The Commonwealth of Massachusetts
Executive Office of Health and Human Services
Department of Public Health
Bureau of Health Care Safety and Quality
Medical Use of Marijuana Program
99 Chauncy Street, 11th Floor, Boston, MA 02111

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MANAGEMENT AND OPERATIONS PROFILE
Request for a Certificate to Registration to
Operate a Registered Marijuana Dispensary

INSTRUCTIONS

This application form is to be completed by a non-profit corporation that wishes to apply for a Certificate of Registration to operate a Registered Marijuana Dispensary ("RMD") in Massachusetts, and has been invited by the Department of Public Health (the "Department") to submit a Management and Operations Profile.

Once invited by the Department to submit a Management and Operations Profile, the applicant must submit the Management and Operations Profile within 45 days from the date of the invitation letter, or the applicant must submit a new Application of Intent and fee.

If invited by the Department to submit a Management and Operations Profile for more than one proposed RMD, you must submit a separate Management and Operations Profile, attachments, and application fee for each proposed RMD. Please identify each application of multiple applications by designating it as Application 1, 2 or 3 in the header of each application page. Please note that no executive, member, or any entity owned or controlled by such an executive or member, may directly or indirectly control more than three RMDs.

However, even if submitting a Management and Operations Profile for more than one RMD, an applicant need only submit one background check packet, including authorization forms for all required individuals, and fee associated with the background checks.

Unless indicated otherwise, all responses must be typed into the application forms. Handwritten responses will not be accepted. Please note that character limits include spaces.

Attachments should be labelled or marked so as to identify the question to which it relates.

Each submitted application must be a complete, collated response, printed single-sided, and secured with a binder clip (no ring binders, spiral binding, staples, or folders).
Mail or hand-deliver the Management and Operations Profile, with all required attachments, the $30,000 application fee, and completed Remittance Form to:

Department of Public Health  
Medical Use of Marijuana Program  
RMD Applications  
99 Chauncy Street, 11th Floor  
Boston, MA 02111

All fees are non-refundable and non-transferable.

REVIEW

Applications are reviewed in the order they are received.

After a completed application packet and fee is received by the Department, the Department will review the information and will contact the applicant if clarifications/updates to the submitted application materials are needed. The Department will notify the applicant whether they have met the standards necessary to be invited to submit a Siting Profile.

PROVISIONAL CERTIFICATE OF REGISTRATION

Applicants have one year from the date of the submission of the Management and Operations Profile to receive a Provisional Certificate of Registration. If an applicant does not receive a Provisional Certificate of Registration after one year, the applicant must submit a new Application of Intent and fee.

REGULATIONS

For complete information regarding registration of an RMD, please refer to 105 CMR 725.100.

It is the applicant’s responsibility to ensure that all responses are consistent with the requirements of 105 CMR 725.000, et seq., and any requirements specified by the Department, as applicable.

PUBLIC RECORDS

Please note that all application responses, including all attachments, will be subject to release pursuant to a public records request, as redacted pursuant to the requirements at M.G.L. c. 4, § 7(26).

QUESTIONS

If additional information is needed regarding the RMD application process, please contact the Medical Use of Marijuana Program at 617-660-5370 or RMDapplication@state.ma.us.
CHECKLIST

The forms and documents listed below must accompany each application, and be submitted as outlined above:

☐ A fully and properly completed Management and Operations Profile, signed by an authorized signatory of the applicant non-profit corporation (the “Corporation”)

☐ A copy of the Corporation’s Articles of Incorporation

☐ A copy of the Corporation’s Certificate of Good Standing from the Massachusetts Secretary of State

☐ A copy of the Corporation’s bylaws

☐ An Employment and Education form (use template provided) for each of the following individuals: The Corporation’s Chief Executive Officer, Chief Operations Officer, Chief Financial Officer, individual/entity responsible for marijuana for medical use cultivation operations, and individual/entity responsible for the RMD security plan and security operations

☐ A bank or cashier’s check made payable to the Commonwealth of Massachusetts for $30,000

☐ A completed Remittance Form (use template provided)

☐ A sealed envelope with the name of the Corporation and marked “authorization forms,” that contains the background check authorization forms (use forms provided) and fee, for each of the following actors:

- Chief Executive Officer; Chief Operating Officer; Chief Financial Officer; individual/entity responsible for marijuana for medical use cultivation operations; individual/entity responsible for the RMD security plan and security operations; each member of the Board of Directors; each Member of the Corporation, if any; and each person and entity known to date that is committed to contributing 5% or more of initial capital to operate the proposed RMD. For entities contributing initial capital to operate the proposed RMD, authorizations forms must be completed and signed by the entity’s Chief Executive Officer/Executive Director and President/Chair of the Board of Directors.

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here.

[Signature]
SECTION A. APPLICANT INFORMATION

1. MassMedicum, Corp.
   Legal name of Corporation

2. James T. Kurnick, M.D.
   Name of Corporation’s Chief Executive Officer
   14 Rollins Road,
   3. South Easton, MA 02375
   Address of Corporation (Street, City/Town, Zip Code)
   Philip C. Silverman

4. Applicant point of contact (name of person Department of Public Health should contact regarding this application)
   508-353-8570

5. Applicant point of contact’s telephone number
   lawphil@massmedicum.com

6. Applicant point of contact’s e-mail address

7. Number of applications: How many Management and Operations Profiles do you intend to submit?
   2

SECTION B. INCORPORATION

8. Attach a copy of the corporation’s Articles of Incorporation, documenting that the applicant is a non-profit entity incorporated in Massachusetts.

9. Attach a copy of the corporation’s Certificate of Good Standing from the Massachusetts Secretary of State.

10. Attach a copy of the corporation’s bylaws.

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here.

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SECTION C. NON-PROFIT COMPLIANCE

Answer each of the questions below to explain how the Corporation will remain in compliance with the non-profit requirements of Ch. 369 of the Acts of 2012, the regulations at 105 CMR 725.000, and “Guidance for Registered Marijuana Dispensaries Regarding Non-Profit Compliance.” Please refer to the “Guidance for Registered Marijuana Dispensaries Regarding Non-Profit Compliance” document in completing this form.

11. Please identify any management company that the applicant intends to utilize and summarize the terms of any agreement or contract, executed or proposed, with the management company.

Subject to DPH approval, MassMedicum is finalizing a management company contract that will:

- Provide and Manage 20+ specialized dispensary, production, security and administrative employees (cost plus pricing at prevailing market rates)
- Take assignment of MassMedicum's existing cultivation services contract with Medsorganic, Inc.
- Provide all associated intellectual property (production based pricing of $0.50 per gram of flower harvested and $3.00-$5.00 per gram of cannabis extracted)
- Provide an unsecured loan to MassMedicum (annual interest rate of 18%)

Pursuant to MassMedicum's bylaws, any contract with a management company will be approved by a majority vote of disinterested directors and all compensation to the management company will reflect the fair market value of the supplies, equipment, and/or services contracted for.

MassMedicum has hired the counsel of Vicente Sederberg and Mintz Levin to ensure its compliance with the non-profit requirements of Ch. 369 of the Acts of 2012, 105 CMR 725.000, and the Department's “Guidance for Registered Marijuana Dispensaries Regarding Non-Profit Compliance.”
12. Please identify any agreements or contracts, executed or proposed, in which the applicant will engage in a Related Party Transaction and summarize the terms of each such agreement.

MassMedicum has identified the following agreements or contracts, executed or proposed, in which it will engage in a Related Party Transaction:

1) MassMedicum has two executed revolving line of credit agreements with its CEO, Dr. James Kurnick (annual interest rate of 10% and 18%, respectively).

