

## **By Hand Delivery**

Community Development Department  
c/o Liza Paden  
City Hall Annex  
344 Broadway, Cambridge MA 02139

Dear Honorable Members of the Planning Board:

It is with great enthusiasm that Advesa MA, Inc. (“Advesa”) encloses a Special Permit Application for the operation of a Cannabis Retail Store at 966 Cambridge Street. We enclose the following materials:

- Application Forms
  - Cover Sheet
  - Dimensional Form
  - Ownership Certificate
  - Fee Schedule
- Project Narrative
  - Project Overview
  - Compliance with Zoning
  - Compliance with Specific Special Permit Criteria
  - Compliance with General Special Permit Criteria
- Project Plans and Illustrations
  - Existing Conditions Map
  - Site Context Map
  - Proposed Site Plan
  - Proposed Floor Plans
  - Proposed Landscaping Plan
  - Proposed Elevations
  - Existing Condition Photographs
  - Proposed Renderings
  - Technical Memorandum Regarding Transportation

As detailed much more in the enclosed application, Advesa respectfully submits that it has satisfied all requirements needed for the issuance of a Special Permit under the Cambridge Zoning Ordinance, including those identified in the most recent amendments addressing Cannabis Retail Stores and other cannabis businesses.

Advesa shares the goals identified by the Cambridge Zoning Ordinance for cannabis businesses and has years of demonstrated experience in complying strictly with regulations and in empowering communities disproportionately impacted by the War on Drugs in the City of Oakland’s Social Equity program and elsewhere. With this proposal, Advesa presents a

thoughtful site selection and physical design, combined with operational and compliance experience. In addition to all requirements set forth in the Cambridge Zoning Ordinance, the attached application brings to life the following components of Advesa's proposal:

*Advesa is a Woman-Centered Enterprise and Owned by Individuals Certified as Economic Empowerment Applicants.*

- Advesa is a woman-owned and multi-cultural enterprise, with 60.05% female ownership, and 90.05% ownership by individuals certified as Economic Empowerment Applicants. Advesa thus represents a break from business-as-usual in the Massachusetts cannabis industry and an opportunity to push towards greater equity across the Commonwealth; indeed, the Cannabis Control Commission recently found that less than 3% of cannabis licensees and applicants in Massachusetts are majority women-owned.
- All members of Advesa's core leadership team are certified as Economic Empowerment Applicants:
  - Chief Executive Officer Jessica Pelletier – EEA 202228, 45.05% ownership.
  - Executive Director of Hiring Shanel Lindsay – EEA 202241, 5% ownership.
  - Chief Marketing Officer Tatiyana Benjamin – EEA 202340, 9.99% ownership.
  - Director of Finance Isiah Benjamin – EEA 202340, 9.99% ownership.
  - Development Director Michael Latulippe – EEA 202374, 20% ownership.
  - Chief Operating Officer Tony Verzura – EEA 202228, 10% ownership.<sup>1</sup>

*Advesa is a Team of Social Justice Leaders and Cannabis Entrepreneurs*

- Advesa's core leadership is made up of dedicated advocates who have fought to advance the causes of social justice and cannabis reform in the Commonwealth for over a decade, combined with experience in social equity-focused businesses in Oakland, California and, in particular, employing individuals with minor drug offenses.

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<sup>1</sup> Advesa intends to sell 9.97% of equity to a financial partner in order to fund operations once approved for licensure. Should it be fortunate enough to receive a Host Community Agreement in the City of Cambridge, Advesa intends to apply for licensure to Cannabis Control Commission a Priority Economic Empowerment applicant under Economic Empowerment certification number EEA 202228. Pelletier, Latulippe, and Verzura already are owners and control persons listed on this certification as those terms are defined by 935 CMR 500. To join Advesa in the executive officer positions listed in this Letter, the Cannabis Control Commission will need to approve Ms. Lindsay, Ms. Benjamin and Mr. Benjamin as control persons listed on Economic Empowerment certification number EEA 202228. Advesa will promptly seek such approval, and expects no issues.

