



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

RECEIVED

DEC 07 2017

MA Dept. of Public Health  
99 Chauncy Street  
Boston, MA 02111

December 6, 2017

To Whom it may Concern,

Attached please find the Green Life Dispensary, Inc. ("GLD") Management and Operations Profile and supporting documents for Application 1 of 1.

Please note that Jonathan Napoli is our Director of Cultivation through his company The Boston Gardener. We submitted a Character and Competency for Mr. Napoli with our Application of Intent. Attached you will find a Character and Competency for The Boston Gardener.

Mr. Napoli is also involved with another Registered entity that has attained Final Certificate of Registration. We want to notify the Department that Mr. Napoli will only be an employee of GLD and neither he nor the Boston Gardener are part of the GLD Executive Management Team or a member of the Board of Directors. Mr. Napoli and the Boston Gardener will not have direct or indirect control the RMD.

In our MOP, we identify a related party transaction in the form of a proposed loan agreement between GLD and Smart Green, Inc. The President of Smart Green, Inc. is Kot Kasom, GLD's President and CEO. As previously identified I, Leakhena Som, am Mr. Kasom's wife and also an Officer of Smart Green, Inc. and a Member of the GLD Board of Directors. When this loan agreement is executed, we will submit the agreement and an Independent Legal Opinion showing that the agreement is in compliance with the non-profit requirements of 105 CMR 725.100(A)(1) and the Guidance for Registered Marijuana Dispensaries Regarding Non-Profit Compliance.

Please contact me with any questions you may have, we are eager to move forward into the Siting Profile phase as we have already found a site for a co-located RMD and have received a Letter of Support from our host community.

Regards,

A handwritten signature in black ink, appearing to read "Leakhena Som", is written over a horizontal line.

Leakhena Som  
Green Life Dispensary, Inc.  
[LeakhenaSom@gmail.com](mailto:LeakhenaSom@gmail.com)  
413-977-8757



# 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, 11<sup>th</sup> Floor, Boston, MA 02111

RECEIVED

DEC 07 2017

CHARLES D. BAKER  
Governor

KARYN E. POLITO  
Lieutenant Governor

MARYLOU SUDDERS  
Secretary

MONICA BHAREL, MD, MPH  
Commissioner

Tel: 617-660-5370  
[www.mass.gov/medicalmarijuana](http://www.mass.gov/medicalmarijuana)

MA Dept. of Public Health  
99 Chauncy Street  
Boston, MA 02111

## MANAGEMENT AND OPERATIONS PROFILE

Request for a Certificate of Registration to  
Operate a Registered Marijuana Dispensary

### INSTRUCTIONS

This application form is to be completed by a non-profit corporation or domestic business 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 ("Department") to submit a *Management and Operations Profile* ("applicant").

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 more than one *Management and Operations Profile*, the applicant 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 labeled or marked so as to identify the question to which it relates.

Each submitted application must be a complete, collated response, printed single-sided on 8 1/2" x 11" paper, and secured with a binder clip (no ring binders, spiral binding, staples, or folders).

Application 1 of 1

Applicant Corporation

Green Life Dispensary, Inc

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, 11<sup>th</sup> 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 or updates to the submitted application materials are needed. The Department will notify the applicant whether it has met the standards necessary to be invited to submit a *Siting Profile*.

Applicants must receive an invitation from the Department to submit a *Siting Profile* within 1 year of the date of submission of the *Management and Operations Profile*, or the applicant must submit a new *Application of Intent* and fee in order to proceed in the application process.

## **PROVISIONAL CERTIFICATE OF REGISTRATION**

Applicants must receive a Provisional Certificate of Registration from the Department within 1 year of the date of the invitation letter from the Department to submit a *Siting Profile*. If the applicant does not meet this deadline, the application will be considered to have expired. Should the applicant wish to proceed with obtaining a Certificate of Registration, a new application must be submitted, beginning with an *Application of Intent*, together with the associated fee.

## **REGULATIONS**

For complete information regarding registration of an RMD, please refer to 105 CMR 725.100, as well as materials posted on the Medical Use of Marijuana Program website: [www.mass.gov/medicalmarijuana](http://www.mass.gov/medicalmarijuana).

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).

Application 1 of 1

Applicant Corporation

Green Life Dispensary, Inc

## 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](mailto:RMDapplication@state.ma.us).

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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: KK

Application 1 of 1

Applicant Corporation

Green Life Dispensary, Inc

## 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
- ☒ A copy of the applicant's *Articles of Organization* (as outlined in Section B)
- ☒ A copy of the applicant's *Certificate of Good Standing* (as outlined in Section B)
- ☒ A copy of the applicant's bylaws (as outlined in Section B)
- ☒ An *Employment and Education* form for each required individual (as outlined in Section D)
- ☒ A completed *Remittance Form* (use template provided)
- ☒ A bank or cashier's check made payable to the *Commonwealth of Massachusetts* for \$30,000
- ☒ A sealed envelope with the name of the applicant and marked "authorization forms," that contains the background check authorization forms (use forms provided) and fee, for each of the following actors:

The 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. If the applicant does not have a Chief Executive Officer, Chief Operating Officer, or Chief Financial Officer, it must identify the individuals performing the equivalent duties for the applicant and submit these forms for each said individual.

For entities contributing 5% or more of initial capital to operate the proposed RMD, the forms must be completed by the entity's Chief Executive Officer or Executive Director and President or Chair of the Board of Directors. If the entity does not have a Chief Executive Officer or Executive Director or President or Chair of the Board of Directors, it must identify the individuals performing the equivalent duties for the entity and submit these forms for each said individual.

**SECTION A. APPLICANT INFORMATION**

1. Green Life Dispensary, Inc.  
Legal name of Applicant Corporation
2. Kot Kasom  
Name of Applicant Corporation's Chief Executive Officer
3. 170 Pomeroy Meadow Rd. Southampton, MA 01073  
Mailing address of Applicant Corporation (Street, City/Town, Zip Code)
4. Leakhena Som  
Applicant Corporation's point of contact (name of person Department should contact regarding this application)
5. (413) 977-8757  
Point of contact's telephone number
6. leakhenakasom@gmail.com  
Point of contact's e-mail address
7. Number of applications: How many *Management and Operations Profiles* does the applicant intend to submit?  
1

**SECTION B. INCORPORATION**

8. Attach a copy of the applicant's *Articles of Organization*, documenting that the applicant is a non-profit corporation or domestic business corporation incorporated in Massachusetts.
9. Attach a copy of the applicant's *Certificate of Good Standing* from the Massachusetts Secretary of the Commonwealth. The *Certificate of Good Standing* must be dated no earlier than 90 days prior to the date the *Management and Operations Profile* is received by the Department.
10. Attach a copy of the applicant's bylaws.

**SECTION C. NON-PROFIT COMPLIANCE**

If the applicant is a non-profit corporation, answer each of the questions in Section C 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 Section.

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.

Green Life Dispensary, Inc. ("GLD") does not intend to utilize a management company at this time.

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.

GLD will enter into a loan agreement with Smart Green Inc. Kot Kasom our President and CEO is the President of Smart Green, Inc. Leakhena Som, Mr. Kasom's wife, is a Director and Officer of the GLD Board of Directors and is also a Officer for Smart Green, Inc. The terms of the agreement have not been drafted or executed. When the loan agreement is executed we will submit the agreement along with an independent legal opinion ensuring the loan agreement is in compliance with the nonprofit requirements of 105 CMR 725.100(A)(1) and the " Guidance for Registered Marijuana Dispensaries regarding Non-Profit Compliance. "

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.

