QuickBooks, in which our team is extremely proficient. Couple all this information with the ability to monitor key performance indicators, and we truly have an end-to-end solution that will give us full access into every aspect of our business. We are big believers in using technological solutions to meet business challenges.

Inventory & Supply-Chain Tracking

Our system will track and time-stamp plant assignments, movements, and changes in state; batch dates of creation, yield weights, and created packages; nutrients used; test results; MIP ingredients; creation, movement, and sale of finished product; and employee system access. The system delineates inventory by location and stage of production process, and it stores the operation's gross inventory in sub-locations as appropriate. Batch data persists throughout the inventory tracking process.]

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.

[Our support program will offer a variety of discounts for seniors as well as individuals with low income or who are terminally ill. The primary criteria for financial assistance will be compassion, identified need, and inability to pay.

Our program will provide medical marijuana, MIPs, and vaporizers to patients in need. Up to 1% of gross revenue will be made available in discounts to patients in need, giving preference to the most needy.

Patients who are terminal ill and living at or below the Federal poverty line will be supplied medicine at no charge. Patients who are terminally ill and living at up to 200% above the poverty line will receive a 75% discount.

All terminally ill patients will receive a 50% discount.

Fees will rise from there based on situation and ability to pay. Patients that are DPH certified as having a financial hardship will pay in accordance with their ability.

Individuals living at or below the Federal poverty line but not terminally ill will receive a 50% discount. Individuals earning up to 200% above the Federal poverty line will receive a 25% discount.

All seniors will receive a baseline 10% discount. Seniors with a terminal illness will receive a 60% discount regardless of income; but terminally ill seniors with income up to 200% above the Federal poverty

level will receive a 85% discount, and terminally ill seniors living below the Federal poverty line will, of course, pay nothing for their medicine.

Otherwise, seniors living at or below the Federal poverty line will receive a 75% discount, while those with income up to 200% above the Federal poverty line will receive a 50% discount.

Additionally, we will evaluate patients for discounts based on hardship on a case-by-case basis. All discounts offered will remain in effect for 6 months before reassessment.]

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 educational and counseling components are top priorities for the CAS Foundation. Our Compassionate Care Clinics will provide support on a one-to-one basis beginning with the first patient visit to the RMD. Our Intake Specialist will take a detailed intake history in a private and comfortable space set aside for intake and educational purposes. The Compassionate Care Clinic will contract with social workers to provide patients with access to patient liaisons services. Because the conditions that bring patients to CCCs are often debilitating and have serious implications for life situations, our Patient Liaisons will be available by appointment to meet with patients individually to ensure that they receive all appropriate services and information.

The CCC will work with patients on an individual basis to address issues such as substance abuse and the health effects of marijuana. The CAS Foundation has reached out to the Bureau of Substance Abuse and Mental Health Association (SAMSHA) to collaborate on providing appropriate materials to review with the patients.

CCC will partner with the following local substance-abuse groups to provide education for patients about the dangers of substance abuse:

- North Shore Counseling Center of Beverly;
- CAB Health Recovery Services; and
- Health and Education Service, Inc.

CCC will also provide patients with printed as well as online information from national organizations, including:

- National Institutes of Health;
- Partnership for Drug-Free America; and
- COVE Center for Recovery.

The CAS Foundation will develop a Patients' Bill of Rights, which will contain the following:

- Every patient will be treated with respect and dignity;
- Patients will receive ongoing and up-to-date information on scientific research related to marijuana;
- Confidentiality will be respected to the extent permitted by law;
- Patients will receive information on how to promote an overall healthy lifestyle;
- Patients will receive information on the safest and most effective means of administering medical marijuana;
- All patient complaints will be addressed in a timely and professional manner;

- The CCC will assist the patient in overcoming language barriers, disabilities, or other barriers to understanding relevant information;
- Patients will receive booklets and materials from Americans for Safe Access (ASA) free of charge on a number of conditions, medication, and side effects; and
- Patients will receive information about DPH patient certification requirements and how best to comply with regulations on an ongoing basis.

The CCC website will continue this mission of education patients online, by offering an easily navigable and transparent portal to information about nutrition, wellness, local support organizations, what strains of medicine work best for certain conditions, information about the RMD, and a forum for patients to support each other. We will provide patients with secure login.

Americans for Safe Access (ASA) has developed an excellent library of resource information for patients. CCC will provide patients with online and print booklets including the following materials:

- Research on Cannabis;
- History of Cannabis as Medicine;
- Why Cannabis is Legal;
- Comparison of Medications: Efficacy and Side-Effects;
- Chronic Pain and Medical Marijuana;
- Multiple Sclerosis and Medical Cannabis;
- Cancer and Medical Marijuana;
- HIV/AIDS and Medical Marijuana;
- State Legal Manuals;
- ASA Newsletters;
- Talking to Your Doctor;
- Cannabis Safety;
- Guide to Using Medical Cannabis;
- Recipes for Non-Inhalation Delivery Methods; and
- Resources for Doctors and Families.

CCC will also provide online and print educational materials on how to achieve overall wellness, including:

- Nutritional and diet information;
- Contraindications;
- Wellness classes; and
- Local patient support groups.

CCC will also provide information and resource materials about substance abuse and marijuana addiction from national health organizations:

- National Institutes of Health;
- Partnership for Drug-Free America; and
- COVE Center for Recovery.]

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.



[As a local corporate resident, CCC is sensitive to the community's desire for the RMD to be low-key and unobtrusive. We will work to garner the community's goodwill and develop a reputation for responsibility by having the Local Community Liaison Director work with the Public Relations Manager to ensure successful implementation of our plan, vision, and mission (see 5.7 for community outreach).

We will use no paid media or advertising. All brochures, flyers, signage, and marketing materials will be tasteful, and will not contain any images evocative of or referencing recreational or underage marijuana use, complying fully with 105 CMR725.105(L).

Our advertising and marketing plan will promote the RMD and its mission of easing patient suffering by providing medical marijuana to registered patients in the community.

We will communicate these key messages:

- CCC is committed to providing high-quality medical marijuana to patients in a safe, welcoming environment;
- CCC will be transparent, accessible, accountable, and will work hard to be an active member of the local community;
- CCC will create jobs for the community and will hire local talent whenever possible;
- CCC will work to become the medical marijuana provider of choice;
- CCC will give back to the community by supporting local programs, charities, and agencies.

Public Relations Manager

The PRM will build community partnerships and relationships, creating a bridge with citizens, medical professionals, the research community, and other RMD organizations to encourage positive patient-focused dialogues and best practices for patients. This collaboration will also yield outreach opportunities. The PRM will issue press releases and newsletters periodically to promote the positive messages of the advertising and marketing plan. The PRM will also be on call around the clock if there are any circumstances that require information to be communicated to law enforcement or the public.

Communication Channels

Web-based Approach

CCC is developing a website as a means for patients to access information on all aspects of medical marijuana, including educational materials, what strains of medicine will best treat a patient's condition, an online forum for patients to communicate with each other for support, and information on wellness services. Patients will receive secure login (see 7.13 for patient education).

CCC seeks to educate and communicate with existing and new patients through online marketing. This web-based approach ensures effective delivery of key messages to the appropriate audience and stakeholders. For example, many online patient support groups provide members with secure logins to forums and chat rooms.

Facebook and Social Media

CCC will develop a Facebook Page that will become an important vehicle for the RMD to share the latest scientific research and other information related to the use of medical marijuana to ease patient suffering. The page will also be a way for patients to support and communicate with one another.

Media

The PRM will issue press releases when appropriate to promote positive patient outcomes as well as share stories about CCC participation and sponsorship of community events.

Brochures, Flyers, and Signage

All print and online materials developed for CCC will reflect the mission and vision of CCC and will not contain any images of marijuana leaves or other images associated with recreational or underage use.

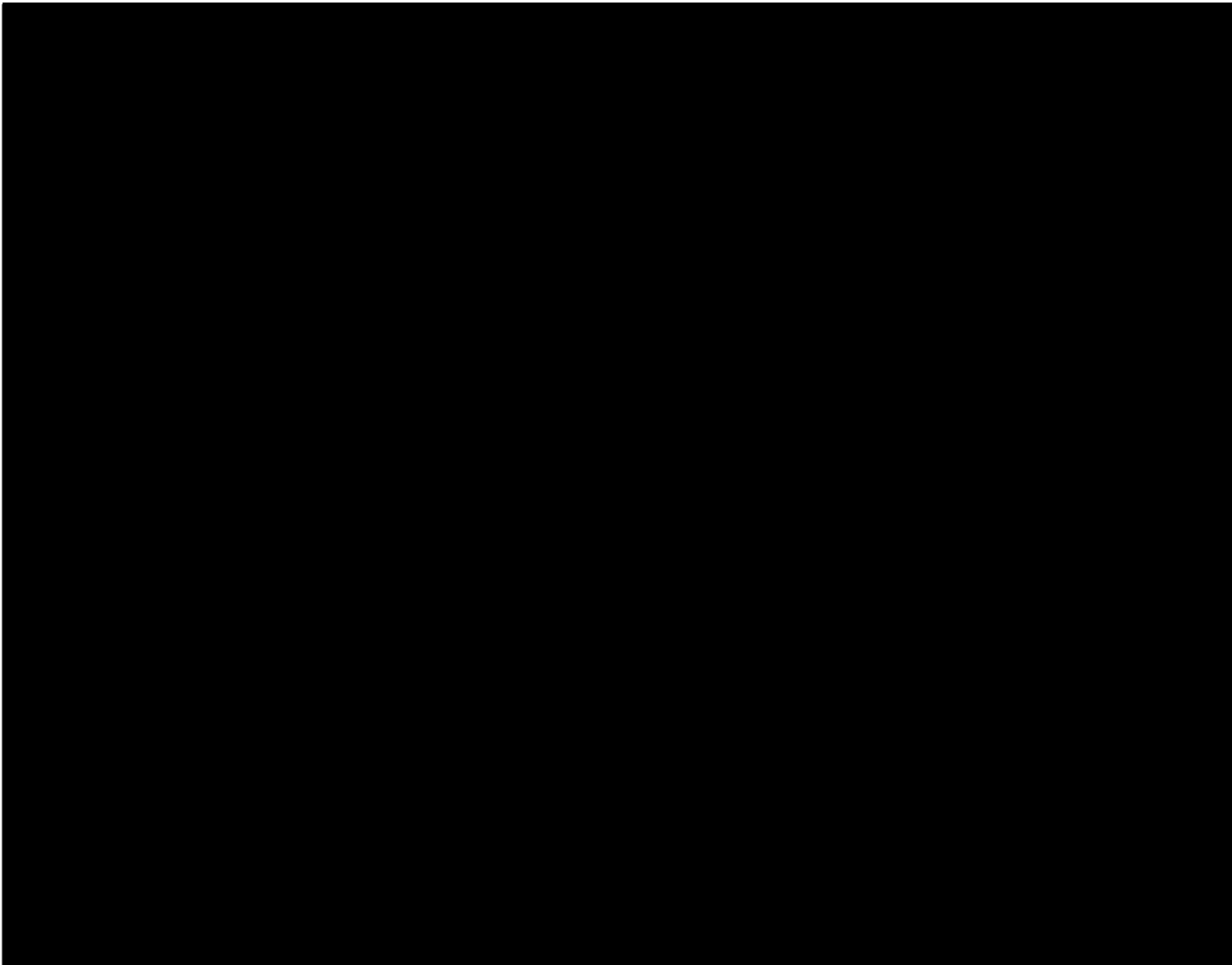
Marketing and Advertising Materials

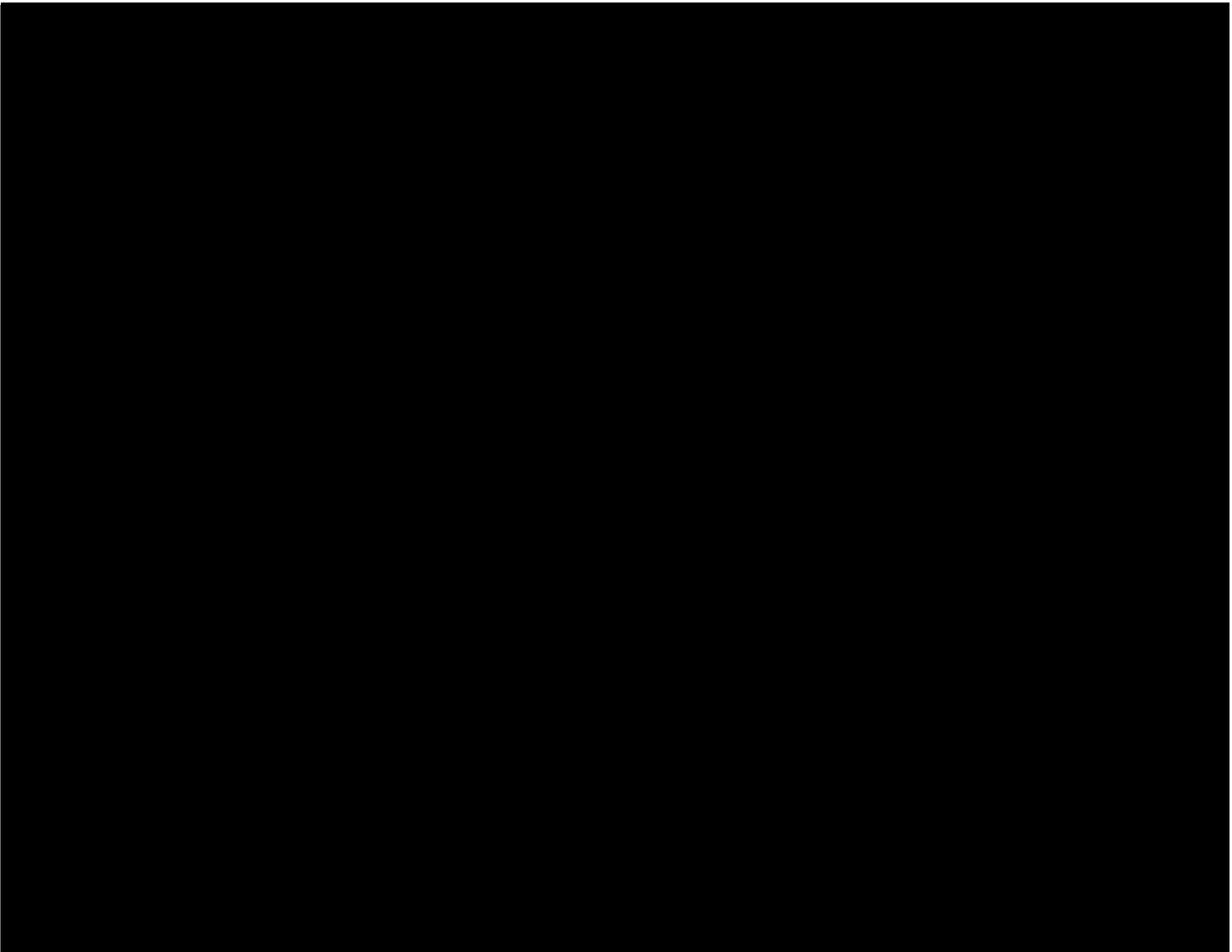
CCC will provide material to medical professionals involved with the care of registered qualifying patients. Flyers and brochures will contain a list of dispensary names, locations, and contact information. CCC will also be listed in web-based medical cannabis websites.

CCC Logo

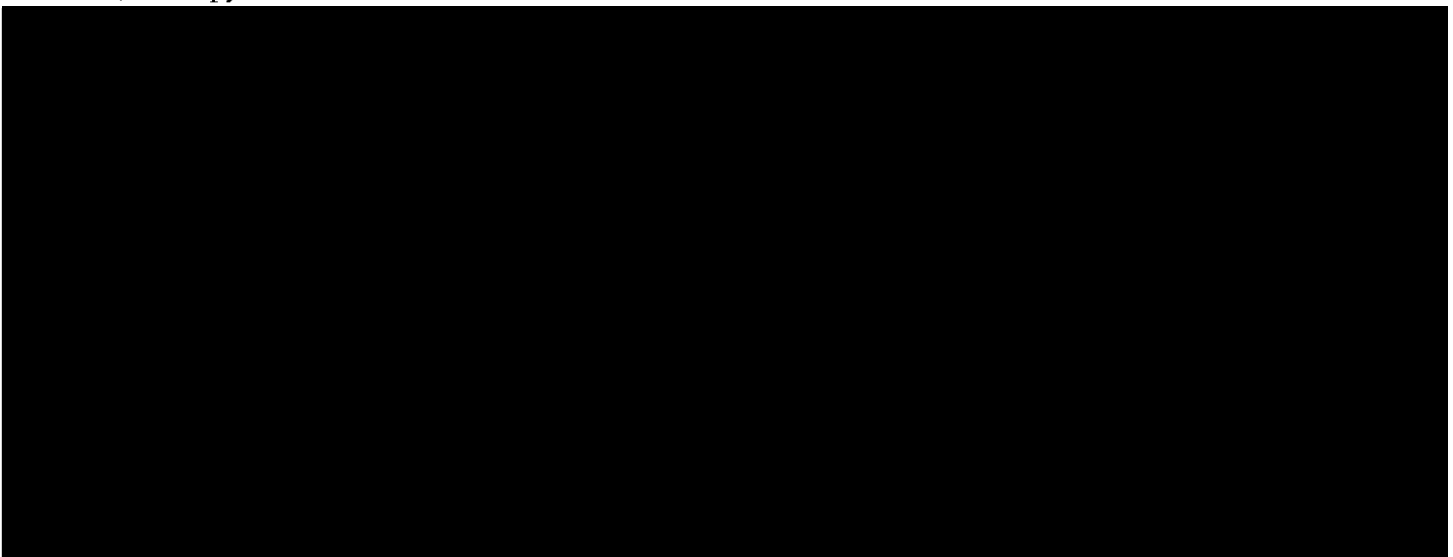
The CCC logo evokes a feeling of wellness, healing, and support. It consists of three interlocking Cs in crimson, green and yellow. The words Compassionate Care Clinics, in green, are centered below the three C's.]

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.



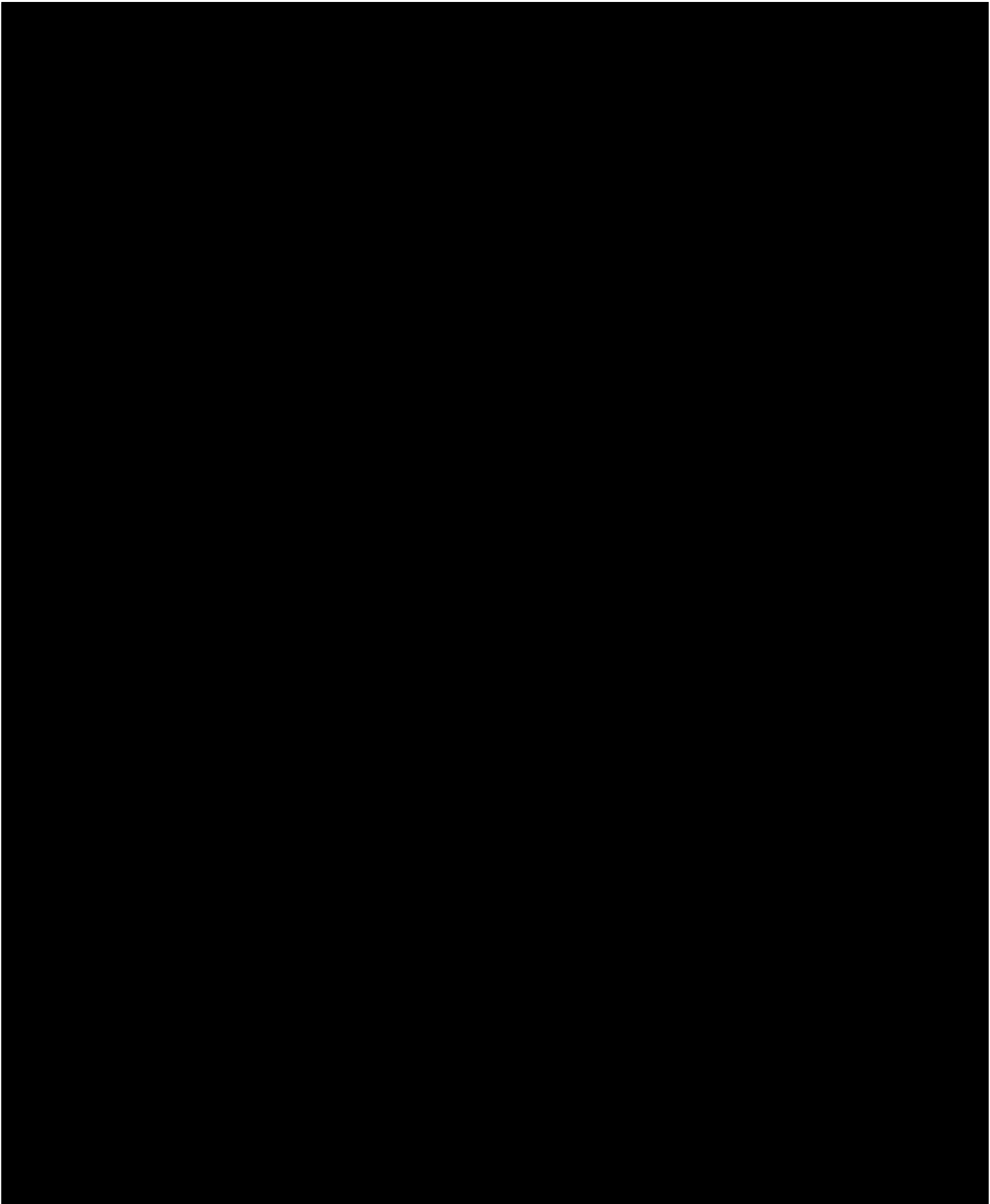


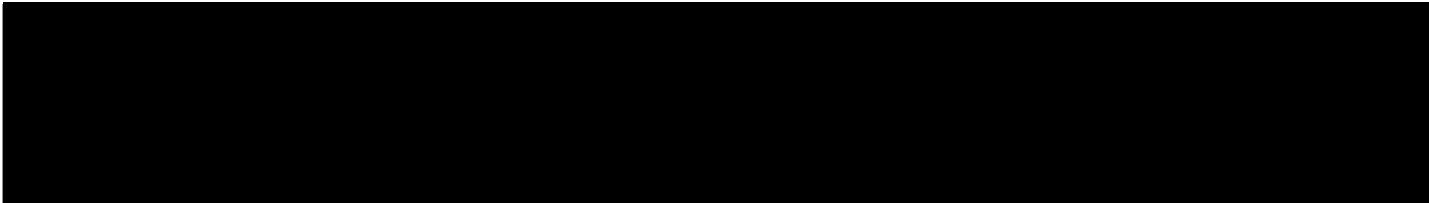
7.16 Describe the RMD's employee security policies, such as an employee ID/badge system and personal safety. Note that a copy of employee security policies will be reviewed as a component of the provisional inspection process.