- Executive Director for Hiring and Community Outreach Shanel Lindsay, a well-known leader for social justice in the Massachusetts marijuana industry and Dorchester native, will lead Advessa’s hiring and onboarding of employees, and manage outreach to ensure not only that Advessa meets its hiring commitments, but that these employees succeed and advance. Shanel worked with the Massachusetts Chapter of the Marijuana Policy Project, Bay State Repeal and the ACLU of Massachusetts since 2012, campaigning for the ballot referendum authorizing medical marijuana and Question 4, passed in 2016, authorizing adult use marijuana in the Commonwealth. Shanel has testified before the Massachusetts Legislature on the public health impacts of incarceration for drug crimes and several other topics and is one of the original drafters of Question 4, specifically the language in Question 4 that remains the legal backbone the state’s social equity mandates.<sup>2</sup> She founded EON – Equitable Opportunities Now – in 2016 with current CCC Commissioner Shaleen Title, the ACLU of Massachusetts, the Union of Minority Neighborhoods and other community activists.<sup>3</sup>
- CEO Jessica Pelletier is a nationwide advocate for safe access to medical marijuana as a pain relief substitute to opioids, having survived nine surgeries since age 18 to remove multiple tumors in her breasts and stomach. Jessica has served as CEO of her own company, Biorelief LLC d/b/a MJ&Co for the last seven years, and has provided consulting services for numerous publically and privately held companies. Jessica has also served as Vice President of Business Development for Blue River Terpenes, a cannabis extraction company. Jessica has long supported the cause of marijuana legalization across the Northeast, serving as the Treasurer of the Northeast Cannabis Coalition, and President of the Northeast chapter of Americans for Safe Access. As part of the Massachusetts Economic Empowerment process, Jessica has offered no-cost consulting services to a number of economic empowerment applicants in order to help them gain knowledge and understanding of the cannabis industry and the licensing process.
- COO Tony Verzura is a 10-year veteran of the legal cannabis industry, having developed some of the most popular boutique brands in the industry (such as Prana and Blue River) and won over 77 cannabis awards. Tony has made numerous generous contributions to individuals and groups disproportionately impacted by the war on drugs, and patients suffering from debilitating conditions across the country and globe;

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<sup>2</sup> “Procedures and policies to promote and encourage full participation in the regulation marijuana industry by people from communities that have previously been disproportionately harmed by marijuana prohibition and enforcement and to positively impact those communities.” (Stat. 2017 c. 55 § 26(a ½)(4).

<sup>3</sup> See [https://www.facebook.com/pg/MassEON/about/?ref=page\\_internal](https://www.facebook.com/pg/MassEON/about/?ref=page_internal).

- Director of Development Michael Latulippe is an outspoken social justice advocate and, as a result of that advocacy, was appointed to an ex-officio seat of the Cannabis Control Commission Advisory Board. Michael's years of cannabis advocacy in Massachusetts led him to qualify as an economic empowerment applicant individually because of his experience empowering those facing incarceration and eviction from their homes due to marijuana use. Michael has been holding educational events on marijuana and social justice in the Commonwealth since 2013 at no cost to the public. He has actively assisted five other applicants in applying for Economic Empowerment status, and donated consulting hours towards those applicants' business start-up and incubation. Additionally, Michael hosted five no cost educational events on the Economic Empowerment application process and business development through his non-profit organization, the Cannabis Society of Massachusetts. Michael will utilize this experience in both leading Advessa's business development efforts and holding educational events to help Advessa employees advance their careers in the cannabis industry.
- Chief Marketing Officer Tatiyana Benjamin is a health insurance professional and has been in the industry for eight years. In addition to her professional career, she is an AFPA certified Health and Wellness Coach. With a passion for wellness, she is the creator of The Well-Being Bar - a platform that focuses on self-care, healthy eating, fitness tips, and how adult use marijuana has assisted in her wellness journey. She hosts free fitness classes and offers nutrition consulting to low-income individuals who do not have the ability to afford such services. She volunteers as a mentor to female youth that come from underprivileged families with the Big Sisters Association of Greater Boston. She also volunteers her time assisting local organizations in the greater Boston area, such as Playworks New England, The Greater Boston Food Bank, and South Shore Stars.
- Director of Finance Isiah Benjamin is a passionate financial wellness advocate and a Certified Financial Education Instructor. He founded The Benjamin Blueprint, an organization dedicated to teaching financial literacy to students and millennial professionals. Isiah also serves as a financial advisor in the community by hosting monthly workshops and seminars to help individuals and families develop financial plans and increase their financial well-being. In addition to his financial career, Isiah dedicates his free time to mentoring young men from predominately under-privileged, low-income, African American communities in the Greater Boston area. Through the organization, Young Man with a Plan, he participates in Men of Color events, providing young men with a sense of brotherhood, focusing on enthusiasm, accountability, scholarship, and tenacity. Isiah also sits on career panels with the youth at Boston Green Academy, sharing his career journey and serving as a positive role model and resource for the students.