Kot Kasom is the President and Director of the Board of Directors and the CEO of the RMD.

Monica Keo is a Director of the Board of Directors and the COO of the RMD.

Anderson Green is the Clerk and Director of the Board of Directors and the CFO of the RMD.

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.

Kot Kasom, the President and Director of the Board of Directors and Leakhena Som, the Treasurer and Director of the Board of Directors are also officers of Smart Green, Inc.

GLD intends to enter into a loan agreement with Smart Green, Inc. The terms of the agreement have not been drafted or executed. When the loan agreement is executed we will submit the agreement along with an independent legal opinion ensuring the loan agreement is in compliance with the nonprofit requirements of 105 CMR 725.100(A)(1) and the "Guidance for Registered Marijuana Dispensaries regarding Non-Profit Compliance. "



Application 1 of 1

Applicant Corporation

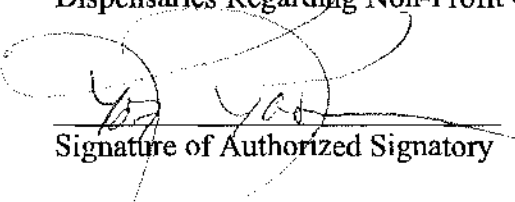
Green Life Dispensary, Inc

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.

GLD does not have any contracts or agreements, executed or proposed, under which a percentage or portion of the the RMD's revenue will be distributed to a third party.

### ATTESTATION

The applicant agrees and attests that it will operate in compliance with the "Guidance for Registered Marijuana Dispensaries Regarding Non-Profit Compliance."

  
Signature of Authorized Signatory

12-6-17  
Date Signed

Kot Kasom

Print Name of Authorized Signatory

President/CEO

Title of Authorized Signatory

**SECTION D. EXPERIENCE**

16. Attach a completed and signed *Employment and Education* form (use template provided) for each required individual (as outlined in the *Employment and Education Form*)
17. Describe the experience, and length of experience, of the applicant's Chief Executive Officer, Chief Operating Officer, and Chief Financial Officer, or their equivalent, with running a business or non-profit organization.

CFO Kot Kasom: Mr. Kasom has over 10 years experience with running business'. Since 2014 he has been the owner/operator of Soul Fitness where he manages the operations of the gym. He also manages product operations for Packaging Corp of America where he manages the quality control and production of the plant. From 2005-2007 Kot owned and managed AMT Contractors which was a construction company with over 20 employees. Recently Kot formed and is the President of Smart Green, Inc which manages and funds small start-up business'.

CFO Anderson Green: Mr. Green has over 10 years of experience helping run various business' including Advantage Solutions where he is a Retail Sales Specialist, A moment in Time Portraits, where he is a grant writer and Marketing Outreach Consultant. He was the Managing Director of Homeownership for a local housing agency, Springfield Neighborhood Housing Services, Inc. which is a 501(c)(3) non-profit corporation which transforms families and revitalizes communities through homeownership development, recycling of blighted properties and resident empowerment. His work with the The City of Springfield Office of Housing included administering and overseeing the departments loan programs and drafting/revising HOME, CDBG and NSP lending and compliance policies and procedures for the loan programs. He managed compliance monitoring plans and schedules for single and multi-family housing units; conducted and supervised on-site inspections and; completed reviews of tenant files ensuring program compliance. Managed housing development and compliance of 47 new units of housing for first-time homebuyers under the Neighborhood Stabilization Program (NSP), and managed more than 800 units of rental housing. Reliant Mortgage Company. He has 6-years experience as a Principal CRA Bank Examiner for Massachusetts, and covered the review of various laws, rules, regulations, bank policies and procedures relative to the Community Reinvestment Act (CRA), ECOA, Fair Lending, HMDA, RESPA, Truth-in-Lending and etc., which pertain to the distribution of lending services to low and moderate-income households and relevant geographies.

COO Monica Keo: Ms. Keo does not have direct experience with running a business or non-profit but has over 6 years experience in business support roles. She is currently the Business Development Manager for Vison Tree Software which is a healthcare data management company. Prior to this she served as a Health Information Systems Analyst for New England Quality Care Alliance and the Programs Coordinator and Administrative Specialist to the Medical Director of the Harborview Medical Center.

18. Describe the experience, and length of experience, of the Corporation's Chief Executive Officer, Chief Operating Officer, and Chief Financial Officer, or their equivalent, with providing health care services.

CEO Kot Kasom: Mr. Kasom does not have any experience with providing health care services.

CFO Anderson Green: Mr. Green does not have any experience with providing health care services.

COO Monica Keo: Ms. Keo has 6 years of experience in providing health care services. Although she has not worked directly with patients her roles as Programs Coordinator and Administrative Specialist to the Medical Director of the Harborview Medical Center, Health Information Systems Analyst for New England Quality Care Alliance and her present job as the Business Development Manager for Vison Tree Software have given her great insight and experience in the Health Care Industry.

19. Describe the experience, and length of experience, of the Corporation's Chief Executive Officer, Chief Operating Officer, and Chief Financial Officer, or their equivalent, with providing services for marijuana for medical purposes.

CEO Kot Kasom: Mr. Kasom does not have any experience with providing services for marijuana for medical purposes.

CFO Anderson Green: Mr. Green does not have any experience with providing services for marijuana for medical purposes.

COO Monica Keo: Ms. Keo does not have any experience with providing services for marijuana for medical purposes.

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.

Jonathan Napoli: Director of Cultivation: Mr. Napoli has over 11 years experience with providing services for marijuana for medical purposes. He is currently the Director of Cultivation for a Registered Marijuana Dispensary in Massachusetts. Since 2010 he has owned and operated The Boston Gardener, where he offers consultation to medical marijuana patients, caregivers and companies. In 2006 he began working with medical cannabis providers to understand cultivation operations that produce high grade marijuana for medical use. Mr. Napoli is one of the most experienced medical marijuana cultivators in the Northeast.

Richard Samuelson: Director of Security: Mr. Samuelson does not have any experience with providing services for marijuana for medical purposes. However, Mr. Samuelson does have extensive experience in law enforcement and security. From 1971-2007 Mr. Samuelson honorably served in the Massachusetts State Police. He rose through the ranks and retired as a Lieutenant.

After retiring from the State Police Mr. Samuelson worked part- time in the Summer of 2008 as a Park Ranger at Look Park in Northampton. In September of 2008 he was hired as a Security Systems Specialist for the Smith College Museum of Art where he is currently employed. In this role he is tasked with the monitoring of camera surveillance systems of the museum. This requires vigilant observation an attention to the monitoring systems within the museum and to dispatch museum gallery guards as required by alarms, guest behavior or equipment or system failures as indicated by the security CCTV systems. In this role he is also responsible to assume entry point security to assure that guests follow museum guidelines, maintain daily security passes for individuals meeting with Administrative Staff and allowing for an orderly flow of visitors into the museum as well as those exiting.