2) MassMedicum has an executed contract for cultivation services with Medorganics, Inc. (expenses, plus annual consultant fee of $160,000-$200,000 with incentive bonuses based on production/sales benchmarks) Medorganics, Inc. is partially owned by Matthew Kurnick, who is the son of MassMedicum's CEO, Dr. James Kurnick.

3) As previously discussed, MassMedicum anticipates that it will enter into a contract with a management company, pending DPH approval. (See response to Question No. 11 for the proposed terms of the management contract.)

The following individuals affiliated with MassMedicum are anticipated to have an interest in the management company:

1) MassMedicum's CEO, Dr. James Kurnick will be a partial owner of the management company and serve on its board of managers.

2) MassMedicum's COO and CFO, Phil Silverman will be a partial owner of the management company and serve on its board of managers.

Information on this page has been reviewed by the applicant and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: [Signature]

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13. Please identify whether any members of the Board of Directors are also serving as employees of the proposed RMD and, if so, their title and role with the proposed RMD.

Lisa Silverman is a member of MassMedicum’s board of directors, and it is anticipated that she will be employed as the Applicant’s Chief Dispensary Officer. As Chief Dispensary Officer, Ms. Silverman will have day-to-day responsibility for oversight of MassMedicum’s dispensary operations and the day-to-day performance of the dispensary employees under lease from the Management Company.

Lisa Silverman and Ellen Ariel have agreed to recuse themselves from deliberations of, and from casting any votes regarding consideration of Ms. Silverman’s compensation. Further, MassMedicum has formed a Special Committee comprised of disinterested directors that will consider and periodically review Ms. Silverman’s compensation as Chief Dispensary Officer. The Special Committee has been delegated the authority of MassMedicum’s Board of Directors to act on behalf of the MassMedicum with respect to Ms. Silverman’s compensation as though it were the full Board of Directors. In addition, Dr. Kurnick and Phillip Silverman have agreed to recuse themselves from involvement in the setting and review of Ms. Silverman’s compensation.
14. Please identify whether any members of the Board of Directors are serving as officials, executives, corporate members or board members for any management company, investor or other third party proposed to contract or otherwise conduct business with the proposed RMD.

There are no members of the MassMedicum's Board of Directors that are serving as officials, executives, corporate members, or board members for any management company, investor or other third party proposed to contract or otherwise conduct business with the RMD.
15. Please identify any contract or agreement, executed or proposed, under which a percentage or portion of the applicant’s revenue will be distributed to a third party and summarize the terms of any such agreement or contract.

MassMedicum does not have any contract or agreement, executed or proposed, under which a percentage or portion of its revenue will be distributed to a third party.

The applicant agrees and attests that it will operate in compliance with all applicable state laws and regulations, including, but not limited to, laws regarding child support and taxation, as well as the “Guidance for Registered Marijuana Dispensaries Regarding Non-Profit Compliance.”

Signature of Authorized Signatory
James T. Kurnick, M.D.

Date Signed
9-29-15
CEO

Print Name of Authorized Signatory

Title of Authorized Signatory

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: JTC
SECTION D. EXPERIENCE

16. Attach an Employment and Education form (use template provided) for each of the following individuals: The Corporation’s Chief Executive Officer, Chief Operations Officer, Chief Financial Officer, individual/entity responsible for marijuana for medical use cultivation operations, and individual/entity responsible for the RMD security plan and security operations.

17. Describe the experience, and length of experience, of the Corporation’s Chief Executive Officer, Chief Operations Officer, and Chief Financial Officer with running a non-profit organization or business.

James T. Kurnick, M.D. (CEO) brings over 35 years of non-profit and business experience in the healthcare industry to MassMedicum’s Executive Management Team. Since 1980, he has been on the medical staff at a premier teaching hospital, and on the faculty of a leading medical school in Boston, MA. As the Associate Chief of Pathology for Research at his hospital, he served on the Executive Committee that helped to manage a department with over 500 employees, covering all of the tissue pathology and clinical laboratories and blood bank services. As Director of the Pathology Research Laboratory, he oversaw development of a new 20,000 square foot research laboratory, coordinating with architects, builders and administrators to create a state-of-the-art facility. His research has been supported by grants from the NIH and private foundations, and has led to several patents as well as playing a key role in the development of "Enzyvio," a successful therapy for inflammatory bowel diseases.

In 1999, Dr. Kurnick co-founded CytoCure, LLC, a biotechnology company that created a novel platform technology to develop anti-cancer drugs that will make therapeutic cancer vaccines more effective. He has led CytoCure through private financing and NIH grants, while supervising operations at the company. CytoCure has identified numerous compounds with potential therapeutic uses leading to filing and obtaining multiple patents.

Dr. Kurnick subsequently co-founded TriBionica, LLC, a biotechnology company dedicated to developing breakthrough technology for targeting cancer and other disease-causing cells. TriBionica has developed proprietary technologies that will allow unique targeting of tumor cells, and related diagnostic assays.

Since 2013, Dr. Kurnick has served as Chief Executive Officer, President, Chief Medical Officer and Treasurer of MassMedicum, Inc., a Massachusetts non-profit corporation that obtained one of the fifteen initial provisional licenses for an RMD approved by the Massachusetts DPH.

Phil Silverman, Esq. (COO and CFO) brings two decades of business and legal experience to MassMedicum’s Executive Management Team. As a lawyer, he advised a wide array of businesses, including those in the medical, food service, real estate, legal, and retail sectors. He has substantial experience in advising clients on managing day-to-day operational matters, as well as providing financial and legal advice. Through his expertise in federal bankruptcy law, Mr. Silverman understands how to operate a businesses in full compliance with federal, state, and local laws and regulations. He currently serves as the General Manager, Human Resources Manager, and Chief Financial Officer of MassMedicum, Inc. in furtherance of its provisionally licensed RMD. At the non-profit RMD, he is responsible for creating and instituting Department of Public Health compliant procedures for financial oversight, facilities, personnel, operating procedures, and training processes.
18. Describe the experience, and length of experience, of the Corporation’s Chief Executive Officer, Chief Operations Officer, and Chief Financial Officer with providing health care services.

James T. Kurnick, M.D. (CEO) is a licensed physician with over 40 years of experience providing health care services. Since 1980, he has been on staff at a leading Boston hospital and medical school. He has taken leadership roles at the hospital and medical school and oversees two biotechnology companies and the provisionally-licensed RMD, MassMedicum.

As a service and research pathologist, Dr. Kurnick is intimately familiar with both laboratory and patient-management issues and has extensive experience in documenting and managing patient specimens and HIPAA protocols to assure patient privacy.

Dr. Kurnick’s research in tumor immunology paved the way for his pioneering study of Tumor-Infiltrating lymphocytes. His group performed one of the world’s first transfers of a patient’s own tumor-specific T-lymphocytes to treat advanced lung cancers and melanomas. This therapy required the coordination of a staff of laboratory technicians with clinical staff to assure strict adherence to protocols and product quality. The protocols he developed carefully monitored and documented each aspect of the patient response, from adverse events to therapeutic efficacy. In addition, his group produced a unique monoclonal antibody that was subsequently developed into an approved drug for treatment of inflammatory bowel diseases (“Envyvio”).

As an Associate Professor at a premier medical school, he led a team of more than 100 physician-educators to coordinate a medical school course that constituted approximately 25% of the first year curriculum, including introductory pathology, immunology, and microbiology.

As noted in Question #17, Dr. Kurnick co-founded and oversees operations at two biotechnology companies, CytoCure, LLC and TriBiotica, LLC that have created patentable breakthrough technologies for cancer treatments. In addition, Dr. Kurnick leads MassMedicum, Inc., the recipient of one of the initial 15 provisional licenses to operate an RMD in Massachusetts.

