



REVOLUTIONARY CLINICS

Tuesday, April 2, 2019

Alex Mello, Mayor's Marijuana Advisory Committee Liason,

Revolutionary Clinics (RC) is pleased to submit this retail adult-use application to the City of Somerville. RC was named *Best Medical Marijuana Dispensary in New England* by our peers and patients and as such, we are confident we are the best partner to roll-out adult-use in the City of Somerville.

Contents of the flash drive include:

1. This READ ME FIRST document; a roadmap to guide you through the documents we provided.
2. Rev Clinics' Somerville Adult-Use Application:
 - a. Section 1. Business Information
 - b. Section 2. Group B Priority Status: Revolutionary Clinics is a Registered Marijuana Dispensary currently operating in Somerville that will continue selling medicinal products. Enclosed: CCC Final Certificate of Registration to operate a medical marijuana dispensary at 67 Broadway, Somerville.
 - c. Section 3. Operating Information: Question Responses and Narrative
 - d. Section 4. Compliance Information
 - e. Section 5. Property Owner's Certification and Authorization
 - f. Section 6. Applicant's Certification, Acknowledgement, Release and Indemnification, and Wage Theft Statement
 - g. Section 7. Worker's Compensation Insurance Affidavit
3. Architectural Material:
 - a. Site Plans: aerial image, plot plan, conceptual floor plans
 - b. Elevations: existing elevation photo, graphic simulation of proposed elevations
4. CCC Materials:
 - a. Somerville Draft Application:
 - i. Application of Intent Packet
 - ii. Background Check Packet
 - iii. Management and Operations Profile Packet
 - iv. Certificate of Good Standing from the MA Secretary of State
 - b. Fitchburg Submitted and Approved Cultivator and Manufacturer Applications & Licenses

Thank you for the opportunity to apply. Please contact me with and questions or concerns.

Sincerely,

Bert Vining, J.D.

Vice President



CITY OF SOMERVILLE

MARIJUANA ESTABLISHMENT HOST COMMUNITY AGREEMENT (HCA) AND LICENSE APPLICATION

Section 1. Business Information:

Business Legal Name: Revolutionary Clinics II, Inc.
Business DBA, if different: Revolutionary Clinics and/or Rev Clinics
Business Address: 67 Broadway, Somerville, MA 02145
Phone: [REDACTED] Website: www.RevClinics.com
Federal Employer Identification Number (EIN): [REDACTED]

Does the business currently possess any type of marijuana license in Somerville? ☒ Yes ☐ No
If yes, describe: Rev Clinics is a CCC-licensed RMD for medical retail sales

Primary Contact Name: Bert Vining
Mailing Address: [REDACTED] Andover, MA 01810
Email: BertV@RevClinics.org Phone: [REDACTED]

Emergency Contact Name: Richard DiGirolamo, Esq.
Email: digirolamolegal@verizon.net Phone: [REDACTED]

If you would like mail to be sent to a different address, provide alternate mailing information below:

Mailing Contact Name: Bert Vining
Mailing Address: [REDACTED] Andover, MA 01810

Type of Business

Check only one and provide names as indicated:

- ☐ **Sole Proprietor:** Name of Owner: _____
- ☐ **Partnership (inc. LLP):** Name of Partnership: _____
Names of All Partners Who Own More Than 10%: _____

- ☐ **Trust:** Name of Trust: _____
Names of All Trustees Who Own More Than 10%: _____

- ☒ **Corporation:** Name of Corporation: Revolutionary Clinics II, Inc.
Name of President: Keith Cooper
Name of Secretary: Keith Cooper Name of Treasurer: Keith Cooper
- ☐ **LLC:** Name of LLC: _____
Names of All Managers Who Own More Than 10%: _____

- ☐ **Other** (Attach a Description of the Form of Ownership and the Names of Owners)

Type of Establishment

Select all that apply:

- ☒ Marijuana Retailer
☐ Marijuana Cultivator
☐ Craft Marijuana Cooperative
☐ Marijuana Product Manufacturer
☐ Independent Testing Laboratory
☐ Marijuana Research Facility
☐ Other: Describe _____

Section 2. Priority Status

For Marijuana Retailers Only

- ☐ **Group A Priority.** Attach proof that the applicant is 1) an Economic Empowerment Applicant, 2) is owned by Somerville resident(s) or entities with at least 50% of its ownership made up of Somerville residents, or 3) is a cooperatively-owned entity.

An Economic Empowerment Applicant is one who meets **at least 3** of the following criteria:

- 1) A majority of ownership belongs to people who have lived for 5 of the preceding 10 years in an area of disproportionate impact, as determined by the MA CCC;
- 2) A majority of ownership has held one or more previous positions where the primary population served were disproportionately impacted, or where primary responsibilities included economic education, resource provision or empowerment to disproportionately impacted individuals or communities;
- 3) At least 51% of current employees or subcontractors reside in areas of disproportionate impact and by the first day of business, the ratio will meet or exceed 75%;
- 4) At least 51% of employees or subcontractors have drug-related CORI and are otherwise legally employable in cannabis enterprises;
- 5) A majority of ownership is made up of individuals of Black, African American, Hispanic or Latino descent;
- 6) Other significant articulable demonstration of past experience in or business practices that promote economic empowerment in areas of disproportionate impact.

- ☒ **Group B Priority.** Attach proof that your company is a Registered Marijuana Dispensary currently operating in Somerville that will continue selling medicinal products.

- ☐ **No Priority.** All applicants who are not Group A or B should check here.



The Commonwealth of Massachusetts
Executive Office of Health and Human Services
Department of Public Health
250 Washington Street, Boston, MA 02108-4619

CHARLES D. BAKER
Governor

KARYN E. POLITO
Lieutenant Governor

MARYLOU SUDDERS
Secretary

MONICA BHAREL, MD, MPH
Commissioner

Tel: 617-624-6000
www.mass.gov/dph

June 22, 2017

Liberty "Bert" Vining
The Cardiac Arrhythmia Syndromes Foundation, Inc.
1 Oak Hill Road
Fitchburg, MA 01420

Re: Final Certificate of Registration for a Registered Marijuana Dispensary for
a Dispensary in Somerville and a Cultivation and Processing site in Fitchburg

Dear Mr. Vining,

The Department of Public Health ("DPH") is writing to inform you that a Final Certificate of Registration as a Registered Marijuana Dispensary has been approved for The Cardiac Arrhythmia Syndromes Foundation, Inc. (the "RMD"). No sales may occur until the RMD has satisfied all of the conditions detailed below.

The Final Certificate of Registration is subject to the following conditions:

1. The approval is granted based upon the information submitted by the RMD on its initial application and all additional documents submitted to DPH as of the date of this letter.
2. Acceptance of the Final Certificate of Registration constitutes an agreement by the RMD that it will adhere to the practices, policies, and procedures that are described in the application materials, DPH Regulations implementing the Humanitarian Medical Use of Marijuana Act, 105 CMR 725.000, et seq. ("DPH Regulations"), as well as all relevant laws, regulations, and any conditions imposed by the Department as part of registration, including, but not limited to, the requirement to operate on a non-profit basis for the benefit of registered qualifying patients and ensure that revenue of the RMD is used solely in furtherance of its non-profit purpose.
3. DPH shall have the discretion to initiate inspections and audits of the RMD to ensure the RMD is complying with all applicable state regulations and local codes, bylaws, and ordinances. Some inspections will be scheduled with the RMD and others will be unannounced. Inspections will begin immediately. No sales may occur until the RMD has completed all applicable inspections to the satisfaction of DPH.
4. The RMD shall cooperate with and provide information to DPH inspectors, agents and employees upon request.

5. Thirty days prior to any transportation of marijuana or MIPs, the RMD must notify DPH and schedule an inspection of the vehicle, equipment, manifest and any other items relevant to the transportation of marijuana. The RMD must have the vehicle and all equipment described in the Regulations and the RMD transportation policy and procedure as required by 725.105(A), including a Global Positioning System ("GPS"), secure form of communications, camera for taking pictures of inventory, and locked compartment. No transportation of marijuana or MIPs may occur until DPH has inspected these items to its satisfaction.
6. Thirty days prior to any sale of marijuana, the RMD must notify DPH and schedule a review of any and all patient education material required pursuant to 725.105(K). No patient education materials may be distributed and no sales may occur until DPH has inspected these items to its satisfaction.
7. Within thirty days of receiving the Final Certificate of Registration, the RMD must schedule a review with DPH, which will include a review of all written materials, including but not limited to the packaging and labeling materials required by 105 CMR 725.105(E). No sales may occur until DPH has inspected these items to its satisfaction.
8. The RMD shall conduct all activities authorized by the 105 CMR 725.000, et seq., at the addresses identified on the Final Certificate of Registration issued by the Department:

Cultivation: 1 Oak Hill Road, Fitchburg, MA 01420
Processing: 1 Oak Hill Road, Fitchburg, MA 01420
Dispensing: 67 Broadway Street, Somerville, MA 02145
9. No operations are permitted at any other locations, except surveillance activities in accordance with 725.100(C)(7) and 105 CMR 725.110(D).

The Final Certificate of Registration may not be assigned or transferred without prior Department approval. The Final Certificate of Registration shall be null and void if the RMD ceases to operate, or if, without the permission of the Department, it relocates. The Final Certificate of Registration must be posted conspicuously at your retail dispensary and cultivation/processing sites.

Your Final Certificate of Registration is subject to the aforementioned conditions as well as all applicable regulations. Please contact the Medical Use of Marijuana Program with any questions at RMDCompliance@state.ma.us.

Sincerely,



Monica Bharel, MD, MPH
Commissioner

Massachusetts Department of Public Health



The Commonwealth of Massachusetts

DEPARTMENT OF PUBLIC HEALTH

REGISTERED MARIJUANA DISPENSARY

FINAL CERTIFICATE OF REGISTRATION


In accordance with the provisions of Chapter 369 of the Acts of 2012, and 105 CMR 725.000 et seq., a final certificate of registration is hereby granted to:

The Cardiac Arrhythmia Syndromes Foundation, Inc.
for the operation of a Registered Marijuana Dispensary (RMD).

Certificate of Registration Number: 015

RMD Permitted to Operate at the Following Addresses

Cultivation: 1 Oak Hill Road, Fitchburg, MA 01240
Processing: 1 Oak Hill Road, Fitchburg, MA 01240
Dispensing: 67 Broadway Street, Somerville, MA 02145



Monica Bharel, MD, MPH | Commissioner
Department of Public Health

6/26/17
Date Issued

This Final Certificate of Registration is subject to conditions listed in a separate document on file with the Department of Public Health and available for review at www.mass.gov/medicalmarijuana

POST CONSPICUOUSLY

Section 3. Operating Information

The following section asks you to describe your business operations and alignment with the city's values. For each question, please be as specific as possible. You may attach additional pages to respond to these questions if needed.

1. Describe how the Applicant will help monitor the health impacts of recreational marijuana in their neighborhood and on local youth.

(Please see detailed response on the following pages.)

-
2. Describe how the Applicant will prevent and educate youth and families about the dangers of underage exposure to, and the consumption of, recreational marijuana. Describe how the Applicant will sustain these efforts over time.

(Please see detailed response on the following pages.)

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3. Describe how the Applicant will inform customers about restrictions on public consumption and workplace use, the risks of second-hand smoke, and dangers of operating a motor vehicle while impaired.

(Please see detailed response on the following pages.)

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4. Describe how the Applicant will market its products, including, but not limited to, broadcast, print, and online advertising, direct-response advertising, social media, and signage.

(Please see detailed response on the following pages.)

-
5. Describe the sources of the Applicant's inventory or manufacturing materials.

(Please see detailed response on the following pages.)

-
6. Describe how the Applicant will package and label products at the point of sale.

(Please see detailed response on the following pages.)

-
7. Describe who the Applicant will employ, and the wages and benefits that will be provided

(Please see detailed response on the following pages.)

-
8. Describe how the Applicant will use sustainable green practices and renewable energy sources.

(Please see detailed response on the following pages.)

-
9. Describe how the Applicant will further each of these Somerville values.

- a. Celebrating the diversity of our people, cultures, housing and economy.

(Please see detailed response on the following pages.)

-
- b. Fostering the unique character of our residents, neighborhoods, hills and squares, and the strength of our community spirit as expressed in our history, our cultural and social life, and our deep sense of civic engagement.

(Please see detailed response on the following pages.)

-
- c. Investing in the growth of a resilient economic base that is centered around transit, generates a wide variety of job opportunities, creates an active daytime population, supports independent local businesses, and secures fiscal self-sufficiency.

(Please see detailed response on the following pages.)

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- d. Promoting a dynamic urban streetscape that embraces public transportation, reduces dependence on the automobile, and is accessible, inviting and safe for all pedestrians, bicyclists and transit riders.

(Please see detailed response on the following pages.)

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- e. Building a sustainable future through strong environmental leadership, balanced transportation modes, engaging recreational and community spaces, exceptional schools and educational opportunities, improved community health, varied and affordable housing options, and effective stewardship of our natural resources.

(Please see detailed response on the following pages.)

-
- f. Committing to continued innovation and affirmation of our responsibility to current and future generations in all of our endeavors: business, technology, education, arts and government, including your neighbors (within 300 feet), City youth, and the City as a whole.

(Please see detailed response on the following pages.)