**SECTION E. OPERATIONS**

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

GLD Operating Procedures for the cultivation of marijuana for medical use will ensure compliance with all applicable regulations and guidance documents, including but not limited to:

-105 CMR 725.105

-DPH Protocol for Sampling and Analysis of Finished Medical Marijuana Products and MIPS

-DPH Protocol for Sampling and Analysis of Environmental Media.

These Operating Procedures require that all cultivation be consistent with 105 CMR 725.105 (B)(1).

GLD will utilize best practices to limit contamination, including, but not limited to mold, fungus, bacterial diseases, rot, pests, non-organic pesticides, mildew and any other contaminants as posing potential harm. Access to grow areas will be restricted to appropriate personnel, who will wear personal protective equipment designed to protect not only the wearer but also the plants from potential contamination. Each cultivation area will be individually climate controlled and air entering the facility from outside will be filtered. The entire cultivation facility will be maintained in a clean and sanitary condition.

Marijuana plants will be inspected for pathogens and pests daily and monitored throughout all phases of cultivation. Only organic pesticides will be used and leaves and flowers from only female marijuana plants will be processed.

All phases of cultivation of marijuana will take place in designated locked, limited access areas that are monitored by a surveillance camera system in accordance with 105 CMR 725.110(D)(1)(d)-(i). All marijuana in the process of cultivation will be accessible only to the minimum number of specifically authorized dispensary agents essential for efficient operation and shall be returned to a secure location immediately after the completion of the process or at the end of the business day and shall be securely locked with security measures consistent with 105 CMR 725.110.

Marijuana will be cultivated and harvested in traceable cultivation batches ensuring that all marijuana within a cultivation batch has been produced with the same seed or plant stock, soil or other solid growing media, water, other agricultural/hydroponic inputs, and growing conditions. These cultivation batches will be sequentially numbered and traced throughout post harvest production steps, and manufacturing/processing batch numbers will be included on the labels of all products.

22. Describe the types and forms of Marijuana Infused Products ("MIPs") that the RMD intends to produce, if any.

GLD intends to produce the following types and forms of MIPs:

Edible MIPs in the form of capsules, lozenges, chewable gummy squares and tinctures made with food grade oil extracted using a closed loop CO2 extraction system.

Non-edible MIPs will include topical balms and creams, transdermal patches, rosin, hash and vaporizing cartridges containing extracted oils.

23. Provide a summary of the RMD's methods of producing MIPs, if the RMD intends to produce MIPs.

The GLD methods of producing MIP's will include:

- Closed loop CO2 extraction process
- Ethanol extraction process
- Rosin press extraction

GLD plans to build a state of the art extraction lab and kitchen in a limited access area at our cultivation and processing facility. We will utilize current Good Manufacturing Procedures (cGMP) to ensure the production of high quality resins, concentrates and MIPs.

All MIPs will be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 500.000: Good Manufacturing Practices for Food, and with the requirements for food handlers specified in 105 CMR 300.000: Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements.

All resins, concentrates and MIPs will be tested in compliance with 105 CMR 725.105(C) and the Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana Infused Products for Massachusetts Registered Medical Marijuana Dispensaries.









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.

GLD Operating Procedures for quality control and testing of product for potential contaminants will ensure compliance with all applicable regulations and guidance documents including but no limited to:

105 CMR 725.105(C)

Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana Infused Products

GLD will use quality control (QC) procedures at our Cultivation/Processing facility including current Good Manufacturing Practices (GMP) and Good Agricultural Practice (GAP). We will ensure that plants at each phase of cultivation are examined daily for signs of undesirable characteristics such as the presence of male plants, contamination in the form of pests, molds, fungi and other threats to vegetative growth. Any plant showing these characteristics will be immediately quarantined and disposed of. All Agents must maintain adequate personal cleanliness and all rooms, areas and equipment will be kept in a clean and sanitary condition.

We will contract with an independent third party testing laboratory in Massachusetts that is compliant with 105 CMR

725.105(C)(2)(d) for our required testing. At a minimum, this lab will test our Marijuana and MIPs for the cannabinoid profile and for contaminants as specified by the DPH, including but not limited to mold, mildew, heavy metals, plant-growth regulators, and the presence of non-organic pesticides as well as any additional testing required by the DPH.

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.

GLD Operating Procedures for maintaining confidentiality of registered qualifying patients, personal caregivers, and dispensary agents will ensure compliance with with all applicable regulations including, but not limited to 105 CMR 725.200 and 105 CMR 725.105(H).

All information held by the GLD or its employees about registered qualifying patients, personal caregivers and dispensary agents will be confidential and will not be disclosed without the written consent of the individual to whom the information applies, or as required under law or pursuant to an order from a court of competent jurisdiction, provided, however, the Department may access this information to carry out official duties.

GLD employees will be trained in Confidentiality/Privacy prior to performing job functions and annually thereafter. This training will be documented and each employee must sign a statement indicating the date, time, and place he or she received said training including the name and title of presenters.

GLD Point of Sales system will employ safeguards that will not allow for a patient, caregiver or agents personal information to be breached.

31. Provide a summary of the RMD's personnel policies.

GLD Personnel Policies will ensure compliance with with all applicable regulations. The Personnel Policies include:

Confidentiality/Privacy  
Sexual Harassment  
Alcohol and Drug Free Workplace  
Code of Conduct  
Workers Compensation Insurance  
Safety and Security  
Equal Opportunity Employment  
Training  
Job Description  
Emergency Action Plan  
Health Insurance  
Wages, overtime and time off  
Family medical leave  
Discipline

Policy for the immediate dismissal of any dispensary agent who has diverted marijuana or engaged in unsafe practices with regard to the operation of the RMD, which will be reported to the Department and local law enforcement.

All Personnel Policies will be encompassed in the employee handbook. This handbook will be given to all agents upon hiring. Every personnel policy will be covered during agent orientation which occurs prior to any agent beginning work. Agents will need to sign and attest to receiving and understanding the personnel policies.

All agents will be registered with DPH in accordance with 105 CMR 725.030 and undergo training prior to performing job functions that are appropriate to the roles and responsibilities of their job function.

All employees will be trained on Confidentiality/Privacy and will receive a minimum of 8 hours of on-going training annually.

Our Personnel Records will be maintained in compliance with 105 CMR 725.105(1)(4) and will be available for inspection by the Department, upon request.

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

33. Provide a summary of the RMD's operating procedures for record keeping.

GLD operating procedures for record keeping will ensure compliance with all applicable regulations including, but not limited to 105 CMR 725.105(l).

GLD will ensure that all records that are required to be accessible to DPH will be stored in such a manner as to be immediately accessible to DPH upon request. These records include, but are not limited to:

- Operating procedures
- Inventory records
- Seed to sale tracking
- Personnel records
- Business records
- Waste disposal records
- Shipping manifests.

Our procedures require that patient, caregiver and agent electronic records are stored on a secure, encrypted, closed network system with backup protocols to eliminate the chance for data breach or loss.

Any hard copy documents that include patient, caregiver or agent information will be stored in a locked limited access area at our RMD. Access to these documents will be limited to the minimum number agents whose duties require access.

Any security and inventory tracking information, including visitor logs, inventory information and video surveillance information will also be kept and stored in locked limited access areas accessible to those agents whose duties require access.