Phil Silverman, Esq. (COO and CFO) directs health care-related services as General Manager, Human Resources Manager, and Chief Financial Officer of MassMedicum, Inc. Mr. Silverman successfully oversaw the corporation’s application to obtain a Provisional License to operate a RMD with a cultivation/processing facility in Holbrook, Massachusetts and dispensary in Taunton, Massachusetts. Together with Dr. Kurnick and MassMedicum’s registered pharmacist, Lisa Silverman, Mr. Silverman coordinates operations of patient-directed services, including creation and implementation of RMD operating procedures, employee training manuals, product lists, and educational programs and materials.
19. Describe the experience, and length of experience, of the Corporation's Chief Executive Officer, Chief Operations Officer, and Chief Financial Officer with providing services for marijuana for medical purposes.

James T. Kumick, M.D. (CEO) and Phil Silverman, Esq. (CCO & CFO) have immersed themselves in the cannabis industry since Massachusetts approved medical marijuana in November, 2012. Aided by an elite team of industry, legal, security, financial, engineering, architectural, and construction experts, Dr. Kumick and Mr. Silverman have developed considerable industry knowledge and experience providing services for marijuana for medical purposes, resulting in the receipt of one of the first fifteen provisional licenses to operate a RMD in Massachusetts.

Dr. Kumick has focused on refining how a medical marijuana non-profit organization can help patients achieve better outcomes through producing and dispensing the highest-grade medical marijuana therapeutics in a professional setting. To that effect, the MassMedicum team has consulted with leaders in the medical marijuana markets in Colorado and California, met with patients who benefit from medical marijuana, and made fact-finding visits to states with longstanding medical marijuana experience.

Additionally, Dr. Kumick, an experienced medical researcher, has investigated the current status of medical marijuana products and the potential of cannabinoids to treat various diseases and symptoms. He has recruited medicinal chemists with expertise in extraction of medical products from natural sources, including production of nano-particle cannabinoids. Nano-particles are measured in billionths of a meter and have shown potential as effective treatments for cancer and atherosclerosis. MassMedicum intends to license patented technology from its collaboration with medicinal chemists that will enable MassMedicum to produce and dispense nano-particle cannabinoid products, including transdermal patches and oral medications that offer the potential for improved absorption, half-life, and bioavailability.

As CFO, Mr. Silverman has performed cost analysis and financial modeling, developing considerable expertise with regards to MassMedicum's balance sheet and income projections. With input from experts in the medical marijuana industry, he has developed the patient demand projections that have guided company operational strategy.

The MassMedicum team has worked closely with cultivators, architects, and engineers to design a 33,000 square foot production facility, located in Holbrook, MA. This state-of-the-art facility will incorporate innovative design features to help avoid the mold and insect problems that have plagued many New England growers. Water purification systems and proprietary soil mixes will assure that plants will be free of toxic chemicals and contaminants. MassMedicum has received approvals for its operations from both the Town of Holbrook and the City of Taunton. A full set of plans have been submitted to the Town of Holbrook, and the company expects to begin sales at its RMD in 2016.
20. Describe the experience, and length of experience, of the Corporation’s individual/entity responsible for marijuana for medical use cultivation operations and individual/entity responsible for the RMD security plan and security operations with providing services for marijuana for medical purposes.

Michael Buff (Director of Cultivation) has been cultivating cannabis under guidelines established in the State of California, including all forms of organic cannabis cultivation (indoor, outdoor, greenhouse, and light deprivation) since 1996. From 2001-2009, Mr. Buff served as lead Cannabis Cultivator and Project Manager for Sunlight Standards, a legal patient collective under Proposition 215 Regulations in California. Since then he has advised numerous legally operating collectives on their system design and all aspects of cultivation planning, including successfully working with MassMedicus to obtain its provisional RMD license in 2014.

Mr. Buff has implemented organic and sustainable cultivation practices that are compliant with Massachusetts’ organic requirement. He has developed proprietary soil mixes and organic microbial teas, and uses safe and natural beneficial insects to effectively fight pests and mold/mildew. His expertise also includes genetics, breeding, strain review, propagation, physical plant manipulation, yield increasing techniques, quality control, crop inventory scheduling, implementation and harvesting, and connoisseur quality drying, curing, trimming, and storage techniques.

Mr. Paul Oxford (Director of Security) recently retired from a 36 year career that included progressive and frequent leadership promotions within the Massachusetts Department of Corrections and the Norfolk County Sheriff’s Office. During his career Mr. Oxford has held positions including Chief of the Office of Investigative Services for the Massachusetts Department of Corrections, Deputy Superintendent Investigations for the Norfolk County Sheriff’s Office, and Director of Security for MCI-Concord and MCI-Framingham.

Mr. Oxford has extensive expertise and experience in criminal and internal affairs investigations, security operations, correctional intelligence, security threat group management, building security, developing emergency reaction plans, executive protection, and anti-terrorism initiatives. Mr. Oxford was instrumental in establishing a certification program for the training of correctional investigations from various Massachusetts and multi-state correctional agencies that is viewed as a national model by the National Institution of Corrections. He also has two years of experience providing security services in the medical marijuana industry through designing MassMedicus’s security plans and procedures for its Holbrook warehouse and Taunton dispensary operation. He is currently a special investigator with the F.B.I’s Background Investigation Contract Services.
SECTION E. OPERATIONS

21. Provide a summary of the RMD’s operating procedures for the cultivation of marijuana for medical use.

MassMedicium Corp.'s (MMC) marijuana cultivation Standard Operating Procedures (SOPs) will ensure employee, product, and public safety. MMC will produce consistent, predictable yields based on accepted science and create transparent, compliant, and efficient operations. MMC’s cultivation process will use best practices to prevent contamination, including, but not limited to, mold, fungus, bacterial diseases, rot, pests, nonorganic pesticides, mildew, and other contaminants identified as posing potential harm.

Pursuant to 725.105(B)(1)(e)-(f), all phases of MMC’s cultivation will take place in designated, locked, limited access areas that are monitored by a surveillance system compliant with 725.110(D)(1)(d)-(i). All genetics start from the seed. Desirable phenotypes are identified, cloned, and placed under fluorescent lights in clone rooms. Rooted clones go to veg room with 600 watt Metal Halide lights then to bloom rooms with 25-30 Gavita DE lights. Isolated bloom rooms allow maximum environmental control and minimize the spread of pests and disease. Mature flowers are harvested, moved to dry/cure room or directly to MIPs processing lab. Cured flowers are hand trimmed, packaged, and stored in vault until transported to RMD.

No non-organic pesticides will be used and cultivation will be consistent with DPH guidance on U.S. DOA 7 CFR, Part 205 organic requirements. Proprietary composted soil used for cultivation will meet the U.S. Agency for Toxic Substances and Disease Registry’s Environmental Media Evaluation Guidelines for residential soil levels. All soils/solids will be sampled and analyzed initially prior to use for cultivation of medical marijuana, at least annually, and within the quarter if amended.

Proper sampling collection steps will be followed to avoid contamination, including use of disposable gloves, clean sampling areas, and appropriate tools. Records will be kept for each sample. Representative samples will be collected and maintained for DPH review. 5% of duplicate samples will be collected for each medical marijuana product type. Logbooks, chain of custody forms, and cultivation and sampling diagrams will be kept and available for DPH review. MMC will have a sufficient plumbing system and water supply. Water will be derived from a public source and any water used for cultivation will be further purified using reverse osmosis. Public water records of analysis will be maintained and available for DPH review.