Section 3: Responses to Application Questions

Revolutionary Clinics: Retail Adult-Use License Application for 67 Broadway, Somerville

1. **Describe how the Applicant will help monitor the health impacts of recreational marijuana in their neighborhood and on local youth.**
 - a. There are many reasons why Revolutionary Clinics was voted the ***Best Medical Dispensary in New England*** at NECANN on March 22, 2019. Our operations are the best in the business. We have the amazing people, an outstanding customer experience, top-notch customer service, a full spectrum of premium products, a welcoming environment, dynamic educational offerings, tireless advocacy, generous affinity programs and a fervent passion for helping others. These are the reasons why RC is a great partner to the City of Somerville. We are committed to negating the negative impacts of recreational marijuana on the neighborhood and local youth.
 - b. RC has created a Community Advisory Board (CAB) and donated \$10,000 to the CAB to support the local community and proactively address the health impacts of recreational marijuana in East Somerville, local youth and beyond. We will work closely with all groups to ensure we are fulfilling our mission of being a great neighbor and positively impacting the community. The CAB will be a conduit to the community to hear their concerns and address issues. CAB members include: East Somerville Main Streets (which we are also an annual sponsor), Teen Empowerment, The Welcome Project, Somerville Homeless Coalition (Project Soup), Groundwork Somerville, and other members are pending. A primary objective of the CAB is to monitor the health impacts of recreational marijuana in the neighborhood and on local youth and to proactively do all we can to mitigate any negative impacts on the community, especially youth and those at-risk of addiction.
 - c. We will be available to work with the Somerville Department of Health and Human Services to assist in their efforts to help mitigate negative effects however we can.
 - d. Rev Clinics has a detailed strategy to inform customers about restrictions on public consumption and workplace use, the risks of second-hand smoke, and dangers of operating a motor vehicle impaired.
2. **Describe how the Applicant will prevent and educate youth and families about the dangers of underage exposure to, and the consumption of, recreational marijuana. Describe how the Applicant will sustain these efforts over time.**
 - a. Rev Clinics has a detailed strategy to prevent abuse and diversion and to educate youth and families about the dangers of underage exposure to, and the consumption of, recreational marijuana. This strategy includes:
 - i. Educational events with partners and experts such as the Massachusetts Patients Advocacy Alliance, MCR Labs, C3RN, The Green Nurse Group, Alternative Treatment for Veterans and other veterans' organizations, and many

- other groups. We make every effort to reach a large audience to address responsible use and the risks and warnings associated with cannabis use.
- ii. Rev Clinics works with these partners to hold off-site educational events to educate patients, consumers, and the general public about cannabis; including the dangers of underage exposure to, and the consumption of, recreational marijuana.
 - iii. We provide educational materials to all that ask that provide strategies on:
 1. How to talk to you kids about marijuana
 2. Why minors must avoid marijuana
 3. The risks of marijuana use
 4. Safe storage of marijuana strategies
 5. What to do in case of accidental ingestion of marijuana
 - b. RC's Community Advisory Board is another vehicle we use to educate the public through partner outreach and education through programs we fund. The CAB will allow us to proactively monitor and address the health impacts of recreational marijuana on local youth in East Somerville and beyond.
 - i. We work with nonprofits who are represented in our Community Advisory Board, including: East Somerville Main Streets, Teen Empowerment, Groundwork Somerville and The Welcome Project to help monitor the effects of cannabis on youth and the local community and to provide education and outreach to these groups in an effort to keep cannabis off the streets and away from kids.
 - c. Our website, www.RevClinics.com has detailed warnings, legal info, safety and responsible use data. In the store, information will be posted to warn parents and families about the dangers of marijuana. This data is also contained in our patient handbook that is provided to all patients on their first visit.
3. **Describe how the Applicant will inform customers about restrictions on public consumption and workplace use, the risks of second-hand smoke, and dangers of operating a motor vehicle while impaired.**
- a. All patients and customers are provided with our website and patient handbook that both have important information that informs customers about restrictions on public consumption and workplace use, the risks of second-hand smoke, the dangers of operating a motor vehicle while impaired and the risks to minors. Both the website and patient handbook detail the risks and warnings of cannabis consumption as well as updates on how the new laws affect cannabis consumers.
 - b. We have invested in two billboards on route 93 in Somerville with the Public Service Announcement message, "Don't Drive High" as a way to get this important message out and to let our customers and the community know that we take the law and public safety seriously. Public Service Announcements via billboards and other means will be an ongoing priority.
 - c. RC has created an ongoing employment position called *Wellness Consultant*, whose primary role is to educate patients and customers. During a customer's first visit they meet with the Wellness Consultant who will discuss the various products and ingestion

methods, responsible use, dosage information, safe storage strategies, and appropriate warnings. Patients are free to schedule a consult with a Wellness Consultant at any time with various methods including: in-person, via phone, text, email, etc.

- d. We provide customers with data on product package labels that contains the CCC-mandated warnings, disclaimer language and product safety information. Product labels have a CCC-mandated symbol that shows the product contains THC and language that states the product contains THC as a warning to keep away from minors and prohibited persons, and that products containing THC should not be consumed while pregnant.
- e. We educate all customers that they can call our store, email us, or come in to visit to have their questions answered. Rev Clinics consistently updates our standard operating procedures to incorporate best practices addressing the latest safety data.
- f. Third-party addiction and support resources are made available to all customers both online and in-store.
- g. Our website, www.RevClinics.com has detailed warnings, legal info, safety and responsible use data.
- h. Patients and customers are warned that if they are caught violating the law and/or consuming cannabis on our property or in the neighborhood they will be banned from entering our facilities and reported to authorities as appropriate. We regularly monitor our property and the immediate neighborhood to ensure that no one is consuming cannabis products illegally.

4. **Describe how the Applicant will market its products, including, but not limited to, broadcast, print, and online advertising, direct-response advertising, social media, and signage.**

- a. Revolutionary Clinics will be compliant with all advertising, marketing, and sponsorship regulations of 935 CMR 500.000.
- b. All marketing activities will be prohibited from;
 - i. Advertising, marketing and branding by means of television, radio, internet, mobile applications, social media, or other electronic communication, billboard or other outdoor advertising, or print publication, unless at least 85% of the audience is reasonably expected to be 21 years of age or older as determined by reliable and current audience composition data;
 - ii. Advertising, marketing, and branding that utilizes statements, designs, representations, pictures or illustrations that portray anyone younger than 21 years old;
 - iii. Advertising, marketing, and branding including, but not limited to, mascots, cartoons, brand sponsorships and celebrity endorsements, that is deemed to appeal to a person younger than 21 years old;
 - iv. The use of vehicles equipped with radio or loud speakers for the advertising of marijuana;
 - v. Advertising, marketing, and branding at, or in connection with, a charitable, sporting or similar event, unless at least 85% of the audience is reasonably expected to be 21 years of age or older, as determined by reliable, current audience composition data;

- vi. Operating a website that fails to verify that the entrant is 21 years of age or older;
 - vii. Any advertising, marketing, and branding materials for marijuana products that fails to contain the standard health warning developed by the DPH or CCC;
 - viii. Any advertising of an improper or objectionable nature including, but not limited to, the use of recipe books or pamphlets for marijuana products which contain obscene or suggestive statements;
 - ix. Advertising, marketing or branding of marijuana products on clothing, cups, drink holders, apparel accessories, electronic equipment or accessories, sporting equipment, novelty items and similar portable promotional items;
 - x. Signs or other printed matter advertising any brand or kind of marijuana product that are displayed on the exterior or interior of any licensed premises wherein marijuana products are not regularly and usually kept for sale.
- c. Most of Revolutionary Clinics marketing focuses on brand and mission and not necessarily on products. Our products are primarily marketed via:
- i. Our website: www.revolutionaryclinics.org, and third-party websites such as Leafly and Weedmaps.
 - ii. Educational videos that can be found on our website.
 - iii. A brochure that we use specifically as a showcase for wholesale opportunities and as a reference tool at tradeshows and conferences.
 - iv. A newsletter to customers that have opted-in to be contacted twice a week as well as occasional text messages.
 - v. Social media including Instagram, Facebook and Twitter
 - vi. Educational events staged at our dispensary
 - vii. In-store signage and display
 - viii. Ads in various magazines that have a readership that is at least 85% over age 21.
- d. We will market the Revolutionary Clinics brand and mission in all of the above mediums (i-vii) along with a limited amount of:
- i. Print advertising
 - ii. Outdoor advertising (currently a public service announcement about not driving under the influence)
 - iii. Digital advertising
 - iv. Sponsorships
 - v. Podcasts
 - vi. Potentially on radio and TV as it becomes available
- e. In all cases our advertising mediums and messaging will comply with the published CCC guidelines and restrictions.
- f. We will not market to children or in places where children regularly congregate
- g. We will place advertisements only in publications where at least 85% of readers are over age 21.

5. Describe the sources of the Applicant's inventory or manufacturing materials.

- a. RC was awarded an Adult-Use Cultivation and Manufacturing license by the CCC on January 25, 2019. The bulk of our products, estimated to be at least 90% of our goods

sold, will come from our Fitchburg facility. In the event we cannot meet demand, we will wholesale products only from CCC-licensed Massachusetts operators.

- b. All RC products are manufactured at our CCC-approved Cultivation and Manufacturing facility at 1 Oak Hill Road, Fitchburg, MA. Products are shipped from Fitchburg in their final container and no processing or packaging is done at the retail facility, preventing odors from becoming an issue. This also minimizes the risk of diversion.
- c. Types of Products to be Sold: Revolutionary Clinics' experienced cultivation, production and culinary staff will use the latest and safest methods to grow and infuse medicine into delicious, health-conscious products in compliance with applicable provisions of 935 CMR 500.150. These products will include:
 - i. Flower products: a full spectrum of varied potency flower will be offered in indica, sativa, hybrid, and CBD-dominant strains to meet patient and consumer demand.
 - ii. Marijuana-infused Products (MIPs) will be sold in many varieties. Please note that all products are not designed or shaped in ways that attract children:
 - 1. Edibles: Candy, mints, chocolates, fruit chews, lozenges, baked goods and snacks, honey, peanut butter, hazelnut spread, cooking oils, etc.
 - 2. Topical products: salves, lotions, lip balms, patches, etc.
 - 3. Sublingually administrable products: tinctures, dissolvable strips, etc.
 - 4. Concentrate products: rosin, oil, wax, shatter, distillate, live resin, etc.
 - 5. Accessories and Implements of Usage: pipes, vaporizers, papers, grinders, etc.

6. **Describe how the Applicant will package and label products at the point of sale.**

- a. All products arrive at the retail facilities from RC's Cultivation and Manufacturing facility in Fitchburg, MA. These products arrive sealed, labeled with testing results in their final package. No package or processing is done at the retail facility. At the point of sale, a final sticker is added to the package that includes: the patient or customer's name, the selling dispensary name, RMD #, RMD address, RMD contact info, and date of sale.
- b. All products are not designed or shaped in ways that attract children.
- c. We provide customers with data on product package labels that contains the CCC-mandated warnings, disclaimer language and product safety information. Product labels have a CCC-mandated symbol that shows the product contains THC and language that states the product contains THC as a warning to keep away from minors and prohibited persons, and that products containing THC should not be consumed while pregnant.

7. **Describe who the Applicant will employ, and the wages and benefits that will be provided**

- a. Revolutionary Clinics is an Equal Opportunity Employer and does not tolerate unlawful discrimination in its employment practices. No question on our application is used for the purpose of limiting or excluding an applicant from consideration for employment on the basis of his or her race, religion, color, sex (including pregnancy), age, ancestry, national origin, disability, sexual orientation, gender identity, military status, genetic information, or any other protected status under applicable federal, state, or local law.

- b. Revolutionary Clinics will make reasonable accommodations for qualified individuals with known disabilities, unless doing so would result in an undue hardship. This policy governs all aspects of employment, including, but not limited to, selection, job assignment, compensation, discipline, termination, and access to benefits and training.
- c. We are committed to equal employment opportunity in all aspects of employment, including, but not limited to, hiring, promotion, salary, benefits, and other terms and conditions of employment and discharge.
- d. We make every effort to hire from within by giving promotions to qualified individuals.
- e. RC will make efforts to advertise job openings in the areas of Somerville more economically disadvantaged as well as ensure that advertisements are published in Spanish, Portuguese, and Creole. RC will hire individuals formally incarcerated for marijuana offences as well as commit to using best efforts and all available resources to employ at least 30% of their staff that fall under any of the following categories:
 - i. Somerville residents of African American decent
 - ii. Somerville residents of Latino decent
 - iii. Somerville resident veterans
 - iv. State-approved Economic Empowerment Applicants
 - v. Individuals formally incarcerated for a marijuana offence
- f. The medical dispensary at 67 Broadway currently employs 17 full-time employees. Four employees, or 24% of the total, are Somerville residents. Due to our hiring preference for Somerville residents we anticipate the number of City residents will grow as we expand into adult-use sales. Under our proposed plan we will have 40 employees total for both medical and adult-use operations. We will continue our hiring preference for Somerville residents.
- g. Revolutionary Clinics' Employment Statistics:
 - i. Total Employees: 88 (Includes all personnel in Somerville, Cambridge and Fitchburg)
 - ii. Total employees working in our Somerville store: 17
 - iii. Total Somerville residents working in our Somerville store: 4 of 17 (24%)
 - 1. Our goal is to increase this percentage to at least 30% within 90 days.
 - iv. Minority employees: 30 of 88 (34%)
 - v. Female employees: 31 of 88 (35%)
 - vi. Veterans: 5 (6%)
 - vii. LGBTQ+ employees: Numbers are not available for the number of LGBTQ+ employees but they are well represented at RC as we ensure our staff reflects the communities in which we serve.
 - viii. Employees living in *Areas of Disproportionate Impact*: 26 (30%)
 - 1. Boston: 7; Fitchburg: 7; Lynn: 2; Worcester: 3; Brockton: 2; Revere: 1; Haverhill: 1.
- h. Wages:
 - i. Minimum wages for RC's retail employees is \$15.00/hour for reception and \$19.23/hour for patient advocates and reception. This is based on expected earnings of \$40,000/year. All employees are expected to work 40 hours per week. Overtime is available on a limited basis as needed.

- ii. Starting salaries for Managers is \$65,000 per year and senior managers can earn \$85,000.
- i. Benefits:
 - i. RC pays 65% of health insurance premiums for all employees.
 - ii. RC also provides optional dental insurance.
 - iii. We have at least two employee appreciation events per year.
 - iv. Employee discounts of 30% are offered to all employees.
 - v. We provide training for upward mobility and make every effort to hire from within.

8. Describe how the Applicant will use sustainable green practices and renewable energy sources.

- a. Revolutionary Clinics boasts one of the greenest and most environmentally responsible cultivation and manufacturing facilities in the world. The Fitchburg facility is the only one in Massachusetts that uses LED lights for 100% of cultivation which saves electricity and capital. The facility also has 19 geothermal wells that each go from 1,600' – 2,000' into the ground to pull out cold water which is used to liquid-cool the LED lights. Heat exchangers capture the heat at the other end to use the now heated water that cooled the lights to heat the building and for hot water. We were recently awarded a \$470,000 check from our utility provider for being so environmentally efficient.
- b. Whenever possible, we carefully select packaging products that are either recyclable, biodegradable, or compostable.
- c. RC created the *RevReCycle* program where patients and customers are rewarded with a credit on their purchase for recycling their clean, used packages at the retail stores.