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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.

[MJ Freeway software tracks inventory throughout the entire grow, processing, packaging, delivery, and sales process. This front line of incident prevention and reporting is enabled by MJ Freeway's extensive batch-tracking functionality.

In Case of Discrepancy in Weight:

In the event a discrepancy in weight occurs at any time in the process, MJ Freeway automatically launches a window alerting the user to the discrepancy. Only management can reconcile the alert. The alert triggers the following process:

The RMDM or Director of Cultivation Services (DCS) (depending on the site of the discrepancy) investigates the incident. The Director of Security (DOS) is immediately notified and an action log is created. If the incident is determined to be an inadvertent error, e.g. expiration date or feeble growth, the manager will enter the details into the system to clear the alert. The reporting manager is then required to submit an incident report to the RMDM, DCS, Compliance Officer (CO), and DOS. All incident reports will be placed on the monthly meeting agenda of the Executive Director (ED).

If theft or significant unaccounted-for loss is discovered, the RMDM or DCS will immediately alert the DOS, CO, and ED. The DOS will alert the security staff and local law enforcement. An investigation will begin, including extensive review of video footage, door use, employee movement histories, and all other pertinent information. In cooperation with local law enforcement, the perpetrator will be caught and prosecuted to the fullest extent of the law. The CO will alert the DPH, submit an incident report, and keep the DPH abreast of all developments until the incident is resolved. The ED will be briefed daily and will update the President and Public Relations Officer on the progress.

In Case of Patient Adverse Reaction or Suspected Contamination:

MJ Freeway enables recall of finished goods by batch number. A report may be run on a given batch to identify where all product associated with that batch is located, including who purchased product related to the batch so they may be promptly notified of the recall. We do not foresee any need for recall given that all batches will be laboratory tested prior to being dispensed to patients.

The RMDM and all dispensary technicians will be trained in the proper protocol to address a reported adverse reaction or any operational irregularities. An incident report check sheet will be maintained, on which specific information will be gathered to mitigate any mild symptoms; patients will be referred to local hospitals for adverse reactions. This protocol will be available on our website.

All hospitals and recommending physician's offices will be given the RMDM's direct number in case of a reported adverse reaction. We will report the incident to DPH as well as to our DCS, CO, and ED. These

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directors will monitor the situation, implement our quarantine protocol, and destroy any affected batches in accordance with our waste-handling protocol (see 7.5).

Complaints from patients or the community will be registered by phone or website in an easily accessible manner. The RMDM will field all complaints and maintain an action log. If the incident cannot easily be reconciled by an e-mail or phone call, the RMDM or DCS will be notified by written communication. If the complaint cannot be reconciled by that point, the President will be notified and will make a determination whether the complaint is of a systemic nature or whether personnel or other changes need to be made in order to address the concern.

We have established comprehensive procedures to document, report, and manage any product or operational issues. Uniformity of process ensures the proper handling of any adverse incident that may arise.]



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: [Jayne] Last Name: [Vining]
Title: [CEO]

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

[Handwritten signature: Jayne Vining]

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.



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**BACKGROUND CHECK AUTHORIZATIONS
(EXHIBITS A1-A4)**

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

Corporation Name: CAS Foundation

Application # (if more than one): # 2 of 2

Attach signed background check authorization forms (signed in blue ink) and, along with exhibit A5, submit as directed in the Phase 2 instructions.



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**BACKGROUND CHECK AUTHORIZATION LIST
(EXHIBIT A5)**

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

List the names of those for whom you are submitting signed background check authorizations.

Corporation Name: CAS Foundation

Application # (if more than one): # 2 of 2

	NAME	ROLE WITHIN CORPORATION
1.	Jayne Vining	Director / CEO / Clerk
2.	Lynne McCarren	Director / President
3.	Neil King	Director / Exec. Director
4.	Kathy Cantone	Director
5.	Anna Burns	Director / Marketing
6.	Innocent Lugumamu	Director / Physical Assets
7.	Howard Perkins	Director / Compliance
8.	Dr. Bargar	Medical Director
9.	Dr. Henderson	Dispensary Services
10.	H. J. Wolfe	Health Services
11.	Tim Burns	Informational Services
12.	Dr. Bonanno	Cultivation
13.	Tania Garcia	Human Resources
14.	Robert Cronin	Security



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

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

Corporation Name: CAS Foundation

Application # (if more than one): # 2 of 2

	Name	Role within the Corporation
1	Jayne Vining	CEO - Clerk
2	Lynne McCarren	President
3		
4		
5		



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**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: CAS Foundation

Application # (if more than one): # 2 of 2

Attach organizational chart.

See Attached

2 of 2

The CAS Foundation®

Board of Directors

Jayne Vining – *Chairwoman*
Lynne McCarren – *President*

Kathy Cantone
Vice President

Howard Perkins, Esq.

Innocent Lugumamu

Neil King
Treasurer

Anna Burns
Secretary

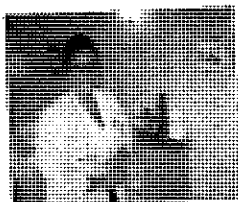
Executive Management Team



Neil King
Executive Director



Dr. Bargar, MD
Medical Director



Dr. Henderson, DA
Dispensary Services



H. J. Wolfe, RN
Health Services

Dr. Bonanno, PHD
Cultivation



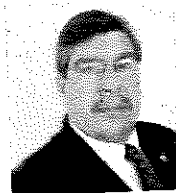
Tim Burns
Director, IT



Tania Garcia
Human Resources

Howard Perkins, Esq.
Compliance

Innocent Lugumamu
Director, Physical Assets

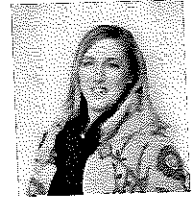


Robert Cronin
Director, Security



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Professional Services (Contracted)



Valerio Romano, Esq.
Compliance MMJ

Melissa Sampson McMorrow, Esq.
Non-Profit, Federal & State

Donna Rheaume
Community &
Public Relations

Anna Burns
Marketing Services

William Cass
Governmental Affairs

Krina Patel, Esq.
Governmental Affairs

Employees (Early Hires)

Dispensary Services
Rene Lynch
Cynthia Stremel

Food Services (MIPS)
Nicole Clancy

Compliance Office
Natalie Barber

Cultivation Services
James Sipe
Matthew Mondello
Matthew Schautteet
Joseph Stremel
Bryon Nelson

**BOARD OF DIRECTORS
(Exhibit 1.4)**

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

Application # (if more than one): # 2 of 2

Corporation Name: CAS Foundation

	Board Role	Name	Date of Birth	Business Email	Business Address
1	Chairwoman/ Clerk & Director	Jayne Vining	██████████	jvining@thecasfoundation.org	9 Bartlet Street, #335 Andover, MA 01810
2	President & Director	Lynne McCarren	██████████	lmccarrn@thecasfoundation.org	9 Bartlet Street, #335 Andover, MA 01810
3	Treasurer & Director	Neil King	██████████	nking@thecasfoundation.org	9 Bartlet Street, #335 Andover, MA 01810
4	Secretary & Director	Anna Burns	██████████	aburns@thecasfoundation.org	9 Bartlet Street, #335 Andover, MA 01810
5	Director	Howard Perkins	██████████	hperkins@thecasfoundation.org	9 Bartlet Street, #335 Andover, MA 01810
6	Director	Innocent Lugumamu	██████████	ilugumamu@thecasfoundation.org	9 Bartlet Street, #335 Andover, MA 01810
7	Director	Kathy Cantone	██████████	kcantone@thecasfoundation.org	9 Bartlet Street, #335 Andover, MA 01810



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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: CAS Foundation

Application # (if more than one): # 2 of 2

	Name	Business Address	Type of Membership Rights	If Member of Other RMD, Which One?
1	N/A			
2				
3				
4				
5				
6				
7				
8				
9				
10				



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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: CAS Foundation

Application # (if more than one): # 2 of 2

Attach bylaws.

BY-LAWS
of
Cardiac Arrhythmia Syndromes Foundation, Inc.

ARTICLE I
Members

Section 1. Membership. The corporation shall not have any members. Any action or vote required or permitted by law to be taken by members shall be taken by action or vote of the same percentage of the Directors of the corporation.

ARTICLE II
Directors

Section 1. Powers. The Board of Directors shall have the entire charge, control and management of the corporation and its property and may exercise all or any of its powers.

Section 2. Number and Election. Except as otherwise provided by these By-Laws or in the Articles of Organization, the number of Directors that shall constitute the whole Board of Directors shall be fixed, and the Directors elected, by the Directors at the annual meeting.

Section 3. Vacancies. Any vacancy at any time, existing in the Board of Directors, may be filled by the Board of Directors at any meeting.

Section 4. Enlargement of the Board of Directors. The number of the Board of Directors may be increased and one or more additional Directors may be elected at any meeting of the Directors.

Section 5. Tenure. Except as otherwise provided by law, by the Articles of Organization or by these By-Laws, Directors shall hold office until the next annual meeting of Directors and thereafter until their successors are chosen and qualified.

Section 6. Resignation. Any Director may resign by delivering his written resignation to the corporation at its principal office or to the President or Clerk. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

Section 7. Removal. A Director may be removed from office with or without cause by vote of a majority of the Directors then in office. A Director may be removed for cause only after reasonable notice and opportunity to be heard before the Board of Directors.

Section 8. Annual Meeting. The date, place and time of the annual meeting of the Directors shall be fixed by the Directors. In the event that no date for the annual meeting is established or if no annual meeting is held in accordance with the foregoing provisions, a special

meeting may be held in lieu thereof, and any action taken at such meeting shall have the same effect as if taken at the annual meeting.

Section 9. Regular Meetings. Regular meetings of the Directors may be held at such times and places as shall from time to time be fixed by resolution of the Board and no notice need be given of regular meetings held at times and places so fixed, provided, however, that any resolution relating to the holding of regular meetings shall remain in force only until the next annual meeting of Directors, or the special meeting held in lieu thereof, and that if at any meeting of Directors, at which a resolution is adopted fixing the times or place or places for any regular meetings, any Director is absent, no meeting shall be held pursuant to such resolution until either each such absent Director has in writing or by electronic mail approved the resolution or seven days have elapsed after a copy of the resolution certified by the Clerk has been mailed, postage prepaid, addressed to each such absent Director at his last known home or business address.

Section 10. Special Meetings. Special meetings of the Directors may be called by the President, by the Clerk, by the Secretary, by any two Directors, or by one Director in the event that there is only one Director, and shall be held at the place designated in the notice or call thereof.

Section 11. Notices. Notices of any special meeting of the Directors shall be given to each Director by the Clerk or Secretary (a) by mailing to him, postage prepaid, and addressed to him at his address as registered on the books of the corporation, or if not so registered at his last known home or business address, a written notice of such meeting at least four days before the meeting or (b) by delivering such notice by hand, facsimile transmission, or electronic mail to him at least 48 hours before the meeting at such address, notice of such meeting or (c) by giving notice to such Director in person or by telephone at least 48 hours in advance of the meeting. Such notice, if the meeting is called otherwise than by the Clerk or Secretary, may be a copy of the call of the meeting; and if the meeting is not so otherwise called, such notice given by the Clerk or Secretary shall constitute a call of the meeting by him. If the Clerk or Secretary refuses or neglects for more than twenty-four hours after receipt of a call to give notice of such special meeting, or if the offices of Clerk and Secretary are vacant or the Clerk and Secretary are absent from the Commonwealth of Massachusetts or incapacitated, such notice may be given by the officer or one of the Directors calling the meeting. Notice need not be given to any Director if a written waiver of notice, executed by him before or after the meeting, is filed with the records of the meeting, or to any Director who attends the meeting without protesting prior thereto or at its commencement the lack of notice to him. A notice or waiver of notice of a Directors' meeting need not specify the purposes of the meeting.

Section 12. Quorum. At any meeting of the Directors a majority of the Directors then in office shall constitute a quorum for the transaction of business; provided always that any number of Directors (whether one or more and whether or not constituting a quorum) constituting a majority of Directors present at any meeting or at any adjourned meeting may make any reasonable adjournment thereof.

Section 13. Action at Meeting. At any meeting of the Directors at which a quorum is present, the action of the Directors on any matter brought before the meeting shall be decided by vote of a majority of those present, unless a different vote is required by law, the Articles of Organization, or these By-Laws.

Section 14. Action by Written Consent. Any action by the Directors may be taken without a meeting if a written consent thereto is signed by all the Directors and filed with the records of the Directors' meetings. Such consent shall be treated as a vote of the Directors for all purposes.

Section 15. Committees. The Directors may, by vote of a majority of the number of Directors then in office, elect from their number an executive or other committees and may, by like vote, delegate thereto some or all of their powers except those which by law, the Articles of Organization or these By-Laws they are prohibited from delegating. Except as the Directors may otherwise determine, any such committee may make rules for the conduct of its business, but unless otherwise provided by the Directors or in such rules, its business shall be conducted as nearly as may be in the same manner as is provided by these By-Laws for the Directors. The Directors shall have the power to fill vacancies in, change the membership of, or to disband, any such committee.

Section 16. Telephone Conference Meetings. The Directors or the members of any committee may participate in a meeting of the Directors or such committee 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.

ARTICLE III Officers

Section 1. Enumeration. The officers of the corporation shall be a President, a Treasurer, a Clerk, and such Vice Presidents, Assistant Treasurers, Assistant Clerks, Secretary, Assistant Secretaries and other officers as may from time to time be determined by the Directors. The Board of Directors may appoint one of its Directors to the office of Chairman of the Board and from time to time define the powers and duties of that office.

Section 2. Election and Vacancies. The President, Treasurer and Clerk shall be elected annually by the Directors at their annual meeting or the special meeting held in lieu thereof. Other officers may be chosen by the Directors at such meeting or at any other meeting. Any vacancy at any time existing in any office may be filled by the Directors at any meeting and such successor in office shall hold office for the unexpired term of his predecessor.

Section 3. Qualification. The President may, but need not be, a Director. Any two or more offices may be held by the same person. The Clerk shall be a resident of Massachusetts unless the corporation has a resident agent appointed for the purpose of service of process. Any officer may be required by the Directors to give bond for the faithful performance of his duties



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to the corporation in such amount and with such sureties as the Directors may determine. The premiums for such bonds may be paid by the corporation.

Section 4. Tenure. Except as otherwise provided by law, by the Articles of Organization or by these By-Laws, the President, Treasurer and Clerk shall each hold office until the next annual meeting of Directors, or the special meeting held in lieu thereof, and thereafter until his successor is chosen and qualified. Other officers shall hold office until the next annual meeting of Directors, or the special meeting held in lieu thereof, unless a shorter term is specified in the vote choosing or appointing them.

Section 5. Resignation. Any officer may resign by delivering his written resignation to the corporation at its principal office or to the President or Clerk, and such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

Section 6. Removal. The Directors may remove any officer appointed by the Directors with or without cause by a vote of a majority of the entire number of Directors then in office; provided, that an officer may be removed for cause only after reasonable notice and opportunity to be heard by the Board of Directors prior to action thereon.

Section 7. President. The President when present shall preside at all meetings of the Directors. He shall be the chief executive officer of the corporation except as the Board of Directors may otherwise provide. It shall be his duty and he shall have the power to see that all orders and resolutions of the Directors are carried into effect. He shall from time to time report to the Directors all matters within his knowledge which the interests of the corporation may require to be brought to its notice. The President shall perform such duties and have such powers additional to the foregoing as the Directors shall designate.

Section 8. Vice Presidents. In the absence or disability of the President, his powers and duties shall be performed by the Vice President, if only one, or, if more than one, by the one designated for the purpose by the Directors. Each Vice President shall have such other powers and perform such other duties as the Directors shall from time to time designate. The Directors may assign to any Vice President the title of Executive Vice President, Senior Vice President and any other title selected by the Directors.

Section 9. Treasurer. The Treasurer shall, subject to the direction of the Directors, have general charge of the financial affairs of the corporation and shall cause to be kept accurate books of accounts. He shall have custody of all funds, securities, and valuable documents of the corporation, except as the Directors may otherwise provide. He shall promptly render to the President and to the Directors such statements of his transactions and accounts as the President and Directors respectively may from time to time require. The Treasurer shall perform such duties and have such powers additional to the foregoing as the Directors may designate.

Section 10. Assistant Treasurers. In the absence or disability of the Treasurer, his powers and duties shall be performed by the Assistant Treasurer, if only one, or, if more than one, by



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the one designated for the purpose by the Directors. Each Assistant Treasurer shall have such other powers and perform such other duties as the Directors shall from time to time designate.

Section 11. Clerk. The Clerk shall record in books kept for the purpose all votes and proceedings of the Directors at their meetings. The Clerk shall perform such duties and have such powers additional to the foregoing as the Directors shall designate.

Section 12. Assistant Clerks. In the absence of the Clerk from any meeting of the Directors or, the Assistant Clerk, if one be elected, or, if there be more than one designated for the purpose by the Directors, otherwise a Temporary Clerk designated by the person presiding at the meeting, shall perform the duties of the Clerk. Each Assistant Clerk shall have such other powers and perform such other duties as the Directors may from time to time designate.

Section 13. Secretary and Assistant Secretaries. The Secretary and each Assistant Secretary, if elected, shall have such powers and perform such duties as the Directors may from time to time designate.

ARTICLE IV Inspection of Records

Books, accounts, documents and records of the corporation shall be open to inspection by any Director at all times during the usual hours of business. The original, or attested copies, of the Articles of Organization, By-Laws and records of all meetings of the incorporators and Directors, and records which shall contain the names of all Directors and their record addresses, shall be kept in Massachusetts at the principal office of the corporation, or at an office of the Clerk or the resident agent, if any, of the corporation. Said copies and records need not all be kept in the same office.

ARTICLE V Checks, Notes, Drafts and Other Instruments

Checks, notes, drafts and other instruments for the payment of money drawn or endorsed in the name of the corporation may be signed by any officer or officers or person or persons authorized by the Directors to sign the same. No officer or person shall sign any such instrument as aforesaid unless authorized by the Directors to do so.

ARTICLE VI Seal

The seal of the corporation shall be circular in form, bearing its name, the word "Massachusetts," and the year of its incorporation. The Treasurer shall have custody of the seal

and may affix it (as may any other officer if authorized by the Directors) to any instrument requiring the corporate seal.

ARTICLE VII
Fiscal Year

The fiscal year of the corporation shall be the year ending with December in each year.

ARTICLE VIII
Interested Directors and Officers

The Directors shall have the power to fix their compensation from time to time. No contract or transaction between the corporation and one or more of its Directors or officers, or between the corporation and any other corporation, partnership, association, or other organization in which one or more of its Directors or officers are directors or officers, or have a financial or other interest, shall be void or voidable solely for this reason, or solely because the Director or officer is present at or participates in the meeting of the Board of Directors or committee thereof which authorizes the contract or transaction, or solely because his or their votes are counted for such purpose, nor shall any Director or officer be under any liability to the corporation on account of any such contract or transaction if:

(1) The material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the Board of Directors or the committee, and the Board or committee authorized the contract or transaction by the affirmative votes of a majority of the disinterested Directors even though the disinterested Directors be less than a quorum; or

(2) The contract or transaction is fair as to the corporation as of the time it is authorized, approved or ratified by the Board of Directors or a committee thereof.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorizes the contract or transaction, and their votes may be counted for the purpose of a vote by the Directors approving such contract or transaction.

ARTICLE IX
Indemnification

The corporation shall, to the extent legally permissible, indemnify any person serving or who has served as a Director, officer, employee or other agent of the corporation, or at its request as a Director, officer, employee or other agent of any organization, or at its request in any capacity with respect to any employee benefit plan, against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with



which he may be threatened, while in office or thereafter, by reason of his being or having been such a Director or officer (or in any capacity with respect to any employee benefit plan), except with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his action was in the best interests of the corporation (or, to the extent that such matter relates to service with respect to an employee benefit plan, in the best interest of the participants or beneficiaries of such employee benefit plan); provided, however, that as to any matter disposed of by a compromise payment by such person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise and indemnification therefor shall be approved:

(i) by a majority vote of a quorum consisting of disinterested Directors;

(ii) if such a quorum cannot be obtained, then by a majority vote of a committee of the Board of Directors consisting of all the disinterested Directors;

(iii) if there are not two or more disinterested Directors in office, then by a majority of the Directors then in office, provided they have obtained a written finding by special independent legal counsel appointed by a majority of the Directors to the effect that, based upon a reasonable investigation of the relevant facts as described in such opinion, the person to be indemnified appears to have acted in good faith in the reasonable belief that his action was in the best interests of the corporation (or, to the extent that such matter relates to service with respect to an employee benefit plan, in the best interests of the participants or beneficiaries of such employee benefit plan); or

(iv) by a court of competent jurisdiction.

If authorized in the manner specified above for compromise payments, expenses including counsel fees, reasonably incurred by any such person in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the corporation in advance of the final disposition thereof upon receipt of (a) an affidavit of such individual of his good faith belief that he has met the standard of conduct necessary for indemnification under this Article, and (b) an undertaking by such individual to repay the amounts so paid to the corporation if it is ultimately determined that indemnification for such expenses is not authorized by law or under this Article, which undertaking may be accepted without reference to the financial ability of such person to make repayment.