Best Management Practice, Good Agricultural Practice, and Good Handling Practice will be used. MMC has adopted cultivation standards from the American Herbal Pharmacopoeia and the American Herbal Products Association and adapted USDA Organic Standards and FDA standards to create a holistic medical marijuana crop management system. MMC has also adopted or adapted the use of the HACCP Principles and Application Guidelines (National Advisory Committee on Microbiological Criteria for Foods).
22. Describe the types and forms of Marijuana Infused Products ("MIPs") that the RMD intends to produce, if any.

Production of Marijuana Infused Products (MIPs) will be a strength of MassMedicum Corp. (MMC), emphasizing smoke free delivery systems and consistency in dose and purity. As such, MMC intends on producing a diverse line of MIPs to accommodate patient needs and preferences, including:

- Supercritical fluid CO2 extracted oils for use in vaporizer cartridges
- Purified oils for mixing of custom blends including THC, TH/CBD, and CBD oils
- Sublingual sprays for oral delivery
- Transdermal salves utilizing proprietary technology to provide nano-particle cannabinoids
- Additional MIPs, including edibles, will be produced as patient demand dictates

All MIPS will be labeled pursuant to 725.105(E)(2)-(3) and will identify the list of ingredients, including the cannabinoid profile of the marijuana contained within the product. The cannabinoid profile, at a minimum, will include the percentage of dry weight of Δ⁹-tetrahydrocannabinol (Δ⁹-THC) and cannabidiol (CBD). Other cannabinoids may be included in the cannabinoid profile at MMC's discretion.

All MIPS produced by MMC will be packaged in plain, opaque, tamper-proof, and child-proof containers without depictions of the product, cartoons, or images, other than the RMD logo. No MIP will bear a reasonable resemblance to any product available for consumption as a commercially available candy. All products will be weighed with a certified Class II NTEP Balance.
23. Provide a summary of the RMD's methods of producing MIPs, if the RMD intends to produce MIPs.

MassMedicum emphasizes solvent-free extractions including heat/pressure treatment of trim, flowers, and trichomes to extract oils. Supercritical fluid CO2 extraction (SFE) will be used to purify material to greater than 75% cannabinoid (either THC or CBD, or THC/CBD combo). SFE-concentrated oils will be provided in vaporizer pens for consistent delivery of optimal doses of cannabinoids.

MIPs will be produced in a secure area on food-grade stainless steel tables and in accordance with 725.105, .500 and .300. MIPs ingredients will be from a DPH approved source. All containers will be labeled. Leaves/flowers of female plants used for MIPs will be processed in a safe and sanitary manner, be well cured and free of seeds, stems, dirt, sand, debris, and other foreign matter. MIPs will be free of contamination from mold, rot, fungus, and bacterial diseases.

There will be no bare hand contact with ready-to-consume items. Cooling methods will be used to prevent microorganism growth. Agents will wear gloves and utilize warewashing facilities. The kitchen will be free from pests and all surfaces, utensils, equipment, and linens will be properly used, sanitized, stored, dried, and handled to prevent contamination during MIPs preparation, storage, and display. Approved thawing methods and regularly calibrated thermometers will be used. Processes will be HACCP compliant. MIPs and food will be safe, in good condition, unadulterated, and tested pursuant to 725.105(C)(2).
24. Provide a summary of the RMD’s operating procedures for the provision for security at the RMD.
25. Provide a summary of the RMD's operating procedures for the prevention of the diversion of marijuana.
26. Provide a summary of the RMD's operating procedures for the storage of marijuana for medical use.
27. Provide a summary of the RMD's operating procedures for the transportation of marijuana for medical use.
28. Provide a summary of the RMD’s operating procedures for inventory management.
29. Provide a summary of the RMD's operating procedures for quality control and testing of product for potential contaminants.

MassMedicum will follow Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana-Infused Products for Massachusetts RMD’s, including proper sampling, collection, and completion of logs and chain of custody forms.

MMC will contract with an independent accredited ISO 17025 lab approved by DPH. No MMC employee or executive will have a financial or other interest in the lab. No test-lab staff will receive financial compensation from MMC. Test-lab staff performing marijuana analyses will be DPH-registered agents. As frequently as specified by DPH, outside lab will test for cannabinoid profile and contaminants including mold, mildew, heavy metals, plant-growth regulators, and presence of nonorganic pesticides. Test-lab will provide narrative pursuant to Finished MMJ Protocol 8.0. Excess product will be returned to MMC for disposal. MMC will use expiration dates and dispose of expired products.

Results of all tests will be retained for at least 1 year. Copies of pertinent 3rd party tests will accompany all products. Quality control SOPs will be available to patients/caregivers.

MMC’s quality control SOPs also address voluntary/mandatory recalls, including recalls due to any action initiated by DPH, as well as voluntary actions to remove defective/potentially defective product from the market.
30. Provide a summary of the RMD’s operating procedures for maintaining confidentiality of registered qualifying patients, personal caregivers, and dispensary agents, as required by law.

Pursuant to 105 CMR 725.200, patient, caregiver, and dispensary agent information is confidential and shall not be disclosed without the written consent of the individual, or as required by law or pursuant to court order, provided however, DPH may access this information to carry out official duties.

MassMedicum’s patient tracking data files will be encrypted, consistent with HIPAA guidelines. Network servers will be protected by SSL, firewall, card reader access locks, and 24-hour surveillance. Software/infrastructure to be updated regularly, including relevant security patches. Software will be DPH compliant and compatible with DPH’s electronic system. Emails to patients will say “Confidential” and will be sent on secure servers.

Access to MMC database will be limited to key personnel. Data security strategies include at least quarterly password changes, password length and character diversity requirements, restrictions on personal flash and thumb drive use on company computers, and securing systems when not in use. Any hard copies of patient/employee records will be stored in a secure, locked facility, with access limited to key personnel.

Any loss or alteration of records related to marijuana/MIPS, registered patients, caregivers, or employees will be reported to DPH, law enforcement, and affected party.

Agents will have documented confidentiality training and will be strictly monitored for compliance.
31. Provide a summary of the RMD’s personnel policies.

Personnel policies will create a safe, sanitary, and compliant workplace for employees. MassMedicum is an equal opportunity employer dedicated to professional development and generous employee compensation and benefits. Local recruiting is prioritized.

MMC will register in the MMJ Online System. All MMC board members, directors, employees, executives, managers, and volunteers will be registered RMD agents and remain compliant pursuant to 725.030(A)-(C) and (E). Pursuant to 725.105(A), policies will be implemented for employee security; emergency procedures and disaster plans; and maintaining a smoke, alcohol, and drug-free workplace. Training will be tailored to each job function and required prior to performing job. A minimum of 8 hours of on-going staff training required annually.

MMC will immediately dismiss an agent who has diverted marijuana or engaged in unsafe RMD practices. Such activity will be reported to law enforcement and DPH. Personnel records will be kept for at least 12 months following termination of employees. After agents cease to be associated with MMC, DPH will be notified within 1 business day.

MMC agents in contact with marijuana or non-edible MIPs are subject to the requirements for food handlers specified in 105 CMR 300.000 and 725.105(C)(6).

Additional Personnel Policies address:

• ADA, FMLA, ERISA, COBRA compliance
• Personnel security/access
• Standards of conduct
• Non-discrimination
• Non-disclosure/confidentiality
• Harassment

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: [Signature]

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32. Provide a summary of the RMD's operating procedures for dispensing of marijuana for medical use.
33. Provide a summary of the RMD’s operating procedures for record keeping.