*Advesa has Years of Experience Empowering Individuals Disproportionately Impacted by the War on Drugs*

- Advesa is an Equity Incubator in the City of Oakland's Social Equity Program, through which it:
  - Fully funded, provided operational expertise, and free working quarters for Jingubang, a licensed cannabis distribution and logistics business owned by a person with a cannabis-related felony that precluded him from traditional employment;
  - Fully funded, provided operational expertise, and free working quarters for NXTLVL, a licensed adult-use delivery service in the City's Social Equity program;
  - Has an employee roster that represents its values, with 12 of 15 staff members having cannabis convictions or identifying as a racial minority or LGBTQ+;
  - Funded and administered an educational program in Jamaica that provides job training and assistance to persons deported from the United States in the country's legal medical cannabis program.

*Advesa Will Hire from Local and Disadvantaged Communities and Pay Employees a Living Wage*

- Advesa will hire at least 75% of its employees from communities designated by the Cannabis Control Commission as disproportionately impacted by historic Controlled Substances Act enforcement, and neighborhoods with similar demographics in the City of Cambridge. Advesa will additionally ensure that individuals identifying as minorities, women, and veterans comprise at least 51% of employees;
- Advesa will maintain an ongoing relationship with the office of Middlesex County Sheriff Peter J. Koutoujian to recommend individuals who were previously incarcerated under cannabis prohibition and are good candidates to work in a highly regulated retail environment, in order to help Advesa meet its goal of having at least 51% of employees with a prior criminal charge related to drug possession;
- Advesa will pay all employees a Living Wage;
- Advesa will reserve 15% of its shelf space for products grown or produced by Certified Economic Empowerment and Social Equity Applicants, or Cambridge-based growers/producers;

- Advesa will offer regular “office hours” in an open location within the City to provide free support services that assist residents with expunging Controlled Substances Act records so they can reduce barriers to employment.

### *Advesa’s Cannabis Retail Store has a Green Footprint*

- Advesa will source a portion of its cannabis from Trulieve Cannabis Corp.’s cultivation facility in Holyoke (selected as the location because Holyoke has been designated a disproportionate impact community), which also is projected to have carbon emissions per megawatt hour one fifth of the state average.

### *Advesa Has the Cannabis Industry Experience to Make Its Cambridge Cannabis Retail Store a Success*

- Advesa’s management team has a combined 40+ years of experience in the medical and adult use cannabis markets. Advesa’s combined experience includes compliance consulting, cultivation, manufacturing, distribution, and adult and medical retail.

### *Advesa Will Prioritize Security and Alternative Modes of Transportation*

- Advesa will manage opening-day and opening-week crowding with an “Opening Day Plan” to be administered and overseen by the Edward Davis Company, led by former Boston Police Commissioner, Ed Davis;
- The Edward Davis Company will also draft Advesa’s security schematics and security procedures, which will include a secure entry area for ID checking supported by a redundant ID check at the point of sale;
- Advesa will seek certification as a “Bicycle Friendly Business” by the League of American Bicyclists, becoming the first Cannabis Retail Store so certified in Massachusetts.

### *Advesa is a Generous Neighbor and Seeks to be Part of the Substance Abuse Solution*

- Advesa has heard Cambridge residents’ concerns about the proximity of the Cannabis Retail Store to King Open School, and as a result will close the Cannabis Retail Store to customers during hours in which children will be travelling to school in the morning and departing in the afternoon. Advesa will instead utilize this time to bring in guest speakers, hold workshops, and train employees on life skills that will assist them in recovering from prior incarceration for drug-related offenses.