9. Describe how the Applicant will further each of these Somerville values:

- a. Celebrating the diversity of our people, cultures, housing and economy.
 - i. RC employs qualified staff that reflects the communities we serve. We are proud to have employees from all walks of life, cultures, races and orientations.
 - ii. RC has joined East Somerville Main Streets (ESMS) as an annual sponsor. We regularly join ESMS in celebrating Somerville's people, cultures, housing and economy by sponsoring and participating in local events such as Carnavalé, A Taste of Somerville, Spring and Fall cleanups, murals, and other events.
 - iii. Where the number-one contributing factor to patients avoiding medical cannabis is the affiliated price, we created the most generous affinity programs and discounts in the Commonwealth for patients and customers to ease the financial burden of purchasing our products when insurance will not cover the cost. Discounts include:
 - 1. 10% off for economically disadvantaged persons and people on MassHealth;
 - 2. 20% off for veterans and 40% off for 100%-disabled veterans;
 - 3. Special discounts for seniors and those with terminal illnesses such as cancer;

4. A rewards programs where you get a 5% back as credit towards future purchases. Double-rewards points Wednesdays have become our busiest day of sales.
 5. And many other specials and promotions.
- b. Fostering the unique character of our residents, neighborhoods, hills and squares, and the strength of our community spirit as expressed in our history, our cultural and social life, and our deep sense of civic engagement.
- i. RC hires staff that reflects the community in which we serve. Customers appreciate coming into the store to be helped by someone they can relate to.
 - ii. RC is poised to launch our “Rev Access” card that promotes discounts to local businesses like Vinny’s and Redbones BBQ to our customers.
 - iii. We offer regular events for customers and neighbors where we provide catered food from local Somerville eateries.
 - iv. We partner with local groups such as ESMS and the Welcome Project for culturally-specific programming made possible by our donations.
 - v. RC has joined East Somerville Main Streets (ESMS) as an annual sponsor. We regularly join ESMS in celebrating Somerville’s people, cultures, housing and economy by sponsoring and participating in local events such as Carnavale, A Taste of Somerville, Spring and Fall cleanups, murals, and other events.
 - vi. In the spirit of Somerville, we regularly host charity funding drives for local organizations that support people with epilepsy, cancer, homelessness and hunger.
 - vii. We love the neighborhood, its character and our neighbors. We are here to help those in need in any way we can. When we are able to sell under the adult-use designation and we become profitable, you can be certain that we will spread more wealth within the community. We love it here!
- c. Investing in the growth of a resilient economic base that is centered around transit, generates a wide variety of job opportunities, creates an active daytime population, supports independent local businesses, and secures fiscal self-sufficiency.
- i. Given that RC is open during the day, seven days per week, we create foot traffic in East Somerville that is much needed for local businesses.
 - ii. RC has created a partnership program called *Rev Access* in which we team-up with local business to drive our customers to their stores with incentive programs. Patients and customers can bring their receipts from our store to local restaurants and merchants for discounts and special promotions. Partners include Vinny’s Restaurant, Ola Café, Redbones, Taco Loco and others. Pending partners include Rincon Mexicano, Mudflat Pottery and others. This initiative helps us drive customers to local establishments for lunch and dinner and helps combat stagnant mid-day traffic by supporting independent local businesses.
 - iii. We will also offer training programs and job fairs to help Somerville residents find careers in the industry to gain meaningful and lasting employment options.

- iv. We give hiring preference to Somerville residents and our jobs range from unskilled to highly skilled with above market and above industry pay scales.
- d. Promoting a dynamic urban streetscape that embraces public transportation, reduces dependence on the automobile, and is accessible, inviting and safe for all pedestrians, bicyclists and transit riders.
 - i. At great expense, we have renovated the property to maintain its original neighborhood, homey character and to improve the overall neighborhood appearance. The maintenance of our newly renovated facade improves the local image as we are one of the first properties people see as they enter Somerville via Broadway.
 - ii. We encourage the use of public transportation and notify customers of public transportation options in our store and on our website.
 - iii. RC has made the investment to provide a handicap-accessible ramp to allow wheelchairs easy access to the facility. Many of our customers will only come to our store due to our customer service and ease of accessibility.
 - iv. We made every effort to select this location that is easily accessible without taking an automobile. We are within a 5-minute walk from the Sullivan Square MBTA station, there is a bus stop outside the front door and there are MBTA bus lines that connect in Sullivan Square. There are also four Blue Bike Stations within a 2-minute walk. The building is serviced by fifteen on-site parking spaces, on-street metered parking as well as additional municipal parking lots within walking distance. We have City bike racks outside the front door and we are also installing additional bike racks on our property for customers.
 - v. This site is located within the Medical Marijuana Overlay District; and is located within the Business BB Zoning District. RC secured this site after investing significant effort and resources to comply with the provisions of the Somerville Zoning Ordinance and Map.
- e. Building a sustainable future through strong environmental leadership, balanced transportation modes, engaging recreational and community spaces, exceptional schools and educational opportunities, improved community health, varied and affordable housing options, and effective stewardship of our natural resources.
 - i. Rev Clinics has the most environmentally responsible cultivation and manufacturing facility in MA with all-LED grow lights, geothermal wells to liquid-cool the LED grow lights; heat exchangers use the hot water at the other end to heat the building and for hot water before water is returned to the ground in this closed-loop system; water is conserved via automated feeding and fertigation systems that save resources including energy, water, labor and capital.
 - ii. As mentioned above, whenever possible, we carefully select packaging products that are either recyclable, biodegradable, or compostable.

- iii. RC created the *RevReCycle* program where patients and customers are rewarded with a credit on their purchase for recycling their clean, used packages at the retail stores.
- iv. We will support CAB member Groundwork Somerville to help improve the neighborhood environment via charitable giving and volunteering.
- v. We have sponsored mural projects to improve the beauty of the communities in which we serve.
- vi. To help beautify the area, we have installed gardens in front of our building and on the Pennsylvania Avenue side of the property. We also maintain the sidewalks in front of and on the side of our property.
- vii. We promote the use of public transportation to our customers and incentivize our staff to use public transportation by subsidizing MBTA passes by 50% to all staff.
- viii. We have and will continue to offer programs that give a discount for people that ride their bicycles to our Somerville location. We will also help them park their bikes in a safe location and our security will keep a watchful eye on them while they visit our store.
- f. Committing to continued innovation and affirmation of our responsibility to current and future generations in all of our endeavors: business, technology, education, arts and government, including your neighbors (within 300 feet), City youth, and the City as a whole.
 - i. Business: We support local business via our partnership program to drive business to local merchants. After working closely with the Director of East Somerville Main Streets, we understand that lunch-time traffic in East Somerville is limited so we created a partnership program to drive our patients and customers to support our neighbors. We regularly create promotions which incentivize our customers to support neighborhood restaurants and stores through discounts and other incentives such as customer loyalty points and other means. A vibrant business community is important to us and Somerville and we do what we can to help without having to be asked as a proactive organization.
 - ii. Technology: RC is an innovative company and we use the latest technology to ensure we maximize efficiency, maintain compliance, and employ the most environmentally responsible practices. Our investments in technology has prevented reporting errors to the DPH and CCC and help us to be compliant.
 - iii. Education: RC is constantly employing initiatives to help educate our customers and the community as a whole. Every week RC offers classes on health-related topics to customers and the community. Classes are led by our team and also by unaffiliated groups and nonprofits to educate patients, customers and the general public on improving health and healthy lifestyles. We also support education through donations to our Community Advisory Board. We also

produce and air regular educational videos which all can be found on our website.

- iv. Arts: RC is passionate about supporting the Arts. Every month RC hosts a local artist's works in our facility for "Artist of the Month". This allows us to support a local artist to help them expose their works to a wider audience. We give 100% of any art proceeds directly to the artist. We have also sponsored mural projects to beautify the community. We will continue to support the Arts via donations to our Community Advisory Board.
- v. Government: Bert Vining, Vice President of External Affairs regularly communicates with Ward 1 Alderman, Matt McLaughlin. Alderman McLaughlin has been helpful in keeping us up-to-date on Somerville's priorities, finding members for RC's Community Advisory Board (CAB), sharing neighborhood concerns, recommending candidates for employment, and ensuring that we are great neighbors by working closely with the CAB and fulfilling our mission to be a great neighbor.
- vi. Neighbors: RC has made great efforts to fulfill our mission to be the best neighbor possible. We listen to neighbors' concerns and make every effort to be responsive. All summer long we host customer appreciation events every Friday where we have a BBQ and neighbors are invited to attend these free events which are held in our parking lot. This has been a great way to meet the neighbors, make friends, share stories and make ourselves available to hear any issues that neighbors may have. We've made many friends in the community and they have learned that we can be trusted to live up to our word because we have proven that we listen and react appropriately.
- vii. City youth: We have a responsibility to prevent diversion of our products into the hands of minors. We print warnings in our patient handbooks and on our labels that remind patients and customers to keep marijuana away from minors and that it is a crime to provide cannabis to minors. We have also teamed up with Teen Empowerment and Groundwork Somerville to learn more about the issues facing minors and how we can help. We also support City youth via anonymous donations to Teen Empowerment and other civic groups that support youth populations.
- viii. The City as a whole:
 - 1. Our mission and our commitments are to be the best possible neighbor in the communities in which we serve. RC is proud to make positive contributions to the City; not only through our host community agreement but also through volunteer efforts, charitable giving and community outreach.

2. RC is pleased to dedicate 3% of gross profits to the City's Health and Human Services Department for drug education and treatment programs in Somerville.
3. RC has made a significant investment in the property and our business and we will never do anything to jeopardize our standing.
4. RC's Plan for Positive Impact will support the City as a whole. See the Plan for Positive Impact in the Section 3: Operating Information Narrative/Business Plan that follows this response.

Section 4. Compliance Information

Each individual (e.g. partner, trustee, manager) with a 10% or greater ownership stake in the business must complete a separate copy of this form.

Owner's Name: CDS Trust Ownership Stake (%) 12.07%

1. Has the Owner ever obtained a marijuana-related license in any jurisdiction? ☐ Yes ☒ No

If yes, explain: _____

2. Has the Owner ever had any type of license denied, revoked or suspended in any jurisdiction? ☐ Yes ☒ No

If yes, explain: _____

3. Has the Owner ever received a Notice of Violation in any jurisdiction? ☐ Yes ☒ No

If yes, explain: _____

4. Has the Owner been in compliance for the last 3 years (or since being in business in Massachusetts, whichever is less), and is the applicant currently in compliance, with all laws and regulations of the State of Massachusetts? ☒ Yes ☐ No

If no, explain: _____

5. Has the Owner been in compliance for the last 3 years (or since being in business in Somerville, whichever is less), and is the applicant currently in compliance, with all laws and regulations of the City of Somerville? ☒ Yes ☐ No

If no, explain: _____

6. Has the Owner been charged in any jurisdiction with any form of wage theft in the last 3 years? ☐ Yes ☒ No

If yes, explain: _____

Section 5. Property Owner's Certification and Authorization:

If the property has more than one owner, each owner must sign a copy of this form:

Street Address of Business Location: 67 Broadway, Somerville, MA

Zoning District and Overlay District, if any: Marijuana Overlay District

Assessor's Map 102 Block D Lot 18 Ward 1

Property Owner's Legal Name: 67 Broadway Realty Trust

Property Owner's Mailing Address (with zip code): PO Box 281, Somerville, MA 02143

Property Owner's Type of Business (Check Only One and Provide the Names Indicated):

☐ **Sole Proprietor:** Name of Owner: _____

☐ **Partnership (inc. LLP):** Name of Partnership: _____

Names of All Partners Who Own More Than 10%: _____

☒ **Trust:** Name of Trust: 67 Broadway Realty Trust

Names of All Trustees Who Own More Than 10%: Ralph DiGirolamo, Trustee

☐ **Corporation:** Name of Corporation: _____

Name of President: _____

I certify that:

- ☒ I am the property owner or that I am duly authorized to act as an agent for the property owner, for the property located at 67 Broadway, Somerville, MA 02145.
- ☒ Revolutionary Clinics II, Inc. (legal name of Applicant) has been authorized by me to develop and use the property listed above for the purposes indicated in this application.
- ☒ I will permit any officials representing the City to conduct site visits on the property in connection with this Application and, if approved, this Applicant's business.
- ☒ Should the ownership of this property change before the City has acted on this Application, I will provide updated information and new copies of this signature page.

Owner Signature: [Signature] Date: 4/1/2019

Print Name: Ralph DiGirolamo

Title (Owner, President, Agent, Etc.): Trustee

Email: [Redacted] Phone: [Redacted]

Section 6. Applicant's Certification, Acknowledgment, Release and Indemnification, and Wage Theft Statement

I certify that I am the Applicant or that I am duly authorized to act as an agent for the Applicant.

I certify that all of the information on this application is true and accurate, and that any information found to be false or misleading will result in the forfeiture of this license and may result in a one-year wait before a new application can be submitted, as well as criminal prosecution.

I certify that I will make no changes to any component of the business plan described in this application without written notification to, and the prior approval of, the City.

I acknowledge that any violation of the City's ordinances, regulations, and conditions pertaining to this license could subject me and anyone operating under this license to arrest, fine, and loss of this license.

I release, discharge and hold harmless, the City of Somerville, a municipal corporation of the Commonwealth of Massachusetts, and its officers, employees, agents and servants from all actions, causes of action, claims, demands, damages, costs, loss of services, expenses and compensation associated with the issuance of this license.

I certify that the Applicant, to my best knowledge and belief, has filed all State tax returns and paid all State taxes required under law.

I certify that the Applicant has not been found guilty, liable or responsible, in any judicial or administrative proceeding, of committing or attempting to commit a violation of any of the laws set forth in Municipal Ordinance 9-31, the "Wage Theft Ordinance", which appears below.