If both the corporation and any person to be indemnified are parties to an action, suit or proceeding (other than an action or suit by or in the right of the corporation to procure a judgment in its favor), counsel representing the corporation therein may also represent such indemnified person (unless such dual representation would involve such counsel in a conflict of interest in violation of applicable principles of professional ethics), and the corporation shall pay all fees and expenses of such counsel incurred during the period of dual representation other than those, if any, as would not have been incurred if counsel were representing only the corporation; and any allocation made in good faith by such counsel of fees and disbursements payable under

this paragraph by the corporation versus fees and disbursements payable by any such indemnified person shall be final and binding upon the corporation and such indemnified person.

The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any such indemnified person may be entitled. Nothing contained in this Article shall affect any rights to indemnification to which corporate personnel other than the persons designated in this Article may be entitled by contract, by vote of the Board of Directors, or otherwise under law.

As used in this Article the terms "person," "Director," "officer, employee," and "agent" include their respective heirs, executors and administrators, and an "interested" Director or officer is one against whom in such capacity the proceedings in question or other proceedings on the same or similar grounds is then pending.

If any term or provision of this Article, or the application thereof to any person or circumstances, shall to any extent be held invalid or unenforceable, the remainder of this Article, or the application of such term or provision to persons or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected thereby, and each term and provision of this Article shall be held valid and be enforced to the fullest extent permitted by law.

ARTICLE X
Amendments

The Directors may make, amend, or repeal these By-Laws, in whole or in part.

1807820.1

I, JAYNE VINING, CLERK OF THE
CARBON ARRYTHMIA SYNDROME FOUNDATION, INC
DO HEREBY ATTEST THAT THIS IS A TRUE COPY
OF THE BY-LAWS OF THE CORPORATION
AS ORIGINALLY ADOPTED

Jayne Vining, Clerk

CONFLICT OF INTEREST POLICY

of

CARDIAC ARRHYTHMIA SYNDROMES FOUNDATION, INC.

ARTICLE I

Purpose

The purpose of the conflict of interest policy is to protect the interest of the CARDIAC ARRHYTHMIA SYNDROMES FOUNDATION, INC. (the "Organization"), when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director of the Organization or might result in an excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

ARTICLE II

Definitions

Section 1. Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

Section 2. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- (a) An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- (b) A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

**ARTICLE III
Procedures**

Section 1. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

Section 2. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

Section 3. Procedures for Addressing the Conflict of Interest.

(a) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

(b) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

(c) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

(d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

Section 4. Violations of the Conflicts of Interest Policy.

(a) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

(b) If, after hearing the members response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV
Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

(a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

(b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

ARTICLE V
Compensation

(a) A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

(b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

(c) No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**ARTICLE VI
Annual Statements**

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- (a) Has received a copy of the conflicts of interest policy,
- (b) Has read and understands the policy,
- (c) Has agreed to comply with the policy, and
- (d) Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

**ARTICLE VII
Periodic Reviews**

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

**ARTICLE VIII
Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.



ORIGINAL

**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: CAS Foundation

Application # (if more than one): #2 of 2

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: CAS Foundation Application # (if more than one): # 2 of 2

Corporation Name	Chief Executive Officer	CEO Business Phone & Email	Corporation's Board Officers	Corporate Relationship to Applicant
N/A			President/Chair: Treasurer: Clerk/Secretary:	
			President/Chair: Treasurer: Clerk/Secretary:	
3			President/Chair: Treasurer: Clerk/Secretary:	
4			President/Chair: Treasurer: Clerk/Secretary:	
5			President/Chair: Treasurer: Clerk/Secretary:	



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2 of 2

**REFERENCES
(Exhibit 1.9)**

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

Application # (if more than one): # 2 of 2

Corporation Name: CAS Foundation

Name of Reference	Business Phone & Email	Relationship to Applicant	Dates of Relationship
1 Gwen Luney	<u>Gwen.Luney@sdhc.k12.fl.us</u> 813-272-40000	Professional: Asst. Superintendent of Schools, Hillsboro County School District, Tampa FL	2007 to 2011
2 Carol Kurdell	<u>ckurdell@sdhc.us</u> 813-272-4045	Professional: School Board Member (Vice Chair), Hillsboro County School Board, Tampa FL	2007 to 2011
3 Gul Dadlani, MD	<u>DadlaniG@allkids.org</u> 727-767-3333	Professional: Director of Pediatric Cardiology, All Children's Hospital, St. Petersburg FL	2007 to Present



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EXECUTIVE MANAGEMENT TEAM
(Exhibit 2.1)

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

Application # (if more than one): # 2 of 2

Corporation Name: CAS Foundation

2 of 2

Management Role	Name	Date of Birth	Business Email and Phone Number	Business Address
1 Executive Director	Neil King	██████████	nking@thecasfoundation.org 978-474-8008, ext. # 2225	9 Bartlet Street Andover, MA 01810
2 Director of Security	Robert Cronin	██████████	rcronin@thecasfoundation.org 978-474-8008, ext. # 2234	9 Bartlet Street Andover, MA 01810
3 Medical Director	Dr. Bargar, MD	██████████	drbargar@thecasfoundation.org 978-474-8008, ext. # 2228	9 Bartlet Street Andover, MA 01810
4 Director of Cultivation	Dr. Richard Bonanno, PHD	██████████	drbonanno@thecasfoundation.org 978-474-8008, ext. # 2232	9 Bartlet Street Andover, MA 01810
5 Director of Dispensary Services	Dr. Henderson, DA	██████████	henderson@thecasfoundation.org 978-474-8008, ext. # 2230	9 Bartlet Street Andover, MA 01810
6 Director of Health Services	H. J. Wolfe, RN	██████████	hwolfe@thecasfoundation.org 978-474-8008, ext. # 2229	9 Bartlet Street Andover, MA 01810

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	Management Role	Name	Date of Birth	Business Email and Phone Number	Business Address
7	Director of Information Systems and Technology	Tim Burns	██████████	tburns@thecasfoundation.org 978-474-8008, ext. # 2233	9 Bartlet Street Andover, MA 01810
8	Director of Facilities / Physical Assets	Innocent Lugumamu	██████████	ilugumamu@thecasfoundation.org 978-474-8008, ext. # 2227	9 Bartlet Street Andover, MA 01810
9	Director of Marketing	Anna T. Burns	██████████	aburns@thecasfoundation.org 978-474-8008, ext. # 2224	9 Bartlet Street Andover, MA 01810
10	Director of Human Resources	Tania Garcia	██████████	tgarcia@thecasfoundation.org 978-474-8008, ext. # 2235	9 Bartlet Street Andover, MA 01810
11					
12					
13					
14					
15					



ORIGINAL

**RESUMES FOR EXECUTIVE MANAGEMENT TEAM
(Exhibit 2.2)**

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

Corporation Name: The CAS Foundation
Application # (if more than one): #2 of 2

List the résumés attached:

	Title	Name
1	Chief Executive Officer/ Executive Director	Mr. Neil King
2	Chief Financial Officer/Director of Finance	Mr. Neil King (Treasurer)
3	Chief Operations Officer/Director of Operations/Other	Dr. Richard Bonanno PhD (Director of Cultivation) Ms. Heather Jyce Wolfe MD (Director of Health Services)
4	Medical Director	Dr. Robert Bargar MD
5	Director of Dispensary Services	Dr. Henderson-Paxson DA
6	Human Resources Director	Ms. Tania Garcia MA
	Facilities Director	Mr. Innocent Lugumamu
	IT Director	Mr. Timothy Burns

**Employment History**

May 2001 thru Present **First American Title Corp**
Working in the Escrow closing department handling complete closing process for customer's loan documents, Notary Responsibly.

September 1997 thru Present **Financial Advisor to David & Jayne Vining**
Handling all financial aspect of D T Vining Companies and David and Jayne's personal needs. Including Circle of Care and HeartScreen America.. Including all financial and tax reporting responsibilities.

January 2008 thru Present **Cardiac Arrhythmia Syndromes Foundation**
Financial advisor handling all financial and tax reporting responsibilities of the foundation.

September 2007 thru August 2011 **Saguaro Grille**
Owned and operated a 70 seat full service restaurant in the town of Carefree, Arizona. Sold this business in August of 2011.

January 1998 thru June 2010 **AdWrite, Writing & Graphic Design Business**
Started AdWrite, with my wife, to work with businesses in the greater Phoenix area, and beyond, in the development of printed marketing materials. We specialize in writing and designing ads, brochures, flyers, newsletters, packaging and related collateral.

June, 1987 thru April, 1998 **Vining Disposal Services/Allied Waste, Woburn, Massachusetts**
Controller, VP of Finance, Board of Directors, Corporate Clerk, Waste Haulers Council Member
Designed and implemented a customized, computerized accounting, billing and MIS system. Created a spreadsheet budgeting system. Instituted and administered a 401(K) profit sharing plan and Cafeteria plan. Directed all accounting, budgeting and financial reporting and analysis. Lead monthly financial and operational reviews with the management team to develop a cohesive approach to identifying problems and formulating solutions. Coordinated CPA audits. Responsible for cash flow, negotiating bank financing and maintaining banking relationships, equipment financing and bonding. Calculated and prepared RFP information for potential customers and municipalities. Analyzed potential acquisitions and integrated actual acquisition to existing operations. Served as primary contact for prominent clients and municipal officials with regard to contract compliance and negotiation.
Allied Waste purchased Vining Disposal in October, 1997. I transferred to the corporate office in Scottsdale, Arizona and worked directly for the controller in the Finance Department as the Accountant for acquisitions.

March, 1976 thru June, 1987 **Creative Gourmets, Boston, Massachusetts**
Controller, VP of Finance
Joined company at start-up. Created the Chart of Accounts and designed a customized, computerized general ledger and financial reporting system. Responsibilities included all accounting functions including A/P, A/R, payroll and general ledger. Designed and implemented Management Information Systems, developed Human Resource Department, created company-wide policy and procedure manual, supervised administration of employee benefits. Reported to the company president.

September, 1969 thru March, 1976 **The Seiler Corporation, Waltham, Massachusetts**
Statement Accounting Manager
Accounts Payable Supervisor promoted to General Ledger Accountant, responsible for reconciliation and analysis. Advanced to Statement Accountant, responsible for internal preparation of financial statements and analytical review. Promoted to Statement Accounting Department Head.

Education

1978 Graduate

Bentley College, Waltham, Massachusetts**Bachelor of Science in Accounting**



ORIGINAL

ROBERT J. CRONIN

Curriculum Vitae

Education

- o Salem State College, major: Junior High Social Studies, minor: Criminal Justice; 1973 – 1977

Current Positions

- o Assistant Deputy Superintendent, Middlesex (MA) Sheriff's Office, Sheriff's Investigation Unit; November 2009 to present
- o Newburyport City Council; ward 3 Councillor, 2010 to present
 - o Public Safety Committee, Chair
 - o Rules Committee, Chair
 - o Budget and Finance Committee, member
- o Founder, Lead Investigator; Northeast Watercraft Accident Reconstruction Specialists; December 2001 to present
- o Instructor, Massachusetts Harbormaster's Association (North Shore chapter) training academy; 2005 to present
- o Crashteam Southern New England, Marine Reconstructionist, October 2008 to present

Completed Assignments

- o Assistant Deputy Superintendent, Middlesex (MA) Sheriff's Office, Marine Unit Commander; November 2007 (formation) to 2009
- o City of Newburyport (MA) Harbor Commission; 2002 to 2010
- o Board of Directors, Woman's Crisis Center of Newburyport, 2000-2002
- o Police Officer, Town of Andover, Massachusetts; July 20, 1981 to November 2007 assigned as:
 - o Safety Officer, Town of Andover, Massachusetts; June 1, 1990 to November 2007
 - o Motorcycle unit, Town of Andover, Massachusetts; May 13 1991 to November 2007

2 of 2

- Collision Analysis and Reconstruction, Town of Andover, Massachusetts; September 2000 to November 2007
- Collision Analysis and Reconstruction, North Eastern Massachusetts Law Enforcement Council (NEMLEC); January 2001 to November 2007
- Motorcycle unit, North Eastern Massachusetts Law Enforcement Council (NEMLEC) September 2003 to November 2007
- Police Officer, Town of Andover, Massachusetts, Detective Division; November 1986 to January 1990

Specialized Training

- Massachusetts Criminal Justice Training Council, Basic Recruit Academy; July 1981
- Massachusetts State Police, standard field sobriety testing; November 1984
- Drug Enforcement Administration (DEA) basic narcotic enforcement and identification; January 1987
- Massachusetts Criminal Justice Training Council, Crime Scene Management; April 1987
- National Highway Safety Administration (NHSTA) Occupant Protection, Usage and Enforcement (OPUE) Instructor; January 1993
- Massachusetts Emergency Management and Response (MEMA) Hazmat response; November 1995
- Kustom Signal Corporation, Radar/Lidar Instructor; February 1996
- National Highway Safety Administration (NHTSA) Traffic Occupant Protection Strategies (TOPS) instructor; October 1997
- Boston & Maine Railroad Police, Grade Crossing Collision Investigation; June 1998
- Massachusetts Governor's Highway Safety Bureau, Child Passenger Safety Technician (cert #T0695) September 1998 to November 2007
- Massachusetts Bay Transportation Authority (MBTA) Police, Operation Lifesaver Instructor; May 1999
- Massachusetts Bay Transportation Authority (MBTA) Police, Grade Crossing Investigation; April 2001

- Institute of Police Technology and Management (IPTM), University of North Florida, At Scene Traffic Crash/ Traffic Homicide Investigation, May 2000
- Institute of Police Technology and Management (IPTM), University of North Florida, Advance Traffic Investigation; July 2000
- Institute of Police Technology and Management (IPTM), University of North Florida, Traffic Crash Reconstruction; September 2000
- Texas A&M University, Fundamentals of Measurements and Diagramming; March 2001
- Texas A&M University, Photography for the Crash Investigator; March 2001
- Institute of Police Technology and Management (IPTM Public Safety Institute), University of North Florida, Watercraft Investigation and Incident Reconstruction; October 2001
- United States Coast Guard (USCG), Master of Steam or Motor Vessels of not more than 50 gross tons (license # 999358) August 2002 (see upgrade below)
- SRR Traffic Safety Services, The Vehicle Autopsy, January 2003
- SRR Investigating the Pedestrian Crash; March 2003
- National Association of State Boating Law Administrators NASBLA/USCG/Underwriter's Labs, National Boating Accident and Analysis, comprehensive; May 2003
- National Association of State Boating Law Administrators NASBLA/USCG/Underwriter's Labs, Boating Accident and Analysis, advanced; September 2003
- Massachusetts Criminal Justice Training Council, standard field sobriety testing; March 2004
- Ocean Rescue Systems, small boat search and rescue techniques; May 2004
- National Association of State Boating Law Administrators NASBLA/USCG/Underwriter's Labs, Boating Accident and Analysis, Training Facilitator/Instructor certification; May 2004
- Massachusetts Environmental Police; boarding procedure and small boat handling; May 2005
- Department of Homeland Security, Incident Command Systems (ICS) instructor, (NIMS, ICS-700, 100, 200, 300); July 2005
- Massachusetts Municipal Police Training Committee, instructor development; November 2005



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- Highway-Rail grade crossing collision investigation; December 2005
- Collision Safety Institute, Crash Data Retrieval technician and analyst certification; May 2006
- SRR Traffic Safety, Pedestrian and Bicycle Crash Reconstruction; December 2006
- United States Coast Guard (USCG), Master of Steam or Motor Vessels of not more than 100 gross tons (original license # 1193439) August 2007
- Pennsylvania State Police, Crash Reconstruction Seminar, October 2007
- Department of Homeland Security, Incident Command Systems (ICS) 400; October 20
- SAFE boat International, boat operator familiarization, February 2008
- Massachusetts Harbormaster certification, May 2008
- Managing and Supervising Detective Units, NEMLEC/UMASS Lowell 2009
- Sexual Assault Investigator, MA Municipal Police Training Committee, 2010
- Conducting Internal Affairs investigations, Boston University, 2011

Special Assignments

- Presidential Protection Detail, President George H.W. Bush, Phillips Academy, October 1889
- Presidential Protection Detail, President George H.W. Bush, Raytheon Corporation, April 1991
- Cabinet Secretary Protection, Secretary of State Madeline Albright, motorcade lead, Hewlett Packard Corporation, November 1998
- NEMLEC motorcycle unit, Democratic National Convention, Boston, Massachusetts; July 2004
- NEMLEC motorcycle unit, American League Championship Series and World Series 2004 and 2007
- NEMLEC motorcycle unit, Red Sox World Series victory parade escort 2004 and 2007
- NEMLEC motorcycle unit, New England Patriots Super Bowl parade escort, February 2004



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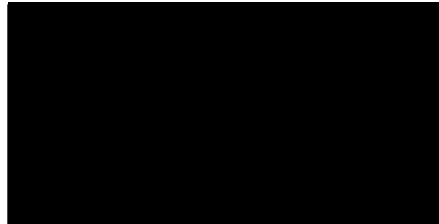
Honors

- Andover Police Department, Medal of Honor
- Andover Police Department, Lifesaving Medal
- Commonwealth of Massachusetts, "Medal of Honor" Award
- Andover Fire Department, Medal of Valor
- Andover Police Department, Lifesaving Medal (second award)
- Officer of the Year Award, 1996
- Officer of the Year Award, 2005
- Congressional and Massachusetts Great and General Court; Proclamation Awards
- Andover Police Department; various unit citations
- North Andover (MA) Police Department; letter of commendation
- Townsend (MA) Police Department; letter of commendation
- Middlesex Sheriff's Office; Sheriff's letter of commendation

Associations and Affiliations

- Andover Police Relief Association (retired)
- Massachusetts Police Association (retired)
- Massachusetts Safety Officer's League (retired)
- National Association of Professional Accident Reconstruction Specialists (NAPARS)
- Accident Reconstruction Network
- American Association of State Highway and Traffic Officials (AASHTO)
- International Association of Marine Investigators (IAMI)

ROBERT J BARGAR, M.D., S.M.



MEDICAL LICENSURES AND BOARD CERTIFICATIONS

Medical Licensures: Commonwealth of Massachusetts, #50003, 1982.
State of New York, #150370-1, 1982
State of New Hampshire, #12366, 2004

Board Certifications: Public Health/General Preventive Medicine, 1996.
Quality Assurance/Utilization Review, 1987.
Medical Management, 1997.

EDUCATION

- 1985-1986 HARVARD SCHOOL OF PUBLIC HEALTH, Boston, MA
S.M. in Health Services Administration, June 1986
Department of Health Policy and Management, concentration in
management curriculum. Tutorial in strategic planning.
- 1977-1981 TUFTS UNIVERSITY SCHOOL OF MEDICINE, Boston, MA
M.D., May 1981
Activities: Photography and Editorial Staff, 1981 Yearbook.
Contributing columnist, "Blunt Dissection", Tufts Medical
School student publication.
- 1974-1977 HARVARD COLLEGE, Cambridge, MA
A.B., June 1977, cum laude Biochemical Sciences.
Awards: Edwards Whitaker Scholarship for "outstanding scholastic
ability and intellectual promise", 1974.
Harvard College Scholarships "in recognition of academic
achievement of the highest distinction", 1975 and 1976.
Activities: WHRB-FM News Reporter, Writer, and Announcer.
Letterman, Varsity Fencing.

PROFESSIONAL EXPERIENCE

- 1989
To
Present
- REPRESENTATIVE CONSULTING ENGAGEMENTS**
- 1) Behavioral Medical Interventions
Physician reviewer for national disability management consultancy

 - 2) JOHN HANCOCK MUTUAL LIFE INSURANCE COMPANY/
UNICARE, Boston, MA
Medical Director, UniCare Claim Policy and Regulatory Affairs;
Medical Consultant to New Product Research and Development
section of Indemnity and Managed Health division, developing
National Transplant Network PPO nationwide, as well as enhancing
automated clinical intelligence of claims processing function, and
reviewing cases for Claims Support Services. Member, ERISA
Appeal Committee.

 - 3) BOSTON CLINICAL TRIALS
Principle Investigator for multiple ongoing clinical trials involving
chronic pain, insomnia and irritable bowel syndrome drugs.

 - 4) BOSTON CLINICAL RESEARCH CENTER/MEDTRIAL BOSTON
Sub-Investigator for numerous clinical trials involving migraine
headache drugs.

 - 5) ANTHEM/BLUE CROSS OF CONNECTICUT, North Haven, CT
Physician Reviewer/Medical Consultant, conducting physician-to-
physician discussions of patient care for pre-admission
certification and continued stay, as well as retrospective chart
reviews to determine medical necessity/appropriateness of care.

 - 6) EXPERT WITNESS AND LITIGATION CONSULTANT in successfully
concluded and ongoing medical malpractice and criminal cases as
authority on quality assurance in medical care and medical billing.
Clients have included physicians, insurance companies, the U.S.
Department of Labor (in case involving propriety of expenditure of
union health benefit funds), and the U.S. Department of Justice (in
billing fraud case).

- 7) HEALTHVISION TELEVISION PRODUCTION, Dearborn, MI
On air medical correspondent for syndicated consumer-oriented health care television program.
- 8) MEDTRAC REVIEW, Nashville, TN
Review physician supporting nurse reviewers with clinical expertise, and physician-to-physician review for healthcare utilization and claims management.
- 9) MEDICAL INTELLIGENCE, INC./GMIS, Brookline, MA
Coordinator and lead clinical designer of team which developed clinical software system to manage duration of short and intermediate term disability for two sets of the most frequently occurring injuries and conditions in employed populations. Review physician for Medical Intelligence Review Service, supporting automated Medical Appropriateness Protocols implementation.
- 10) PEER REVIEW ANALYSIS/CORE, Malden/Boston, MA
Senior Review Physician, conducting physician-to-physician discussions of patient care for pre-admission certification and continued stay, as well as retrospective chart reviews to determine medical necessity.
- 11) Boston Medical Center Heath Net Plan, Boston, MA
Medical Director for Managed Medicaid/Universal Health insurance program, supporting utilization management staff comprised of nurses, pharmacists and other clinical disciplines.
- 12) ACS STATE HEALTHCARE SOLUTIONS
Medical Director for State of Connecticut Drug Utilization Review Program.
- 13) PRIVATE HEALTHCARE SYSTEMS, INC., Waltham, MA
Co-developer of quantitative method for collection and analysis of RFP response data for Designated Centers selective network project.