In the event of, and following a closure of our RMD all records will be kept for at least 2 years at our expense and in a form and location acceptable to DPH

## 34. Provide a summary of the RMD's plans for providing patient education.

GLD plans for providing patient education will include a patient handbook that includes information on all areas outlined in 105 CMR 725.105(K)(1-9). The patient handbook will also contain tracking sheets for patients and caregivers. These tracking sheets will allow patients to track the strains used and the associated effect.

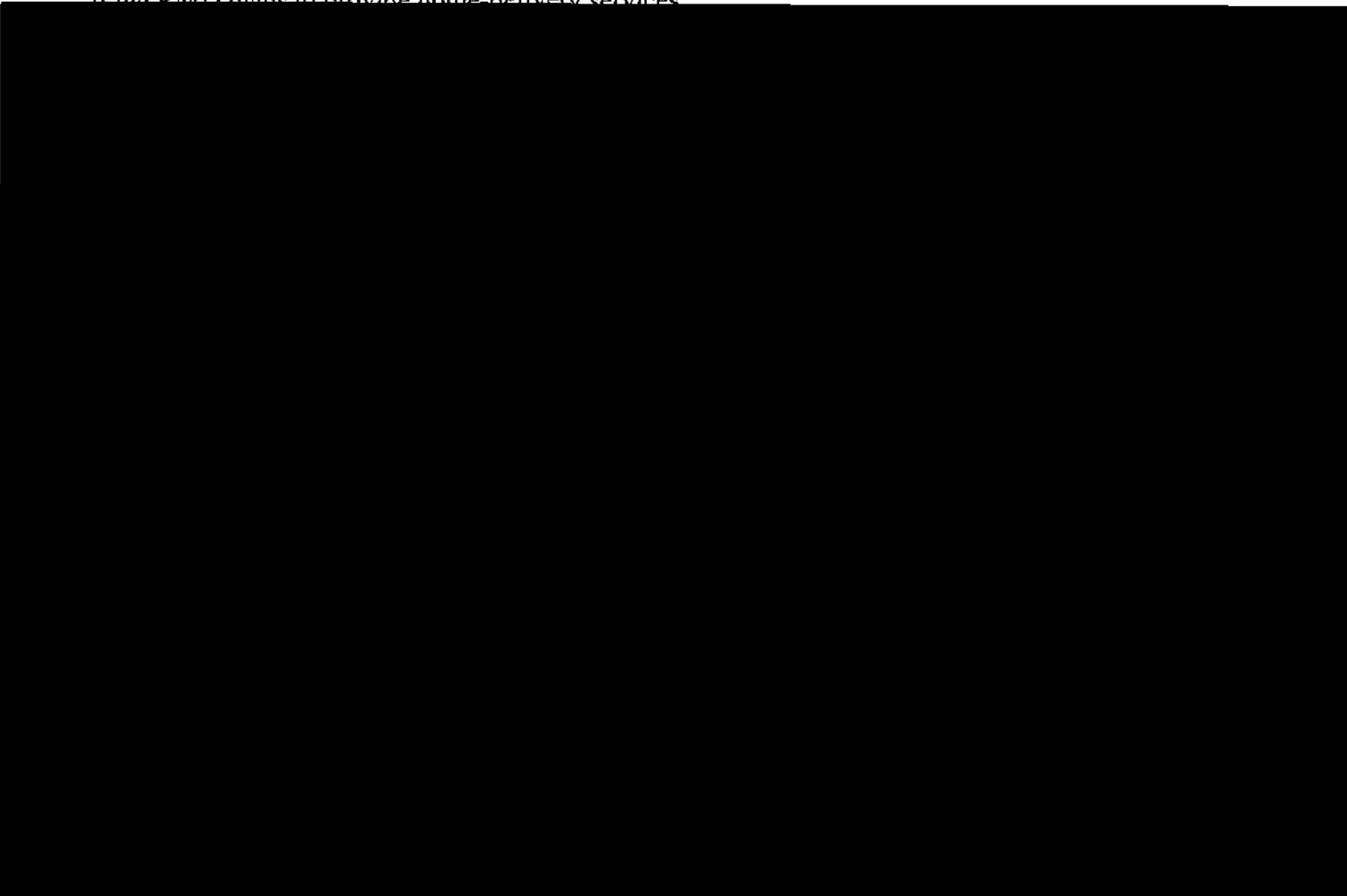
We will always keep an adequate supply of current educational materials on hand that will be given to all patients and caregivers.

All education materials will be available in languages accessible to all patients served by GLD including for the visually and hearing impaired. These Patient Education Materials will be made available for inspection by DPH upon request.

Additionally all GLD dispensary agents will be trained in medical marijuana science including selection of marijuana, describing the potential differing effects of various strains of marijuana, as well as various forms and routes of administration. Training will also include proper dosage and titration for different routes of administration with an emphasis on using the smallest amount possible to achieve the desired effect.

GLD will review and update the patient handbook and dispensary agent training as new information comes to us.

## 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.

GLD 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 ensure compliance with 105 CMR 725.100(A)(6).

Our Financial Hardship Program is open to any patient that is a recipient of MassHealth, or Supplemental Security Income, or the patient's income does not exceed 300% of the federal poverty level ( " FPL " ), adjusted for family size.

All patients that can show proof that they are a recipient of MassHealth or Supplemental Security Income will receive a 10% discount on up to 1 ounce per month of Marijuana products.

All patients that can show proof that their income is equal to or less than 300% of the FPL, adjusted for family size, will receive a discount on up to 1 ounce per month of Marijuana products based on the scale below:

FPL of 300%-200%: 10% Discount  
FPL of 199%-100%: 15% Discount  
FPL below 100%: 20% Discount

37. Provide a summary of the training(s) that the RMD intends to provide to Dispensary Agents.

GLD agent training program is compliant with 105 CMR 725.105(H). All of our agents will be trained immediately after being hired and prior to performing job functions. Training will be tailored to the roles and responsibilities of the job function of each dispensary agent, and at a minimum must include training on confidentiality, and other topics as specified by DPH. At a minimum, employees will receive 8 hours of on-going training annually.

Initial training will be done during agent orientation and will include, at a minimum the following subjects:

Confidentiality/Privacy  
Sexual Harassment  
Alcohol and Drug Free Workplace  
Code of Conduct  
Workers Compensation Insurance  
Safety and Security  
Equal Opportunity Employment  
Training  
Job Description  
Emergency Action Plan  
Health Insurance  
Wages, overtime and time off  
Family medical leave  
Discipline

After initial training, agents will complete training that is tailored to the roles and responsibilities of the job function of each agent. This training will consist of classroom, online and on the job training.

All annual training will include privacy and confidentiality, and other topics as specified by DPH. All employee training will be documented. Documentation will include a signed statement from the employee indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters.

38. Will the applicant provide worker's compensation coverage to the RMD's Dispensary Agents?

Yes ☒ No ☐

39. Will the applicant obtain professional and commercial insurance coverage?

Yes ☒ No ☐

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

GLD plans to obtain liability insurance coverage that is in compliance with 105 CMR 725.105 (Q), GLD will obtain and maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually, and product liability insurance for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually with a deductible no higher than \$5,000 per occurrence.

If, for any reason, we cannot attain and/or maintain the insurance requirements described above, we will place at least \$250,000 in an escrow account to be expended for only the coverage of liabilities.



**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 or Executive Director and President or Chair of the Board of Directors, or their equivalent.