- Advesa will contribute financially to and share anonymized data with the Cambridge Board of Health and others within the City to assist youth and substance abuse prevention efforts. In support of these broad efforts within the City, Advesa will create a dialogue through in-person meetings with local officials;
- Advesa will seek partners within the Cambridge Public Schools as well as community health organizations to identify areas for contributions by Advesa to programs that focus on underage substance use prevention and adverse impacts of drug use during brain development;
- Advesa will provide flyers in exit packages educating consumers that they may not consume marijuana in public places within the City and where to seek educational resources or help for substance abuse and learn more about the adverse effects of cannabis use on adolescents;
- Advesa will offer its customers first-class educational materials that will include summaries of medical literature on both the benefits and adverse effects of cannabis use, as well as dosing instructions and information on the laboratory test results for all products.

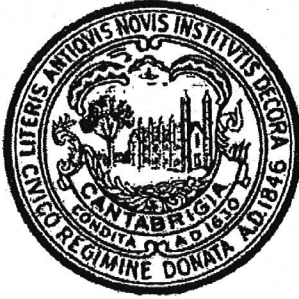
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In short, Advesa has the right location, with the right design, and the right people to deliver a first-class, safe, secure Cannabis Retail Store that will become a part of the neighborhood fabric.

Thank you for your consideration. We are happy to provide any additional information that would be helpful in evaluating Advesa's application.

Sincerely,

Jessica Pelletier and the Advesa Team



CITY OF CAMBRIDGE, MASSACHUSETTS

# PLANNING BOARD

CITY HALL ANNEX, 344 BROADWAY, CAMBRIDGE, MA 02139

## SPECIAL PERMIT APPLICATION • COVER SHEET

In accordance with the requirements of the City of Cambridge Zoning Ordinance, the undersigned hereby petitions the Planning Board for one or more Special Permits for the premises indicated below.

Location of Premises: 966 Cambridge Street

Zoning District: BA

Applicant Name: Advesa MA, Inc.

Applicant Address: 745 Atlantic Avenue, Boston, MA 02111

Contact Information: 860-992-2374 jessica@gomjco.com


Telephone # Email Address Fax #

List all requested special permit(s) (with reference to zoning section numbers) below. *Note that the Applicant is responsible for seeking all necessary special permits for the project. A special permit cannot be granted if it is not specifically requested in the Application.*

Special Permit for Cannabis Retail Store pursuant to Cambridge Zoning Ordinance Section 11.800.

List all submitted materials (include document titles and volume numbers where applicable) below.

Application Forms (Cover Sheet, Dimensional Form, Ownership Certificate, Fee Schedule; Project Narrative (Project Overview, Compliance with Zoning, Compliance with Specific Special Permit Criteria, Compliance with General Special Permit Criteria); Project Plans (Existing Conditions, Site Context, Site Plan, Floor Plan, Landscaping Plan, Elevations, Existing Conditions Photos, Renderings; Submissions for Some Special Permits (Technical Memorandum and Summary of Public Outreach).

Signature of Applicant: 

For the Planning Board, this application has been received by the Community Development Department (CDD) on the date specified below:

Date

Signature of CDD Staff

# DIMENSIONAL FORM

**Project Address:**

**Application Date:**

	Existing	Allowed or Required (max/min)	Proposed	Permitted
Lot Area (sq ft)				
Lot Width (ft)				
Total Gross Floor Area (sq ft)				
Residential Base				
Non-Residential Base				
Inclusionary Housing Bonus				
Total Floor Area Ratio				
Residential Base				
Non-Residential Base				
Inclusionary Housing Bonus				
Total Dwelling Units				
Base Units				
Inclusionary Bonus Units				
Base Lot Area / Unit (sq ft)				
Total Lot Area / Unit (sq ft)				
Building Height(s) (ft)				
Front Yard Setback (ft)				
Side Yard Setback (ft)				
Side Yard Setback (ft)				
Rear Yard Setback (ft)				
Open Space (% of Lot Area)				
Private Open Space				
Permeable Open Space				
Other Open Space (Specify)				
Off-Street Parking Spaces				
Long-Term Bicycle Parking				
Short-Term Bicycle Parking				
Loading Bays				