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14) LONG TERM CARE GROUP, INC., Eden Prairie, MN
Provided Medical Director services that focused on quality assurance in LTCG's claims and underwriting operations, including claim and medical record reviews and assessment of individual underwriting risks.

15) SERONO LABORATORIES, INC., Norwell, MA
Member of team preparing and writing New Drug Application (NDA) for submission to the United States Food and Drug Administration (FDA).

16) M. L. STRATEGIES, INC., Boston, MA
Member of team consulting to a large, state-wide New England health insurer evaluating prospects/possibilities of designing, creating and implementing an MSO for its own as well as external use.

17) RESPONSE HEALTHCARE INFORMATION MANAGEMENT, INC., East Greenwich, RI
Consultant in the conceptualization and design of health status and health risk assessment instruments for use in Medicare populations to project and manage utilization.

18) HCIA/SACHS; SOLUCIENT, Waltham, MA
Develop, maintain and market physician profiling and claims auditing software.

19) MOSBY CONSUMER HEALTH, Boston, MA
Review, edit and write content for new media healthcare publisher.

20) JOURNAL OF CLINICAL OUTCOMES MANAGEMENT, Philadelphia, PA
Peer reviewer of articles submitted for publication.

21) CLINICAL INFORMATION ADVANTAGES, INC., Waltham, MA
Knowledge Engineer for voice recognition automated radiology dictation/transcription system.



ORIGINAL

22) HARVARD SCHOOL OF PUBLIC HEALTH, Boston, MA
Career counselor for graduate students, providing advice on achieving career goals.

23) NETWORK HEALTH, Medford, MA
Physician Reviewer for Managed Medicaid/Universal Health insurance program, supporting utilization management staff comprised of nurses, pharmacists and other clinical disciplines.

24) PERMEDION/HMS, Charlestown, MA
Medical Director, MassHealth Program
Established, recruited and supervises physician reviewer panel, Coordinates and manages physicians for appeal hearing program, Reviews Serious Reportable Event cases, interfaces with MassHealth staff

25) Medivo Services, LLC, New York, NY
Physician consultant, reviewing on-line requests for laboratory testing and interpreting the results

26) HCPro/The Greeley Company
Medical Director, External Peer Review
Consulting with hospitals and other provider organizations to establish needs for external peer review, recruiting and training physician specialists, supervising consulting engagements

EMPLOYMENT HISTORY

1997 - 2008 GREAT WEST LIFE/ONE HEALTH PLAN, Northeast Region,
Piscataway, NJ

Associate/Acting Medical Director. Responsibilities included:

- 1) supervising pre-certification, concurrent review and case management nursing staff;
- 2) credentialing network providers;
- 3) coordinating activities of the Physician Advisory Committee;
- 4) supporting Quality Improvement Committee activities.



ORIGINAL

1997 - 2000 OPTIMED PHYSICIAN REVIEW, Lexington, MA

Chief Medical Officer. Responsibilities included:

- 1) recruiting, training and managing multi-specialty staff of review physicians;
- 2) monitoring and assuring compliance with legislative and regulatory initiatives on utilization management nationwide;
- 3) establishing policies and procedures for review service;
- 4) analyzing and reporting review performance to clients;
- 5) marketing review service and managing client relationships;
- 6) performing pre-admission, concurrent and retrospective review.

1994 - 2006 COSMETIC LASER CLINIC, Burlington, MA

Staff Physician/Director of Training and Clinical Quality

Responsibilities included:

- 1) direct patient treatment and education;
- 2) design and implementation of clinical quality assurance and physician training programs.

1988 - 1994 GMIS, Malvern, PA

Associate Medical Director. Responsibilities included:

- 1) clinical design of ClaimCheck, the first fully automated cost containment system for healthcare;
- 2) maintenance of clinical integrity of AutoCoder, software computerizing health claims encoding;
- 3) marketing and medical representation of GMIS products;
- 4) development of Provider Insight for clinical profiling system.

1986 - 1988 HEALTH DATA INSTITUTE, Lexington, MA

Senior Scientist. Responsibilities included:

- 1) analytic consulting - provided clinical direction to analysts writing reports evaluating health claims data to identify cost containment strategies preserving quality of care;

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- 2) physician contributor to Department of Health and Human Services, Office of the Inspector General National DRG Validation Study, and Commonwealth of Massachusetts Hospital Rate Setting Commission project evaluating hospital case-mix statewide;
- 3) medical review - contributed to the design of the Optimed pretreatment review and Workability disability management software systems, and functioned as review physician, negotiating with physicians nationwide to achieve agreement on lengths of hospital stays, duration of disabilities, and proposed treatment plans involving numerous specialties;
- 4) computer systems - designed and enhanced AMS, an automated claims editing system for evaluation of data accuracy, medical validity and internal consistency of health care claims.

1984 -1985 LAHEY CLINIC, Burlington, MA
Radiology Resident. Responsibilities included:

- 1) performance and interpretation of various modalities of diagnostic imaging studies;
- 2) seminar presentation "Villous Tumors of the Duodenum".

1982 -1984 BRIDGEPORT COMMUNITY HEALTH CENTER, Bridgeport, CT
Medical Director, as Commissioned Officer in the United States Public Health Service National Health Service Corps.
Responsibilities included:

- 1) delivery of primary medical care to broad spectrum indigent patient population, from infants to elderly at inner city walk-in setting;
- 2) planning and implementation of health education, promotion and disease prevention programs;
- 3) supervision and quality assurance of all clinical personnel and healthcare delivery activities.

1981-1982 FRAMINGHAM UNION HOSPITAL, Framingham, MA
Flexible Internship included practice of Pediatrics, Internal
Medicine, Surgery, Emergency Medicine and Intensive Care.

PRESENTATIONS

Radcliffe Career Services. "How to change career orientation and create
opportunities for physicians." December, 1987.

American Dental Association. "The lessons of utilization management in
medicine." February 1988.

CAPCON '96. "The Future of Health Data Information: HEDIS, Report
Cards and Quality/Outcome Measurement." March, 1996.

Northeast Rehabilitation Roundtable Meeting. "Health Status Assessment:
Applications in Management of LTD." April, 1996.

Harvard College Career Services. "Public Health Career Perspectives."
March, 2009

PUBLICATIONS

"Lessons for Providers from a Purchaser's Perspective." The Physician
Executive, 18(1):17-20, Jan-Feb 1992.

Tools for the Task: The Role of Clinical Guidelines. Introduction and
Conclusion, The American College of Physician Executives, 1997

PROFESSIONAL ORGANIZATIONS

Memberships: National Association of Physician Broadcasters
American College of Physician Executives - Life Member
American Board of Quality Assurance and Utilization
Review Physicians

Licensed Insurance Advisor, Commonwealth of Massachusetts, 1998.



ORIGINAL

A. Richard Bonanno, Ph.D.



EDUCATION:

B.S. 1979 Cornell University, Agronomy/Soil Science with honors and distinction
M.S. 1980 Cornell University, Vegetable Crops/Weed Science
Ph.D. 1982 Oregon State University, Plant Physiology & Horticultural Crops

CURRENT EMPLOYMENT:

Owner, Pleasant Valley Gardens 1999-Present:

Fresh market vegetable production. Vegetables are sold wholesale to supermarket chains and roadside stands within the Boston area. Bedding plant and vegetable transplant greenhouse operation. Our greenhouses are both retail and wholesale, specializing in ornamental bedding plants for: Easter, Mother's Day, Memorial Day, and Fall hardy mum sales.

Senior Extension Specialist, University of Massachusetts Extension 1989-Present: (50% appointment)

Responsible for vegetable and small fruit weed management recommendations for Massachusetts as well as other New England states. Specialty is integrated weed management options for growers using mechanical, cultural, and chemical means. Also contribute to general vegetable production Extension educational efforts.

Currently co-lead extensive training effort in Good Agricultural Practices (GAP) for Producers, developed as a result of producer need and interest. Lead food safety classes throughout New England.

Adjunct Professor, Department of Plant, Soil, and Insect Science, University of Massachusetts, Amherst 1991-Present

Member, Massachusetts Department of Agricultural Resources, Pesticide Board, Boston, Massachusetts, 1991-Present

PREVIOUS EMPLOYMENT:

Assistant Professor 1983-1988 North Carolina State University

Associate Professor 1988-1989 North Carolina State University

*Statewide Extension and Research responsibilities for weed control in vegetable and fruit crops. Worked with EPA, Industry, State Agencies, and Growers to develop weed management strategies. Resigned April 5, 1989 to return to family farm in Massachusetts.

Production Manager Bonanno Farm Trust 1989-1999: 50 acres fresh market vegetables and 3 acres flower and greenhouse plant production.



ORIGINAL

SCHOLARLY AND PROFESSIONAL MEMBERSHIPS:

American Association for the Advancement of Science(AAAS)
Weed Science Society of America (WSSA)
Northeastern Weed Science Society (NEWSS)
International Weed Science Society (IWSS)
American Society of Horticultural Science (ASHS)
Sigma Xi
Cast

SCHOLARLY AND PROFESSIONAL HONORS:

National

1984 Homer C. Thompson Award for Graduate Research awarded through the American Society for Horticultural Science (ASHS)
1985 Extension Educational Blue Ribbon Award for "Commercial Strawberry Production in North Carolina" awarded through American Society of Agricultural Engineers
1999 Outstanding Young Weed Scientist Award, Weed Science Society of America
2009 Fellow, Weed Science Society of America

Regional

1986 ASHS-Southern Region Blue Ribbon Awards "Weed Attack Manual for Vegetables and Small Fruits"; and "Commercial Strawberry Production in North Carolina"
1987 ASHS-Southern Region Blue Ribbon Award "Veg-I-News" Vegetable Production Newsletter
1990 ASHS-Southern Region Blue Ribbon Awards "Commercial Pepper Production in North Carolina" and "Growing and Marketing Quality Sweet Potatoes"
1991 ASHS-Southern Region Blue Ribbon Award "Commercial Production of Staked Tomatoes in NC"
2006 Northeastern Weed Science Society Distinguished Member Award (Fellow)
2011 Guy Paris Award, New England Vegetable & Berry Growers Association

State

1987 North Carolina Fresh Vegetable Growers Association "Education Award"
1989 North Carolina Asparagus Growers Association and Pillsbury Company "Service Award"
1989 North Carolina Strawberry Growers and Pick-Your-Own Growers Association "Service Award"

NATIONAL, REGIONAL, LOCAL COMMITTEE MEMBERSHIPS

1984-1989, Editorial Committee for Weed Science
1985, ad hoc Committee for ASHS bulletins
1989, Chairman, Hort. Crops Weed Control, Weed Science Society of America (WSSA)
1989, 1993-Pres, Minor Use Pesticide Committee for WSSA
1990-1995, Legislative Committee, WSSA
1995-1998, Chairman, Legislative & Regulatory Committee, WSSA
1996-2006, Chairman, Washington Liaison Committee, WSSA
1990-2001, Executive Committee, Northeastern Weed Science Society (NEWSS)
1990-1997, Chairman, Legislative Committee, NEWSS
1997-1998, Vice President, NEWSS



ORIGINAL

1998-1999, President-Elect NEWSS
1999-2000, President, Northeastern Weed Science Society
2000-2001, Past President, Northeastern Weed Science Society
1990-2002, Director, New England Council for Plant Protection (NECPP)
1992-1993, Vice President, NECPP
1993-1995, President, NECPP
1990-Pres, Director, New England Vegetable & Berry Growers Assoc. (NEVBGA)
1992-1993, Second Vice President, NEVBGA
1993-1995, First Vice President, NEVBGA
1995-1998, President, NEVBGA
1995-1998, Vice President, Essex County Farm Bureau
1998-2001, President, Essex County Farm Bureau
2001-Pres, Director, Essex County Farm Bureau
1998-2001, Director, Massachusetts Farm Bureau Federation
2000-2010, Director, National Foundation for Integrated Pest Management Education
2005-2010, Chairman, National Foundation for IPM Education
2001-2009, Vice President, Massachusetts Farm Bureau Federation
2004-2006, American Farm Bureau Federation (AFBF) Labor Committee
2004-2008, Member Northeast IPM Center Advisory Committee
2005-2007, Massachusetts Exec. Office Environmental Affairs Scientific Advisory Board
2006-2010, Chairman, WSSA Science Policy Committee
2011-Pres, Vice President Essex Agricultural Society
2008-Pres, Member, EPA Farm Ranch and Rural Communities Advisory Committee
2009-Pres, President, Massachusetts Farm Bureau Federation
2013-Pres, Director, American Farm Bureau Federation

Invited Speaker to Grower Meetings in: Maine, New Hampshire, Massachusetts, Connecticut, Vermont, Pennsylvania, Rhode Island, New York, Iowa, Michigan, Missouri, Nebraska, Nevada, New Jersey, North Carolina, Ohio, Oregon, Wisconsin

Topics at grower meetings have included:

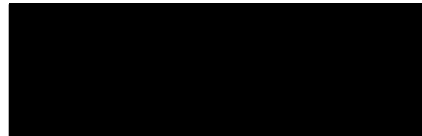
- Vegetable production and marketing
- Good Agricultural Practices (GAP) training
- On-farm Food Safety
- Weed, production, and marketing issues for new-entry farmers
- Weed Management using conventional, IPM, and organic techniques in:
 - Vegetables
 - Small Fruits
 - Tree Fruits
 - Field Cut Flowers

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ORIGINAL

Christina Henderson Paxson, Dipl.Ac., L.Ac.
The Indigo Center for the Creative & Healing Arts
Henderson Holistic Healing, LLC



Curriculum Vitae

Education

University of San Diego (1993-94)
Southern Methodist University, TX (1994-97)
Medical Arts Institute, San Diego, CA (1994)
Dallas Institute of Acupuncture and Oriental Medicine (96-98)
I.M. School of Healing Arts, N.Y., N.Y. (1995-2001)
Maryland Institute of Traditional Chinese Medicine (1998-2001)
Lake Monticello Fire & Rescue Squad (2004-2005)
Various seminars and Conferences (1996-present)

Pre-Medicine
B.A. (Pre-Med, Religious Studies, Philosophy)
National Certification in Phlebotomy
Acupuncture and Herbal Studies
Energetic Bio-Medicine & Spiritual Counseling
Acupuncture and Traditional Chinese Medicine (5800hrs)
EMT Course
Western Pharmacology, Herbal Remedies, Vitamins & Supplements, Aromatherapy, Tuina/Shiatsu, etc.

Licenses & Credentials

L.Ac.
Dipl.Ac.
NCCAOM certified

Virginia Board of Medicine Licensed Acupuncturist
National Diplomate of Acupuncture
Nat.Commission for Cert.of Acup.&Oriental Medicine

Professional Experience

The Indigo Center for the Creative & Healing Arts (2007-present)
Common Ground, Charlottesville, VA (1/2013-present)
CVCA Free Veterans Acupuncture Clinic, Charlottesville, VA (2010-2012)
Habitat for Humanity, Charlottesville, VA (2012)
Henderson Holistic Healing, LLC, Palmyra & Charlottesville, VA (2004-07)
YogaVille, Buckingham, VA (2006)
Fluvanna Family Medicine, Palmyra, VA (2002-04)
Body, Mind & Spirit, Charlottesville, VA (2003-2005)
Spine Care of Alexandria, Alexandria, VA (2001-2002)
Duncan Regional Hospital, Duncan, OK (1995-1996)
Lens Crafters, Springfield, VA & Portland, OR (1989-1991)

Acupuncturist, Founder & CEO
Community Clinic Acupuncturist
Community Clinic Acupuncturist
Community Clinic Acupuncturist
Acupuncturist, Founder & CEO
Seminar Teacher on Acupressure
Acupuncturist
Acupuncturist
Acupuncturist
Phlebotomist
Optician

Societies, Associations and Honors

BIED (Balance & Inner Ear Disorder Assoc.) *Bi-Weekly Support Group in TX* (91-98)
ASVA
NCCAOM
AAAOM
Pilot International Honorary Member (Prestigious Brain-Injury Awareness Foundation)
National Head Injury Activity Centers
AED-Alpha Epsilon Delta
ADPi-Alpha Delta Pi
SAME-Society of American Military Engineers
Featured Speaker at 60+ events, hospitals, conventions, seminars, schools, media etc. (including on-air television and radio intwvs)
***Most recently spoke for FAPT (Family Assessment & Planning Team) 11/5/13 to educate about benefits of acupuncture for at-risk kids with ADHD, PTSD, depression, anxiety, ODD, conduct disorders etc. through the CSA (Comprehensive Services Act)**

Co-Founder, Inaugural Speaker & President
Acupuncture Society of Virginia
Nat. Comm. for Cert. of Acup. and Oriental Medicine
American Assoc. of Acup. and Oriental Medicine
Key-Note Spkr. at Internat. Conv. (7000 in audience)
National Spokesperson 1994
Nat'l Pre-Med Honor Fraternity; officer
National Social Sorority
Honorary Member; key-note speaker

Professional References

Leela Lipscombe, LSW, Previous Boss/Colleague/Friend,
William Western, CPA,
Lynne McCarren, Colleague/Friend,
Phoebe Hautb, Program Director of Common Ground,



ORIGINAL

Heather Joyce Wolfe RN, BCPP

Whole Body Coaching

PROFESSIONAL SUMMARY

Training as a nurse in Ireland gave me an avenue for my desire to help people heal on all levels. Upon moving to America, my desire and interest brought me to explore Complementary/Alternative and Spiritual/Energy Healing, leading to private practice and teaching several different modalities. I then created healing centers that offered adjunct therapy and education to conventional medicine which allowed me to use my skills in leadership, innovation, mediation and manifestation in a field close to my heart.

OBJECTIVE

I now seek a position to be of service for the advancement of complementary health in relation to conventional medicine.

ACCOMPLISHMENTS

2008-2011: Researched and wrote a book while living and working in Ireland for 3 years. *A Guide to Breast Cancer - A Whole Body A - Z for Prevention and Healing - Conventional and Alternative*, which is a map to vibrant health and conscious awareness.

Registered Polarity Practitioner and Trainer, Licensed Massage Therapist, Reiki Master and MariEI Healer, Quantum Touch and Therapeutic Touch Practitioner and Teacher, Magnified Healer and Teacher, Mind Body Yoga and QiGong Instructor; training in Ericksonian Psychotherapy and Psychosynthesis as well as Coaching, Addiction Rehabilitation, Colonic Irrigation and Detoxification.

1970: Received my RGN (Registered General Nurse) status in Ireland
1976: Received my RN (Registered Nurse) status in USA

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ORIGINAL

PROFESSIONAL EXPERIENCE

2003-Present: Back to Source, Gloucester and Salem, MA www.backtosource.com

- Private practice as a nurse/healer treating individuals in Polarity Therapy, Massage and Energy Healing in New England, including travel in USA, Ireland and England.
- In 2010, turned focus to a specialization in women's health including cancer prevention and healing.
- Worked with other practitioners and educational/healing groups also offered.
- Traveled to create the Peace Labyrinth in New England, AZ and Ireland in the form of retreats.
- Performed Healing Concerts with others at various locations using Sound, Movement and Prayer.

1992-1996: Organized and facilitated training in Polarity Therapy in USA and Ireland to American Standards through the American Polarity Therapy Association, while maintaining a private practice in Sharon MA. www.polaritytherapy.org

1992- 2002: Served as sole proprietor and business partner in establishment of healing centers through New England

- Organized and facilitated training in Polarity Therapy in USA and Ireland to American Standards through the American Polarity Therapy Association.
- Initiated and organized healing centers in New England, including Well of Life and The Next Step in Keene, NH, Sharon and Lexington Center for Healing Arts in MA, Back to Source in Gloucester, MA and A Sacred Place and Living Well Centers in Salem, MA with a focus on healing as well as educational and personal growth.
- Worked with an MD, Chiropractors, Nutritionists, Psychotherapists and Touch Therapists, as well as visiting teachers from many paths.

1988-1992: Charge Nurse, Seafield Pines Hospital, Keene, NH

- Addiction treatment for adolescents based on the 12 Step Program.
- Introduced Therapeutic Touch and Polarity Therapy to the medical staff with successful implementation.

1987-1989: The Next Step: A Center for Personal Growth, Keene, NH

- Co-founded and oversaw all start up procedures, including space design, developed policy, carried out membership and public relations campaigns and participated in long range planning.
- Offered Energy Healing and Massage and taught classes at center

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ORIGINAL

1985-1987: The Natural Healing Center, Keene, NH

- Nurse, Polarity/Massage Therapist working with Dr. Thomas Little, Chiropractor and other practitioners.

1984-1985: Well of Life Healing Center, Keene, NH

- Founder/Administrator with MD. Nurse/ Polarity and Massage Therapist.
- Clients were offered nutritional counseling, acupuncture, psychotherapy and touch therapies in addition to traditional medical healing in a clinical setting.

1982-1983: RN at Keene State College Health Services, NH

- Assessed care for college students who came for health as well as psychological reasons, and referred as necessary.

1983-1985: Private practice as RN/Polarity/Massage Therapist in Keene, NH

1976-1977: Harwood Union High School in Duxbury, VT

- School Nurse to 850 students at high school.
- Taught health education to 7th and 8th grade.

1975-1976: Heaton House Nursing Home, Central Vermont Medical Center, Montpelier, VT

- Worked as an RN under supervision while waiting to take state boards for RN licensure in USA

MEMBERSHIPS

AHNA American Holistic Nurses Association
APTA American Polarity Therapy Association
TTIA Therapeutic Touch International Association
AMTA American Massage Therapy Association (1997 - 2011)

LICENSES / CERTIFICATIONS

RN Registered Nurse MA, USA
RGN Registered General Nurse, Republic of Ireland
BCPP Board Certified Polarity Practitioner
Certified Yoga Instructor
Certified QiGong Instructor
Certified Therapeutic Touch and Quantum Touch Practitioner
Certified Reiki Practitioner (Master Level)
Certified Magnified Healing Instructor

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Heather J. Wolfe, RN, BCPP



ORIGINAL

EDUCATION

- 1985-1986 One Year Psychotherapy Training with Rick Miller PsyD, in CT
1981-1983 Polarity Therapy Certification to Registered Polarity Practitioner level (650 hours) through Polarity Wellness Center in Boston, MA
1971 Three month training in midwifery in Bristol Hospital, England.
1970 Three month training in psychiatric nursing at Saint Dymphna's Hospital, Carlow, Ireland.
1967-1970 Adelaide Hospital School of Nursing, Dublin, Ireland, for RGN.
1964-1965 Completed One Year of Secretarial School in Dublin, Ireland.