Signature: Brad Miller Date: 4/1/2019

Print Name: Brad Miller

Title (Owner, President, Agent, Etc.): Chief Financial Officer

Email: bmiller@revclinics.org Phone: [REDACTED]

Sec. 9-31. - Wage theft.

(a) The city, by and through its officials, boards and commissions, may deny an application for any license or permit issued by it, if, during the three-year period prior to the date of the application, the applicant admitted guilt or liability or has been found guilty, liable or responsible, in any judicial or administrative proceeding, of committing or attempting to commit a violation of: (1) Commonwealth of Massachusetts Payment of Wages Law, General Laws Chapter 149, Section 148, and any and all other state or federal laws regulating the payment of wages, including, but not limited to, Chapter 149, Sections 27, 27G, 27H, 52D, 148A, 148B, 150C, 152, 152A, 159C; and Chapter 151, sections 1, 1A, 1B, 15, 19 and 20 of the General Laws; and (2) The Fair Debt Collection Practices Act, 15 U.S.C. §1692, or any other federal or state law regulating the collection of debt, as to the employees of the applicant or others who had performed work for said applicant. — (b) Any license or permit issued by the City of Somerville, its boards or commissions, may be revoked or suspended if, during the three years prior to the issuance of the license or permit, the licensee or permittee admitted guilt or liability or has been found guilty or liable in any judicial or administrative proceeding of committing a violation of any of the laws set forth in subsection (a) above. — (c) Any license or permit issued by the City of Somerville, its boards or commissions, may be revoked or suspended if the applicant, licensee or permittee is a person who was subject to a final judgment or other decision for violation of any of the laws set forth in subsection (a) above within three years prior to the effective date of this section, and the judgment was not satisfied within the lawful period for doing same, or the expiration of the period for filing an appeal; or if an appeal is made, the date of the final resolution of that appeal and any subsequent appeal resulting in a final administrative or judicial affirmation of violation of any of the laws set forth in subsection (a) above. — (d) The period of non-issuance, revocation or non-renewal shall be one year, and the licensee or permittee or the person who is the principal of a license or permit shall not again be licensed or permitted in any other manner during such period. — (e) Within 14 calendar days from the date that the notice of refusal to issue, revocation or refusal to renew notice is mailed to the applicant or licensee or permittee, the applicant, licensee or permittee may appeal such decision by filing a written notice of appeal setting forth the grounds therefor. Said notice shall be sent by certified mail, return receipt requested. The hearing shall be conducted by the board, commission or individual who made the decision not to issue, not to renew, or to revoke within 30 days of receipt of such notice of appeal. — (f) An applicant for a business certificate, license or permit shall be provided with a copy of the ordinance from which this section derived and shall certify that he has not been found guilty, liable or responsible, in any judicial or administrative proceeding, of committing or attempting to commit a violation of any of the laws set forth in subsection (a) above. — (g) This law shall apply to any person or entity whose final administrative decision or adjudication or judicial judgment or conviction was entered on or after July 1, 2013, with the exception of judgments that remain unsatisfied as set forth in subsection (c) above. — (h) Application of this section is subject to applicable state or federal laws.

Section 7. Worker's Compensation Insurance Affidavit



The Commonwealth of Massachusetts
Department of Industrial Accidents
1 Congress Street, Suite 100
Boston, MA 02114-2017

www.mass.gov/dia

Workers' Compensation Insurance Affidavit: General Businesses.
TO BE FILED WITH THE PERMITTING AUTHORITY.

Applicant Information

Please Print Legibly

Business/Organization Name: CD Services of America, LLC., dba, Revolutionary Clinics II, Inc.

Address: 67 Broadway

City/State/Zip: Somerville, MA, 02145

Phone #: (617) 213-6006

Are you an employer? Check the appropriate box:

1. ☒ I am a employer with 18 employees (full and/or part-time).*
2. ☐ I am a sole proprietor or partnership and have no employees working for me in any capacity. [No workers' comp. insurance required]
3. ☐ We are a corporation and its officers have exercised their right of exemption per c. 152, §1(4), and we have no employees. [No workers' comp. insurance required]**
4. ☐ We are a non-profit organization, staffed by volunteers, with no employees. [No workers' comp. insurance req.]

Business Type (required):

5. ☒ Retail
6. ☐ Restaurant/Bar/Eating Establishment
7. ☐ Office and/or Sales (incl. real estate, auto, etc.)
8. ☐ Non-profit
9. ☐ Entertainment
10. ☐ Manufacturing
11. ☐ Health Care
12. ☐ Other _____

*Any applicant that checks box #1 must also fill out the section below showing their workers' compensation policy information.

**If the corporate officers have exempted themselves, but the corporation has other employees, a workers' compensation policy is required and such an organization should check box #1.

I am an employer that is providing workers' compensation insurance for my employees. Below is the policy information.

Insurance Company Name: Travelers Insurance Companies

Insurer's Address: P.O. Box 1450

City/State/Zip: Middleboro, MA 02344-1450

Policy # or Self-ins. Lic. # 6HUB-1K72055-1-18

Expiration Date: 11/27/2019

Attach a copy of the workers' compensation policy declaration page (showing the policy number and expiration date).

Failure to secure coverage as required under Section 25A of MGL c. 152 can lead to the imposition of criminal penalties of a fine up to \$1,500.00 and/or one-year imprisonment, as well as civil penalties in the form of a STOP WORK ORDER and a fine of up to \$250.00 a day against the violator. Be advised that a copy of this statement may be forwarded to the Office of Investigations of the DIA for insurance coverage verification.

I do hereby certify, under the pains and penalties of perjury that the information provided above is true and correct.

Signature: *[Signature]*

Date: 4/1/2019

Phone #: 617-213-6006

Official use only. Do not write in this area, to be completed by city or town official.

City or Town: _____ Permit/License # _____

Issuing Authority (circle one):

1. Board of Health 2. Building Department 3. City/Town Clerk 4. Licensing Board 5. Selectmen's Office
6. Other _____

Contact Person: _____ Phone #: (617) 633-5231

Revolutionary Clinics II, Inc.
67 Broadway, Somerville, MA
Adult-Use Retail Sales Application



*Revolutionary Clinics
Voted Best Medical Dispensary in New England
is Proud to Partner with the City of Somerville*

April 1, 2019

Business Contact:

Bert Vining, J.D.
Vice President, External Affairs
Cell: 978-533-9713
BertV@RevClinics.org

Legal Contact:

Richard DiGirolamo, Esq.
424 Broadway, Somerville
Office: (617) 666-8200
Digirolamolegal@verizon.net

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- I. Current and Proposed Plans by Elton Hampton Architects:
 - a. Floor plans
 - b. Exterior Site Plan and Elevations
 - c. Security Expansion
- II. Traffic Plan and Parking Plan by Design Consultants, Inc.
- III. Draft Materials to be Submitted to the Cannabis Control Commission (CCC):
 - a. Draft Application to CCC for 67 Broadway, Somerville
 - b. Final CCC Application: FCR for Adult-Use Cultivation and Manufacturing in Fitchburg
 - c. Certificate of Good Standing from MA Secretary of State
 - d. Rev Clinics Architectural Review Certificate for 67 Broadway from CCC
 - e. Standard Operating Procedures:
 - i. Security SOPs
 - ii. Marketing SOPs
 - iii. Operations SOPs
 - iv. Human Resources SOPs

Application of Intent

Revolutionary Clinics II, Inc. (RC), formerly known as The CAS Foundation, Inc. (CAS), respectfully offers this narrative, the application, and supporting materials to the Selection Committee of the City of Somerville after careful examination of its requirements in a manner that aims to demonstrate that RC will consistently meet its obligations. We have made every effort to plan and design a facility that meets or exceeds all requirements and to establish a dispensary that is consistent with the character and needs of the City of Somerville and its citizens.

Revolutionary Clinics submits this application with the hopes of receiving a Host Community Agreement with the City of Somerville for adult-use retail sales at 67 Broadway, Somerville, the address where we currently operate a medical marijuana dispensary. Once a Host Community Agreement is received, Revolutionary Clinics will seek a special permit from the Zoning Board of Appeals and/or Planning Board and an adult-use retail license from the Licensing Commission. Upon receipt of a host agreement RC will also apply to the Massachusetts Cannabis Control Commission (CCC) for an adult-use retail license for this location so we can offer new customers the same level of quality products and customer-centric service that our medical patients enjoy today.

While the property will be co-located for medical and adult-use sales, our intention is that medical sales will be primarily conducted in the existing first-floor space and adult-use sales will primarily take place in the areas we are proposing to renovate; what is now a four-car garage. Both areas will accommodate both medical and adult-use sales, while maintaining staff and product lines specifically to ensuring uninterrupted professionalism, to which our current medical patients have grown accustomed. While the current floor space is ample to establish the dual business channels (medicinal and adult use), management has experienced the benefit of having additional space in the future has Revolutionary Clinics' reputation is that of white-glove service and deep education. This positions the company for growth and expansion as new entrants, hungry for aid in proper selection, expand the current market.

About Revolutionary Clinics

Revolutionary Clinics was awarded the distinction of the Best Medical Dispensary in New England by patients and our peers on March 22, 2019 at the NECANN Conference.

Any revolution requires innovative thinking. It takes scale, teamwork, and the ability to navigate complexity in a quick and productive manner. At Revolutionary Clinics, we believe in working together to create a healthy and vibrant cannabis industry in Massachusetts. Revolutionary Clinics is more than a medical marijuana dispensary; it is a community of people who believe in the therapeutic power of cannabis to help people lead happier, healthier lives. Revolutionary Clinics invites patients and customers who share our vision for better living through cannabis to connect with our highly trained team members.

Our story began in 2014 with a mission to grow the highest quality product in a controlled environment set up for data collection and consistency. And what better place than a former shoe factory in Fitchburg, Massachusetts that at one time crafted the highest quality footwear products for the likes of Cole Haan and L.L. Bean. It is here where we cultivate our plants, manufacture our products, and grow our company. By the spring of 2019, Revolutionary Clinics' cultivation and manufacturing facility will have activated 140,000 square feet of our 250,000 square foot campus.

As of today, RC has been awarded three medical marijuana dispensary locations: 67 Broadway in East Somerville; 110 Fawcett Street in Fresh Pond Parkway, Cambridge; and 541 Massachusetts Avenue in Central Square, Cambridge. Our Somerville dispensary opened in November of 2017; the Fresh Pond location in September of 2018 and Central Square, our 6,500 square foot store will open early in the Summer of 2019.

The Massachusetts Cannabis Control Commission awarded Revolutionary Clinics an Adult-Use Cultivation and Manufacturing license for our Fitchburg facility on January 21, 2019. (See Appendix III for the CCC Final Certificate of Registration for Cultivation and Manufacturing at our Fitchburg facility.) The vast majority of products we will sell are grown and manufactured in Fitchburg and we anticipate less than 10% of our gross sales will come from products that we wholesale from other MA licensed cultivators and manufacturers. RC reserves the right to expand this as specialty products with advanced IP enter the space, ever sophisticating consumer-demands.

In response to consumers' demands, and in anticipation of their evolving desires, a vertically integrated cannabis company requires a diverse team with a wide range of specialties. To run provide the optimum service and differentiated products, the Revolutionary Clinics team includes in-house real estate, financial, construction, marketing, formulation, and retail experts. And to grow the best cannabis, we have a team of growers that include botany, horticulture, and genetic experts.

In and outside the cannabis industry, our team has raised and deployed hundreds of millions of dollars, always with an aim to use investment capital to help change the world. Revolutionary Clinics represents the ultimate combination of skills, united in one team, to ensure reliable and ample product for both the Medical and Adult Use markets. We are constantly innovating and growing in order to provide customers and patients with everything they need for the targeted effect they desire.

Since its inception, Revolutionary Clinics' team has purposely bifurcated its focus between our own daily operation and needs for growth and scale, with an inclusive attitude to help new entrepreneurs enter the space. Above and beyond the actions of other competitors, Revolutionary's team has put considerable time and millions of dollars of risk-capital into bringing to life the visions of fellow cannabis-entrepreneurs in the form of: lines of credit for initial products and inventory, product research and development, real-estate holding cost and construction, and endless hours of consulting. Executives from RC are often asked to speak around the world on the subject of conservatively establishing cannabis operations with strict budgets and collaborating in responsible ways. Management sees this not only as an obligation amidst a historically shadowed industry, but a joy as well.

Management and Operations Profiles

Keith W. Cooper, Chief Executive Officer

Keith Cooper serves as the CEO of Revolutionary Clinics and is on the Board of Managers. Mr. Cooper, a serial entrepreneur, has served as the President and/or CEO of six tech companies over the past 30 years. Prior to RC, Keith was CEO of Constant Therapy (CT), a company revolutionizing the treatment of neurological disorders using science-based digital therapy on mobile devices. CT was acquired by a Private Equity firm in 2017. Prior to that, Keith was CEO of Connotate (web Big Data aggregation), President of Carbonite (#9 on the Inc. 500 list, Best Places to Work in Boston, Most Innovative Companies in New England, NASDAQ:CARB), CEO of webHancer (acquired by Microsoft), CEO of FaxNet (acquired by Critical Path) and GM of Trans National Communications (#12 on the Inc. 500 list).

Keith is a graduate of Harvard Business School (1988) and Harvard College (1983), where he graduated with honors and was the President of the Harvard Rugby Club. He is a member of the Harvard Business School Alumni Board, the Chair of the annual Alumni New Venture Competition and the Chairman of the Friends of Harvard Rugby.

Keith lives with his wife in Wayland, MA where he coached baseball and served as a Boy Scout leader for 7 years. One of his young adult sons is a professional golfer and the other has a machine learning degree from Brown University and currently works in Silicon Valley. He enjoys golf, tennis, sailing, and global adventure travel.

G. Ryan Ansin, Chief Strategy Officer

Ryan Ansin is a serial entrepreneur who has been involved in the cannabis industry for more than five years, and he is one of the founders of the Company. Mr. Ansin has traveled all over the US and Europe searching for the latest technology in the cannabis industry, and he has led the technology development deployed in the state-of-the-art Fitchburg facility. Mr. Ansin is active in all aspects of the business and has accumulated vast contacts within the industry. Mr. Ansin is President of Greenwich-based Family Office Association and has built a portfolio of early and growth-stage investments in technology, real estate, biotech, and ethical fashion.