*Use space below and/or attached pages for additional notes:*

Note to Dimensional Form

## **Off-Street Parking Spaces**

Subsection 6.32 of the Cambridge Zoning Ordinance states as follows:

The minimum amount of parking required by Subsection 6.36 Schedule of Parking and Loading Requirements **shall be waived** for any nonresidential use in an office, business, or industrial district if such use would require four (4) or fewer spaces. However, such nonresidential use shall be located in **a building** or row of attached buildings which contains a total of ten thousand (10,000) square feet or less of gross floor area devoted to nonresidential use.

(emphasis added). The proposed Cannabis Retail Store is a nonresidential use in a business district requires fewer than four (4) spaces under Subsection 6.36, because it proposes only 2133 square feet of total gross floor area. The proposed Cannabis Retail Store is located in a building containing less than 10,000 square feet of gross floor area. Therefore, under Subsection 6.32, the proposed Cannabis Retail Store is not required to have off-street parking.

## **Short-Term Bicycle Parking**

Because the proposed Cannabis Retail Store will occupy the entirety of the lot, the applicant has not proposed short-term bicycle parking on the lot. Rather, the applicant intends to follow the procedure laid out in Cambridge Zoning Ordinance Section 6.104(2)(b):

Public Contribution. If Short-Term Bicycle Parking cannot be reasonably provided on the lot, a property owner may satisfy the requirements for Short-Term Bicycle Parking by providing funds for the installation of bicycle parking on public land. The City shall determine the location and design of such bicycle parking, which may include permanent bicycle racks, seasonal bicycle corrals or other facilities, and may vary from the standards set forth in this Section 6.100. The City shall have the right to install bicycle parking on the sidewalk adjacent to the lot, or may choose to retain the funds provided in a Public Bicycle Parking Fund to support the installation or replacement of public bicycle parking at a future time. In either case, prior to issuance of a Certificate of Occupancy, the property owner shall enter into an agreement with the City which sets forth the cost of installing the required number of Bicycle Parking Spaces, which shall be the amount of funds provided by the owner, the timing by which payments are made, and each party's responsibilities for ongoing maintenance of the facilities, if applicable.

Accordingly, the applicant will enter into an agreement with the City which sets forth the cost of installing the required number of bicycle parking spaces, the timing by which payments are made, and each party's responsibilities for ongoing maintenance of the facilities.

**Loading Bays**

Because the proposed Cannabis Retail Store is less than 10,000 square feet, a loading bay is not required by the Cambridge Zoning Ordinance. However, the applicant intends to use the existing loading bay on the lot due to recommendations of its security consultant, which emphasize the security advantages for the delivery of marijuana products and cash generated from sales at the Cannabis Retail Store.

## FEE SCHEDULE

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**Project Address:**

**Application Date:**

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The Applicant must provide the full fee (by check or money order) with the Special Permit Application. Depending on the nature of the proposed project and the types of Special Permit being sought, the required fee is the larger of the following amounts:

- If the proposed project includes the creation of new or substantially rehabilitated floor area, or a change of use subject to Section 19.20, the fee is ten cents (\$0.10) per square foot of total proposed Gross Floor Area.
- If a Flood Plain Special Permit is being sought as part of the Application, the fee is one thousand dollars (\$1,000.00), unless the amount determined above is greater.
- In any case, the minimum fee is one hundred fifty dollars (\$150.00).