PROFESSIONAL DEVELOPMENT

I have taken many courses over the years, and continue to do so, to further my skills and personal growth. A complete list is available upon request.

PUBLICATIONS

- Oct. 2010 Self Published *A Guide to Breast Cancer - A Whole Body A -Z for Preventing and Healing Breast Cancer - Conventional and Alternative*
- Network Magazine Ireland - articles on Polarity Therapy, The Labyrinth, and The Feminine.
- Natural Connections Magazine, Ireland - articles on Breast Cancer and Water
- Back to Source Newsletter ongoing at regular intervals since 2003.
- 1994: Self published *An ABC of Self Care* with Jess Walsh (photographer)

All of the above available upon request.

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TIM BURNS

ORIGINAL

EDUCATION: Bachelor of Science in Computer Science: Info. Systems, May 2005
Software Development Certificate, May 2005
Frostburg State University, Frostburg, Maryland

COURSE WORK: Software Engineering, Network Architecture & Design, Operating Systems
Digital Logic, Systems Analysis, Database Management, C++ and VB
Programming, Computer Graphics

SOFTWARE: Microsoft Visual Studio 2003 - 2012, SQL Server 2005 - 2008, MVC Framework,
PL/SQL Developer for Oracle, IIS, VSS, TFS, Telerik ASP.Net Ajax & MVC
Controls

PROGRAMMING LANGUAGES:
C#, ASP.NET, SQL, VB, JavaScript, JQUERY, AJAX, HTML, XML,
XSL, PERL

EXPERIENCE: Senior Software Engineer October 2013 to Present
Draeger Medical, Andover, MA

- Clinical IT division.

.NET Developer May 2011 to October 2013
Investors Capital Corporation, Lynnfield, MA

- Assisted in the design and implementation of a private web portal for our financial representatives. The application was written in C# within the ASP.NET 4.0 framework. The database was running in MS SQL Server 2008.
- Within the private portal I created a content management system that allows our home office users to add/edit news articles and upcoming events to the portal. This allowed the sites content to be completely data driven.
- Implemented widgets using Telerik controls that allowed our representatives to track their weekly production numbers.
- Assisted in the implementation of the Marketplace, where our Representatives can go to subscribe to numerous third party applications. Previously our representative did not pay for the technology offerings that were provided to them. With the roll out of our new private portal and marketplace we are now charging a monthly technology fee which is capturing close to \$1 million in yearly revenue.
- Implemented single sign on integration to many third party application providers. This allows our users to login to the portal and be transferred over to any of our third party applications without having to enter their login credentials, including their Microsoft Exchange Webmail.
- Implemented a tier based competition for our representatives to compete with their peers based on quarterly and yearly production. Within our portal our representative can view their rankings within their tier to see how they match up with their peers.
- Created numerous SSIS packages in SQL Server Business Intelligence Studio to load data to be used in the portal. This included data from various sources including flat files, excel documents and SQL queries.

- Introduced a set of formal processes to release code to our production server. When I started at the company releases were performed at any given time during the day without being tested.
- Obtained Data Warehouse training from Kimball University.



ORIGINAL

**Software Engineer September 2005 to May 2011
Broadridge (formerly NewRiver Inc.), Andover, MA**

- Developed an internal web application to manage the implementations of company products for new clients. The application was written in C# and inside the MVC framework. The application was instrumental in setting up implementations of products for new clients and their associated users and attributes.
- Co-developed a web application written in C# and inside the MVC framework to view and compare data for college savings plans. The application made use of master pages and some UI functionality was implemented using JQUERY and AJAX. The data for the application was stored in an Oracle database and interfaced with the application using the entity framework and linq.
- Developed an integrated solution for Companies to incorporate our software into their intranets. This was a web service written in C# that validated various input parameters to verify a user's identity and log them in to an application without the user ever having to hit a login page.
- Implemented a web application written in C# to allow a user to choose their method of document delivery and developed batch processes written in PERL to handle daily email bounce processing and generate weekly reports.
- Developed a web application written in VB to view a historical collection of documents for a particular mutual fund. The application made use of logins, search functionality and restricted a user's access of funds based on attributes defined in an Oracle database.
- Developed XLS:FO templates to format a multi-page PDF detailing a comparison of share classes. The templates were driven by XML data and the PDF was generated using RenderX.
- Assisted in developing a system to manage 401k enrollment websites for university employees. The websites were based on pre-defined templates and populated by a queue based XML publishing system that were published out from an Oracle database using triggers whenever the administrator made changes via the administration UI.
- Content Management & Release Management – responsible for production builds and writing release notes
- Documented Processes – wrote product how-to guides and technical documentation
- Client Interaction – spoke to clients to understand their needs
- QA – tested many production releases

Independent Contractor, December 2007 to Present

- Helped client make changes to a medical registration system; developed new content with Visual Basic that interfaced with a SQL Server database.
- Assisted in the design and implementation of a corporate wellness application written in C# inside the Microsoft MVC framework. Implemented several UI elements using JQUERY, AJAX and Telerik controls.

**Consultant, July 2005 to August 2005
Professional Relations Research Institute, Beverly, MA**

- Updated many Websites with HTML
- Worked with content management software

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Information Systems Internship, December 2004 to January 2005
Garrett County Government, Oakland, Maryland

- Redesigned websites; created graphics and asp applications
- Helped employees with computer problems, installed software



ORIGINAL

INNOCENT E. LUGUMAMU



ORIGINAL

1992-95 **NORTHEASTERN UNIVERSITY**
Masters of Science in Environmental Engineering

Boston, MA

1986-90 **BANGALORE UNIVERSITY**
B.E in Civil Engineering

Bangalore, India

CERTIFICATIONS:

- AutoCAD Certificate
- Confined Space Training
- Arc View, ArcGIS
- Hydraulic Model Certificate

EXPERIENCE:

09/97-Present **City of Cambridge**
Cambridge Water Department (CWD)
Staff Engineer

Cambridge, MA

- Maintaining Geographical Information System (GIS) database for Water Department related facilities (e.g. water mains, services lines, meters, hydrants, valves, water sample stations).
- Developed/Designed Engineering plans used in Water Main Replacement Programs and Cleaning and Lining Projects as part of City of Cambridge Water Infrastructure Improvement Program using both AutoCAD and GIS (Arc View/ArcGIS/ArcMap) tools
- Used Arc View, ArcGIS and ArcMap software to analyze different databases, displaying themes, working with tables, creating and editing shapefiles, querying and analyzing themes, geocoding addresses and creating layouts and produce different reports and maps.
- Used ArcGIS tool to do edits, maintaining database, linking data to graphic coverage for Cambridge Water Distribution System
- Developed Comprehensive Facility Maintenance Tracking System that used to track facility information such as water main, service, meter, hydrant, valve and fire pump works, using database software and coordinate system with GIS
- In charge of Water Works Construction Permits for Cambridge Water Department. Responsible in reviewing all engineering designs & drawings for any Water Main related work to make sure meets the Department Specifications & requirements.
- Hydrological and Hydraulic Analysis, Hydraulic and Drainage Designs, Surface Water Hydrology, Fluid Mechanics
- Project Management: Preparation of Terms of Reference, Tender Documents, Project Cost Estimation, Evaluation of Tender Documents and Site supervision
- Developed Cambridge Water Department construction design standards and specifications that have been used in managing all in-house and other water works projects in the CITY OF CAMBRIDGE.

08/96-09/97 **Massachusetts Water Resources Authority (MWRA)**
Maintenance Engineering & Construction
Civil/Environmental Engineering

Boston, MA

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Reviewed and proofread reports and maps and also performed AutoCAD drafting/designing
collected and compiled all the necessary information required for MWRA Water Main
Sample Testing Program, then used collected information to create forms, spreadsheets and

BMD Beverly - CAS Foundation

graphs for soil analysis and evaluation report, pipe/soil sample inspection report and soil characteristics

- Performed computer modeling of hydraulic conditions for water distribution system
- Developed Automated spreadsheets used to calculate Cost Estimates for Bid Quantities
- Assisted in managing the contract budget and review of consultant submittal including contract documents
- Hydraulic Modeling: Simulated design conditions, construction sequencing and operational scenarios of water distribution system using Stoner hydraulic modeling program
- Meter Design: Responsible in collecting telemetric flow data using Telog Software and developed automated spreadsheets to link Telog files and Lotus files in Window working environment.

04/96-08/96 **Department of Environmental Protection (DEP)**
Division of Air Quality Surveillance Branch (AQSB) **Lawrence, MA**
Resident Engineer

- Performed routine air monitoring tasks such as preparing filters for sampling, determined filters gross weight using weighing balance and performed regression calculations
- Conducted field works at Photochemical Air Monitoring Stations (PAMS) and National Air Monitoring Stations (NAMS) that involved collection of air samples using canisters and plastic traps
- Performed minor repairs on sampling equipment
- Conducted calibration procedures on Gas Chromatograph before used in analysis of Hydrocarbon compounds at Photochemical Air Monitoring Stations (PAMS)

07/95-09/95 **Department of Environmental Protection (DEP)**
Bureau of Waste Prevention Permitting (Northeast Region Office) **Woburn, MA**
Resident Engineer

- Developed a spreadsheet program using a Quattro pro software that was used for air quality units conversion ranging from parts per million to pounds per million BTU and quantification of emissions

11/94-06/95 **Goff - Chem, Inc.,** **Boston, MA**
Environmental Engineer

- Conducted Soil and Water Sample collection from different contaminated sites
- Conducted Environmental field work activities and coordination

04/93-10/94 **Weston and Sampson Engineers, Inc.,** **Peabody, MA**
Engineer in training

- Designed spreadsheet programs, graphs and charts that were used in Inflow and Infiltration Studies
- Designed automated spreadsheets programs used to produce weekly and monthly variance reports and keeping track on cost estimates for different projects.
- Conducted Environmental field work activities and coordination

References available upon request



SUMMARY

Creative professional with proven success planning communications initiatives, marketing campaigns and events in corporate, healthcare and non-profit environments. Specialize in digital and print communications development including, copywriting, copy editing, layout, design and print production. Fluent in email communications design, distribution and analytics. Detail-oriented writer focused on maximum exposure for social media, event promotion and fundraising campaigns. Self-motivated with excellent verbal and written communication skills, strong ability to perform at the highest level in a fast-paced and constantly changing environment.

CORE COMPETENCIES

Marketing and Communications Development, Social Media Management, Creative Design and Production, Project Management, Digital Photography and Photo Editing, Event Management, Fundraising and Sponsorship, Contract Negotiation, Program and Budget Development.

SOFTWARE SKILLS

Operating Systems: Windows and Mac
Software: Microsoft Office Suite, Constant Contact, Adobe Suite (Photoshop, Lightroom, Illustrator, InDesign), Quark Xpress, Dreamweaver, QuickBooks Pro, CRM systems, WordPress, iMovie

WORK EXPERIENCE

Marketing Communications Specialist 7/2013 - Present
Medicus Healthcare Solutions | Windham, NH
• Manage print and online communications, graphic design and corporata branding for a staffing firm specializing in locum tenens physician staffing, as well as, program and resource management and strategic consulting for hospitals and physician groups.

Marketing Communications Specialist 4/2012 - 7/2013
Virtual, Inc. | Wakefield, MA
• Served as primary trafficker to fulfill all client marketing and design requests, vendor sourcing and contract negotiation for ongoing and event-related digital and print marketing
• Demonstrated strong time-management with creative aptitude while managing competing client requests across 15 + clients daily
• Oversaw management of html email campaigns including copy writing, editing, layout and design
• Collaborated with client services team in the writing, design and implementation of communications including: special interest pieces, presentations, membership recruitment, event promotions and collateral
• Managed social media campaigns on various platforms including Facebook, Twitter, Linkedin and YouTube
• Designed and updated digital and print materials; managed third-party vendor relationships for production
• Sourced and designed branded materials for event-related marketing and on-site giveaways

Private Childcare Provider 8/2010 - 4/2012
Worked with varying personalities as well as children with learning and physical disabilities

Screening Event Programs & Marketing Manager 2/2008 - 11/2010
The Cardiac Arrhythmia Syndromes Foundation | Andover, MA
[A non-profit sister organization of HeartScreen America]
• Organized all events and tradeshow, including proposal development, vendor sourcing, contract negotiation, and post-event analysis and reconciliation
• Created and implemented fundraising and sponsorship plans, including presentation design
• Developed educational programming and presented to schools, students, parents and medical professionals
• Developed and implemented social media presence via Facebook, Twitter, Blog and e-Newsletter
• Wrote, design and distributed press releases
• Developed and managed calendars for marketing and public relations campaigns
• Worked with third-party vendors on radio, print and digital advertisements

- Responsible for all content development and image sourcing for website re-design
- Re-branded organization and created consistent look and messaging across all platforms
- Reviewed Google Analytics reports of website traffic, page views to target campaign effectiveness
- Created and managed event and marketing budgets
- Acted as a spokesperson at awareness events and served as the sole contact for media inquiries
- Managed a team of employees and contractors, some working remotely and out-of-state



ORIGINAL

2/2007 - 2/2008

Program Coordinator

HeartScreen America, Inc. | Andover, MA

(A healthcare start-up organization that specialized in Electrocardiograms screening events for children)

- Worked closely with event partners to customize marketing campaigns and materials for each event
- Negotiated contracts with event partners and managed on-site logistics for over 30 screening events
- Determined event equipment requirements, schedules and staffing needs for events across 10 states
- Maintained and cultivated client relationships through weekly calls and in-person meetings when possible
- Represented HSA at industry events nationally; educated groups on partnership opportunities
- Conducted pitch meetings with potential partners to explain planning, marketing and event logistics
- Independently managed the sales process; sold to non-profits, educational institutions and athletic teams
- Effectively developed a territory through cold calling, networking and presentations; tracked progress

10/2006 - 2/2007

Corporate Account Executive

VDA Productions | Somerville, MA

- Developed décor, lighting and staging proposals for meetings, events and tradeshow booths
- Conducted launch meetings with project managers, debriefed them on logistics of each event
- Managed accounts and maintained relationship with existing clientele and vendors
- Solicited and pitched prospective clients, achieving personal sales in excess of \$350,000 in 4 months
- Submitted sales forecast, ran reports and updated customer management and sales database

8/2004 - 10/2006

Visual Merchandising Project Coordinator

Talbots, Inc - The J.Jill Brand | Quincy, MA

- Designed and distributed internal communications materials
- Executed meeting set-ups and installed product displays
- Managed the work order process for seasonal and promotional in-store marketing collateral
- Served on the planning committee for the Annual Store Manager's Conferences with 140+ attendees annually, including pre-conference planning, product display design, coordination of shipments and installation
- Collaborated with the visual team to create and give direction to stores for seasonal layout installation
- Managed, updated and distributed the seasonal calendar for Visual Department
- Managed visual inventory for 200+ stores and ensured timely delivery of all elements
- Processed feedback and requests, concerning visual merchandising, from 200+ stores nationally
- Maintained and reported department budget, managed purchase order process for 10+ vendors

ADDITIONAL RELEVANT EXPERIENCE

Owner, Photographer, Designer

atBCreative | www.atBCreative.com | Dracut, MA

8/2010 - Present

(This is a side business, done in my free time. It is not something that would interfere with a full-time position.)

- Portrait and Event Photographer - Responsible for marketing, social media, collateral development, scheduling, site selection, photography and post-production editing
- Creative Design and development for small business marketing campaigns, collateral and web presence
- Event management including vendor selection, contract negotiations, on-site installation and supervision

EDUCATION

Certificate: Meeting & Event Management

Northeastern University | Boston, MA

2 of 2 Completed: 5/2007


- Proficient in program design, budgets, site selection, audio-visual, food and beverage, contract negotiation.

B.A. Corporate Communications | Minor: Business Administration

Elon University | Elon, NC

Completed: 5/2004

Semesters abroad: London, England - Spring 2003 and Ireland - Winter 2004

Tania Garcia


EDUCATION

M.P.A., Public Administration/Health, Suffolk University, Boston, MA, 1985
B.S., Occupational Therapy/Mental Health, University of Puerto Rico, Puerto Rico, 1975

LANGUAGE

Proficient in Spanish and English

SUMMARY

Over 20 years of progressively responsible experience in the design, development and management of community health promotion and prevention programs. Demonstrated skills in administration, management planning, social marketing, and training program development. Ability to integrate into and manage wellness and non traditional medicine projects in community health programs. Solid grounding in research and substantive knowledge of health care promotion and public health issues within diverse cultural and ethnic groups.

SKILL SETS AND EXPERTISE

Project Management: Managed wellness, large complex substance abuse, mental health and violence prevention projects. Expertise in all aspects of management, including designing systems to deliver effective Training and Technical support and products, hire and supervise staff, monitor and assure quality services, fiscal accountability and policy making. Skills also include management of contracts and consultant pool, convening and supervising core management team and ensuring effective and efficient relationships with key federal groups, including Center of Substance Abuse, Single State Agencies, and local NGOs.

Cultural competency, especially related to health disparities: Galvanized and mobilized diverse audiences in both rural and urban settings around issues related to prevention and cultural indicators. Provided expert consultation to a variety of audiences on the role of culture in prevention including designing, presenting and moderating the National Satellite Broadcast Making Your Model Program Culturally Appropriate. Created Connecting Across Cultures website to disseminate research-based information on the link between immigration, acculturation and substance abuse to health care providers. Numerous conference presentations on socio-cultural factors associated with recruitment and retention, service access and utilization, and protective parenting practices to work with diverse community organizations to address substance abuse in predominantly Latino communities. Developed innovative health prevention programs.

Design and Delivery of Training and Technical Assistance Services (TTA): Coordinated and delivered advanced TTA for SAMHSA state initiatives and grantees in capacity building. Convened stakeholders to create new knowledge via trainings and sharing across the community of learners. Identified, selected, and implemented evidence-based approaches; designed systems for TTA service delivery; reaching, recruiting and engaging special populations including immigrants. Provided in-depth technical consultation to community-based and faith-based organizations in recruiting and engaging of diverse populations, including Latino immigrants and in developing and facilitating community-advisory boards. Recognized health prevention/intervention trainer, presenter, and speaker in programmatic strategies for Non-English groups in national and international arenas.

Knowledge Dissemination and Diffusion: Planned national and regional grantee meetings and conferences e.g., National Meetings for SAMHSA and US Department of Education. Convened technical expert panels to provide content and product development.

Evidence-Based Programs, Policies and Strategies: Assisted states in developing local adaptations, especially cultural adaptations, tracking systems and guidelines for substance abuse and mental health evidence based programs. Managed and coordinated materials development for cultural competence and sustainability. Experienced in strategic planning and evaluation of prevention and evidence based programs at the community and state level

Design, Management and Consultation of Wellness and Alternative

Health Services: Convened stakeholders to create new knowledge via trainings and sharing across the community of learners. Identified, selected, and implemented evidence-based approaches; designed systems for TTA service delivery; reaching, recruiting and engaging special populations including immigrants. Provided in-depth technical consultation to community-based and faith-based organizations in recruiting and engaging of diverse populations including Latino immigrants and in developing Coordinated and delivered advanced TTA for SAMHSA state initiatives and grantees in capacity and facilitating community-advisory boards. Recognized health prevention/intervention trainer, presenter, and speaker in programmatic strategies for Non-English groups in national and international arenas.

WORK HISTORY

ARACELIS Consulting LLC., Boston, MA, 2010 to present

Aracelis Consulting Service was created to offer advice, training, and program development to organizations, leaders and visionaries seeking to positively impact and shape the future of community health. We bring a unique attention to wellness and diversity of culture. We design and implement health programs in which all members of the community are inspired to make choices that lead to a healthier lifestyle. We offer a broad spectrum of problem-solving tools combined with program formulation and personnel training services for local NGOs, business and government clients seeking to create change around the world.

PROJECTS INCLUDE:

Ohm Wellness Center: Designed, implemented and managed a multiservice center to address the physical, emotional, and environmental aspects of healing in a serene microenvironment carved from an inner city setting. The Center focused on discovering and addressing clients' expectations. Ohm provided a full range of massage services, Reiki, Reflexology, Acupuncture, Meditation, Yoga, Qigong, Lipomassage, and Infrared Sauna.

Bubbling Well: Created and designed a juice cafe concept, structure and product marketing plan.

Chi Wellness: Created and designed a strategic plan, built on a non-traditional medicine foundation, for a holistic health care center focused on bringing high quality/cost effective solutions to health problems. Chi Wellness's mission statement is to provide effective holistic care that addresses the root cause, not just the symptoms of health issues to mobilize the individual's innate healing ability to overcome chronic conditions and achieve sustainable health and well being.

EDC, INC., Newton, MA, 2009-2010 Director, CSAP's National CAPT.

Managed and coordinated the services of the National Center for the Application of Prevention Technologies, a multimillion dollar national collaborative center, on behalf of SAMSHA, designed to address substance abuse at the local and national level and strengthen the Nation's

behavioral health work force.

 ORIGINAL

EDC, INC., Newton, MA, 1991-2009

Director, CSAP's Northeast CAPT.

Responsible for all management functions for NECAPT, including all center contracts and budget.

Provided supervision for all members of the core management team, and staff, and skill development across all core functions.

Oversaw the development of all center training and technical assistance materials.

Served as the NECAPT primary liaison to SAMHSA and other federal agencies, as well as agencies at the state level, and represented the center on national boards and committees.

Created and delivered conference presentations at state, regional and national levels.

Provided technical assistance/consulting services to states, communities, and organizations related to the application of prevention technologies and cultural competence.