Attach additional tables if needed.

Individual Name	Amount of Initial Capital Committed	% of Initial Capital Committed
	\$	
	\$	
	\$	
	\$	
	\$	

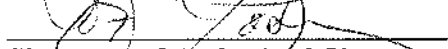
Entity Name	Leadership Names	Amount of Initial Capital Committed	% of Initial Capital Committed
Smart Green, Inc.	Kot Kasom Entity CEO or ED Kot Kasom Entity Pres or Chair	\$500,000	100
	Entity CEO or ED Entity Pres or Chair	\$	
	Entity CEO or ED Entity Pres or Chair	\$	

Application   1   of   1  

Applicant Corporation Green Life Dispensary, Inc.

### ATTESTATIONS

Signed under the pains and penalties of perjury, I, the authorized signatory of the applicant, 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.

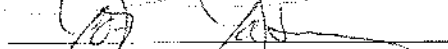
  
Signature of Authorized Signatory

12/6/2017  
Date Signed

Kot Kasom  
Print Name of Authorized Signatory

President/CEO  
Title of Authorized Signatory

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.

  
Signature of Authorized Signatory

12/6/2017  
Date Signed

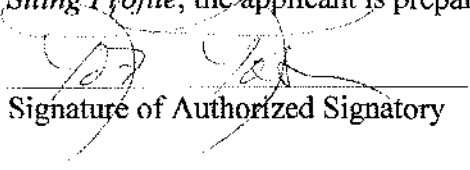
Kot Kasom  
Print Name of Authorized Signatory

President/CEO  
Title of Authorized Signatory

Application 1 of 1

Applicant Corporation Green Life Dispensary, Inc.

I, the authorized signatory for the applicant, hereby attest that if the applicant is allowed to proceed to submit a *Siting Profile*, the applicant is prepared to comply with all *Siting Profile* requirements.

  
Signature of Authorized Signatory

12/6/2017

Date Signed

Kot Kasom

Print Name of Authorized Signatory

President/CEO

Title of Authorized Signatory

## Attachment 1

### Section B

#### Green Life Dispensary, Inc. Articles of Organization



**The Commonwealth of Massachusetts**  
**William Francis Galvin**

Minimum Fee: \$35.00

Secretary of the Commonwealth, Corporations Division  
One Ashburton Place, 17th floor  
Boston, MA 02108-1512  
Telephone: (617) 727-9640

Special Filing Instructions

**Articles of Organization**  
(General Laws, Chapter 180)

Identification Number: 001287976

**ARTICLE I**

The exact name of the corporation is:

GREEN LIFE DISPENSARY, INC.

**ARTICLE II**

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

TO ENGAGE IN ANY OR ALL LAWFUL ACTS OR ACTIVITIES FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER THE GENERAL NON-PROFIT CORPORATION LAWS OF MASSACHUSETTS, AND PERMITTED UNDER GENERAL LAWS OF MASSACHUSETTS, PART I, TITLE XXII, CHAPTER 180

**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 qualifications 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:

PROVISIONS ARE SET FORTH IN THE BYLAWS OF THE CORPORATION

**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:

*(If there are no provisions state "NONE")*

NONE

Notes: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

**ARTICLE V**

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:**

No. and Street: 19 WEMELCO WAY

City or Town: EASTHAMPTON

State: MA

Zip: 01073

Country: USA

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	KOT KASOM		12/31/2019
TREASURER	LEAKHENA SOM		12/31/2019
CLERK	ANDERSON GREEN		12/31/2019
DIRECTOR	KOT KASOM		12/31/2019
DIRECTOR	ANDERSON GREEN		12/31/2019
DIRECTOR	LEAKHENA SOM		12/31/2019
DIRECTOR	MONICA KEO		12/31/2019
DIRECTOR	TIFFANIE KIM		12/31/2019
DIRECTOR	LAR TENG		12/31/2019

No. and Street:

City or Town:

State:

Zip:

Country:

**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 crimes 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:**

KOT KASOM, LEAKHENA SOM, ANDERSON GREEN, TIFFANIE KIM, LAR TENG, MONICA KE  
O

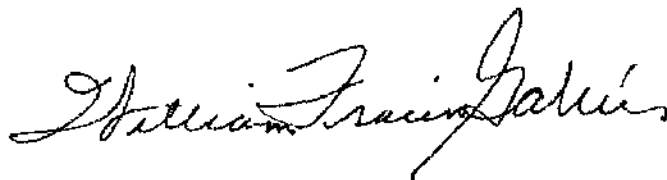
**IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 28 Day of August, 2017. (If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)**

KOT KASOM 170 POMEROY MEADOW RD. SOUTHAMPTON, MA 01073 USA LEAKHENA SOM  
170 POMEROY MEADOW RD. SOUTHAMPTON, MA 01073 USA ANDERSON GREEN 114 LOGTO  
WN RD. AMHERST, MA 01002 USA MONICA KEO 64 SHARON ST. PROVIDENCE, RI 02908 USA  
TIFFANIE KIM 10309 CROCUS ST COON RAPIDS, MN 55433 USA LAR TENG 114 LOGTOWN R  
D AMHERST, MA 01002 USA

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

August 28, 2017 11:50 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive, flowing style with a large initial 'W' and 'G'.

WILLIAM FRANCIS GALVIN

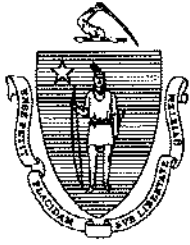
*Secretary of the Commonwealth*



## Attachment 2

### Section B

#### Green Life Dispensary, Inc. Certificate of Good Standing



William Francis Galvin  
Secretary of the  
Commonwealth

*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

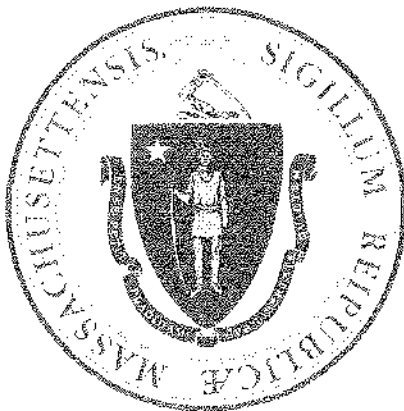
Date: November 29, 2017

To Whom It May Concern :

I hereby certify that according to the records of this office,  
**GREEN LIFE DISPENSARY, INC.**

is a domestic corporation organized on **August 28, 2017**

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 hereto affixed the  
Great Seal of the Commonwealth  
on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

Certificate Number: 17110493640

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by:

## Attachment 3

### Section B

#### Green Life Dispensary, Inc. Bylaws and Conflict of Interest Policy

Section 4. *Annual Meeting* -- The annual meeting of the directors of the corporation shall be held on the third Monday of February in each year (or on the next business day if that day is a legal holiday) at such time and place as the directors may determine. If the annual meeting is not held on such date, a special meeting in lieu of an annual meeting may be held with all the force and effect of an annual meeting. Notice of the annual meeting setting forth the date, time, and place of any such meeting shall be mailed to all directors not less than seven (7) days prior to the date of the annual meeting. Notice of any special meeting shall be given as directed under Section 6 of these By-laws.