### Fee Calculation

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New or Substantially Rehabilitated Gross Floor Area (SF):  $\times \$0.10 =$

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Flood Plain Special Permit Enter \$1,000.00 if applicable:

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Other Special Permit Enter \$150.00 if no other fee is applicable:

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**TOTAL SPECIAL PERMIT FEE** Enter Larger of the Above Amounts:

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# OWNERSHIP CERTIFICATE

Project Address: 966 Cambridge Street

Application Date: \_\_\_\_\_

This form is to be completed by the property owner, signed, and submitted with the Special Permit Application:

I hereby authorize the following Applicant:

Advesa MA, Inc.

at the following address:

745 Atlantic Ave., Boston MA 02111

to apply for a special permit for:

a cannabis retail store

on premises located at:

966 Cambridge Street

for which the record title stands in the name of:

Jams Family Trust

whose address is:

14 Park View Dr. Haverhill, MA 01832

by a deed duly recorded in the:

Registry of Deeds of County:

Middlesex

Book: 62957

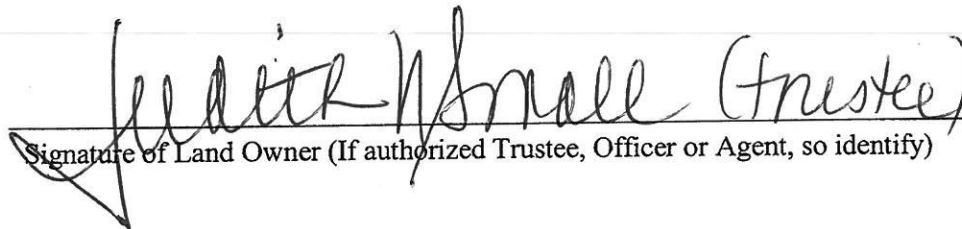
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OR Registry District of the Land Court,

Certificate No.: \_\_\_\_\_

Book: \_\_\_\_\_

Page: \_\_\_\_\_

  
Signature of Land Owner (If authorized Trustee, Officer or Agent, so identify)

To be completed by Notary Public:

Commonwealth of Massachusetts, County of

MIDDLESEX

The above named JUDITH N. SMALL personally appeared before me,

on the month, day and year MAY 13, 2019 and made oath that the above statement is true.

Notary: 

My Commission expires:

5/18/2025

## **Project Overview**

Advesa MA, Inc. (“Advesa”) seeks a special permit to operate a Cannabis Retail Store, pursuant to Cambridge Zoning Ordinance § 11.803.1 at 966 Cambridge Street. The proposed hours of operation of the Cannabis Retail Store are 8:00 a.m. to 8:00 p.m., subject to closings for hours when students of King Open School will be travelling to school in the morning and departing in the afternoon.

### *Who is Advesa?*

Advesa is a woman-owned and multi-cultural enterprise committed to greater equity within the cannabis industry. All members of Advesa’s core leadership team are certified as Economic Empowerment Applicants, including Chief Executive Officer Jessica Pelletier (EEA 202228), Executive Director of Hiring Shanel Lindsay (EEA 202241), Chief Marketing Officer Tatiyana Benjamin (EEA 202340), Director of Finance Isiah Benjamin (EEA 202340), Development Director Michael Latulippe (EEA 202374), and Chief Operating Officer Tony Verzura (EEA 202228). As just one example of Advesa’s commitment to real opportunity, for the past three years, Jessica and Tony have operated a marijuana product manufacturing facility in Oakland, California, which serves as an Equity Incubator under the City’s Social Equity Program. As part of that program, Advesa has successfully incubated – by providing seed capital, operational expertise, and free working quarters – two cannabis businesses beneath its roof, one owned by an individual with a cannabis-related felony conviction, and the other operated by an individual of both Native American and Mexican American heritage. Advesa makes contributions to local organizations in Oakland that connect individuals disadvantaged by the historical criminalization of cannabis with jobs in the cannabis industry, and has even funded and administered educational programs in Jamaica aimed at individuals deported from the United States for cannabis-related offenses.

Advesa is excited to bring to Cambridge the same enthusiasm and community-focused ethos that has made its business in Oakland an integral part of the community fabric.

### *The Context of the Site*

966 Cambridge Street is a currently unoccupied commercial building. Located at the corner of Cambridge Street and Windsor Street, 966 Cambridge Street is part of the Wellington-Harrington neighborhood’s major commercial area, leading down Cambridge Street from Inman Square. Its direct abutters are a small residential building on Windsor Street and a mixed-use residential and commercial building on Cambridge Street (for which the ground floor tenant is a hair salon). It stands across the intersection from a service station.