MassMedicum's SOPs ensure records are accurate and comply with 105 CMR 725.105(G)-(I). Seed-to-sale tracking records will be kept for all marijuana and MIPs. MMC will immediately notify law enforcement/DPH within 24 hours after discovering any loss/ unauthorized alteration of records. Records will be kept in a secure location pursuant to DPH regulations. In the event the company closes, all records will be kept for at least 2 years at MMC's expense, in a form/location acceptable to DPH.

Records available to DPH include, but are not limited to:

- Staffing plan/personnel
- Board members/executives/members of non-profit corporation
- Training materials for agents
- Patient education materials
- Inventory
- Cultivation records
- CORI reports (properly obtained and kept separate from general personnel records)
- Assets and liabilities
- Monetary transactions
- Account books (journals/ledgers and supporting documents; agreements/checks/invoices/vouchers)
- Sales (name of patient/caregiver to whom dispensed, including quantity/form/cost)
- Business (employee salary/wages, stipends to board members, executive compensation, and any bonus/benefit/item of value paid to anyone affiliated with MMC)
- Waste disposal
- Product sampling/testing
- Transportation
- Security
- Incident reports
- DPH correspondence
- Recalls/Withdrawals/Complaints
- Most recent 3rd party financial audit
- Results of new/ongoing RMD agent background info
- SOPs and changes to SOPs
- DPH notification/de-registration of RMD agents

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: [Signature]
34. Provide a summary of the RMD’s plans for providing patient education.

MassMedicum's Registered Pharmacist and M.D. Medical Officer will supervise patient education and consultations. Pursuant to 725.105(K), an adequate supply of up-to-date educational materials for patients and caregivers will be provided in multiple languages accessible to all patients and caregivers, including for the visually- and hearing-impaired, and available to DPH upon request.

Educational materials include, but are not limited to:

- Warnings: FDA has not analyzed or approved marijuana; there is limited information on side effects; potential health risks; marijuana should be kept away from children; driving under the influence of marijuana prohibited by M.G.L. c. 90, s. 24; machinery should not be operated
- Info to assist in selection, descriptions of strains' differing effects, as well as the various forms of administration
- Patient Log: to track the strains used and their associated effects
- Dosage Guidelines: proper dosage and titration for each route of administration; emphasis on using smallest amount possible to achieve the desired effect; impact of potency explained
- Info regarding tolerance, dependence, and withdrawal
- Substance abuse signs/symptoms and referral info for treatment programs
- Statement that patients may not distribute marijuana to other individuals and that unused, excess, or contaminated product must be returned to MMC for disposal
- Patient Rights
- Condition-specific booklets
- Patient Hotline
- Any other info required by the DPH
35. Provide a summary of the RMD’s operating procedures for patient or personal caregiver home-delivery, if the RMD plans to provide home-delivery services.
36. Provide a summary of the RMD’s policies and procedures for the provision of marijuana for medical use to registered qualifying patients with verified financial hardship without charge or at less than the market price.

MMC is committed to assisting those with verified financial hardships.

For patients with financial hardships, an income-based sliding scale hardship program will provide access to reduced-cost medication. Patients will be eligible for the program if that patient’s income does not exceed 300% of the Federal Poverty Level (FPL) (adjusted for family size).

Proof of financial hardship can be demonstrated by participation in MassHealth, SSI, SSDI, and SNAP. Proof of assistance from other income-based support programs can also serve as sufficient evidence for enrollment in the hardship program. Should the patient submit financial data for consideration, MMC will not retain copies of personal information.

MMC will limit the amounts of reduced-cost medicine to avoid diversion by patients who are given excess and may sell it. The budget and number of patients awarded access to the program will be limited based on MMC’s revenue and available medicine.

MMC is considering the following guidelines for reduced cost medicine as follows, based on and income/FPL comparison:

- ≤100% of FPL: nominal cost up to 2 gram/week, 50% discount thereafter up to .25 ounce/month. Paraphernalia at cost.
- >100% but ≤200% of FPL: nominal cost up to 1 gram/week, 35% discount thereafter up to .25 ounce/month. Paraphernalia at cost + 10%.
- >200% but ≤300% of FPL: nominal cost up to .5 gram/week, 20% discount thereafter up to .25 ounces/month. Paraphernalia at cost + 20%.
37. Provide a summary of the training(s) that the RMD intends to provide to Dispensary Agents.

MMC's mandatory training plan will prepare agents to perform job duties and functions safely and in compliance with all applicable laws and regulations. Training will be tailored to the roles, responsibilities, and job functions of each dispensary agent. Agents will be required to complete training prior to performing each assigned job. At a minimum, 8 hours of on-going training will be required annually. Training will be documented, and records will include a signed statement of the agent indicating the date, time, and place of training and the topics discussed, including the name/title of the trainer. The SOPs also detail training evaluations and performance reviews.

Training, depending on position and function, will include:

- New agent orientation: overview of the Act for Humanitarian Use of Medical Marijuana and 105 CMR 725.000
- Smoke, alcohol, and drug free workplace
- Patient and caregiver identification
- Compliance, regulation, law
- Privacy and Confidentiality
- Cultivation/MIPs processing, safety and security
- Dispensary safety/security/LAAs
- Emergency and incident management
- Inventory management and diversion prevention
- Manufacturing safety and security
- Waste disposal
- Community and patient interaction
- Record keeping and reporting
- Product handling, storage, testing/sampling, and sanitation
- Transportation
- Advertising restrictions
- Whistleblowing
- Law enforcement interaction
- Internal audits
- Patients w/ disabilities
- Dispensing limits
- Packaging/labeling
38. Will the Corporation provide worker's compensation coverage to the RMD's Dispensary Agents?
   Yes ☒  No ☐

39. Will the Corporation obtain professional and commercial insurance coverage?
   Yes ☒  No ☐

40. Describe the Corporation's plan to obtain liability insurance or place in escrow the required amount to be expended for coverage of liabilities.

MassMedicum working with Cleary Insurance and Cannassure to maintain general liability insurance coverage for no less than $1,000,000 per occurrence and $2,000,000 in aggregate, annually, and product liability coverage for no less than $1,000,000 per occurrence and $2,000,000 in aggregate, annually. The deductible will be no higher than $5,000 per occurrence.

If adequate coverage is unavailable in the marketplace at a reasonable rate, MMC will place in escrow at least $250,000 to be expended for coverage of liabilities. Any withdrawal from escrow will be replenished within 10 business days.

MMC will carry automobile coverage, as well as property/casualty coverage. Coverage will include business interruption protection. Replacement costs will be used to value all property, ensuring a full recovery in the event of a catastrophe. Business interruption coverage will allow MMC to continue paying employees, vendors, taxes, and fees during reconstruction, if necessary, and will also provide capital for any emergency inventory purchases from another RMD.

MMC may also carry personal and advertising injury insurance, as well as employment practice liability coverage for directors and officers. Agents that transport cash or medical marijuana/MIPs will be bonded. MMC will consider additional coverage based on availability and a cost-benefit analysis.

MMC will keep records documenting compliance with 725.105(Q) in a manner and form determined by the DPHI, pursuant to 725.105(M).
SECTION F. CAPITAL CONTRIBUTORS

List all persons and entities known to date that are committed to contributing 5% or more of initial capital to operate the proposed RMD. For entities contributing initial capital to operate the proposed RMD, list the entity’s Chief Executive Officer/Executive Director and President/Chair of the Board of Directors.

Attach additional tables if needed.