Within Revolutionary, Ansin leads strategy on the Board of Directors and is operationally the Chief Strategy Officer and Business Development lead. Having guided the vision of one of the country's largest indoor cultivation facilities and launch of Revolutionary Clinics; actively invested throughout the much of the professionalization of the emerging cannabis industry; and being President of Greenwich, CT-based Family Office Association, a group of 300 Single Family Offices, Ansin is requested to share his experience and vision globally. Ansin is often requested to speak at events such as: ArcView, GreenTable, CannaBrunch, Forbes 30 Under 30, Family Office Association, World Economic Forum and many more assemblies at the intersection of investors and investable assets.

Bradley T. Miller, Chief Financial Officer

Mr. Miller is a finance executive with thirty years of experience leading medium-sized to large organizations, through periods of rapid growth and transformation operating on a global basis. Brad's expertise spans finance, administration, buy and sell-side M&A, investor relations, corporate strategy, treasury, operations, services, systems and information technology.

Brad's experience managing private equity backed entities includes PeopleFluent, a \$130 million global SaaS provider of human capital management solutions into a Global 2000 customer base; ikaSystems, a \$50 million SaaS provider of healthcare management solutions; and Emptoris, a \$100 million global SaaS provider of procurement management solutions into a Global 2000 customer base (owned by Marlin Equity Partners, where Brad led the sale to IBM at a value in excess of \$500 million).

Previously, Brad led the finance organization at publicly traded companies including Aspen Technology (AZPN), a \$300 million software license provider to the world's largest chemical and oil and gas companies; Viisage (VISG), a \$160 million provider of biometric identity solutions, where Brad led the sale to L-1 Investment Partners at a value in excess of \$1.2 billion; Sonus Networks (SONS), a \$200 million provider of VOIP hardware and software to global telecom service providers; and Sapient (SAPE), a \$500 million IT service and software provider to Global 2000 customers. Brad previously led corporate accounting at Wang Global, a \$3.5 billion provider of a range of IT offerings, where he was part of the management team that sold the company to Gentronics, NV, a publicly traded company based in the Netherlands. Mr. Miller began his career as a CPA at Coopers & Lybrand and has degrees from the College of William & Mary and University of New Hampshire.

Mindaugas "Min" Maciulis, Chief Operating Operator

Min is responsible for leading the operations function focused on enhancing profitability and revenues through product and supply chain management initiatives, innovative new product development efforts and Home Delivery activities. He will also be responsible for building cross-functional relationships to ensure success of the team and customer experience. Min comes to Revolutionary Clinics from Kohler Company where he recently managed distribution of Kitchen and Bath Products overseeing multiple Distribution Centers throughout the US with over 200,000 different items. Prior to Kohler, Min led numerous operations teams at DHL serving companies such as Philips, Medtronic, and Proctor & Gamble. Min is excited to join the team where he plans to bring his expertise in Operations and Supply Chain as we continue to grow the company and bring new products to our customers. Min has a Master's in Business Administration from UMASS Lowell and has recently completed the Supply Chain Executive Program at Michigan State University.

Tom Schneider, Chief Marketing Officer

Tom Schneider is a passionate, creative and entrepreneurial marketing executive with 30 years of experience in building companies through branding and delivering integrated marketing ecosystems and business strategies for midsize to Fortune 500 companies. Tom believes that great marketing should be steeped in customer and competitor insights, to create the brand, drive awareness, generate leads, develop new business and inevitably guide product evolution. Prior to joining Revolutionary Clinics, Tom founded and sold three marketing agencies, and, most recently, was Chief Marketing Officer of Target Logistics, a multinational provider of workforce housing. In 2013, Target Logistics was named one of

America's fastest-growing private companies by Inc. Magazine. Tom and his partners drove the value of the company from \$25 million to a total acquisition value of \$625 million in three years. Tom also advises and consults with a number of companies on Marketing best practices.

Scott Murphy, Vice President, Compliance and Security

Mr. Murphy is responsible for all compliance and security activities. In this capacity, he works closely with state and local officials to ensure that relevant laws and regulations are being complied with, while also overseeing employee and inventory safety and controls. Scott was instrumental in getting two Massachusetts medical marijuana organizations regulatory approval for their policies and procedures, multiple architectural reviews, and Final Certificate of Registration. He oversaw multiple departments in the production aspect and helped establish best practices around biosecurity and compliance.

Shaka Ramsay, Director of Retail Operations

Shaka Ramsay has been a leader in Boston retail for 20 years, working with established brands to drive business to greater heights and leading the way into new markets by using his unique ability to identify, predict and create trends. During his tenure as Creative Director for The Tannery and Concepts, Shaka vaulted The Tannery into top-five rankings nationally for independent retailers and led Concepts to an international expansion and an Independent Retailer of the Year award. Shaka also has extensive background in luxury fashion and retail, having held leadership positions in companies such as Louis Vuitton, Jimmy Choo and Gucci. He launched his own concept store, which combined fashion, food and art, to great critical acclaim, receiving five Best of Boston awards.

Christine Champagne, Director of Cultivation

Christine Champagne is a Cultivation/Production Specialist who has been involved in the Green Industry for more than 30 years, with a primary focus on enhancing plant propagation that improves plant growth rates, yields, and quality while reducing labor and other production costs. Ms. Champagne has developed training courses and methodologies and has implemented them with industry leaders, with increased production output and quality, while simultaneously lowering production unit costs. Ms. Champagne takes an integrated product management approach that incorporates standard production procedures at all touch points of the production cycle.

Bert Vining, Vice President of External Affairs

Bert is an original Founder of Revolutionary Clinics who is now focusing on External Affairs: Government Relations, Community Relations, Liaison to the Community Advisory Board, and various functions within the Marketing Department. Bert has a background in many areas including as a high school business teacher, inside sales at Avid Technology, and Founder of several nonprofits, including the CAS Foundation which was the company that became Revolutionary Clinics.

Revolutionary Clinics' Three Retail Locations

Revolutionary Clinics medical marijuana dispensaries are not merely places to buy cannabis. They are thriving communities full of trusted friends, advice and highly trained patient advocates who pride themselves on connecting patients and customers to the products and delivery methods that help them get the most out of their cannabis experience. Revolutionary Clinics was ***awarded as the #1 Medical Dispensary in New England by patients and our peers in March 2019 at the NECANN Conference.***

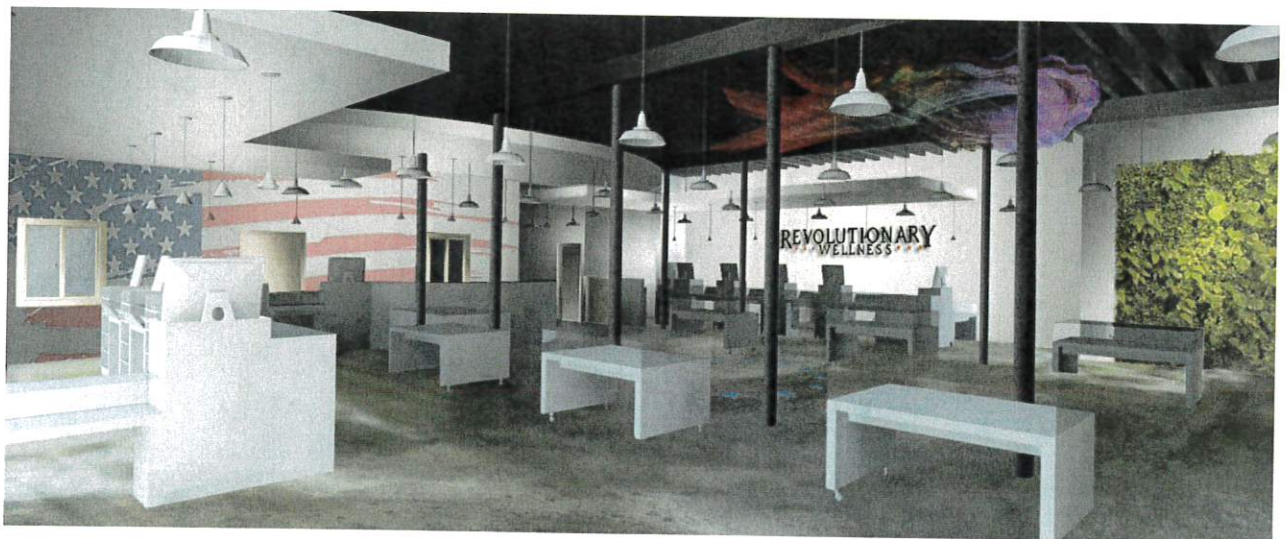
67 Broadway, Somerville: Our original store in Somerville is more than just a location; it's part of the community. Just steps from Sullivan Square and the historic Schrafft's Candy building, our Broadway dispensary features a spa-like atmosphere that invites you to make yourself at home. That is, if your home happens to offer the highest quality medicinal cannabis products and the most informed, helpful patient advocates. This location is the only dispensary in the Boston area with free on-site parking and is located steps from public transportation.



110 Fawcett Street, Cambridge: This unique space looks like an old tin shack from the outside. Inside you'll find a beautiful space filled with your favorite cannabis products and the Patient Advocates who can recommend the ones that are best for you. As with all our locations, we offer free parking right on the property to make it easy to get what you need to feel your best. Our transit-friendly site also offers bicycle parking & tools, a shuttle from Alewife MBTA station, and nearby bus routes.



541 Mass Avenue, Cambridge: Coming early in the summer of 2019 will be Revolutionary Clinic's new 6,500 sf store. Located just a few bricks down from the Middle East Café and exactly 192 steps from the Red Line T-stop, with 92 parking spots in the rear of the building; this state-of-the-art space is a comfortable and inviting environment to consult with our knowledgeable Patient Advocates who connect patients and customers to the products that will be most beneficial. This new store is close to public transport and there is a 92-spot parking lot behind the store. This represents our flagship location and is projected to be one of the most popular in Massachusetts.



Revolutionary Clinics' Cultivation and Manufacturing Facility, One Oak Hill Road, Fitchburg, MA



Our grow facility, located in Fitchburg, Massachusetts, is home to a combination of technologies designed for sustainability, specificity, and consistency in the cultivation and post-processing steps necessary for a complete and diversified product offering for Revolutionary's patients and customers. Pampered from seed to flower, each harvest is meticulously cared for by a staff trained in advanced agricultural techniques. Management made the executive decision early in the company's history to invest appropriately in the most reliable and operationally efficient technologies. This has resulted in accolades across the country as one of the most advanced facilities in the industry, with 100% LED lighting, multi-tiered vegetation stages, and geo-thermal and natural gas paired energy sources.

While most other facilities were forced to cut corners because of high capital expenditure requirements, at Revolutionary we pride ourselves on going the extra mile to assure confidence from the state regulators, the cities wherein we operate, and the customers who ultimately require trust in our end products.



LOCATION: 67 Broadway, Somerville, MA

Revolutionary Clinics has been open for medical marijuana retail sales at 67 Broadway, Somerville, since November 9, 2017 following significant property renovations with a keen focus on security. Since opening sixteen months ago, we are pleased to report that there have been no breaches in security due to our outstanding team and diligent enforcement of our security plans. There have been no crimes reported due to our operations. In fact, according to neighbors and research obtained by Lan-Tel, crime has gone down in the neighborhood since we opened. We attribute our success to a well-trained staff, the strong security presence of our on-site security team, our partnership with Lan-Tel and their state-of-art security systems. We are confident that 67 Broadway will continue to experience a positive environment for the community as we grow. See the Appendix III for standard operating procedures relating to security and compliance.

RC aims to enlist a minority- or woman-owned business for the construction of our expansion in Somerville. Upon completion of the buildout and permitting, RC will have two areas of retail operations; the existing space in use today and the renovated space in the former garages for expanded medical marijuana retail sales. Upon completion of the adult-use licensing process, we contemplate that the existing space will be primarily medical sales with several medical POS stations and one or more adult-use POS stations. Once licensed, the new space (former garages) will be primarily for adult-use retail sales with several adult-use POS stations and at least one medical POS stations. Regardless of when the renovations are complete, RC is ready to commence adult-use sales immediately in the existing space.

The consideration of placement of medical, adult-use, and advanced ordering Point of Sale systems will be determined by study and collaboration with retail experts with regard to customer flow and efficiency. As shown by the awards Revolutionary has received for our location in Somerville, our deliberate systems go a long way in the eyes of our customers. We plan on maintaining that level of care resulting in deep trust with those on all sides of the transaction.

Security Focused Renovation Plans

In 2017, Revolutionary Clinics (RC) renovated the property located at 67 Broadway, Somerville into a retail medical marijuana dispensary on the first-floor with limited office space on the second-floor. RC secured this site after investing significant effort and resources to comply with the original Somerville Zoning Ordinance and Map provisions.

The proposed Revolutionary Clinics Registered Marijuana Dispensary facility consists of existing three-story dispensary located at 67 Broadway Street in Somerville. The building is serviced by private parking as well as ample public transportation. RC currently proposes converting the four-car garage located on the same property into a co-located medical and adult-use retail dispensary. (See Appendix I for proposed floor plans and elevations created by Elton Hampton Architects, Inc.) The proposed conversion will result in an additional 1,060 sf of retail space for primarily adult-use retail sales. Part of the second floor will be used for a vault that services the first-floor via a dumbwaiter. The remainder of second floor and the third-floor of the main building will only be accessible to employees, contractors and guests doing business with RC. The second and third floors, of 1,778 and 920 sf, respectively, are contemplated to be converted to office space, kitchen, conference room, and bathrooms for staff use only. However, we may decide to add retail space to the second floor at a later date.

The garage is a concrete block exterior with wood framing construction typical of the day and age. This structure will undergo minimal exterior infill work and moderate interior fit out work and will be equipped with areas of ingress and egress into our parking lot. The majority of the space will be used as an adult-use retail Registered Marijuana Dispensary (RMD) and the rest of the space will be used for storage and fulfillment operations. Our plans include a secure storage vault room within which we will use a storage safe that will consist of a GSA approved drill-resistant, steel-plated safe with keypad access and anchored to the floor.