Section 5. *Regular Meetings* -- Regular meetings of the directors may be held without call or notice at such places and times as the directors may from time to time determine, provided that any director who is absent when such determination is made shall be given notice thereof.

Section 6. *Special Meetings* -- Special meetings of the directors may be held at any time and place designated in a call by the president, the treasurer or two or more directors. Notice of all special meetings of the directors shall be given to each director by the clerk or, in case of the death, absence, incapacity or refusal of the clerk, by the officer or one of the directors calling the meeting. Such notice shall be given to each director in person or by telephone, telegram or facsimile transmission sent to each such director's business or home address at least twenty-four (24) hours in advance of the meeting, or by mail addressed to such business or home address and postmarked at least forty-eight (48) hours in advance of the meeting. Except as required by law, notice of a special meeting need not be given: (i) to any director who, either before or after the meeting, delivers a written waiver of notice, executed by the director, which is filed with the records of the meeting; or (ii) to any director who attends the meeting and who, either prior to the meeting or at its commencement, fails to protest the lack of such notice. A notice or waiver of notice need not specify the purpose of any special meeting unless such purpose is the removal of a director or an officer.

Section 7. *Quorum; Action at Meetings* -- A simple majority of the directors then in office shall constitute a quorum but a lesser number may without further notice adjourn the meeting to any other time. At any meeting at which a quorum is present, the vote of a majority of those present shall decide any matter unless the Articles of Organization, these By-laws, or any applicable law requires a different vote.

Section 8. *Action by Consent* -- Any action by the directors or any committee may be taken without a meeting if a written consent thereto is signed by all the directors and filed with the records of the meetings of the directors. Such consent shall be treated for all purposes as a vote at a meeting.

Section 9. *Non-Voting Director* -- The directors may create classes of non-voting directorship such as honorary directors, associate directors, regional directors, friends, alumni and the like, and may elect persons to those classes for such terms and on such conditions as the directors determine and may assign to such persons such responsibilities, duties, and privileges as the directors determine. Persons elected as non-voting directors shall not be directors for the purposes of these By-laws and shall have no votes at any meetings of the directors.

Section 10. *Committees* -- The directors may elect from their own number an Executive Committee, and may elect such other committees as they may from time to time determine necessary or advisable, including without limitation committees to deal with matters affecting fund raising, planning, development, building and grounds, investments, finances and budgets and other matters affecting the state of the corporation, and may delegate such powers and duties thereto as the board of directors may deem advisable to the extent permitted by law. At any meeting of a committee a quorum for the transaction of all business properly before the meeting shall consist of a majority of the elected members of such committee.

Section 11. *Meetings by Remote Communications.* Unless otherwise provided in the Articles of Organization, if authorized by the Directors: any annual or special meeting of the Directors need not be held at any place but may instead be held solely by means of remote communication; and subject to such guidelines and procedures as the Board of Directors may adopt, Directors not physically present at a meeting may, by means of remote communications: (a) participate in a meeting of Directors; and (b) be deemed present in person and vote at a meeting of Directors whether such meeting is to be held at a designated place or solely by means of remote communication, provided that: (1) the Corporation shall implement reasonable measures to verify that each person deemed present and permitted to vote at the meeting by means of remote communication is a Director; (2) the Corporation shall implement reasonable measures to provide such Directors a reasonable opportunity to participate in the meeting and to vote on matters submitted to the Directors, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings; and (3) if any Director votes or takes other action at the meeting by means of remote communication, a record of such vote or other action shall be maintained by the Corporation.

#### ARTICLE IV

##### **Officers-**

Section 1. *Officers* -- The officers of the corporation shall consist of a president, treasurer, clerk, and such other officers as the directors may determine.

Section 2. *Election* -- The president, treasurer and clerk shall be elected annually by the directors. Any other officers determined necessary or desirable by the directors may be elected by the directors. Any two or more offices may be held by the same person. The clerk shall be a resident of the Commonwealth of Massachusetts unless the corporation shall appoint a resident agent for the service of process appointed in the manner prescribed by law. Except as otherwise provided by law, the Articles of Organization or these By-laws, all officers shall hold office until the annual meeting of the directors, or until their respective successors are chosen and qualified.

Section 3. *Resignation and Removal* -- Any officer may resign by delivering a written resignation to the corporation at its principal office or to the president or clerk, and such resignation shall be effective upon receipt unless it is specified to be effective at some later time. The directors may remove any officer with or without cause by a vote of a majority of the directors then in office.

Section 4. *President* -- The president shall be the chief executive officer of the corporation and as such shall have charge of the affairs of the corporation subject to the supervision of the

board of directors. The president shall, subject to the direction and control of the board of directors, preside when present at all meeting of the directors. The president shall have such other powers and duties as are usually incident to that office and as may be vested in that office by the directors.

Section 5. *Treasurer* -- The treasurer shall, subject to the direction and control of the board of directors, have general charge of the financial affairs of the corporation and shall keep full and accurate books of account. The treasurer shall maintain custody of all funds, securities and valuable documents of the corporation, except as the directors may otherwise provide. The treasurer shall have such other powers and duties as are usually incident to that office and as may be vested in that office by these By-laws or by the directors.

Section 6. *Clerk* -- The clerk shall give such notices of meetings of directors as are required by these By-laws and shall keep as record of all the meetings of directors. The clerk shall have such other powers and duties as are usually incident to that office and as may be vested in that office by these By-laws or by the directors. In the absence of the clerk from any meeting of directors, a temporary clerk designated by the person presiding at the meeting shall perform the duties of the clerk.

## ARTICLE V

### **Indemnification of Directors and Officers-**

The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a director, president, vice president, treasurer, assistant treasurer, clerk, assistant clerk or other officer of the corporation or who at the request of the corporation may serve or at any time has served as a fiduciary or trustee of an employee benefit plan of the corporation (collectively, "Indemnified Officers" or individually, "Indemnified Officer"), 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 whether civil, criminal, administrative or investigative (a "proceeding") in which an Indemnified Officer may become involved by reason of serving or having served in such capacity (other than a proceeding voluntarily initiated by such person unless a majority of the full board of directors authorized the proceeding); provided that no indemnification shall be provided for any such Indemnified Officer with respect to any matter as to which the Indemnified Officer shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such Indemnified Officer's action was in the best interests of the corporation or, to the extent that such matter relates to service with respect to an employee benefit plan, in the best interests of the participants or beneficiaries of such employee benefit plan; and further provided that any compromise or settlement payment shall be approved by the corporation in the same manner as provided below for the authorization of indemnification.

Such indemnification may, to the extent authorized by the board of directors of the corporation, include payment by the corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an undertaking by the Indemnified Officer to repay such payment if not entitled to indemnification under this article, which undertaking may be accepted without regard to the financial ability of

such Indemnified Officer to make repayment.

The payment of any indemnification or advance shall be conclusively deemed authorized by the corporation under this article, and each director and officer of the corporation approving such payment shall be wholly protected, if:

(i) the payment has been approved or ratified (1) by a majority vote of the directors who are not at that time parties to the proceeding or (2) by a majority vote of a committee of two or more directors who are not at that time parties to the proceeding and are selected for this purpose by the full board (in which selection directors who are parties may participate); or

(ii) the action is taken in reliance upon the opinion of independent legal counsel (who may be counsel to the Corporation) appointed for the purpose by vote of the directors in the manner specified in clauses (1) or (2) of subparagraph (i) or, if that manner is not possible, appointed by a majority of the full board of directors then in office; or

(iii) the directors have otherwise acted in accordance with the standard of conduct applied to directors under Chapter 180 of the Massachusetts General Laws, as amended; or

(iv) a court having jurisdiction shall have approved the payment.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of any Indemnified Officer 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. Nothing contained in this article shall affect any rights to indemnification to which corporation employees, agents, directors, officers and other persons may be entitled by contract or otherwise under law.