<table>
<thead>
<tr>
<th>Individual Name</th>
<th>Amount of Initial Capital Committed</th>
<th>Percentage of Initial Capital Committed</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dr. James Kurnick</td>
<td>$400,000.00</td>
<td>100%</td>
</tr>
<tr>
<td>Entity Name</td>
<td>Leadership Names</td>
<td>Amount of Initial Capital Committed</td>
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<tr>
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<tr>
<td>N/A</td>
<td>Entity CEO/ED:</td>
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<tr>
<td></td>
<td>Entity President/Chair:</td>
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</tr>
</tbody>
</table>
ATTESTATIONS

Signed under the pains and penalties of perjury, I, the authorized signatory of the non-profit applicant corporation, agree and attest that all information included in this application is complete and accurate and that I have an ongoing obligation to submit updated information to the Department if the information presented within this application has changed.

Signature of Authorized Signatory

James T. Kumick, M.D.

Print Name of Authorized Signatory

CEO

Title of Authorized Signatory

I hereby attest that if the corporation is allowed to proceed to submit a Siting Profile, the corporation is prepared to comply with all Siting Profile requirements.

Signature of Authorized Signatory

James T. Kumick, M.D.

Print Name of Authorized Signatory

CEO

Title of Authorized Signatory
THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
(General Laws, Chapter 180)

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of $ 35.00 having been paid, said articles are deemed to have been filed with me this 5th day of August 2013.

Effective date:

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Contact information:

Adam Fine
Vicente Sederberg LLC
77 Franklin Street, Floor 3
Boston, MA 02110

Telephone: (617) 299-6650
Email: Adam@VicenteSederberg.com

A copy of this filing will be available on-line at www.state.ma.us/sec/cor once the document is filed.
The Commonwealth of Massachusetts
William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION
(General Laws, Chapter 180)

ARTICLE I
The exact name of the corporation is:
Massmedic Corp.

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

See Attached.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring such addition is clearly indicated.
Massmedicum Corp.
Articles of Organization
Article II: Purposes

The corporation is organized for nonprofit purposes including, but not limited to, providing pain management and health and wellness assistance to patients suffering from debilitating medical conditions. As permitted by law, the corporation may engage in any and all activities in furtherance of, related to, or incidental to these purposes, the activities being lawful for a corporation formed under Chapter 180 of the General Laws of Massachusetts. Any revenue from the corporation shall be used solely in furtherance of the corporation's nonprofit purposes.
ARTICLE III
A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

May Be Set Forth in Bylaws.

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

See Attached.

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

**If there are no provisions, state "None."

Note: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.
The corporation is organized exclusively for nonprofit purposes. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation.

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

No officer or director of the corporation shall be personally liable to the corporation for monetary damages for or arising out of a breach of fiduciary duty as an officer or director notwithstanding any provision of law imposing such liability; provided, however, that the foregoing shall not eliminate or limit the liability of an officer or director to the extent that such liability is imposed by applicable law (i) for a breach of the officer’s or director’s duty of loyalty to the corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, or (iii) for any transaction from which the officer or director derived an improper personal benefit.

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

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

This Article constitutes a contract between the corporation and the indemnified officers and directors. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer or director under this Article shall apply to such officer or director with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.
ARTICLE VI

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

ARTICLE VII

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

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

14 Rollins Road
South Easton, MA 02375

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

<table>
<thead>
<tr>
<th>NAME</th>
<th>RESIDENTIAL ADDRESS</th>
<th>POST OFFICE ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>President:</td>
<td>See Attached.</td>
<td></td>
</tr>
<tr>
<td>Treasurer:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Clerk:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Directors:</td>
<td>(or officers having the powers of directors)</td>
<td></td>
</tr>
</tbody>
</table>

c. The fiscal year of the corporation shall end on the last day of the month of: December

d. The name and business address of the resident agent, if any, of the corporation is: Nicola Giudice
60 Kendrick Street, Suite 201
Needham, MA 02494

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

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this day of August, 2013.

Tracey Boldnick
Hkurwitz & Associates, 1150 Walnut Street, Newton, MA 02461

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title held or other authority by which such action is taken.
Massmedicum Corp.
Articles of Organization
Article VII: Officers and Directors

Officers

Dr. James T. Kurnick, President

Dr. James T. Kurnick, Treasurer

Dr. James T. Kurnick, Clerk

Directors

Dr. James T. Kurnick

Ellen Ariel

Lee Chamberlain

Lisa Silverman
THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
(General Laws, Chapter 180)

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of $35 having been paid, said articles are deemed to have been filed with me this 5 day of August, 2013.

Effective date:

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Contact information:

Adam Fine
Vicente Sederberg LLC
77 Franklin Street, Floor 3
Boston, MA 02110

Telephone: (617) 299-6650
Email: Adam@VicenteSederberg.com

A copy of this filing will be available on-line at www.state.ma.us/sec/cor once the document is filed.
The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

Date: September 24, 2015

To Whom It May Concern:

I hereby certify that according to the records of this office,
MASSMEDICUM CORP.

is a domestic corporation organized on August 05, 2013

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 180 section 26 A, for revocation of the charter of said corporation; that the State Secretary has not received notice of dissolution of the corporation pursuant to Massachusetts General Laws, Chapter 180, Section 11, 11A, or 11B; that said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

In testimony of which,
I have hereunto affixed the Great Seal of the Commonwealth on the date first above written.

William Francis Galvin
Secretary of the Commonwealth

Certificate Number: 15095441320
Verify this Certificate at: http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx
Processed by: iii
BYLAWS

of

MASSMEDICUM CORP.

November 16, 2013
# BYLAWS

of

MASSMEDICUM CORP.

November 16, 2013

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<td>1</td>
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BYLAWS

Of

MASSMEDICUM CORP.

November 15, 2013

ARTICLE 1

General Provisions

Section 1.1 Name. The name of this corporation is Massmedicum Corp. and shall herein be referred to as "the corporation."

Section 1.2 Offices. The principal business office of the corporation shall be at 14 Rollins Road, South Easton, MA 02375. The corporation may also have offices at such other places as the corporation may require.

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

Section 1.4 No Voting Members. The corporation shall have no voting members. All powers of the corporation shall be held by the board of directors. Any action or vote required or permitted by any law, rule, or regulation to be taken by members shall be taken by action or vote of the same percentage of the board of directors of the corporation. No person now or hereafter designated by the corporation as a "member" for fundraising or other purposes shall be or be deemed to be a member for purposes of the Articles of Organization or bylaws of the corporation nor shall such person have any voting or fiduciary rights or responsibilities of the corporation.

ARTICLE 2

Statement of Purposes

The corporation is organized for nonprofit purposes including, but not limited to, providing pain management and health and wellness assistance to patients suffering from debilitating medical conditions. As permitted by law, the corporation may engage in any and all activities in furtherance of, related to, or incidental to these purposes. the activities being lawful for a corporation formed under Chapter 180 of the General Laws of Massachusetts. Any revenue from the corporation shall be used solely in furtherance of the corporation's nonprofit purposes.
ARTICLE 3
Board of Directors

Section 3.1 Authority. The business and affairs of the corporation shall be controlled and governed by the board of directors, which shall have the right to exercise all powers of the corporation as permitted by law.

Section 3.2 Composition. The number of directors and the manner by which new directors are nominated and appointed shall be determined by the directors. Notwithstanding, one director shall be an appointee of the Town of Holbrook as designated by an official action of the Town.

Section 3.3 Terms of Office. The board of directors shall determine the length and number of terms to be served by directors.

Section 3.4 Meetings. The board of directors shall hold annual meetings each year and may select the time and place for annual and other meetings of the board. Other meetings of the board of directors may be called by the president or by a majority of the directors then in office by delivering notice in writing, of the date, time, place, and purpose of such meeting, to all directors at least three (3) days in advance of such meeting.

Section 3.5 Quorum and Voting. A majority of the board of directors shall constitute a quorum for the transaction of business at any meeting of the board. At any meeting of the board of directors at which a quorum is present, a majority of those directors present shall decide any matter, unless a different vote is specified by law, the Articles of Organization, or these bylaws.