Once the expansion is completed, this site will be outfitted with the same degree of state-of-the-art access control and security functions that the medical dispensary currently offers. All security measures will be in compliance with 105 CMR 725.110. The building will be outfitted with surveillance cameras, silent and audible alarms, motion detectors, and real-time remote monitors. The steel entry doors will be equipped with an electronic control access system and will be controlled by keycard locks that create an audit trail. The exterior of the building will be monitored by surveillance cameras enabled to pan, tilt, and zoom, and ability to see during both day and night (without additional lighting). The perimeter of the facility will be amply lit with warning and surveillance signs. All exterior areas of the property and the appropriate adjacent area will be under video (with audio) surveillance twenty-four hours a day, with live monitoring – seven days a week, and every day of the year.

There is ample parking available for patients and staff. Staff will make use of public transit and other modes, and staff parking will be limited to that which is available in municipal lots. The building is serviced by over fifteen on-site parking spaces, on-street metered parking, as well as additional municipal parking lots within walking distance. In addition, this site is within a 5-minute walk from the Sullivan Square MBTA station. There are MBTA bus lines that connect in Sullivan Square and there are four Blue Bike Stations within a 2-minute walk. This site is located within the Medical Marijuana Overlay District and is located within the Business BB Zoning District.

The proposed Floor Plan Description entails a comprehensive overview of the design and layout of the site. This includes a description of all retail, dispensing, and storage areas. The narrative includes a comprehensive description of security and alarm systems including perimeter alarms, failure notification systems, duress alarms, video camera locations, door lock locations, vault locations, etc.

The new first-floor retail dispensing area will include:

- An entry vestibule where patients will demonstrate that they are current registrants in the Cannabis Control Commission (CCC) Medical Marijuana Program in order to gain access to the facility, or are age 21 or over and not otherwise prohibited from entry;
- A reception/waiting area;
- A patient consultation area with seating;
- A sales and transaction area;
- A dispensing area;
- A packaged products fulfillment area that is separate and secure from the dispensing area where patient orders will be filled. Products will be packaged in childproof containers and labeled with important health and safety information; and;
- An exit to allow for secure exit from the facility.

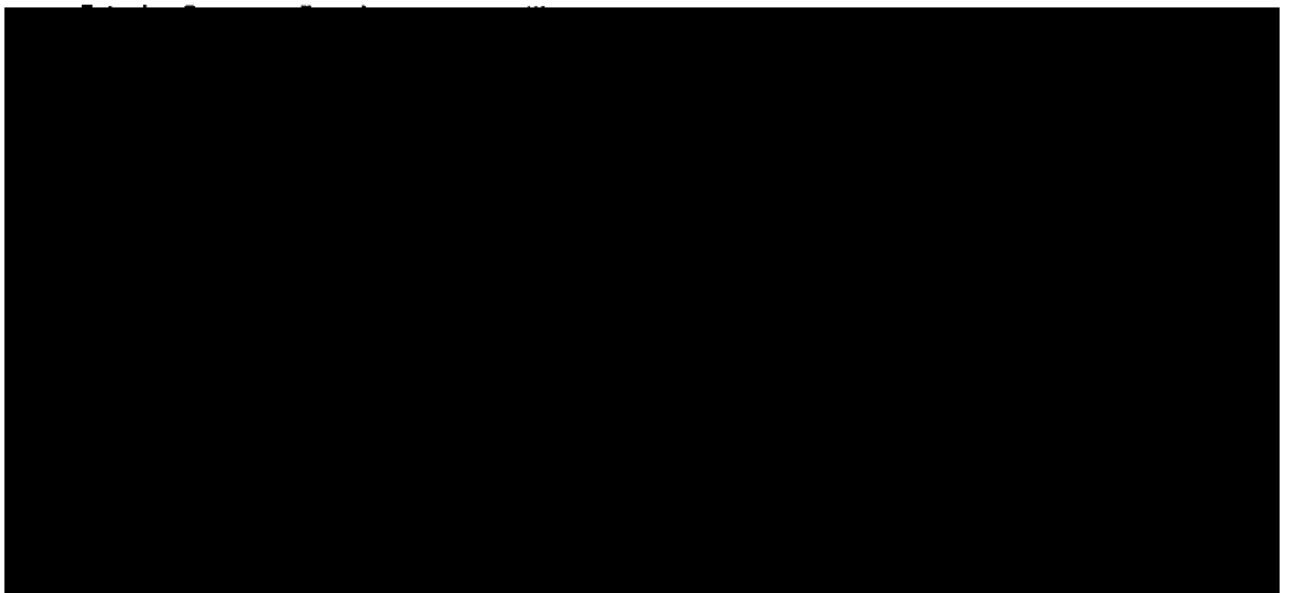
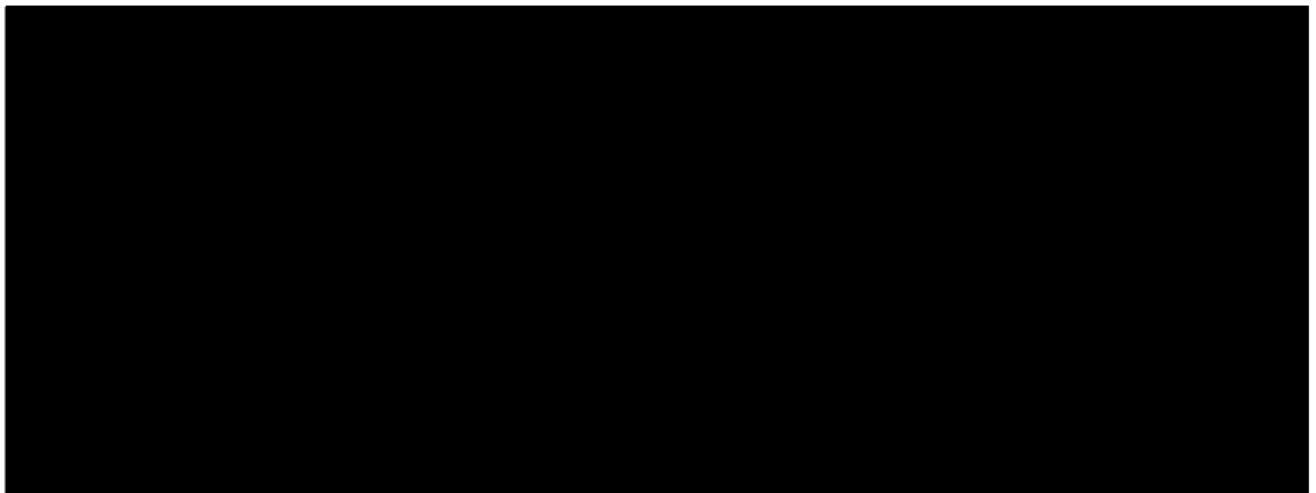
- The build out will also include the construction of a secure storage area and an office/administrative area on the second and third floors. (RC has secured final approval from the CCC for a cultivation site located in Fitchburg which has been in operation for almost two years. The 67 Broadway site will not conduct any activities related to marijuana cultivation or product manufacturing.)

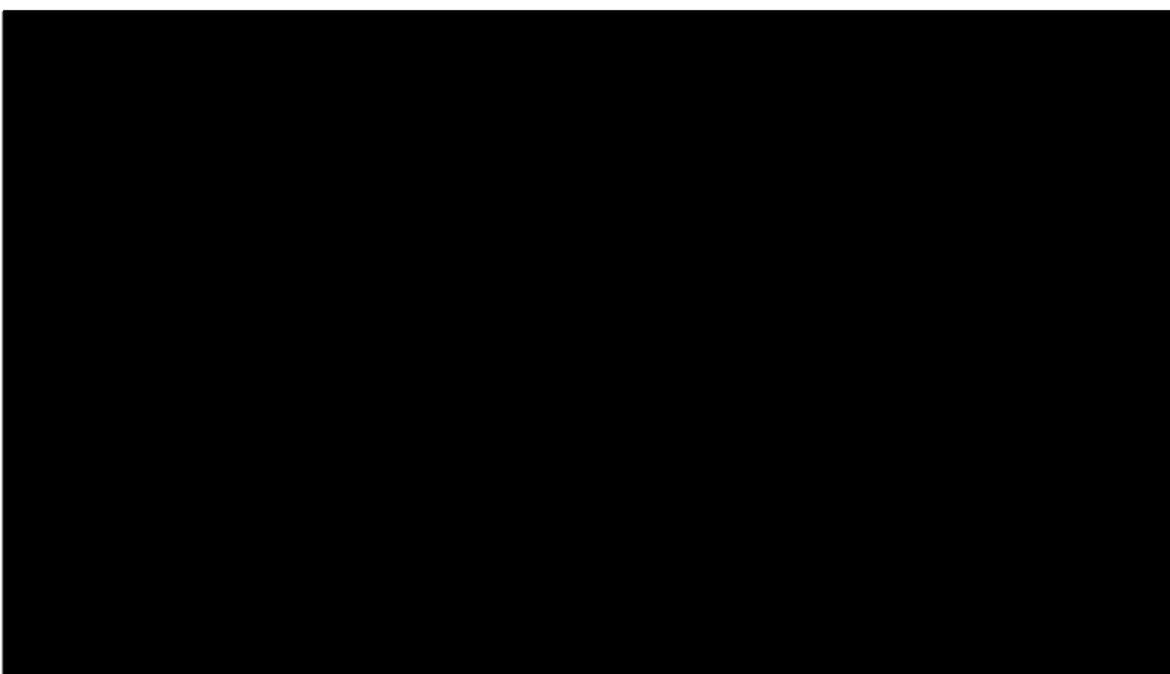
The 2nd floor expansion will include:

- A new breakroom;
- Office space;
- Two new bathrooms for employees only;
- A new secure vault that services the first-floor vault via dumbwaiter.

The 3rd floor expansion will include:

- Office space;
- A bathroom.





RC has submitted to the CCC an RMD Architectural Review Certification: By completing the RMD Architectural Review Certification form, the RMD certifies to the following:

- The RMD is in compliance with applicable Massachusetts Department of Public Health Regulations at 105 CMR 725.000 et seq.;

- RC understands and agrees that following the Architectural Review, the CCC shall have continuing authority to review the architectural plans and/or inspect the facility and that the RMD shall have a continuing obligation to make any changes required by the Department and municipalities to comply with all applicable state laws, codes, and regulations, as well as local bylaws, ordinances and regulations.
- See Appendix I: Floorplans and Elevations proposed.

Operations

There are many reasons why Revolutionary Clinics was voted the Best Medical Dispensary in New England. Our operations are the best in the business. We have the amazing people, an outstanding customer experience, top-notch customer service, a full spectrum of premium products, a welcoming environment, dynamic educational offerings, tireless advocacy, generous affinity programs and a fervent passion for helping others.

Standard Operating Procedures for Operations, Security, Marketing and Human Resources are included with the Somerville Draft CCC Application and the CCC-Approved Fitchburg Application; both included in the Appendices.

Hours of Operations

Current hours of operation: Monday – Saturday 9:00 a.m. – 8:00 p.m. and Sunday 11:00 a.m. – 4:00 p.m.
Proposed hours of operation: Monday – Sunday: 9:00 a.m. – 9:00 p.m.

RC proposes to commence adult-use retail sales with limited hours (Mon – Sun: 11:00 a.m. – 8:00 p.m.), appointment-only scheduling for a limited time, and traffic and parking mitigation procedures until traffic normalizes to reduce stress on neighbors and the local community.

Types of Products to be Sold

Revolutionary Clinics' experienced cultivation, production and culinary staff will use the latest and safest methods to grow and infuse medicine into delicious, health-conscious products in compliance with applicable provisions of 935 CMR 500.150. These products will include:

- Flower products: a full spectrum of varied potency flower will be offered in indica, sativa, hybrid, and CBD-dominant strains to meet patient and consumer demand.
- Marijuana-infused Products (MIPs) will be sold in many varieties:
 - Edibles:
 - Candy: Mints, Chocolate Bars, fruit chews, lozenges, etc.
 - Others: honey, peanut butter, hazelnut spread, cooking oils, etc.
 - Topical products: salves, lotions, lip balms, patches, etc.
 - Sublingual products: tinctures, dissolvable strips, etc.
 - Concentrate products: rosin, oil, wax, shatter, distillate, live resin, etc.
- Accessories and Implements of Usage: pipes, vaporizers, papers, grinders, etc.

All products for sale will be lab tested, safe, and effective. Many various delivery methods will provide alternatives to combusting or vaporizing flower which have many benefits with few, if any, negative side effects. All prepared foods will contain wholesome ingredients. Additionally, all marijuana products will not exceed the potency levels as prescribed by 935 CMR 500.150(4). We will package and label our MIPs resembling a typical food or beverage product as required by M.G.L. c. 94G § 4(a½)(xxvi) and 935 CMR 500.105(5) and (6). In accordance with 935 CMR 500.150(1)(b), RC will not manufacture or sell edibles in the shapes of humans, animals or fruit or in shapes that bear the likeness or contain characteristics of a realistic or fictional human, animal, or fruit, including artistic, caricature, or cartoon renderings.

We will follow CCC and Department of Health standards and guidelines for Wholesale Food Labeling, as well as, all Commonwealth of MA statutory requirements, including Good Manufacturing Practices for Food and the certification requirements for food handlers. RC will ensure that all the equipment and processes that it uses to produce marijuana products comply with 935 CMR 500.130(3).

Operations Timeline

Revolutionary Clinics II, Inc. has met or expects to meet the following milestones in the timeframes listed below:

- Received PCR from DPH for vertically integrated RMD: November 22, 2016
- Receive FCR from DPH for vertically integrated RMD: June 26, 2017
- Approved for Medical retail sales at 67 Broadway, Somerville: November 7, 2018.
- Will submit Adult-use retail license application to CCC: Upon receipt of Host Community Agreement with the City of Somerville; estimated to be May 15, 2019
- Provisional license granted: estimated June 2019
- Special Permit/site plan review: estimated June 2019
- Construction start: estimated June 2019 once a Special Permit Amendment has been granted and upon receipt of building permits from the City of Somerville;
- Receive final license: estimated July 2019
- First day of retail sales: three days after receipt of Final Certificate of Registration with the CCC

Timeline Narrative

Revolutionary Clinics was awarded a Final Certificate of Registration (FCR) by the CCC on January 19, 2019 for our Fitchburg cultivation and manufacturing facility at One Oak Hill Road, Fitchburg, MA. This FCR allows RC to grow and produce products for the adult-use market. Until RC's retail operations are approved, RC will wholesale products to licensed adult-use retail establishments in MA only.