OTHER WORK HISTORY

CSAP's Northeast CAPT, 1997-2002

Associate Director,

Responsible for daily management of project tasks for the center.

Developed a coordinated strategy for building and strengthening networks and collaboration within and across the 11-state CAPT region.

Oversaw the development of the CAPT's publications, products and services.

Supervised CAPT staff, oversaw budget, and ensured completion of deliverables.

Designed and delivered domestic and international program technical assistance.

Carlisle Education Center for the Prevention of Substance Abuse, Carlisle, MA, 1991-1997

Associate Director

Responsible for the design and implementation of community-based projects as part of a center dedicated to innovative and comprehensive substance abuse and violence prevention.

Designed and implemented training programs and materials on youth gang prevention, community policing, cultural competence, health-promoting schools, and assessment/evaluation.

Served as project director of Generations, Lowell Project, a multi-component, comprehensive, community-based substance abuse prevention communication campaign.

Latino Health Institute, Inc., Boston, MA, 1990-1991

Founder, Acting Executive Director, and Board President

Responsible for the administration and direction of programmatic, development, and budgetary components of the agency.

Planned and monitored agency resource development and fiscal activities.

Recruited, managed, and supervised agency's professional and support staff.

Massachusetts Commission for the Blind, Boston, MA, 1987 - 1990

Assistant Commissioner for Minorities Affairs

Developed and implemented programs and outreach strategies to enhance effective delivery of services to multicultural groups outside the jurisdiction of Affirmative Action.

Coordinated the formulation of policies concerning interpreters, advisory board system and

 ORIGINAL

HIV/substance abuse service access and policies.

State Office of Handicapped Affairs, Boston, MA, 1984-1987
Research/Management Consultant

Developed and implemented programs to assess mentally and physically challenged minorities' needs and established new program initiatives to accomplish departmental objectives.

Suffolk University Office of Minority Affairs, Boston, MA, 1984-1985
Counselor/Student Liaison

Developed counseling programs for minority students retention and collaborated in educational research.

Lemuel Shattuck Hospital, Boston, MA, 1977-1984
Director Occupational Therapy Department

Managed the Occupational Therapy and Recreational Program of the Rehabilitation Unit serving 250 clients with 20 employees. Developed and implemented departmental policies and procedures

Managed departmental budget of \$500,000 and established purchasing and inventory control systems

PRESENTATIONS – Selected Examples

Garcia, T. (September 13, 2004). Hispanic-Latino Alcohol and Drug Prevention: Learning the Impact of Culture Beyond Demographics Determination.

Garcia, T., Wuelfing, J. (August 11-14, 2003). Deepening Our Understanding of Cultural Competence and Its Integration into Prevention Work. Maryland Substance Abuse Prevention Institute, Salisbury, MD.

Garcia, T., Wuelfing, J. (July 21-25, 2002). Setting the Foundation to Integrate Cultural Components into Prevention Work. Presented at the New England School for Prevention Studies, Newport, RI.

Garcia, T., (September 13, 2004). Hispanic-Latino Alcohol and Drug Prevention: Learning the Impact of Culture Beyond Demographics Determination.

Garcia, T., Wuelfing, J. (July 21-25, 2002). Setting the Foundation to Integrate Cultural Components into Prevention Work. Presented at the New England School for Prevention Studies, Newport, RI.

Garcia, T., Wuelfing, J. (August 11-14, 2003). Deepening Our Understanding of Cultural Competence and Its Integration into Prevention Work. Maryland Substance Abuse Prevention Institute Salisbury, MD.

PUBLICATIONS – Selected Examples

Center for Substance Abuse and Prevention Communications Grants. Generations: Preventing Substance Abuse. Newton, MA: Education Development Center, Inc., 1997.

Latin America and Caribbean Encounter. A New Approach to Community Violence. Cali, Colombia, 1993

Substance Abuse Prevention Strategies for Youth Programs. Training Seminar, MIT University Community Fellows Program. Cambridge, MA, 1991-1993.

Communications Against Drugs, Evaluation of Campaigns in the Americas. Community-Based Campaigns, pp. 193. Quito, Ecuador: CIESPAL, 1992.

Strategies for the Evaluation of Media Campaigns Against Drug Abuse, CISPAL/CCAD

2 of 2

Conference, Quito, Ecuador, 1992.

AWARDS/DISTINCTIONS – Selected Examples

CSAP NECAPT. “Science to Practice.” Society for Prevention award	2002
CSAP NECAPT. “Building One Voice for Prevention.” Society for Prevention Award	1998
FSHNC Leadership Award	1994
Elizabeth Ramos Leadership Award	1994
Developmental Disability Council Leadership Award	1990
HOPE Hispanic Leadership Award	1987

BOARD APPOINTMENTS - Selected Examples

Member of the Board, Hispanic Office of Planning and Evaluation	1987-
90	
Founding member and President of the Board, Latino Health Institute, Inc.	1985-
2000	
Chairperson, Boston/National Conference of Puerto Rican Women	1987-
1992	
Member of La Plaza Amigos, WGBH Programming	1992-
1995	



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EVIDENCE OF CAPITAL
(Exhibit 4.1)

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

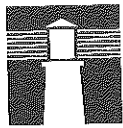
Corporation Name: **Cardiac Arrhythmia Syndromes Foundation, Inc.**

Application # (if more than one): #2 of 2

Total Capital needed for this application: \$400,000

Attach one-page bank statement.

2 of 2



**BANK OF
NEW ENGLAND**



ORIGINAL

Member FDIC

November 21, 2013

The Cardiac Arrhythmia Syndromes Foundation
9 Bartlet Street
Andover, MA 01810

To Whom It May Concern:

Please be advised that the Cardiac Arrhythmia Syndromes Foundation, Inc. currently maintains a checking account with Bank of New England. As of today's date, the balance in the account is \$900,000.00.

Kind Regards,

Jessica Miele
V.P. Business Development
Bank of New England
31 Pelham Road
Salem, NH 03079

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**INDIVIDUALS/ENTITIES CONTRIBUTING 5% OR MORE OF INITIAL CAPITAL
(Exhibit 4.2)**

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

Corporation Name: **Cardiac Arrhythmia Syndromes Foundation, Inc.** Application # (if more than one): #2 of 2

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 Lynne McCarren	27 Puritan Park Swampscott, MA 01907	\$ 586,860 65.2%	Cash	President	Note payable at 8%
2 Lillian Montalto	34 Park Street Andover, Ma 01810	\$ 313,140 34.8%	Cash	None	Note payable at 8%
3 Add more rows as needed.....		\$ %			

Entity Name/ Business Address	Leadership Names	\$ amount and % of Initial Capital Provided	Type of Contribution (cash, land, building, in-kind)	Role in Dispensary Operations	Terms of Agreement (if any)
1	CEO/ED: President/Chair: Treasurer: Clerk/Secretary:	\$ %			
2 Add more rows as needed.....	CEO/ED: President/Chair: Treasurer: Clerk/Secretary:	\$ %			

ORIGINAL

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CAPITAL EXPENSES
(Exhibit 4.3)

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

Corporation Name: **The Cardiac Arrhythmia Syndromes Foundation** Application # (if more than one): #2 of 2

	Expense Type	Costs	Explanation of Expense
	Planning and Development		Cultivation will be in one Facility serving 2 RMDs so related capital costs have been divided by two
1	Architect and design fees	\$5,000	
2	Environmental survey	n/a	
3	Permits and Fees	\$2,000	
4	Security assessment	n/a	Security Chief on Staff
5	Land/building cost	n/a	
6	Site clean-up and preparation	n/a	
7	Other- describe	\$	
8		\$	
	Build-out Costs		Cultivation will be in one Facility serving 2 RMDs so related capital costs have been divided by two
1	Construction expenses	\$40,000	Includes Dispensary and 1/2 Cultivation System Cultivation build-out will benefit from landlord allowance
2	Painting and finishes	n/a	Included in Construction costs
3	Security system	26,350	Includes Dispensary and 1/2 Cultivation System
4	Landscape work	n/a	
5	Parking facility	n/a	
6	Other- describe	\$	
7		\$	
8		\$	
	Equipment Costs		Cultivation will be in one Facility serving 2 RMDs so related capital costs have been divided by two
1	Vehicles and transportation	\$40,000	Includes Dispensary and 1/2 Cultivation System
2	Cultivation equipment	124,621	1/2 Cultivation System
3	Furniture and storage needs	\$15,850	
4	Computer equipment	\$8,822	Includes Dispensary and 1/2 Cultivation System
5	HVAC	n/a	
6	Kitchen/food prep equipment 1/2	\$7,500	Prep and Processing will be housed with Cultivation which will be in one Facility serving 2 RMDs
7	Processing 1/2	4,000	Prep and Processing will be housed with Cultivation which will be in one Facility serving 2 RMDs
8	Contingency	\$10,000	
	TOTAL	\$ 284,143	



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**CAPITAL EXPENSES
(Exhibit 4.3)**

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

Corporation Name: **The Cardiac Arrhythmia Syndromes Foundation** Application # (if more than one): #2 of 2

	Expense Type	Costs	Explanation of Expense
	Planning and Development		These are Capital Expenses model in event we just get 1 permit
1	Architect and design fees	\$5,000	
2	Environmental survey	n/a	
3	Permits and Fees	\$2,000	
4	Security assessment	n/a	Security Chief on Staff
5	Land/building cost	n/a	
6	Site clean-up and preparation	n/a	
7	Other- describe	\$	
8		\$	
	Build-out Costs		
1	Construction expenses	\$40,000	Includes Dispensary and Cultivation System Cultivation build-out will benefit from landlord allowance
2	Painting and finishes	n/a	Included in Construction costs
3	Security system	26,350	Includes Dispensary and Cultivation System
4	Landscape work	n/a	
5	Parking facility	n/a	
6	Other- describe	\$	
7		\$	
8		\$	
	Equipment Costs		
1	Vehicles and transportation	\$40,000	Includes Dispensary and Cultivation System
2	Cultivation equipment	124,621	Cultivation System
3	Furniture and storage needs	\$15,850	
4	Computer equipment	\$8,822	Includes Dispensary and Cultivation System
5	HVAC	n/a	
6	Kitchen/food prep equipment	\$7,500	Prep and Processing will be housed with Cultivation which will be in one Facility
7	Processing	4,000	Prep and Processing will be housed with Cultivation which will be in one Facility
8	Contingency	\$10,000	
	TOTAL	\$ 284,143	

2 of 2



YEAR-ONE OPERATING BUDGET (Exhibit 4.4)

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

Corporation Name: **The Cardiac Arrhythmia Syndromes Foundation, INC** Application # (if more than one): #2 of 2
Budget Period: **January to December, 2014**
Projected Number of Patients: **900** and Number of Visits: **12,750**

One Cultivation Center serving two (2) RMDs			Year ONE Budget	Budget Notes ¹
REVENUE				Part Year
1	Medical Marijuana sales		\$ 1,402,500	
2	Other supplies sold		\$140,250	
3	Other revenue sources		\$(210,375)	Discounts
A	TOTAL REVENUE:		\$1,332,375	
CULTIVATION PAYROLL EXPENSES 1/2				Cultivation will be in one Facility serving 2 RMDs
Personnel Category		# FTE		Part Year
1	Director of Cultivation	.5	30,000	
2	Processing Manager	1	28,333	
3	Cultivators	3.45	50,000	
B	TOTAL CULTIVATION SALARIES		108,333	1/2 of Total Cultivation Budget
C	Fringe Rate and Total	15%	16,250	
D	TOTAL CULTIVATION SALARIES PLUS FRINGE (B+C)		\$124,583	
DISPENSARY PAYROLL EXPENSES				Part Year
Personnel Category		# FTE		One of Two Dispensaries
1	President	.5	17,500	
2	Executive Director	.5	29,167	
3	Director of Medical Services	.5	17,500	
4	Director of Dispensary Services	.5	14,583	
5	Director of Dispensary Operations	.5	17,500	
6	Director of Security	.5	17,500	
7	Director of Facilities	.5	Volunteer	
8	Director of IT	.5	Volunteer	
9	Compliance Officer	.5	Volunteer	
10	Director of Health Services	.5	14,583	
11	Manager	1	33,333	Coverage based on projected Patient Visits
12	MIPS Technician	1	25,000	
13	Security	2	46,667	
14	Reception	2	35,000	
15	Dispensary Technician	2	46,667	
16	Intake Specialist	2	40,833	
17	Clerks	2	17,500	
18	Delivery	2	20,600	

B	TOTAL DISPENSARY SALARIES		\$393,933	
C	Fringe Rate and Total	15%	\$59,090	
D	TOTAL SALARIES PLUS FRINGE (B+C)		\$453,023	
	CULTIVATION OTHER EXPENSES 1/2			Part Year - Cultivation will be in one Facility serving 2 RMDs
1	Consultants			
2	Supplies		\$27,001	
3	Waste		\$2,000	
4	Utilities		\$27,000	
5	Security		\$4,500	Monthly monitoring costs
6	Transportation		\$20,000	
7	Depreciation/Amortization		\$20,265	Equipment
8	Leasehold Expenses		\$76,667	Rent
E	TOTAL CULTIVATION OTHER EXPENSES		\$177,793	
	DISPENSARY OTHER EXPENSES			Part Year
1	Consultants			
2	Equipment			
3	Supplies		\$3,500	
4	Office Expenses		\$3,500	
5	Utilities		\$6,400	
6	Insurance		\$8,000	
7	Interest		\$31,500	Initial capital loans
8	Depreciation/Amortization		\$7,875	Dispensary equipment
9	Leasehold Expenses		\$66,667	Rent
10	Bad Debt		\$	
11	Security		\$7,000	Monthly monitoring costs not including personnel
12	Police Details		\$12,600	Local Details at peak periods
13	License Fee		\$50,000	
14	Host Community Payment		\$32,447	3% of Net Revenue
15	Federal Taxes		\$378,551	35% of Net Revenue
16	Transportation		\$7,000	
17	Marketing		\$21,000	
E	TOTAL DISPENSARY OTHER EXPENSES		\$636,040	
	TOTAL EXPENSES: (D+E)		\$ 1,391,440	
	DIFFERENCE		\$(59,065)	

Enter short explanation of expenses

YEAR-ONE OPERATING BUDGET
(Exhibit 4.4)

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

Corporation Name: **The Cardiac Arrhythmia Syndromes Foundation, INC** Application # (if more than one): #2 of 2
 Budget Period: **January to December, 2014**
 Projected Number of Patients: **900** and Number of Visits: **12,750**

One Cultivation Center serving one (1) RMD			Year ONE Budget	Budget Notes ¹
REVENUE				Part Year
1	Medical Marijuana sales		\$ 1,402,500	
2	Other supplies sold		\$140,250	
3	Other revenue sources		\$(210,375)	Discounts
A	TOTAL REVENUE:		\$1,332,375	
CULTIVATION PAYROLL EXPENSES				
	Personnel Category	# FTE		Part Year
1	Cultivation Manager	1	60,000	
2	Processing Manager	1	56,667	
3	Cultivators	7	100,000	
B	TOTAL CULTIVATION SALARIES		216,667	
C	Fringe Rate and Total	15%	32,500	
D	TOTAL CULTIVATION SALARIES PLUS FRINGE (B+C)		\$249,167	
DISPENSARY PAYROLL EXPENSES				Part Year
	Personnel Category	# FTE		
1	President	1	35,000	
2	Executive Director	1	58,333	
3	Director of Medical Services	1	35,000	
4	Director of Dispensary Services	1	29,167	
5	Director of Dispensary Operations	1	35,000	
6	Director of Security	1	35,000	
7	Director of Facilities	1	Volunteer	
8	Director of IT	1	Volunteer	
9	Compliance Officer	1	25,000	
10	Director of Health Services	1	29,167	
11	Manager	1	33,333	Coverage based on projected Patient Visits
12	Asst Manager	1		
13	Security	2	46,667	
14	Reception	2	35,000	
15	Dispensary Technician	2	46,667	
16	Intake Specialist	2	40,833	
17	MIP's Technicians	2	17,500	
18	Delivery	2	20,600	

B	TOTAL DISPENSARY SALARIES		\$522,267	
C	Fringe Rate and Total	15%	\$78,340	
D	TOTAL SALARIES PLUS FRINGE (B+C)		\$600,607	
	CULTIVATION OTHER EXPENSES			
1	Consultants			
2	Supplies		\$27,001	
3	Waste		\$2,000	
4	Utilities		\$27,000	
5	Security		\$4,500	Monthly monitoring costs
6	Transportation		\$20,000	
7	Depreciation/Amortization		\$20,265	Equipment
8	Leasehold Expenses		\$76,667	Rent
E	TOTAL CULTIVATION OTHER EXPENSES		\$177,793	
	DISPENSARY OTHER EXPENSES			Part Year
1	Consultants			
2	Equipment			
3	Supplies		\$3,500	
4	Office Expenses		\$3,500	
5	Utilities		\$6,400	
6	Insurance		\$8,000	
7	Interest		\$31,500	Initial capital loans
8	Depreciation/Amortization		\$7,875	Dispensary equipment
9	Leasehold Expenses		\$66,667	Rent
10	Bad Debt		\$	
11	Security		\$7,000	Monthly monitoring costs not including personnel
12	Police Details		\$12,600	Local Details at peak periods
13	License Fee		\$50,000	
14	Host Community Payment		\$32,447	3% of Net Revenue
15	Federal Taxes		\$378,551	35% of Net Revenue
16	Transportation		\$7,000	
17	Marketing		\$21,000	
E	TOTAL DISPENSARY OTHER EXPENSES		\$636,040	
	TOTAL EXPENSES: (D+E)		\$ 1,663,606	
	DIFFERENCE		\$(331,231)	

Enter short explanation of expenses

THREE-YEAR BUSINESS PLAN BUDGET PROJECTIONS
(Exhibit 4.5)

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

Application # (if more than one): #2 of 2

Corporation Name: The Cardiac Arrhythmia Syndromes Foundation

Projected Start Date for the First Full Fiscal Year: January 2015

Fiscal Year Time Period: January 2015 to December 2017

	FIRST FULL FISCAL YEAR PROJECTIONS 2015	SECOND FULL FISCAL YEAR PROJECTIONS 2016	THIRD FULL FISCAL YEAR PROJECTIONS 2017
One Cultivation Center serving two RMDs			
Projected Revenue	\$3,360,407	\$3,934,342	\$4,313,264
Projected Expenses	\$2,983,421 (Shared btw 2 RMD)	\$3,369,482 (Shared btw 2 RMD)	\$3,647,484 (Shared btw 2 RMD)
TOTAL:	\$376,985	\$564,860	\$665,779
Number of Patients	1,286 ¹	1,857	2,214
Number of Patient Visits	37,800	54,650	69,900
Projected % of growth rate annually	196.47%	44.58%	27.90%
Total FTE in staffing	25.0 FTE	29 FTE	33 FTE
Projected Medical Marijuana Inventory	45 Lbs.	83.7 Lbs.	100.4 Lbs.

¹ Enter projected information



ORIGINAL

**THREE-YEAR BUSINESS PLAN BUDGET PROJECTIONS
(Exhibit 4.5)**

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

Application # (if more than one): #2 of 2

Corporation Name: The Cardiac Arrhythmia Syndromes Foundation

Projected Start Date for the First Full Fiscal Year: January 2015

Fiscal Year Time Period: January 2015 to December 2017

	FIRST FULL FISCAL YEAR PROJECTIONS 2015	SECOND FULL FISCAL YEAR PROJECTIONS 2016	THIRD FULL FISCAL YEAR PROJECTIONS 2017
One Cultivation Center serving one RMD			
Projected Revenue	\$3,360,407	\$3,934,342	\$4,313,264
Projected Expenses	\$3,244,011	\$3,630,072	\$3,908,074
TOTAL :	\$116,395	\$304,270	\$405,189
Number of Patients	1,286 ⁱ	1,857	2,214
Number of Patient Visits	37,800	54,650	69,900
Projected % of growth rate annually	196.47%	44.58%	27.90%
Total FTE in staffing	25.0 FTE	29 FTE	33 FTE
Projected Medical Marijuana Inventory	45 Lbs.	83.7 Lbs.	100.4 Lbs.

ⁱ Enter projected information

ORIGINAL

**EVIDENCE OF INTEREST IN DISPENSARY SITE
(Exhibit 5.1)**

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

Corporation Name: CAS Foundation Application # (if more than one): #2 of 2

Physical Address	County	Type of Evidence Attached
85 Sam Fonzo Drive Beverly, MA 01915	Essex	Option to Purchase

2 of 2



ORIGINAL

 ORIGINAL

OPTION TO PURCHASE
85 SAM FONZO DRIVE, BEVERLY, MASSACHUSETTS

AGREEMENT made this 19th day of November 2013 by and between IRON GATE DEVELOPMENT, LLC, a Massachusetts limited liability company duly organized by law with a usual address of 85 Sam Fonzo Drive, Beverly, Massachusetts 01915 (hereinafter referred to as "Seller") and CARDIAC ARRHYTHMIA SYNDROMES FOUNDATION, INC., a Massachusetts corporation duly organized by law with a usual address of 9 Bartlet Street, #335, Andover, Massachusetts 01810 (hereinafter referred to as "Buyer").

WHEREAS, Seller owns the real estate located at 85 Sam Fonzo Drive, Beverly, Massachusetts consisting of the land and an office building located thereon (hereinafter referred to as the "Premises") by virtue of a Deed, dated December 15, 1999, and filed with the Essex (Southern District) County Registry District of the Land Court as Document No. 366453 on Certificate of Title No. 71518; and

WHEREAS, Buyer has filed an Application with the Massachusetts Department of Public Health to obtain a License to operate a Registered Marijuana Dispensary in the Town of Beverly; and

WHEREAS, Phase 2 of said Application requires, in part, that Buyer file a binding agreement to purchase real estate where said Dispensary will conduct its business; and

WHEREAS, Seller and Buyer desire to enter into an Option to Purchase said Premises.