Section 3.6 Meetings by Remote Communication. One or more directors may attend any annual, regular, special, or committee meeting of the board through telephonic, electronic, or other means of communication by which all directors have the ability to fully and equally participate in all discussions and voting on a substantially simultaneous basis. Such participation shall constitute presence in person at such meeting.

Section 3.7 Action Without a Meeting. Any action required or permitted to be taken at any board meeting may be taken without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all of the directors with respect to such subject matter. Such consent, which may be signed in counterparts, shall have the same force and effect as a vote of the board of directors.

Section 3.8 Waiver of Notice for Meetings. Whenever any notice of a meeting is required to be given to any director under the Articles of Organization, these bylaws, or the laws of Massachusetts, a waiver of notice in writing signed by the director, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.
Section 3.9 Committees. The board of directors may create such standing and special committees as it determines to be in the best interest of the corporation. The board of directors shall determine the duties, powers, and composition of such committees, except that the board shall not delegate to such committees those powers which by law may not be delegated. Each such committee shall submit to the board of directors at such meetings as the board may designate, a report of the actions and recommendations of such committees for consideration and approval by the board of directors. Any committee may be terminated at any time by the board of directors.

Section 3.10 Compensation. Directors as such shall not receive any salaries for their services on the board, but directors shall not be precluded from serving the corporation in any other capacity and receiving reasonable compensation.

Section 3.11 Resignation. Any director may resign by delivering a written resignation to the corporation at its principal office or to the president or clerk. Such resignation shall be effective upon receipt unless it is specified to be effective at some later time.

Section 3.12 Removal. Any director may be removed, with or without assignment of cause, by a vote of two-thirds of the entire board of directors at any meeting of the board of directors. No member of the board shall be removed from office unless the notice of the meeting at which removal is to be considered states such purpose and opportunity to be heard at such meeting is given to the director whose removal is sought. Notwithstanding the notice provision of Section 3.4 above, written notice shall be delivered to all directors at least fourteen (14) days in advance of a meeting at which removal is sought.

Section 3.13 Vacancies. Any vacancy occurring in the board of directors shall be filled by the board of directors in accordance with Section 3.2. A director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

ARTICLE 4

Officers

Section 4.1 Officers. The officers of the corporation shall be a president, a treasurer, and a clerk of the board of directors and such other officers as may be elected in accordance with the provisions of this Article.

Section 4.2 Election. The officers of the corporation shall be elected annually by the board of directors at the annual meeting. Each officer shall hold office until a successor shall have been elected and qualified.
Section 4.3 Vacancies. A vacancy in any office because of death, resignation, disqualification, or otherwise may be filled by the board of directors for the unexpired portion of the term.

Section 4.4 Removal. Any officer may be removed, with or without assignment of cause, by a vote of a majority of the entire board of directors at any meeting of the board of directors. No officer shall be removed from office unless the notice of the meeting at which removal is to be considered states such purpose and opportunity to be heard at such meeting is given to the officer whose removal is sought. Notwithstanding the notice provision of Section 3.4 above, written notice shall be delivered to all directors at least fourteen (14) days in advance of a meeting at which removal is sought.

Section 4.5 President. The president shall preside at all meetings of the board of directors. The president, or other proper officer or agent of the corporation authorized by the board of directors, may sign any deeds, mortgages, bonds, contracts, or other instruments which the board of directors has authorized to be executed. The president shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time.

Section 4.7 Treasurer. The treasurer, or other proper officer or agent of the corporation authorized by the board of directors, shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipt for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the board of directors; and in general perform all of the duties incident to the office of treasurer and such others as may from time to time be assigned by the board of directors.

Section 4.8 Clerk. The clerk shall keep the minutes of the meetings of the board of directors in one or more books provided for that purpose; ensure that all notices are given in accordance with the provisions of these bylaws; be custodian of the corporate records; and in general perform all such duties as may from time to time be assigned by the board of directors.

ARTICLE 5
Corporate Transactions

Section 5.1 Contracts. The board of directors may authorize any officer or officers, agent or agents of the corporation in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined by specific instances.

Section 5.2 Indebtedness. All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the corporation, shall be signed by the president or treasurer, or such other officer or agent of the corporation as from time to time may be determined by the board of directors. In the absence of such determination of the board, such instruments shall be signed by the president or treasurer of the corporation.
Section 5.3 Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, brokerages, or other depositories as the board of directors shall select.

ARTICLE 6
Books and Records

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

ARTICLE 7
Restrictions on Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation.

ARTICLE 8
Dissolution

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

ARTICLE 9
Conflicts of Interest

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

Personal Liability

No officer or director of the corporation shall be personally liable to the corporation for monetary damages for or arising out of a breach of fiduciary duty as an officer or director notwithstanding any provision of law imposing such liability; provided, however, that the foregoing shall not eliminate or limit the liability of an officer or director to the extent that such liability is imposed by applicable law (i) for a breach of the officer's or director's duty of loyalty to the corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, or (iii) for any transaction from which the officer or director derived an improper personal benefit.

ARTICLE 11

Indemnification

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

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

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

ARTICLE 12

Research Funding
The corporation shall dedicate twenty-five percent (25%) of its revenues in excess of its operating expenses to research dedicated to irritable bowel syndrome, cancer, and neurological diseases. The board shall further develop policies and procedures defining and implementing this Article.

ARTICLE 13
Amendments to Bylaws

These bylaws may be amended or repealed by a two-thirds vote of the entire board of directors.

Article 14
Policies

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

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

I, Lisa Silverman, the Clerk of the Board attest that these By-laws with the incorporated Appendices were adopted by MassMedicum Corp. on November 14, 2013, by a duly authorized vote of the Board.

Lisa Silverman
Clerk of the Board
Appendix 1

MASSMEDICUM CORP.

CONFLICT OF INTEREST POLICY

I. Definitions

For purposes of this policy, the term "interest" shall include any personal connection or connection as a director, officer, member, stockholder, shareholder, partner, manager, trustee, beneficiary, employee or consultant of any concern on the part of a director, officer or key employee of MassMedicum, Corp. (the “Non-profit”) or his/her immediate family member.

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

II. Policy

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

1. The interest of such director, officer or key employee is fully disclosed to the board of directors prior to its entering into the transaction.

2. No interested director, officer or key employee may vote or lobby (lobbying shall not include presenting to the board or a director about the benefits of the transaction) on the matter or be counted in determining the existence of a quorum at the meeting of the board of directors at which such matter is voted upon.

3. Any transaction in which a director, officer or key employee has an interest shall be duly approved by the disinterested directors as being in the best interest of the Non-profit. The disinterested directors shall seek and examine comparison data, showing the availability and price of alternative transactions, in making such determination.

4. Payments to the interested director, officer, or key employee shall be reasonable and shall not exceed fair market value.
5. The minutes of the meeting at which the disinterested directors vote on the transaction shall reflect that disclosure of the potential conflict was made, that the interested director(s) abstained from voting, the rationale for approval, and how each disinterested director voted. The minutes shall be prepared and finalized within 30 days of such meeting.

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

Adopted November 18, 2013, Lisa Silverman, Clerk,
MassMedicine Corp
Appendix 2

MASSMEDICUM CORP.

WHISTLEBLOWER POLICY

I. Expectation
MassMedicum Corp. (the "Non-profit") expects directors, officers and employees to observe high ethical standards in carrying out their responsibilities and to comply with all applicable laws and regulations.

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

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

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

V. Protection from Retaliatory Action
Neither the Non-profit nor its managers may take any negative employment or other retaliatory action against any director, officer or employee who in good faith reports a violation of a law or regulatory requirement. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline including, but not limited to, termination of employment.