RC will not seek to convert to an adult-use marijuana establishment without going through the process established by the city in order to allow community input. Should the Somerville Selection Committee choose to grant a Host Community Agreement with the City of Somerville our next step is to apply for a Provisional Certificate of Registration (PCR) from the Massachusetts Cannabis Control Commission (CCC). At the same time, RC will seek a special permit amendment for 67 Broadway to allow the new use

at this location. Once a special permit amendment has been issued, RC will seek to obtain building permits from the City to begin construction and renovations of the proposed space. Additionally, RC will seek a dispensary license from the Somerville Licensing Commission. If all goes according to plan, we anticipate that RC could be ready to open for adult-use retail sales at 67 Broadway as early as July 2019.

Traffic and Parking Plans

Despite the alarming optics of the traffic and lines at the opening of first two adult-use dispensaries in western MA, there are now twelve adult-use dispensaries open for business in MA and several are relatively nearby: Brookline, Salem, Lowell, Hudson, and others. Dispensaries open beyond the first few have not experienced the same traffic and congestion issues. Several began with appointment-only models which were quickly abandoned due to lack of necessity. See Appendix II for the Traffic and Parking Study by Design Consultants, Inc., a Somerville vendor.

Traffic and Parking Plan highlights:

1. Parking space requirements: 4-5: We have 15 on-site parking spots.
2. Employee public transit subsidies to encourage use of public transportation
3. On-site bicycle storage and repair tools
4. Police details for at least the first week of adult-use sales; and as-needed for a limited time determined by risk assessments and need.
5. Appointment only (adult-use only); for the first week and will continue for a limited time
6. We are exploring the implementation of a Virtual Line App (adult-use only)
7. We are seeking to establish a shuttle to/from off-site parking and Sullivan Station.
8. Posting of public transportation data on our website and in-store.

Traffic generated and patterns of access or egress will not cause congestion, hazard, or substantial change in the established neighborhood character. East Somerville is a vibrant neighborhood that has historically been the center of Somerville's cultural, commercial and social services industry. Although the neighborhood has been the site of some recent redevelopment, our establishment will be consistent with both the established and emerging character of the neighborhood. Moreover, the retail space will occupy approximately 1,060 sf. The facility will be equipped, after build-out, with a reception and admittance area to prevent registered patients from loitering outside the facility (which will be strongly discouraged). Upon entry, patients pass through a secure vestibule into a waiting area which will allow patients to be inside the facility while being educated about the product prior to entering the sales area where transactions take place. Educational and instructional materials will be available and disseminated along with information about restrictions on public consumption, dosage, abuse and resources for help.

Additionally, this site is within a 5-minute walk from the Sullivan Square MBTA station, there are MBTA bus lines that connect in Sullivan Square and there are three Blue Bike Stations within a 5-minute walk. Although the applicant expects most patients will use non-automobile modes of transport, Broadway provides on-street metered parking and there is a bus stop within 50 feet from the property. There are also additional municipal parking lots within walking distance.

Plan for Positive Impact and Social Equity Plan

Cannabis prohibition has had a disproportionate impact on various communities. As the industry evolves in Massachusetts, Revolutionary Clinics has embraced a responsibility to make a positive contribution; not only to our host communities of Somerville, Cambridge and Fitchburg, but also to communities that have been disproportionately impacted by cannabis prohibition and the war on drugs.

Per both the medical and adult-use programs' host fee agreements, Revolutionary Clinics will pay 3% of revenues to the City of Somerville's Department of Health and Human Services for drug education and treatment programs. We are also pleased to dedicate additional funds to Somerville nonprofits that support the community we serve. Despite the fact that 3% of revenues is a significant sum, it is not enough to merely write a check. Revolutionary Clinics and its management team is fully committed to ensuring we maintain positive contributions to areas of disproportionate impact as defined by the Commission: past or present residents of geographic areas of disproportionate impact (or ADIs) which have been defined by the Commission and identified in its *Guidance for Identifying Areas of Disproportionate Impact*. To meet this goal we have implemented the following Plan for Positive Impact. The plan details Revolutionary Clinics' strategy to ensure compliance with regulations and to ensure that its business creates positive and lasting impacts on the communities in which we serve and beyond to communities that have been disproportionately impacted by cannabis prohibition.

In support of this mission we have created a Community Advisory Board (CAB) which is made up of local nonprofits, neighbors, local business owners and other key community stakeholders. CAB member nonprofit organizations that serve the community and will help us to accomplish these goals include: *East Somerville Main Streets, The Welcome Project, Somerville Homeless Coalition/Project Soup, Teen Empowerment, and Groundwork Somerville*. These groups have joined Revolutionary Clinics' Community Advisory Board for mutually beneficial support and to guide RC to be the best possible neighbor and community supporter. Rev Clinics has donated \$10,000 (\$2000 each) to these member nonprofits to allocate to City causes. More funds will be allocated to CAB member nonprofits as revenues increase and we approach profitability.

RC will engage initiatives tailored to positively impact populations falling within areas of disproportionate impact: past or present residents of the geographic areas of disproportionate impact, Commission-designated Economic Empowerment Priority applicants, Commission-designated Social Equity Program participants, Massachusetts residents who have past drug convictions, and/or Massachusetts residents with parents or spouses who have drug convictions. RC will serve these communities in many ways beyond financial donations. RC will offer workshops to help people find careers, offer industry-specific job training resources, including: interviewing skills, resume workshops, financial literacy, criminal record (CORI) expungement clinics, assisting with applications and other pertinent information deemed useful for the aforementioned populations. While Somerville is not a CCC-designated ADI, it is home to many people that have been disproportionately impacted by cannabis prohibition.

Revolutionary Clinics has created a program called ASPIRE to assist Economic Empowerment and female owned applicants with the application process, securing real estate, financing product purchases and beyond. RC will be a resource to assist and to help with our market insights and experience dating back to 2015. The Boston Business Journal covered this news:

<https://www.bizjournals.com/boston/news/2019/03/22/a-cannabis-accelerator-launches-to-help-grow.html>

Revolutionary Clinics will continue to give hiring preference to Somerville residents. RC will also give hiring preference to individuals that fall under the Commission's definition of disproportionately impacted individuals; Massachusetts residents who have past drug convictions, and Massachusetts residents with parents or spouses who have drug convictions. Hiring preference will be ongoing at all RC locations and for all positions.

RC will make efforts to advertise job openings in the areas of Somerville more economically disadvantaged as well as ensure that advertisements are published in Spanish, Portuguese, and Creole. RC will hire individuals formally incarcerated for marijuana offences as well as commit to using best efforts and all available resources to employ at least 30% of their staff that fall under any of the following categories:

- Somerville residents of African American decent
- Somerville residents of Latino decent
- Somerville resident veterans
- State-approved Economic Empowerment Applicants
- Individuals formally incarcerated for a marijuana offence

Revolutionary Clinics will Achieve the Goal of Positive Community Impact by:

1. Continuing to support Somerville nonprofit organizations with both philanthropic capital and volunteer services, which Revolutionary pays its employees to participate in;
2. Assisting communities of disproportionate impact with education, capital and resources;
3. An active Community Advisory Board: donations of time, capital and resources to the Board
4. Reducing barriers to entry in the commercial adult-use cannabis industry by providing mentoring, professional, and technical services for individuals and businesses facing systemic barriers;
5. Promoting sustainable, socially and economically reparative practices in the cannabis industry in Massachusetts.

Revolutionary Clinics' Positive Impact Programs include:

1. Hiring preference for Somerville residents and those living in ADIs;
2. RC will continue to host revenue-sharing events in which we partner with local nonprofits who will receive a percentage of sales for the event. These retail sales events will be held at our dispensaries in Somerville and Cambridge at least four times per year for the benefit of local charitable organizations. We will make a \$500 minimum donation to the charity per event.
3. RC will host job training events to help Somerville residents with industry-specific job training. These events will be held at least twice per year. Our goal is to help residents find meaningful employment in the cannabis industry with RC or any another organization.
4. Discount pricing on medical marijuana: RC offers discount pricing programs to assist those with financial hardships, veterans, seniors and people living with chronic illnesses. Discounted pricing for the medical program is as follows (discounts are prohibited under the adult-use program):
 - a. 10% off for patients with a financial hardship and 10% off for patients on MassHealth
 - b. 10% off for senior citizens
 - c. 20% off for veterans
 - d. 40% off for veterans with 100% disability
 - e. 10 - 40% off for patients with chronic illness

RC has Implemented Goal Measurement Metrics to Ensure That We Have Met Our Goals:

1. Number of employees hired, retained, and/or promoted from Somerville;
2. Number of employees hired, retained, and/or promoted from areas of disproportionate impact;
3. Number and subject matter of trainings offered and performed, and to whom;
4. Specific financial data and/or employee hours showing donations;
5. Number of individuals participating in and benefitting from our educational initiatives, training, volunteerism, and other initiatives;
6. Number and types of employment positions created;
7. Number and types of employment positions placed in the cannabis industry;
8. Annual total of gross dollars of discounts given to medical marijuana patients.

Plan to Positively Impact Veterans

As an established Somerville community partner, Revolutionary Clinics feels strongly about its responsibility to educate our staff, patients, and community about cannabis as an alternative therapy, with a holistic approach. To these beliefs, we have established key initiatives in support of our Veterans who need this care the most in light of their service to our country and the fact that many have become entangled in the opioid crisis or need cannabis to manage PTSD.

On March 1, 2019, we proudly launched the non-profit organization, Alternative Treatment for Veterans (ATV). Revolutionary Clinics, in partnership with the DAV, (Disabled American Veterans), C3RN (Cannabis Community Care Research Network), and Veterans Alternative Healing (VAH) established this first of its kind organization that commits to research and advocacy in support of veterans in seeking medical cannabis treatment. Commissioner Kay Doyle was an invited guest and speaker.

On March 3, 2019, Revolutionary Clinics was a sponsor and participant at the Cannabis Advancement Conference held in Boston. This is one of six events scheduled in 2019 across MA where Doctors and health professionals share experiences on cannabis as an alternative therapy and what still needs to be done for its effectiveness. Cannabis Control Commissioner Shaleen Title was invited guest and speaker.

To understand critical needs of our veterans, an anonymous in-depth one-year study was launched to scientifically evaluate MA Veteran medical conditions and cannabis usage as a treatment for PTSD, pain and anxiety. This will allow us to not only better define effective patient/community education forums, products and services, but provide policy recommendations to the DAV (Disabled American Veterans) National Conference in August.

Revolutionary Clinics, alongside its esteemed partners, takes seriously the role of educating all concerned individuals and groups on the cannabis plant's effect on the human endocannabinoid system and wellbeing of one's health. This is what the cannabis evolution should be – therapeutic alternatives that are not abusive to one's health, family, and welfare of the community. We anticipate partnering with local Somerville groups that foster wellness, mindfulness, yoga, and other healthy activities.

Diversity Plan

Revolutionary Clinics is an Equal Opportunity Employer and does not tolerate unlawful discrimination in its employment practices. No question on our application is used for the purpose of limiting or excluding an applicant from consideration for employment on the basis of his or her race, religion, color, sex

(including pregnancy), age, ancestry, national origin, disability, sexual orientation, gender identity, military status, genetic information, or any other protected status under applicable federal, state, or local law.

Revolutionary Clinics will make reasonable accommodations for qualified individuals with known disabilities, unless doing so would result in an undue hardship. This policy governs all aspects of employment, including, but not limited to, selection, job assignment, compensation, discipline, termination, and access to benefits and training.

We are committed to equal employment opportunity in all aspects of employment, including, but not limited to, hiring, promotion, salary, benefits, and other terms and conditions of employment and discharge.

Revolutionary Clinics' Employment Statistics:

- Total Employees: 88 (Includes all personnel in Somerville, Cambridge and Fitchburg)
- Total employees working in our Somerville store: 17
- Total Somerville residents working in our Somerville store: 4 of 17 (24%)
 - Our goal is to increase this percentage to at least 30% within 90 days.
- Minority employees: 30 of 88 (34%)
- Female employees: 31 of 88 (35%)
- Veterans: 5 (6%)
- LGBTQ+ employees: Numbers are not available for the number of LGBTQ+ employees but they are well represented at RC as we ensure our staff reflects the communities in which we serve.
- Total of all employees living in *Areas of Disproportionate Impact*: 26 (30%)
 - Boston: 7; Fitchburg: 7; Lynn: 2; Worcester: 3; Brockton: 2; Revere: 1; Haverhill: 1.

Employee Training

Revolutionary Clinics II, Inc. ("RC") will assure personnel policies meet or exceed all Cannabis Control Commission regulations per 935 CMR 500: Adult use of Marijuana. Procedures presently in use by Revolutionary Clinics, and in compliance with 105 CMR 725.000: Implementation of an Act for the Humanitarian Medical Use of Marijuana, have been updated to meet these standards.

RC will apply for registration for all of our board members, directors, employees, executives, managers, and associated volunteers. Each individual determined to be suitable for registration will be issued a registration card. Registration card is required to be visibly displayed at all times when individuals are on RC facility property or transporting marijuana product. All such individuals will be 21 years of age or older; have not been convicted of an offense in the Commonwealth involving the distribution of controlled substances to minors, or a like violation of the laws of another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority; and be determined suitable for registration consistent with the provisions of 935 CMR 500.800 and 935 CMR 500.802.