This article, as amended, constitutes a contract between the corporation and the Indemnified Officers. No amendment or repeal of the provisions of this article which adversely affects the right of an Indemnified Officer under this article shall apply to that Indemnified Officer with respect to the acts or omissions of such Indemnified Officer that occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted for by or was made with the written consent of such Indemnified Officer.

## ARTICLE VI

### **Miscellaneous Provisions**

Section 1. *Execution of Instruments* -- All contracts, deeds, leases, bonds, notes, checks and other instruments authorized to be executed by an officer of the corporation on its behalf shall be signed by the president or the treasurer except as the directors may generally or in particular cases otherwise determine.

Section 2. *Voting of Securities* -- Except as the board of directors may otherwise designate, the president or treasurer may waive notice of, and appoint any person or persons (with or without power of substitution) to act as proxy or attorney in fact for this corporation at any meeting of stockholders of any other corporation, the securities of which may be held by this corporation.

Section 3. *Corporate Records* -- The original or attested copies of the Articles of Organization,

By-laws and records of all meetings of incorporators and directors shall be kept in Massachusetts at the principal office of the corporation or of the clerk, but such corporate records need not all be kept in the same office.

Section 4. *Definitions* -- All references in these By-laws to the Articles of Organization and to these By-laws shall be deemed to refer, respectively, to the Articles of Organization and the By-laws of the corporation as amended and in effect from time to time.

## ARTICLE VII

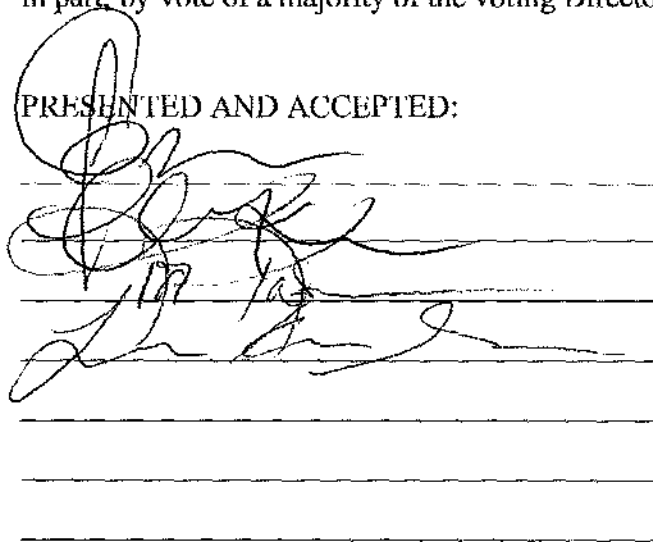
### **Conflict of Interest-** Attachment A

## ARTICLE VIII

### **Amendment of By-laws-**

Section 1. *Amendment* -- These By-laws may at any time be amended or repealed, in whole or in part, by vote of a majority of the voting Directors.

PRESENTED AND ACCEPTED:



The image shows several handwritten signatures and initials on a set of horizontal lines. The signatures are written in dark ink. The first signature is a large, stylized cursive signature. Below it are several other signatures and initials, including one that appears to be '107' and another that looks like '108'. The lines are evenly spaced and extend across the width of the page.



# **GREEN LIFE DISPENSARY, INC.**

## **By-Laws**

### **ARTICLE I**

#### **Purposes-**

The purpose of the corporation shall be as set forth in the Articles of Organization. In compliance with 105 CMR 725.100(A)(i), the corporation shall at all times operate on a non-profit basis for the benefit of registered qualifying patients, and shall ensure that the revenue of the corporation is used solely in furtherance of its non-profit purpose.

### **ARTICLE II**

#### **General Provisions-**

Section 1. *Name* -- The name of the corporation shall be: Green Life Dispensary, Inc.

Section 2. *Location* -- The principal office of the corporation shall be located at the place set forth in the Articles of Organization of the corporation. The directors may establish other offices and places of business in Massachusetts or elsewhere.

Section 3. *Fiscal Year* -- Except as from time to time otherwise determined by the directors, the fiscal year of the corporation shall end on the last day of December of each year.

Section 4. *Members* -- The corporation shall have one class of members which shall be designated as Voting and shall be comprised of the Board of Directors of the Corporation. Any action or vote otherwise required or permitted by Chapter 180 or any other law, rule or regulation to be taken by the members shall be taken by action or vote of the Board of Directors of the corporation.

### **ARTICLE III**

#### **Directors-**

Section 1. *Powers* -- The business and property of the corporation shall be managed by a board of directors who may exercise all the powers of the corporation.

Section 2. *Election and Numbers* -- The board of directors shall be of such number, no less than two (2) nor more than nine (9), as the directors shall determine from time to time. A majority of the members shall elect the board of directors at the annual meeting of the corporation, or at a special meeting in lieu of an annual meeting. All directors shall hold office until the next annual meeting or special meeting in lieu of an annual meeting or until their respective successors are chosen and qualified.

Section 3. *Resignation and Removal* -- 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. Any director may be removed from office with or without cause by the affirmative vote of a majority of the voting Directors.

# **ATTACHMENT A**

## **CONFLICT OF INTEREST POLICY OF**

**Green Life Dispensary, Inc.**

## Article I

### Purpose-

The purpose of the conflict of interest policy is to protect this tax-exempt organization's ("Organization") interest and to ensure compliance with the nonprofit requirements of 105 CMR 725.100(A)(1) when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

## Article II

### Definitions-

1. **Interested Person.** Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
  - a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
  - b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
  - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

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

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

## Article III

### Procedures-

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

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

**3. Procedures for Addressing the Conflict of Interest**

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

**4. Violations of the Conflicts of Interest Policy**

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**Article IV**

**Records of Proceedings-**

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

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### **Article V**

##### **Compensation-**

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

#### **Article VI**

##### **Annual Statements-**

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

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and

- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax exempt purposes.

#### **Article VII**

##### **Periodic Reviews-**

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

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

#### **Article VIII**

##### **Use of Outside Experts-**

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

**Attachment 4**  
**Section D**  
**Employment and Education Forms**

Applicant Corporation

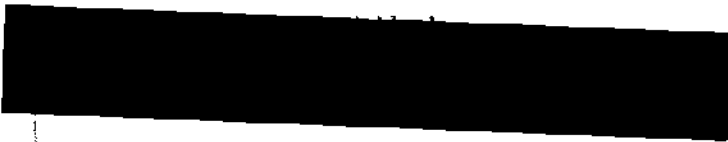
Green Life Dispensary, Inc.

#### SECTION D. EMPLOYMENT AND EDUCATION FORM

This Employment and Education form must be completed and signed by each of the following individuals: The applicant's Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, individual responsible for marijuana for medical use cultivation operations, and individual responsible for the RMD security plan and security operations. If the applicant does not have a Chief Executive Officer, Chief Operating Officer, or Chief Financial Officer, it must identify the individuals performing the equivalent duties for the Applicant and submit this form for each said individual. Submit one Employment and Education form for each of the above individuals when submitting a *Management and Operations Profile* to the Department of Public Health.