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

Adopted November 18, 2013, Lisa Silverman, Clerk, MassMedicum Corp.

RMD Phase 2 application: November 21, 2013

MassMedicum, Corp. Exhibit 1.6
Appendix 3

MASSMEDICUM CORP.

DOCUMENT RETENTION AND DESTRUCTION POLICY

I. Retention Policy

MassMedicum Corp. (the "Non-profit") takes seriously its obligations to preserve information relating to litigation, audits, and investigations. The information listed in the retention schedule below is intended as a guideline and may not contain all the records the Non-profit may be required to keep in the future.

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

<table>
<thead>
<tr>
<th>Corporate Records</th>
<th>Finance and Administration</th>
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<tbody>
<tr>
<td>Bylaws and Articles of Incorporation</td>
<td>Financial statements (audited)</td>
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<td>Corporate resolutions</td>
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<td>Board and committee meeting agendas and minutes</td>
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<td>7 years</td>
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<td>Conflict-of-interest disclosure forms</td>
<td>Payroll records</td>
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<td>7 years</td>
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<td>Check register and checks</td>
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<td>7 years</td>
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<td>Bank deposits and statements</td>
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<td>Chart of accounts</td>
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<td>7 years</td>
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<tr>
<td></td>
<td>General ledgers and journals (includes bank reconciliations)</td>
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<td>7 years</td>
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<td></td>
<td>Investment performance reports</td>
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<td>7 years after disposition</td>
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<tr>
<td></td>
<td>Equipment files and maintenance records</td>
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<td>7 years after all obligations end</td>
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<td>Contracts and agreements</td>
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<td>Correspondence — general</td>
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RMD Phase 2 application- November 21, 2013

MassMedicum, Corp. Exhibit 16
<table>
<thead>
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<th>Permanent</th>
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<td>Accident reports</td>
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<tr>
<td>Safety (OSHA) reports</td>
<td>7 years</td>
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</tr>
<tr>
<td>Claims (after settlement)</td>
<td>7 years</td>
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<td>Group disability records</td>
<td>7 years after end of benefits</td>
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<tr>
<td>Mortgages, security agreements</td>
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<td>Employee handbooks</td>
<td>Permanent</td>
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<td>Workers comp claims (after settlement)</td>
<td>7 years</td>
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<td>Employee orientation and training materials</td>
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<td>Employment applications</td>
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<td>Withholding tax statements</td>
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<td>Timecards</td>
<td>3 years</td>
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</table>

| Technology | Software licenses and support agreements | 7 years after all obligations end |
II. Electronic Documents and Records

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

III. Emergency Planning

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

IV. Document Destruction

Documents should be eliminated at the end of the relevant retention period. Destruction of financial and personnel-related documents should be accomplished by shredding.

Document destruction with respect to relevant documents will be suspended immediately, upon any indication of an official investigation or when a lawsuit is filed or appears imminent. Destruction will be reinstated upon conclusion of the investigation or lawsuit.

V. Compliance

The Non-profit will periodically review these procedures with legal counsel or the Non-profit's certified public accountant to ensure that they are in compliance with new or revised regulations.

Adopted November 18, 2013, Lisa Silverman, Clerk, MassMedicum Corp.
Appendix 4

MASSMEDICUM CORP.

COMPENSATION SETTING POLICY

I. Introduction

This policy codifies the procedures by which the board of directors of MassMedicum Corp. (the "Non-profit") sets the compensation of directors, top management officials, officers and key employees ("executive compensation"). These procedures are designed to comply with the "safe harbor" requirements set forth in the tax regulations on intermediate sanctions to create a rebuttable presumption of reasonableness in compensation levels.

II. Policy

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

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

III. Guidelines

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

i. In setting and determining the reasonableness of executive compensation, the board shall obtain and rely upon compensation information for comparable work by similarly situated organizations under like circumstances, as defined in Section II above.

ii. Board members involved in setting and approving executive compensation, as well as any third parties providing professional advice to the board members in connection with setting and approving executive compensation shall be independent and have no conflicts of interest as to the executive whose compensation is being reviewed. Board members shall have no conflict of interest for these purposes if they (i) will not economically benefit from the compensation arrangement, (ii) are not family members of a person who will economically benefit, (iii) have no material financial interest affected by the compensation arrangement, and (iv) are not family members of a person who has a material financial interest affected by the compensation arrangement.

RMD Phase 2 application- November 21, 2013  MassMedicum, Corp. Exhibit 1.6
iii. Timely and accurate minutes of all final actions by the board regarding the setting and approval of executive compensation will be recorded and held with board records. Such minutes will include (1) the terms of the approved compensation arrangement and the date approved, (2) a list of the board members present during discussion, showing those who approved the arrangement, those who rejected it and those who recused themselves due to conflicts of interest, (3) the comparability data relied upon and how such data was obtained, and (4) the rationale for determining that the arrangement was reasonable if it exceeded the range of the comparability data.

Adopted November 18, 2013. 

Lisa Silverman, Clerk.
MassMedicum Corp.
Appendix 5

MASSMEDICUM CORP.

COMPREHENSIVE INFORMATION SECURITY POLICY

I. OBJECTIVE

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

II. PURPOSE

The purpose of the CISP is to:

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

III. DATA SECURITY COORDINATOR

RMD appoints the Treasurer to be its Data Security Coordinator. The Data Security Coordinator will be responsible for:

- Initial implementation of the CISP;
- Regular testing of the CISP's safeguards;
• Evaluating the ability of each of Non-profit's third party service providers to implement and maintain appropriate security measures for the personal information to which Non-profit permits them access, and requiring such third party service providers to implement and maintain appropriate security measures;

• Reviewing the scope of the security measures in the CISP at least annually, or whenever there is a material change in Non-profit's business practices that may implicate the security or integrity of records containing personal information; and

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

IV. HANDLING PERSONAL INFORMATION

A. Paper Records

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

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

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

B. Electronically Held Records

Non-profit requires the following security systems with respect to the maintenance of personal information on its computers:

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

• Control of user IDs and other identifiers,

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

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

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

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

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

**Monitoring.** Non-profit shall take all steps necessary to reasonably monitor its computer network for unauthorized use of or access to personal information.

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

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

**C. Vendors**
Non-profit routinely shares personal and financial information with its payroll service, its CPA firm, legal counsel, credit card vendors and PayPal. Non-profit requires each of these organizations to send written evidence, signed by an authorized person, confirming that they follow a security plan that fully complies with 201 CMR 17.

V. Training

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

VI. PERSONS SEPARATING FROM NON-PROFIT

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

VII. SECURITY BREACH AND NOTIFICATION

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

A "security breach" is any unauthorized acquisition or unauthorized use of unencrypted data or encrypted electronic data and the confidential process or key that is capable of compromising the security, confidentiality, or integrity of personal information that creates a substantial risk of identity theft or fraud. A good faith but unauthorized acquisition of personal information by a person or agency, or employee or agent thereof, for lawful purposes, is not a breach of security unless the personal information is used in an unauthorized manner or subject to further unauthorized disclosure.
When the Data Security Coordinator is informed of a security breach, she will (1) notify the individual whose information was compromised, and (2) notify the Massachusetts Attorney General and the Office of Consumer Affairs and Business Regulation.

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

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

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

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

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

Documentation. Non-profit shall document all responsive actions taken in connection with any incident involving a security breach.

Adopted November 18, 2013.  

[Signature]

Lisa Silverman, Clerk, MassMedicum Corp.

RMD Phase 2 application- November 21, 2013

MassMedicum, Corp. Exhibit 1.6