Personnel Policies will be given to each individual upon hiring. Policies include, but are not limited to:

- Limitations on associated individuals' authorization to cultivate, harvest, prepare, package, possess, transport, and dispense marijuana in the Commonwealth;
- Equal opportunity employer policy
- Freedom from harassment and discrimination policy

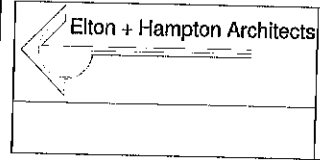
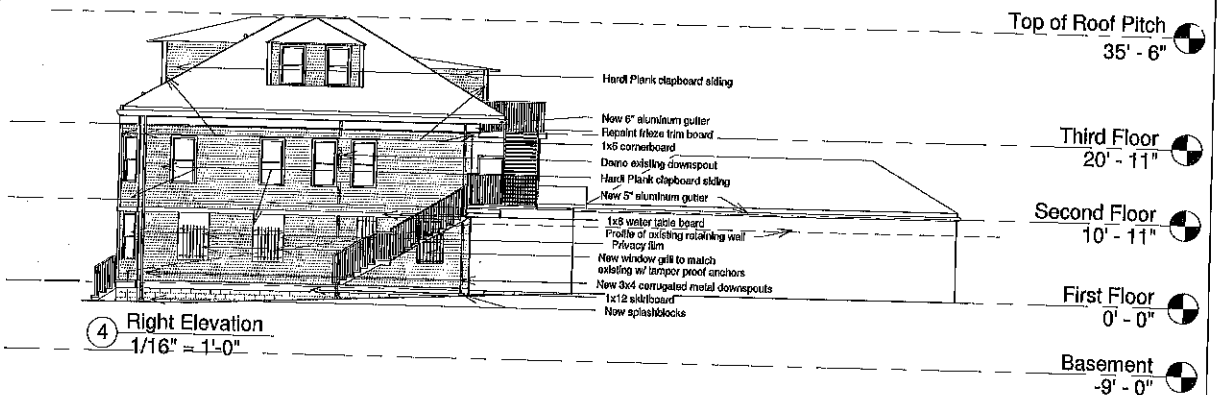
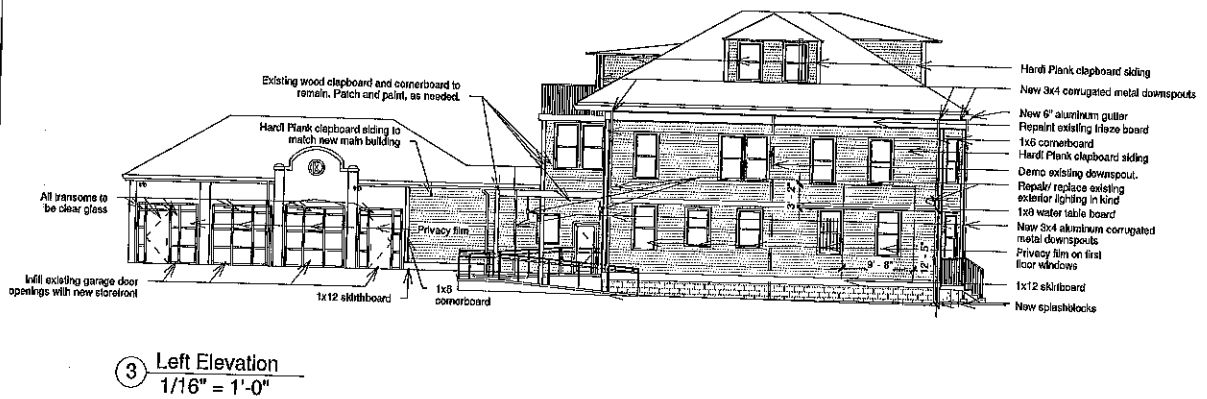
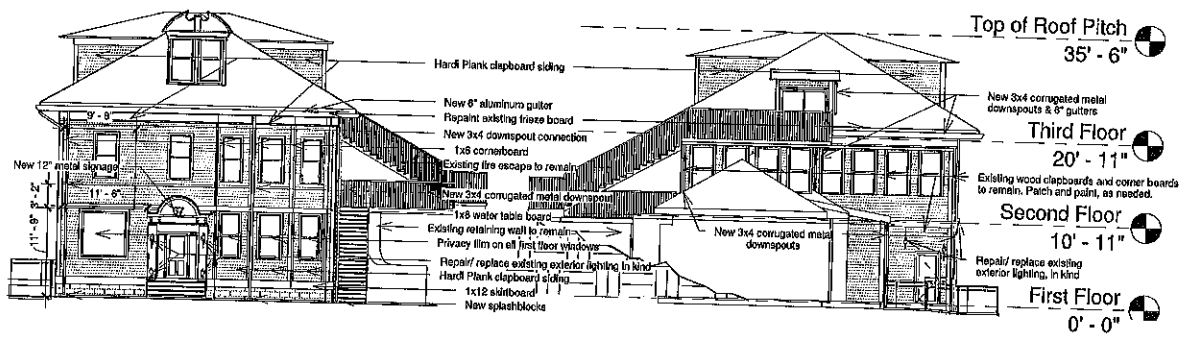
- Sexual harassment prevention policy
- American with disabilities act and state laws equivalents
- Open door policy
- Alcohol, smoke and Drug-free workplace policy
- Health Insurance Portability and Accountability Act of 1996
- Electronic communications media use policy
- Social media policy
- Severe weather and emergency conditions policy
- How confidential information is maintained
- Immediate dismissal of any marijuana establishment agent who has:
 - Diverted marijuana, which shall be reported to law enforcement officials and to the Commission;
 - Engaged in unsafe practices with regard to operation of the Marijuana Establishment, which shall be reported to the Commission;
 - Or been convicted or entered a guilty plea, plea of *nolo contendere*, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority.

Employee Qualifications and Training

Pursuant to 935 CMR 500.105(2)(a) Revolutionary Clinics II, Inc. ("RC") will ensure all dispensary agents complete Orientation training prior to performing job functions. Training will be tailored to the employee's role, responsibilities of the job function and all standard operation procedures (SOPs are included in the Appendices). Dispensary agents will be trained for one week before acting as a dispensary agent. At a minimum, staff shall receive 20 hours of initial training and at least eight hours of on-going training annually. New dispensary agents will receive employee orientation prior to beginning work with RC. Each department manager will provide orientation for dispensary agents assigned to their department.

In accordance with 935 CMR 500.105(2), all current owners, managers and employees of RC that are involved in the handling and sale of marijuana will successfully complete Responsible Vendor Training Program; and once designated a "responsible vendor", require all new employees involved in handling and sale of marijuana to complete this program within 90 days of hire. Responsible vendor training shall include discussion concerning marijuana effect on the human body; diversion prevention; compliance with tracking requirements; identifying acceptable forms of ID, including medical patient cards; and key state and local laws. This program shall then be completed annually and those not selling or handling marijuana may participate voluntarily. RC will maintain records of responsible vendor training compliance, pursuant to 935 CMR 500.105(2)(b).

All RC employees will be duly registered as marijuana establishment agents in accordance with 935 CMR 500.030, and have to complete a background check per 935 CMR 500.030(1). All marijuana establishment agents will complete a training course administered by RC and complete a Responsible Vendor Program in compliance with 935 CMR 500.105(2)(b). Employees will be required to receive a minimum of eight hours of on-going training annually pursuant to 935 CMR 500.105(2)(a). All registered agents of RC shall meet suitability standards of 935 CMR 500.800.

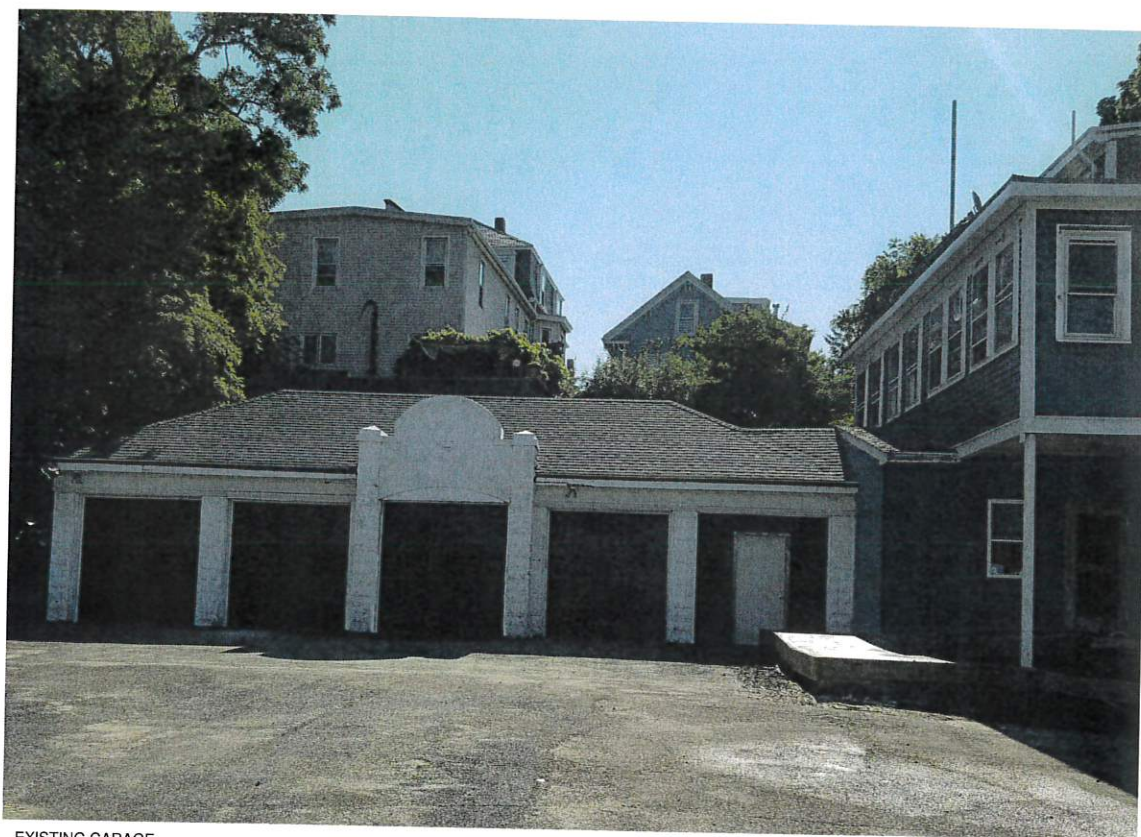


Revolutionary Clinics
67 Broadway
Somerville, MA 02145

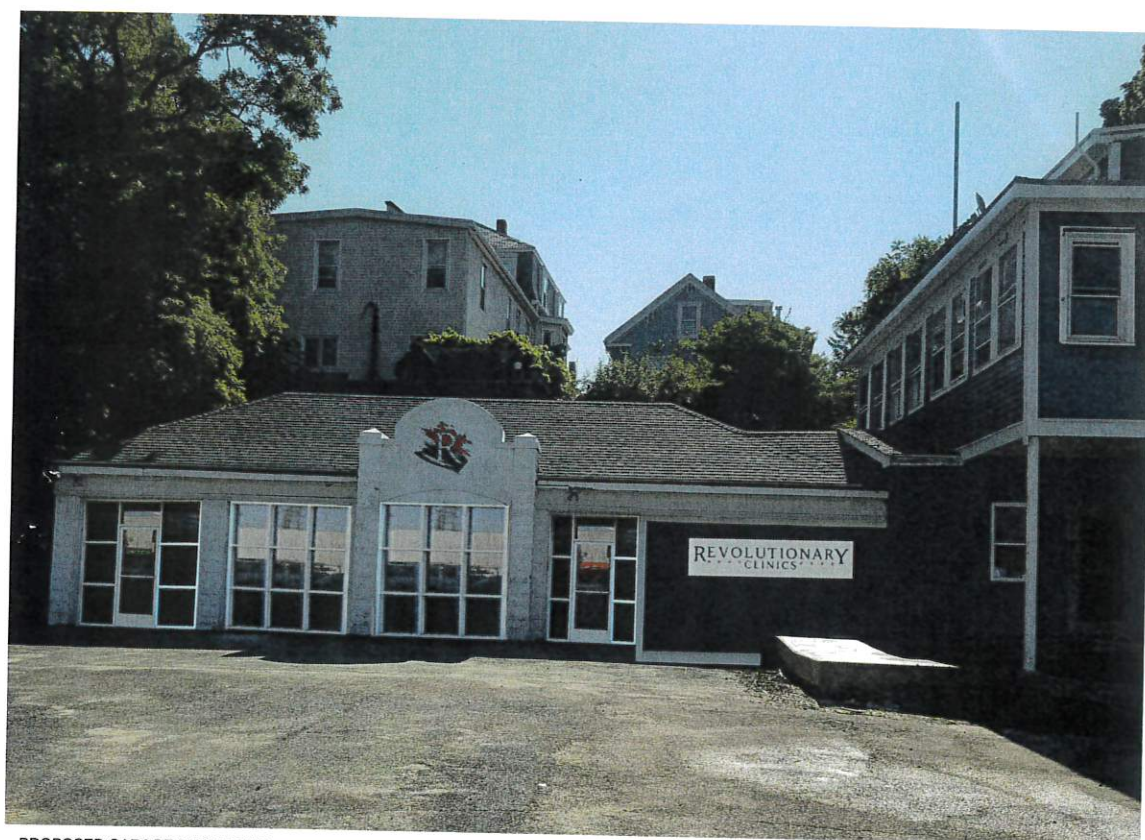
Revision Schedule		
Revision Number	Revision Description	Revision Date
1	Windows, Entry vestibule wall	11.12.16
2	Accessible bathroom	03.06.17
4	Revised dimensions, elevations	04.21.17

Building Elevations	
Project number	DISPENSARY
Date	03.12.19
Drawn by	L. P. Worth
Checked by	Bruce Hampton
Scale 1/16" = 1'-0"	


4/2/2019 11:45:30 AM



EXISTING GARAGE



PROPOSED GARAGE RENDERING

 <p>Elton + Hampton Architects</p>	<p>Revolutionary Clinics 67 Broadway Somerville, MA 02145</p>	Revision Schedule		Proposed Garage Expansion Rendering		
		Revision Number	Revision Description	Revision Date	Project number	DISPENSARY
					Date	03.12.19
					Drawn by	L.P. Worth
					Checked by	B. Hampton
						Scale



CDR BY: LV/SGS
CHK BY: DG
PRCJ NO: 2017-026
DATE: MARCH 11, 2019