**Name of Individual**

Richard D. Samuelson



**Title of Individual (at Applicant Corporation)**

Director of Security

**Name of Applicant Corporation**

Green Life Dispensary, Inc.

**Highest Education Attained – Institution, Degree, and Year**

University of Massachusetts at Amherst, Bachelor of Science, 1971



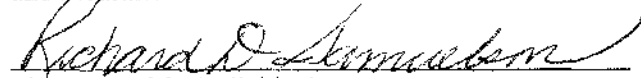
Applicant Corporation

Green Life Dispensary, Inc.

**Past 10 Years of Employment by Employer, Title and Time Period. List chronologically, beginning with most recent employment. Add more forms if space is needed for additional employment history entries.**

Employer	Title	Time Period
Smith College Museum of Art	Security System Specialist	09/2008-Present
Look Park	Security Officer	06/2008-09/2008
Massachusetts State Police	State Police Officer	06/1971-12/2007

Signed under the pains and penalties of perjury, I agree and attest that all information included in this form is complete and accurate.

  
Signature of the Individual

11/21/2017

Date Signed

Applicant Corporation

Green Life Dispensary, Inc.

#### SECTION D. EMPLOYMENT AND EDUCATION FORM

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Name of Individual

Anderson Green

Residential Address of Individual

Title of Individual (at Applicant Corporation)

Chief Financial Officer

Name of Applicant Corporation

Green Life Dispensary, Inc.

Highest Education Attained – Institution, Degree, and Year

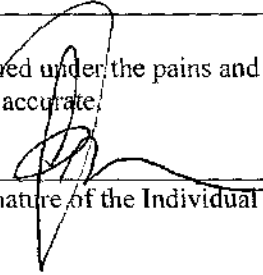
Western New England College, Bachelor of Science, 2004

Applicant Corporation Green Life Dispensary, Inc.

Past 10 Years of Employment by Employer, Title and Time Period. List chronologically, beginning with most recent employment. Add more forms if space is needed for additional employment history entries.

Employer	Title	Time Period
Advantage Solutions	Retail Sales Specialist	08/2015-Present
A Moment in Time Portraits	Grant Writer and Marketing Outreach Consultant	03/2010-09/2015
Springfield NHS	Manging Director Home Ownership	01/2011-06/2012
City of Springfield Office of Housing	Home Program Coordinator	06/2008-12/2010
Reliant Mortgage Company	V.P. Regional Sales Manager	01/2006-09/2007

Signed under the pains and penalties of perjury, I agree and attest that all information included in this form is complete and accurate.

  
Signature of the Individual

11/19/2017  
Date Signed

Applicant Corporation

Green Life Dispensary, Inc.

#### SECTION D. EMPLOYMENT AND EDUCATION FORM

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##### Name of Individual

Kot Kasom

##### Residential Address of Individual

##### Title of Individual (at Applicant Corporation)

Chief Executive Officer

##### Name of Applicant Corporation

Green Life Dispensary, Inc.

##### Highest Education Attained – Institution, Degree, and Year

Westover Job Corps, GED, 1995

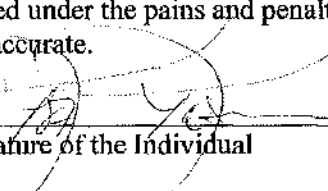
Applicant Corporation

Green Life Dispensary, Inc.

**Past 10 Years of Employment by Employer, Title and Time Period. List chronologically, beginning with most recent employment. Add more forms if space is needed for additional employment history entries.**

Employer	Title	Time Period
SmartGreen, Inc.	President	07/2017-Present
Soul Fitness LP	Partner	05/2014-Present
Packaging Corp of America	Product Operations	04/2008-Present
AMT Contractors, Inc.	President	06/2005-03/2007

Signed under the pains and penalties of perjury, I agree and attest that all information included in this form is complete and accurate.

  
Signature of the Individual

11/26/2017

Date Signed

Applicant Corporation | Green Life Dispensary, Inc.

#### SECTION D. EMPLOYMENT AND EDUCATION FORM

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Name of Individual

Monica Keo

Residential Address of Individual

Title of Individual (at Applicant Corporation)

Chief Operating Officer

Name of Applicant Corporation

Green Life Dispensary, Inc.

Highest Education Attained – Institution, Degree, and Year

University of Washington, Bachelor of Science, 2011

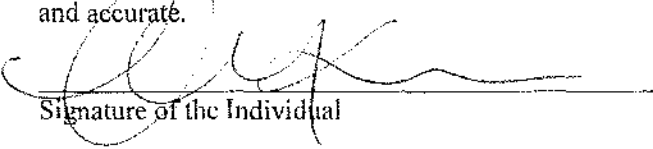
Applicant Corporation

Green Life Dispensary, Inc.

Past 10 Years of Employment by Employer, Title and Time Period. List chronologically, beginning with most recent employment. Add more forms if space is needed for additional employment history entries.

Employer	Title	Time Period
Vision Tree Software, Inc.	Business Development Manger	06/2017-Present
New England Quality Care Alliance	Health Information Systems Analyst	01/2015-05/2017
Harborview Medical Center	Programs Coordinator, Administrative Specialist to the Medical Director	07/2011-04/2014
The Artic Club	Front Desk Agent	07/2008-04/2011
Lundberg & Klug	Legal Secretary	02/2006-08/2007

Signed under the pains and penalties of perjury, I agree and attest that all information included in this form is complete and accurate.

  
Signature of the Individual

11/19/2017

Date Signed

Applicant Corporation

Green Life Dispensary, Inc.

#### SECTION D. EMPLOYMENT AND EDUCATION FORM

This Employment and Education form must be completed and signed by each of the following individuals: The applicant's Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, individual responsible for marijuana for medical use cultivation operations, and individual responsible for the RMD security plan and security operations. If the applicant does not have a Chief Executive Officer, Chief Operating Officer, or Chief Financial Officer, it must identify the individuals performing the equivalent duties for the Applicant and submit this form for each said individual. Submit one Employment and Education form for each of the above individuals when submitting a *Management and Operations Profile* to the Department of Public Health.

**Name of Individual**

Jonathan Richard Napoli

**Title of Individual (at Applicant Corporation)**

Director of Cultivation

**Name of Applicant Corporation**

Green Life Dispensary, Inc.

**Highest Education Attained – Institution, Degree, and Year**

University of Vermont, Bachelor of Science, 1994

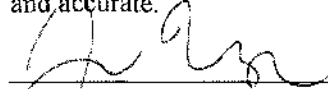


Applicant Corporation | Green Life Dispensary, Inc

**Past 10 Years of Employment by Employer, Title and Time Period. List chronologically, beginning with most recent employment. Add more forms if space is needed for additional employment history entries.**

Employer	Title	Time Period
In Good Health, Inc.	Director of Cultivation	2014-Present
Boston Gardener	Owner	2010-Present
The Hempest	Owner	1995-Present

Signed under the pains and penalties of perjury, I agree and attest that all information included in this form is complete and accurate.

  
Signature of the Individual

11/26/2017

Date Signed