NOW THEREFORE, in consideration of one (\$1.00) dollar, the receipt of which is hereby acknowledged, and the mutual promises hereinafter contained, the parties hereto agree as follows:

1. Seller grants to Buyer the option to purchase the Premises for the purchase price of Four Million and 00/100 (\$4,000,000.00) Dollars (hereinafter referred to as the "Option").
2. Buyer shall have the right to finance up to Two Million and 00/100 (\$2,000,000.00) Dollars of the purchase price pursuant to the terms and conditions set forth in the Purchase and Sale Agreement hereinafter referred to. Buyer agrees that Buyer shall not locate its Dispensary in another location in Beverly, except in the instance that Buyer cannot obtain financing as set forth in this Paragraph.
3. The Option is to be exercised by Buyer by notice in writing to Seller on or before April 14, 2014.
4. If Buyer exercises said Option, Buyer and Seller shall within forty eight (48) hours of receipt by Seller of the notice to purchase from the Buyer, referenced in Paragraph 2



 ORIGINAL

above, execute and deliver a purchase and sale agreement, in substantially the same form, as Exhibit A attached hereto and incorporated herein by reference.

5. In the event that Buyer purchases the premises as provided herein, then in that event, Buyer agrees to lease the first floor of said Premises to Seller pursuant to the terms and conditions contained in the lease attached hereto as Exhibit B and incorporated herein by reference. Said Lease, in substantially the same form as Exhibit B, is to be executed by Seller at the closing for the transfer of title to the Premises to Buyer.
6. Simultaneously with the execution of this Agreement Buyer agrees to pay to Seller the sum of Two Thousand Five Hundred and 00/100 (\$2,500.00) Dollars.
8. Buyer agrees to pay to Seller the sum of One Thousand Five Hundred and 00/100 (\$1,500.00) towards Seller's legal fees incurred in this transaction.
9. Seller agrees upon receipt of written notice by Buyer to Seller, no later than five (5) days prior to the expiration date of this Option as referenced in Paragraph 2 above, or the expiration date of the first thirty (30) day option as hereinafter referenced, that Buyer shall have the right to extend the Option for an additional two (2) thirty (30) day periods.
10. The parties hereto agree and understand that the purchase of said Premises by Buyer is subject to Buyer obtaining a License to operate a Registered Marijuana Dispensary in the Town of Beverly. If Buyer does not obtain said License, at the option of the Buyer, this option shall be null and void and without further recourse by either party hereto.
11. All notices required hereunder shall be deemed to have been given if in writing and mailed by first class mail, certified mail, return receipt requested, all charges prepaid, or delivered in hand or transmitted by fax transmission (provided fax transmittal slip is retained) or by email transmission (provided email transmittal slip is retained), to Seller at the address referenced above with a copy to: Richard S. Gilmore, Esquire, Gilmore & Gilmore, LLC, 19 Cherry Street, Danvers, Massachusetts 01923; Telephone Number: 978-777-3840; Fax: 978-777-6256; dickgilmore@danverslaw.net; and to Buyer at the address referenced above with a copy to: Howard R. Perkins, Jr., Attorney at Law, 89 North Main Street, Suite 202, Andover, Massachusetts 01810; Telephone Number: 978-794-7940; Fax: 978-470-4706; hrperkins@andoverattorneys.com. Notices shall be deemed to have been properly served if delivered or sent to the party designated in this paragraph.
12. This Agreement shall be binding upon and inure to the benefit of the respective parties and their heirs, personal representatives, successors and assigns, except as otherwise expressly provided herein.
13. This Agreement contains the entire agreement between the parties and supersedes any prior written or oral agreements between the parties concerning the subject matter contained herein. This Agreement is intended as the final expression of the

 ORIGINAL

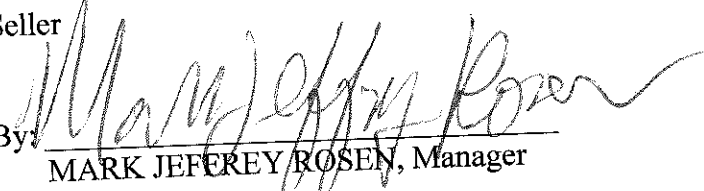
agreement between the parties and is a complete statement of the terms thereof and may not be modified or amended except in a writing signed by all the parties hereto.

14. This Agreement shall be construed and enforced as a contract under seal in accordance with the laws (and not the Law of Conflicts) of the Commonwealth of Massachusetts.

15. This Agreement may be executed in any number of counterparts including facsimiles, each of which shall be deemed to be an original

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date set forth above.

IRON GATE DEVELOPMENT, LLC,
Seller

By: 
MARK JEFEREY ROSEN, Manager

CARDIAC ARRHYTHMIA SYNDROMES
FOUNDATION, INC., Buyer

By: 
LYNNE MCCARREN, President



**EVIDENCE OF INTEREST IN CULTIVATION SITE
(Exhibit 5.2)**

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

Corporation Name: CAS Foundation

Application # (if more than one): #2 of 2

Physical Address	County	Type of Evidence Attached
1001 Pawtucket Blvd., Pod LG/A7 Lowell, MA 01854	Middlesex	Letter of Intent to Lease





ORIGINAL

1001 Pawtucket, L.L.C.
c/o Winstanley Enterprises LLC
150 Baker Avenue Extension
Concord, MA 01742
978-287-5000 (Phone)
978-287-5050 (Fax)

November 19, 2013

Mr. Michael Shreve
T3 Advisors
One Marina Park Drive
Boston, MA 02210

**RE: CAS Foundation
Letter of Intent to Lease
1001 Pawtucket Boulevard, Lowell, Massachusetts**

Dear Mike:

On behalf of 1001 Pawtucket, L.L.C., owner of 1001 Pawtucket Boulevard, Lowell, Massachusetts, we are pleased to present the following Letter of Intent to Lease to you for your client, CAS Foundation. ("CAS"). If these terms are acceptable to your client, please have the appropriate authority indicate so by signing below and returning a copy of this letter to me. I would then forward a lease draft to you for their review.

LEASE PROPOSAL

Property: 1001 Pawtucket Boulevard, Lowell, Massachusetts
Building Size: 835,629 RSF
Landlord: 1001 Pawtucket, L.L.C.
Winstanley Enterprises LLC, Manager
Attention: Carter J. Winstanley
150 Baker Avenue Extension, Suite 303
Concord, MA 01742

For more information on Winstanley Enterprises, please visit our website at www.winent.com.

Tenant: CAS Foundation

Use(s): Business and professional offices as well as laboratory, research and manufacturing facilities and other uses legally permitted under the laws of the Commonwealth of Massachusetts, including operation of a Medical Marijuana Facility pursuant to Chapter 369 of the Acts of 2012, *An Act for the Humanitarian Medical Use of Marijuana*, and 105 CMR 725.100 et seq.

 ORIGINAL

Premises: Approximately 42,366 rentable square feet located in either pod LG-A7 as shown on the attached plan. The Premises shall be measured according to BOMA standards by Landlord's architect.

Term: Five (5) years.

Option to Renew: Tenant shall have the option to renew the term of the Lease for one (1) five (5) year period at 95% of the then Fair Market Value, but not less than previous year's rent and shall increase \$0.25 per square foot per year. The renewal option shall be exercised no later than nine (9) months prior to the expiration of the then Lease Term.

Lease/Rent Commencement: Upon the earlier of (i) receipt of a Certificate of Occupancy or (ii) June 1, 2014. If Tenant occupies the Premises prior to the Rent Commencement date, Tenant would pay its pro-rata share of all operating expenses, insurance and taxes, as well for its utilities, cleaning and trash removal for the Premises.

NNN Rent:

Year 1:	\$5.00 NNN
Year 2:	\$5.50 NNN
Year 3:	\$6.00 NNN
Year 4:	\$6.25 NNN
Year 5:	\$6.50 NNN

Type of Lease: This would be a triple net lease whereby Tenant pays for its Premises expenses and for its pro-rata share of common area operating expenses, Property real estate taxes and insurance. The 2013 common area expenses, property taxes and insurance are estimated to be \$3.24/sf.

Any costs associated with increased security shall be a CAS tenant specific expense and are not included in the figure above.

Tenant Utilities: The Premises shall be separately metered or sub-metered and billed accordingly. Tenant shall be responsible for its utility costs (including, but not limited to electricity, water and gas), which shall be based on Tenant's consumption.

21

 ORIGINAL

- Right to Audit:** Tenant shall have the annual right to audit Operating Expenses and Real Estate Taxes by a nationally recognized accounting firm, which shall not be on a contingent fee basis.
- Tenant Improvements:** Tenant would take the space "As Is." At Tenant's request, Landlord would provide Tenant with a Tenant Improvement Allowance of \$847,320.00 (\$20.00 per square foot).
Any additional amounts required for tenant improvements will be provided by Tenant.
Tenant shall also be responsible for its own telephone and data requirements and costs associated therewith.
Also, at Tenant's request, Landlord would oversee Tenant's improvements, including design, engineering, permitting and construction, for a 3% construction management fee.
- Building Systems:** Landlord will be responsible for delivering at Lease Commencement all base building common systems in good working order.
Landlord brings to Tenant's attention that the following base building common systems have been recently replaced: roof, boiler, chiller and cooling tower.
- ADA:** Landlord would be responsible to keep the common areas in compliance with the Americans with Disabilities Act. Tenant would be responsible for ADA compliance associated with its design, construction and use of the Premises.
- Sublease & Assignment:** The Tenant would have the right to assign the entire lease, and to sublease all or part of the Premises, with Landlord's consent, not to be unreasonably withheld.
- Signage:** Landlord would provide, if requested by Tenant, directory signage in either the west lobby, monument signage at either the west parking field entrance and tenant entry signage at its Premises.
- Loading:** Tenant shall have 24-hour, access to the common loading docks (docks 12, 13 and 14) on the west side of the Premises shown on the attached plan.

JK

 ORIGINAL

Parking:

Tenant will be allocated its pro rata share of parking spaces at the Property. Landlord will provide Tenant some reserved parking.

Access:

Tenant would be provided 24-hour, seven day per week, access to the building and Premises. The building is secured by a common area card access system. Tenant may install its own security system for its Premises and coordinate its system at the head-end with Landlord's system to allow employees to carry one access card.

Life Safety:

The building is fully-sprinklered.

Environmental:

At Tenant's request, Landlord would share with Tenant its most current Phase I & II environmental reports for the Property, which indicate there are no environmental conditions at the Property.

Security Deposit:

To be determined; and subject to Landlord's satisfactory review of Tenant's financial statements.

Review Period:

Upon acceptance of this Letter of Intent by Tenant, Landlord would agree to (i) take the Premises off the market for until January 31st, 2014 or until completion of a mutually agreeable lease, renewable for 30 day increments thereafter, not to exceed 60 days; or (ii) provide Tenant alternative mutually agreed to premises in the Property. In consideration of Landlord's agreement to take the premises off the market, Tenant will pay landlord an option payment of \$1,000.00 at the time of signing this Letter of Intent, and additional payments of \$1,000.00 at each renewal.

Contingency:

Any lease agreed to by the parties shall be contingent on the Tenant obtaining approval for their proposed use from the Commonwealth's Department of Public Health and all local zoning approvals and permits.

Non-Disturbance:

If applicable, Landlord would work with its Lender and the Tenant to obtain a mutually-acceptable SNDA.

Brokerage:

T3 Advisors represents the Tenant. Tenant and Landlord represent that no other brokers have been involved with this proposed transaction. Landlord would pay T3 Advisors a brokerage commission earned for a completed lease transaction according to a separate brokerage agreement.

gr

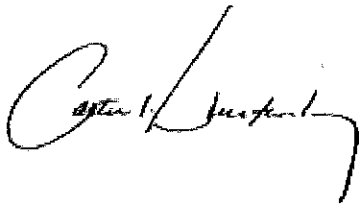
Mr. Michael Shreve
November 19, 2013
Page 5 of 5

 ORIGINAL

We appreciate the opportunity to present to you this Letter of Intent and look forward to finalizing this document..

The purpose of this document is to memorialize certain business points and the parties hereby agree to negotiate in good faith to execute a mutually agreeable lease based on these terms by January 31st, 2014. The parties mutually acknowledge that their agreement is qualified and that they therefore contemplate the drafting and execution of a more comprehensive agreement.

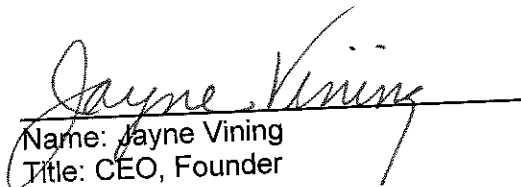
Sincerely,



Carter Winstanley
Winstanley Enterprises LLC

AGREED AND ACCEPTED:

CAS Foundation



Name: Jayne Vining
Title: CEO, Founder

11-19-2013
Date

2 of 2



**EVIDENCE OF INTEREST IN PROCESSING SITE
(Exhibit 5.3)**

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

Corporation Name: CAS Foundation

Application # (if more than one): #2 of 2

Physical Address	County	Type of Evidence Attached
1001 Pawtucket Blvd., Pod LG/A7 Lowell, MA 01854	Middlesex	Letter of Intent to Lease

2 of 2

 ORIGINAL

 ORIGINAL

1001 Pawtucket, L.L.C.
c/o Winstanley Enterprises LLC
150 Baker Avenue Extension
Concord, MA 01742
978-287-5000 (Phone)
978-287-5050 (Fax)

November 19, 2013

Mr. Michael Shreve
T3 Advisors
One Marina Park Drive
Boston, MA 02210

**RE: CAS Foundation
Letter of Intent to Lease
1001 Pawtucket Boulevard, Lowell, Massachusetts**

Dear Mike:

On behalf of 1001 Pawtucket, L.L.C., owner of 1001 Pawtucket Boulevard, Lowell, Massachusetts, we are pleased to present the following Letter of Intent to Lease to you for your client, CAS Foundation. ("CAS"). If these terms are acceptable to your client, please have the appropriate authority indicate so by signing below and returning a copy of this letter to me. I would then forward a lease draft to you for their review.

LEASE PROPOSAL

Property: 1001 Pawtucket Boulevard, Lowell, Massachusetts
Building Size: 835,629 RSF
Landlord: 1001 Pawtucket, L.L.C.
Winstanley Enterprises LLC, Manager
Attention: Carter J. Winstanley
150 Baker Avenue Extension, Suite 303
Concord, MA 01742

For more information on Winstanley Enterprises, please visit our website at www.winent.com.

Tenant: CAS Foundation

Use(s): Business and professional offices as well as laboratory, research and manufacturing facilities and other uses legally permitted under the laws of the Commonwealth of Massachusetts, including operation of a Medical Marijuana Facility pursuant to Chapter 369 of the Acts of 2012, *An Act for the Humanitarian Medical Use of Marijuana*, and 105 CMR 725.100 et seq.

2 of 2



Premises:

Approximately 42,366 rentable square feet located in either pod LG-A7 as shown on the attached plan. The Premises shall be measured according to BOMA standards by Landlord's architect.

Term:

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Option to Renew:

Tenant shall have the option to renew the term of the Lease for one (1) five (5) year period at 95% of the then Fair Market Value, but not less than previous year's rent and shall increase \$0.25 per square foot per year. The renewal option shall be exercised no later than nine (9) months prior to the expiration of the then Lease Term.

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Year 2:	\$5.50 NNN
Year 3:	\$6.00 NNN
Year 4:	\$6.25 NNN
Year 5:	\$6.50 NNN

Type of Lease:

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Any costs associated with increased security shall be a CAS tenant specific expense and are not included in the figure above.

Tenant Utilities:

The Premises shall be separately metered or sub-metered and billed accordingly. Tenant shall be responsible for its utility costs (including, but not limited to electricity, water and gas), which shall be based on Tenant's consumption.

Right to Audit:

Tenant shall have the annual right to audit Operating Expenses and Real Estate Taxes by a nationally recognized accounting firm, which shall not be on a contingent fee basis.

Tenant Improvements:

Tenant would take the space "As Is." At Tenant's request, Landlord would provide Tenant with a Tenant Improvement Allowance of \$847,320.00 (\$20.00 per square foot).

Any additional amounts required for tenant improvements will be provided by Tenant.

Tenant shall also be responsible for its own telephone and data requirements and costs associated therewith.

Also, at Tenant's request, Landlord would oversee Tenant's improvements, including design, engineering, permitting and construction, for a 3% construction management fee.

Building Systems:

Landlord will be responsible for delivering at Lease Commencement all base building common systems in good working order.

Landlord brings to Tenant's attention that the following base building common systems have been recently replaced: roof, boiler, chiller and cooling tower.

ADA:

Landlord would be responsible to keep the common areas in compliance with the Americans with Disabilities Act. Tenant would be responsible for ADA compliance associated with its design, construction and use of the Premises.

Sublease & Assignment:

The Tenant would have the right to assign the entire lease, and to sublease all or part of the Premises, with Landlord's consent, not to be unreasonably withheld.

Signage:

Landlord would provide, if requested by Tenant, directory signage in either the west lobby, monument signage at either the west parking field entrance and tenant entry signage at its Premises.

Loading:

Tenant shall have 24-hour, access to the common loading docks (docks 12, 13 and 14) on the west side of the Premises shown on the attached plan.

2 of 2



ORIGINAL

Parking:

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Life Safety:

The building is fully-sprinklered.

Environmental:

At Tenant's request, Landlord would share with Tenant its most current Phase I & II environmental reports for the Property, which indicate there are no environmental conditions at the Property.

Security Deposit:

To be determined; and subject to Landlord's satisfactory review of Tenant's financial statements.

Review Period:

Upon acceptance of this Letter of Intent by Tenant, Landlord would agree to (i) take the Premises off the market for until January 31st, 2014 or until completion of a mutually agreeable lease, renewable for 30 day increments thereafter, not to exceed 60 days; or (ii) provide Tenant alternative mutually agreed to premises in the Property. In consideration of Landlord's agreement to take the premises off the market, Tenant will pay landlord an option payment of \$1,000.00 at the time of signing this Letter of Intent, and additional payments of \$1,000.00 at each renewal.

Contingency:

Any lease agreed to by the parties shall be contingent on the Tenant obtaining approval for their proposed use from the Commonwealth's Department of Public Health and all local zoning approvals and permits.

Non-Disturbance:

If applicable, Landlord would work with its Lender and the Tenant to obtain a mutually-acceptable SNDA.

Brokerage:

T3 Advisors represents the Tenant. Tenant and Landlord represent that no other brokers have been involved with this proposed transaction. Landlord would pay T3 Advisors a brokerage commission earned for a completed lease transaction according to a separate brokerage agreement.

2 of 2

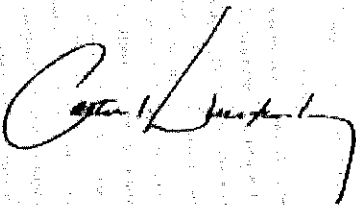
 ORIGINAL

Mr. Michael Shreve
November 19, 2013
Page 5 of 5

We appreciate the opportunity to present to you this Letter of Intent and look forward to finalizing this document.

The purpose of this document is to memorialize certain business points and the parties hereby agree to negotiate in good faith to execute a mutually agreeable lease based on these terms by January 31st, 2014. The parties mutually acknowledge that their agreement is qualified and that they therefore contemplate the drafting and execution of a more comprehensive agreement.

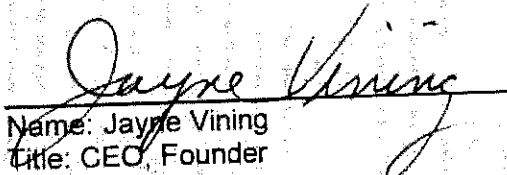
Sincerely,



Carter Winstanley
Winstanley Enterprises LLC

AGREED AND ACCEPTED:

CAS Foundation



Name: Jayne Vining
Title: CEO, Founder

11-19-2013
Date

 ORIGINAL

2 of 2

EVIDENCE OF LOCAL SUPPORT
(Exhibit 5.4)

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

Corporation Name: CAS Foundation

Application # (if more than one): #2 of 2

Site	City/Town	County	Type of Support Attached
1	Beverly	Essex	Mayor Non-opposition Letter
2	Beverly	Essex	City Council Non-opposition Letter



ORIGINAL



City of Beverly

CITY COUNCIL

COUNCILOR-AT-LARGE
PAUL M. GUANCI,
COUNCIL PRESIDENT
JASON C. SILVA
D. SCOTT DULLEA

WARD COUNCILORS
WARD 1 MAUREEN E. TROUBETARIS
WARD 2 D. WESLEY SLATE, JR.,
COUNCIL VICE PRESIDENT
WARD 3 JAMES F. LATTER
WARD 4 SCOTT D. HOUSEMAN
WARD 5 DONALD G. MARTIN
WARD 6 BRETT SCHEZLSLE

November 19, 2013

Ms. Lynne McCarren, Director
The CAS Foundation
9 Bartlet Street #335
Andover, MA 01810

Dear Ms. McCarren:

Please be advised that at its November 18, 2013 meeting the Beverly City Council took a vote of non-opposition of the CAS Foundation pursuit of a permit pursuant to Chapter 369 of the Acts of 2012, The Humanitarian Medical Use of Marijuana, for a plan to locate a RMD Wellness Center (Registered Marijuana Dispensary) in the City of Beverly's IR Zoned District at 85 Sam Fonzo Drive, Beverly, Massachusetts as per your proposal submitted to the City Council.

Sincerely,

Paul M. Guanci
Council President

2 of 2

 ORIGINAL



Mayor
William F. Scanlon, Jr.
Executive Secretary
Martha A. Lewis

*Office of the Mayor
City of Beverly
191 Cabot Street
Beverly, Massachusetts 01915*

Telephone
(978) 921-6000

Facsimile
(978) 922-0285

mayor@beverlyma.gov

November 4, 2013

Ms. Lynne McCarren
The CAS Foundation
9 Bartlet Street, #335
Andover, MA 01810

Dear Ms. McCarren:

Thank you for meeting with me and several members of my staff on August 30th of this year about your firm's plan to develop and operate a medical marijuana cultivation operation and Registered Marijuana Dispensary (RMD). I also appreciate your keeping me updated with periodic correspondence.

I understand that you have provided detailed information about the proposed RMD to Beverly Municipal Inspections Director Steve Frederickson. It is my further understanding that he has reviewed that information and the City's zoning regulations and determined that the proposed uses in the IR Zoned District are authorized "by right" per Beverly zoning requirements.

Very truly yours,

William F. Scanlon, Jr.
Mayor

2 of 2

 ORIGINAL

November 15, 2013

Bernard F. Lynch
City Manager

Madeleine Biondolillo, MD, Director
Bureau of Health Care Safety and Quality
Massachusetts Department of Public Health
99 Chauncy Street
Boston, Massachusetts 02111

RE: Medical Marijuana License Application – CAS Foundation, Inc.

Dear Dr. Biondolillo:

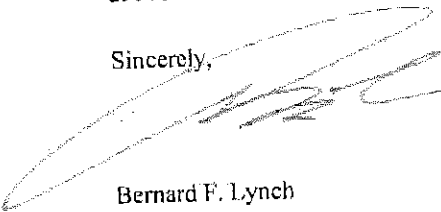
On behalf of the City of Lowell, thank you for the opportunity to express our support for the proposal by The CAS Foundation, Inc. to open a medical marijuana dispensary and cultivation/processing facility at locations in the City of Lowell. Based on the strong support for the legalization and regulation of medical marijuana expressed by the 58% of Lowell voters who favored the initiative, the City has recognized a level of community interest in this option. The City has also determined that this apparent potential interest in medical marijuana will be more safely and appropriately addressed through hosting a well-regulated and well-managed registered dispensary rather than by having hardship cultivation permits issued to Lowell residents.

The City has received various expressions of interest from approximately sixteen different entities considering Lowell as a potential location for medical marijuana facilities. The City invited all of these parties to submit descriptive materials about their proposed operations. These responses received were evaluated against several criteria, including credentials of the key personnel involved; description of the proposed facilities including locations (if specified), medical emphasis, security plans, and details of the operations and business model; and benefits to the City in the form of projected tax revenues, job creation, direct fiscal contributions to mitigate impacts and support for local charitable organizations.

Based on this evaluation, City supports the proposal by The CAS Foundation, Inc.

This support is contingent on the successful execution of a host community agreement, the review and approval of final security plans by the Lowell Police Department, and subject to the approval of any applicable special permit(s) by the Lowell Zoning Board of Appeals. Please feel free to contact Assistant City Manager Adam Baacke directly at 978-674-1401 or abaacke@lowellma.gov if you have any questions regarding this matter.

Sincerely,


Bernard F. Lynch
City Manager

cc: LPD, DPD
Applicants

2 of 2

The City of **LOWELL** *Altm. Unique Inspiring.*

 ORIGINAL

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.

Application # (if more than one): #2 of 2

Corporation Name: The CAS Foundation

	Site	Full Address	Evidence of Interest Submitted	Evidence of Local Support
1	Dispensing	85 Sam Fonzo Drive, Beverly, MA 01915	Pending purchase and sale agreement Option to Purchase Executed on 11-19-13	Letter of non-opposition Beverly City Council Letter of non-opposition Beverly Mayor
2	Cultivation	1001 Pawtucket Blvd. Lowell, MA 01845	LOI Binding Lease Agreement	Letter of Support Lowell City Manager
3	Processing	1001 Pawtucket Blvd. Lowell, MA 01845	LOI Binding Lease Agreement	Letter of Support Lowell City Manager



ORIGINAL

**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: CAS Foundation

Application # (if more than one): #2 of 2

Attach organizational chart.

2 of 2

 ORIGINAL

Attachment for Exhibit 6.1 - RMD Organizational Chart

Position	Reporting Structure	Full Time Equivalency
RMD Manager (RMDM)	Director of Health Care Services Director of Medical Services Executive Director	1 Per RMD
Compliance Officer (CO)	RMD Manager Executive Director	1
Dispensary Technician (DT)	RMD Manager	2-4 per RMD
Receptionist	RMD Manager	1-2 per RMD
Intake Specialist (IS)	RMD Manager	1-2 part-time
RMD Security Officer	RMD Manager Director of Security	2 per RMD
Cultivation Manager (CM)	Director of Cultivation Executive Director	1
Processing Manager (PM)	Director of Cultivation Executive Director	1
Processing Employee (PE)	Cultivation Manager	2
Cultivators	Cultivation Manager	7
Cultivation Security (CS)	Cultivation Manager Director of Security	2
MIPs Technician	Processing Manager Director of Cultivation	2-4

2 of 2

 ORIGINAL

**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: CAS Foundation

Application # (if more than one): # 2 of 2

Attach evidence of enrollment.

2 of 2

 ORIGINAL

Attachment for Exhibit 6.2 - Evidence of Enrollment with Department of Criminal Justice Information Services (DCJIS)

Cardiac Arrhythmia Syndromes Foundation , Inc - dba - CAS Foundation - RMD Status: **Active**
Account Type(s): **Employer**

Account

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

Account Details

Account Status

Account Status: **Active**
Date First Registered: **11/07/2013** Date Last Renewed:

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

Account Type(s): **Employer**

Organization Name: **Cardiac Arrhythmia Syndromes Foundation , Inc - dba - CAS Foundation - RMD**

Address: **9 Bartlet Street Unit # 335, Andover, MA 01810**

Phone No.: **978-474-8008**

Website: **www.thecasfoundation.org**

2 of 2

 ORIGINAL

**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	Rene' D. Lynch	Dispensary Services
2	Cynthia Stremel	Dispensary Services
3	Natalie A. Barber	Compliance Office
4	James Paul Sipe IV	Cultivation Services
5		
6		

2 of 2

 ORIGINAL

Rene' D. Lynch

[REDACTED]
406-249-7270
rdlynch2003@yahoo.com

Qualifications

- State Licensed Montana Medical Marijuana Provider.
- Owner/Manager of a Medical Marijuana dispensary; a complete understanding of every aspect of the Medical Marijuana industry.
- Intensive study of the horticulture of cannabis.
- Clone, grow, trim and cure the cannabis plant for medical use.
- Manage and maintain patient accounts, daily intakes and all other business data.
- Constant Investigation of state law to ensure compliancy.
- Extensive computer networking experience; A+ Certification, N+ Certification and Microsoft Certified Professional Certification, MCSE
- Completed full server migrations
- Administered various client/server networks and workgroup networks
- Proficient with numerous operating systems/software programs
- Possess excellent communication skills; relate well to all types of people and maintain the ability to search out resources
- Supervisory skills include; Conflict resolution, team building, rated and ranked performance, managed schedules

Education

- FVCC - Attended September 1988 - June 1991 - Associate of Applied Science Degree, Business Administration. Additional credits were earned to apply towards BS Degree. Emphasis placed on Computer Application Software, Records Management, Accounting, Communications and Data Processing. Transcripts are available upon request.
- MSU - Extended Education - Attended March 1996 and April 1997 - Montana Municipal Clerk and Treasurers Institute, completed two years of the three required at the institute for Municipal Clerk and Treasurer certification.
- Continuing Education Workshops - The Exceptional Assistant, Employment Laws, Payroll Reporting, Personnel Management, Employee Productivity, Government Accounting, Developing Budgets, Record Management, Stress Management, Time Management, Information Management, Telephone Etiquette, Communication Skills, Negotiating Techniques, Records Retention, Labor Laws, Dealing with Difficult Attitudes and Becoming Assertive, The ABC's of Kids and Drugs, PC Repair and Maintenance.

Memberships

- **Montana Cannabis Information Association** - A non-profit trade association, dedicated to promoting professionalism, credibility, quality, and vitality in the Cannabis Industry, so as to benefit its members and the citizens of Montana.
- **Montana NORML** - NORML's mission is to move public opinion sufficiently to legalize the responsible use of marijuana by adults, and to serve as an advocate for consumers to assure they have access to high quality marijuana that is safe, convenient and affordable.

2 of 2

 ORIGINAL

Work Experience

- Mommaz One Stop Smoke Shop January 2010 – Present

Owner/General Manager

Manage all aspects of Medical Marijuana dispensary. Clone, transplant, feed and trim all plants, extract plant pollen for edibles, infuse edibles and tinctures, assist patients with state forms, maintain complete compliance to state law by constant investigation into state laws. Dispense medicine to patients, State Licensed Medical Marijuana Provider. Active participant in the MTCIA and Montana Norml.

- Medicine Men, Inc March 2008 – May 2011

Medical Marijuana Technician

Assisted with creation and application of new dispensaries. Worked as laborer, trimmer, grower. Learned each and every aspect of the Medical Marijuana industry from the ground up. Beginning with cleaning and ending in harvesting. Mixing nutrients, trimming plants, trimming flowers, cloning and troubleshooting deficient plants. Remained current on the change of legislation, Volunteer for the Montana Cannabis Information Association.

- Advanced Computer Solutions June 2001 – July, 2008

Owner/General Manager/Technician

Maintain computer systems for various businesses around the valley. Troubleshoot and repair computers and networks, provide software training and develop and manage web pages for clients. Deployed server migrations, installed and managed network services. Throw cabling for new services including punch block installation and crimping RJ45's. Update servers and workstations employing updates and patches. Maintain all financial statements, supervise and delegate employees.

- Flathead Valley Community College October, 1998 – March, 2010

Computer Lab Manager, Instructor

Implemented and managed network consisting of 6 servers and 347 workstations, maintain security and updates. Manage all media throughout the computer labs. Serve as Help Desk technician, perform repairs on computers campus wide. Manage the FVCC computer labs, performing repairs on hardware, assisting students with problem areas of software, researching prices on materials and then submitting to the MIS Department with recommendations. Maintain and install all new software available at the College. Troubleshoot problem software/hardware areas, instruct students and staff on various software programs. Specializing in teaching A+ Certification (PC troubleshooting), Microsoft Office and Microsoft Operating Systems. Microsoft Certified Systems Engineer.

- City of Kalispell October, 1995 – September, 1998

Administrative Coordinator/Network Administrator/Public Works

Responsible for composing and auditing annual budgets and expenditures for 16 different divisions throughout the City Public Works Department. Managed the City Fleet. Approved expenditures for all public works divisions. Balance budget sheets. Substitute for City Clerk, served as a liaison between Administration and Field Personnel. Administered computer network. Information management includes Annual Report for Public Works Director and Capital Improvement reports for Finance and City Council. Worked closely with the Mayor and the City Council for budget planning. Administered Policies and Procedures, conducted interviews, compiled various presentations for Public Works, Finance Department, Mayor and City Council.

References will be furnished upon request.

 ORIGINAL

2 of 2

Cynthia R. Stremel



406-261-7291

originaljuicery@me.com

Qualifications

- Manager of state sponsored Medical Marijuana dispensary; confident in all aspects of the trade.
- Worked with clones, trimming, feeding, watering, spraying, harvesting and curing.
- Complete responsibility for patient intake, filing systems, and renewals.
- Complete understanding of Montana state law, and how to reside in compliance to these laws.
- Comprehensive accountability for Medical Marijuana point of sale software, MMJ menu- A full Medical Marijuana Management system.
- Confident with QuickBooks pro, payroll reports, quarterly premiums, insurance premiums, accounts payable and accounts receivable.
- Fluent in Microsoft office and other software.
- Customer Service skills include; excellent communications, defuse and to calm situations, and ability to appreciate diversity.

Education

- Flathead High School- Attended 1996-2000 -Basic studies, Band member enthusiast- Flute
- Flathead Valley Community College- Attended 2000-20002- Associate of Arts- Executive Secretary
- Continuing Education- Payroll law, marketing structures, and health care insurance billing and claims.

Memberships

- Montana Cannabis Information Association- A non-profit local trade association.
- Montana NORML – Mission to legalize the responsible use of marijuana to adults.

Work Experience

○ *Eden Pharms Dispensary* July 2011 to July 2012
Cooperate Partner/Grow Manager/Bookkeeper
Lease agreements, Human Recourses, Liability Insurance, State Fund Workers Compensation, inventory manager, balance till, cash handler and carrier; Cloning, transplanting, feed schedule, disease analysis, trimming, curing, troubleshooting.

○ *Medicine Men Inc.* July 2008-October 2010
Cooperate Partner and Treasurer
Lease agreements, Human Recourses, Liability Insurance, State Fund Workers Compensation, MMJ menu point of sale, balance till, checking reconciliation, deposits and cash handler and carrier; Cloning, transplanting, feed schedule, disease analysis, trimming, curing, troubleshooting, and marketing.

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ORIGINAL

October 2006 - June 2008

o *Thomas A. Pittaway DMD*

Receptionist/Bookkeeper
Complex detailed goal scheduling, ADA dental code responsive, daily finance monitors built and up kept, generated multiple reports including by not limited to; profit and loss, collections, billing, ect. Multiple tasking abilities including but not limited to; multiple phone lines, patient check in and checkout, billing and insurance claims, ect. Marketing Strategies, Trained HIPPA compliant, Cash carrier, End of Day reconciliation, SoftDent confident, accounts receivable, accounts payable, checking reconciliation, payroll, insurance liabilities, and Workers Compensation.

September 2004- October 2006

o *Cislos Family Restaurant*

Bookkeeper/Waitress
Balance/audit tills, Cash carrier, Quick Books Pro, checking account reconciliation, Set up and maintained Point of Sale system- Restaurant Pro Express, inventory specialist, security system, Payroll, employee draws, account payable, accounts receivable, State Fund Workers Compensation, liability Insurances, Waitress and hostess.

Reference will be furnished upon Request

2 of 2



ORIGINAL

Natalie A. Barber



(978) 412-8336

nataliema66@verizon.net

Objective To help North Shore Progressive Health obtain a Medical Marijuana Permit by offering my operational expertise, computer acumen, as well as my personal initiative, sales abilities, and other related work experience.

Education 1984 North Attleboro High School North Attleboro, MA
1985 Burdett School Boston, MA
Certified executive secretarial program graduate
Recipient of Cortez Peters Award and President's List

Employment 2/12 to Present **Amerprise Financial Services**
Client Service Coordinator
Work closely with clients confidential files, compliance focused. Ensured money managed securely. Heavy emphasis on Operations and Compliance. Worked with a wide array of Computer Systems and Programs

3/08 – 2/12 **Janney Montgomery Scott, LLC.**
Private Client Assistant/Operations
Worked with two top Advisors and their clients. Did all Operations functions, including all cash management functions (heavily regulated), compliance, mail, checks, cancel/rebills, commission changes, as well as all supply ordering for office.

9/99 – 12/07 Ipswich Lanes Ipswich, MA
Proprietor
Actively involved in acquisition process from business plan development and market assessment, through purchase transition. Responsible for all operations, including: customer service, accounting (Quickbooks), stock and inventory, and office management.

4/95 – 6/98 Market America Greensboro, NC
Sales / self-employed
Independent representative for product marketing company. Responsible for all aspects of sales, including: lead generation, prospect meetings, closure, follow-up and retention. High levels of customer satisfaction drove customer maintenance.

4/94 – 9/94 Leach & Garner North Attleboro, MA
Telemarketing Sales (Business-To-Business Only)
Consultative business-to-business sales, specifically targeting retailers such as J.C. Penny's and focusing on jewelry inventories. Developed independent process for locating prospective customers. Worked remotely with little to no supervision.

 ORIGINAL

9/90 – 9/93 Taymor Shoe, Inc. Brockton, MA

Buyer/Assistant Buyer

Directly purchased inventory consisting of men's and women's shoes, active wear, athletic shoes and accessories for all store locations. Participated in marketing trade shows, performed trend analyses, managed pricing including promotional activities and inventory controls within software system.

9/85 – 9/90 J. Baker, Inc Hyde Park, MA

Executive Administrative Assistant

Responsible for company president and limited executive senior staff. Traditional office duties, and: management of lease agreements, selective customer care issues, store promotions and pricing.

References Provided upon request.



James Paul Sipe IV

Education

08/08-12/10

University of San Francisco
Environmental Science

08/97-06/01

University of Delaware
Landscape Horticulture

Work Experience

8/12-Present

Mary Costello Horticulture Philadelphia PA

Estate Gardener

- High-End Estate Gardening in Chestnut Hill district of Philadelphia.
- Head gardener on 7 estates.
- Project manager for long term and short term gardening projects on estates.
- Maintain both well established gardens and newly planted.
- Integrated Pest Management
- Maintain cutting gardens for clients.
- Hardscaping projects using flagstone, fieldstone, and Belgian block.

10/11-8/12

R. S. McDannell Landscape Design San Francisco, CA

Garden Care Manager

- Responsible for maintaining all aspects of clients garden space.
- Irrigation and lighting.
- Installation of new plants.
- Client interactions.
- IPM

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ORIGINAL

04/09-09/11

Nativescapes San Francisco, CA

Owner/Gardener

- Drought tolerant grasses
- Use of water catchment systems
- Specialize in native garden design

08/08-03/09

Rock and Rose Landscapes San Francisco, CA

Lead Gardener

- Maintained gardens throughout S.F.
- Time management
- Irrigation management

05/06-07/08

Mary Costello Horticulture Philadelphia, PA

Estate Gardener

- High-End Estate Gardening in Chestnut Hill district of Philadelphia.
- Head gardener on 7 estates.
- Project manager for long term and short term gardening projects on estates.
- Maintain both well established gardens and newly planted.
- Integrated Pest Management
- Maintain cutting gardens for clients.
- Hardscaping projects using flagstone, fieldstone, and Belgian block.

10/05-04/06

Pacific Nurseries San Francisco, CA

Nursery Manager/Delivery Manager

- Responsible for overseeing the assembly of delivery orders.
- Gained extensive knowledge of botanical nomenclature.
- Managed staff of 6 employees.

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ORIGINAL

12/02-06/05

Compassionate Caregivers Oakland, CA

Managing Director of Horticulture

- Responsible for all day-to-day operations at greenhouses.
- Managed a staff of 40 employees at 3 locations.
- Proven track record of promotion. Started as a greenhouse technician and within 2 years was promoted to my present position.
- Integrated Pest Management.
- Plant Nutrition and Disease Analysis.
- Plant propagation.
- Experience with a wide variety of substrates.
- Extensive practice and knowledge in the following: Management, Inventory Control, and Bookkeeping, Interview processes.

1/02-12/02

Microflora San Francisco Ca

Environmental Scientist

- Site assessment and Analysis.
- Soil and Water Testing
- Laboratory technician.
- Sudden oak death (phytophthora) and pythium analysis.
- Worked on vineyards in Napa and Sonoma Counties.
- Data collection and writing scientific reports for sites.

09/01-09/02

Strybing Arboretum San Francisco Ca

Gardener

- Worked with Master Gardener in the Mexican Highland division.
- Responsible for weeding, planting, pruning, and construction of natural structures in landscapes.

Course work included: Botany, Horticulture, Chemistry, Biology, Entomology, Environmental Science and Management, Computer Science, Risk Analysis and Assessment, Hydrology, and Alternative Energies.

 ORIGINAL

2 of 2

California Qualified Applicators License 2003-2006
OSHA 40 Hour HAZWOPER
Persuing LEED Green Associate Certification
Numerous ongoing horticultural seminars and classes

415-690-9528
jpsiv@yahoo.com

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 ORIGINAL

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.

Application # (if more than one): #2 of 2

Corporation Name: CAS Foundation

Key Benchmarks	Due Date	Person Responsible	Risk Level If Not Completed on Time	Date RMD Opens
Provisional certification	1/31/14	DPH	Moderate	Open to dispense medicine: 6/11/14
Install additional security features	2/10/14	Director of Security	Moderate	
Staff training begins	2/10/14	Directors Of Medical & Health	Low	
Grow Room A and Clone Room prepared for grow equipment	2/11/14	Cultivation Director	Moderate	
Computer network build-out	2/14/14	Director of IT Burns	Low	
Build-out to subdivide grow spaces	2/17/14	Directors of Ops & Facilities	Moderate	
Build recirculating deep water culture system	2/22/14	Cultivation Director	Moderate	
Provisional inspection	2/24/14	Executive Director	Moderate	
Germinate first grow	3/14/14	Cultivation Director	Moderate	
Expand recirculating deep water culture system	3/30/14	Cultivation Director	Moderate	
Germinate second grow	3/30/14	Cultivation Director	Low	
Remaining grow rooms completed	4/1/14	Directors of Cultivation & Facilities	Low	
First harvest	5/26/14	Cultivation Director	High	
Germinate third grow	5/30/14	Cultivation Director	Low	
Drying and curing	6/10/14	Cultivation Director	Very High	
First medicine ready for patients	6/10/14	Cultivation Director	Very High	
Provisional certification	1/31/14	DPH	Moderate	
Staff training begins	2/5/14	Directors Of Medical & Health	Low	
Install additional security features	2/14/14	Director of Security	Moderate	
Computer network build-out	2/18/14	Director of IT Burns	Low	

2 of 2

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	Carpentry and build-out	2/21/14	Directors of Ops & Facilities	Low
	Provisional inspection	2/24/14	Executive Director	Moderate
	RMD begins dispensing medicine	6/11/14	Executive Director	Due Date

Risk Level Explanation

Low up to 7 days tolerance to meet 6/11/14 release goal

Moderate up to 5 days tolerance to meet 6/11/14 release goal

High up to 3 days tolerance to meet 6/11/14 release goal

Very High 1 day to meet 6/11/14 release goal

2 of 2



ORIGINAL

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: CAS Foundation

Application # (if more than one): #2 of 2

Attach sliding price scale.

2 of 2

 ORIGINAL

Attachment for Exhibit 7.12: Proposed Sliding Price Scale

		Percent Discount						
		100%	85%	75%	60%	50%	25%	10%
Terminally ill age 65+		Income of 0% to 100% of Federal poverty line	Income of 100.1% to 200% of Federal poverty line		Income above 200% of Federal poverty line			
Terminally ill up to age 65		Income of 0% to 100% of Federal poverty line		Income of 100.1% to 200% of Federal poverty line		Income above 200% of Federal poverty line		
Non-terminally ill age 65+				Income of 0% to 100% of Federal poverty line		Income of 100.1% to 200% of Federal poverty line	Income of 100.1% to 200% of Federal poverty line	Income above 200% of Federal poverty line
Non-terminally ill up to age 65						Income of 0% to 100% of Federal poverty line	Income of 100.1% to 200% of Federal poverty line	



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