Advesa will retain the existing building envelope but create a new and attractive façade that will incorporate large front windows and contribute to an active, vibrant view from the street, as demonstrated in the exterior renderings submitted with this application. Advesa does not propose any new construction other than renovation of the façade.

## *Special Permits Sought*

Advesa seeks a special permit to operate a Cannabis Retail Store, pursuant to Cambridge Zoning Ordinance § 11.803.1. The Zoning Ordinance requires all Cannabis Retail Stores to obtain a special permit.

## **Compliance with Zoning**

Advesa proposes to operate a Cannabis Retail Store at 966 Cambridge Street, which is within a BA zoning district and the East Cambridge Commercial District. The Site is not part of an overlay district.

Pursuant to Section 11.803.1(a), Cannabis Retail Stores are permitted within a BA zoning district upon receipt of a special permit, which Advesa now seeks. A Cannabis Retail Store must comply with the Dimensional and Parking Requirements applicable to the underlying zoning. As explained below, Advesa meets these requirements.

### *Dimensional Requirements*

To comply with the underlying requirements of BA zoning, the Cannabis Retail Store must comply with Table 5-3 of Section 5.33 of the Cambridge Zoning Ordinance. The Cannabis Retail Store will contain 2133 s.f. of gross floor area, and complies with all dimensional requirements. Please refer to the Dimensional Form for full details of the proposed development.

### *Parking Requirements - Automobiles*

A Cannabis Retail Store is subject to parking requirements set out in Section 6.36.5. Section 6.36.5 requires a minimum of 1 space per 1000 square feet. As the Cannabis Retail Store contains 2133 square feet, under Section 6.36.5 the minimum requirement is two spaces.

Section 6.32.1 provides that the requirements set out in Section 6.36 shall be waived for any nonresidential use in a business district if such use would require four or fewer spaces, so long as the nonresidential use is located in a building that contains a total of ten thousand square feet or less of gross floor area. Because the Cannabis Retail Store is located in a building containing fewer than ten thousand square feet, the parking requirements applicable to the Cannabis Retail Store are waived.

### *Parking Requirements – Bicycles and Loading*

For the purposes of Section 6.00, the Cannabis Retail Store is in Loading Facility Category B, Long-Term Bicycle Parking N4, and Short-Term Bicycle Parking N2.

With respect to bicycle parking, Section 6.107.2 establishes a requirement of 0.10 spaces per 1,000 square feet for N4 Long-Term Bicycle Parking, and .60 spaces per 1000 square feet for N2 Short-Term Bicycle Parking. As the Cannabis Retail Store is 2133 square feet, the overall requirement for bicycle parking is one long-term space and two short-term spaces. With respect to the short-term spaces, because the proposed Cannabis Retail Store will occupy the entirety of the lot, Advesa proposes to satisfy the short-term space requirement by entering a contribution agreement with the City pursuant to Cambridge Zoning Ordinance Section 6.104(2)(b). Please refer to the attached Technical Memorandum by Howard Stein Hudson, as well as the note

appended to the attached Dimensional Form, for additional detail as to how Advesa proposes to satisfy bicycle parking requirements.

Though a loading bay is not required by the Cambridge Zoning Ordinance, Advesa intends to utilize the existing loading bay for security reasons related to the delivery of marijuana products and cash from sales.

## **Compliance with Specific Special Permit Criteria**

Advesa has set forth below how it will comply with all zoning requirements for a Cannabis Retail Store, as set forth in Section 11.800 of the Cambridge Zoning Code.

### 11.802.1

Advesa seeks a special permit to operate a Cannabis Retail Store.

### 11.802.2

Advesa will obtain all required state and local licenses and/or registrations required to operate a Marijuana Establishment, as that term is defined in 935 CMR 500.00.

### 11.802.3

Advesa will operate pursuant to the Special Permit only at the Site described in this application.

### 11.802.4

The Cannabis Retail Store will be located in a permanent building that contains no mobile facilities. All Cannabis Retail Store activities will be carried out within the building.

### 11.802.5

Not applicable.

### 11.803.1(a)

The Cannabis Retail Store will be located in Zoning District BA, and is part of the East Cambridge Commercial District. It is not part of any overlay district.

### 11.803.1(b)

The Cannabis Retail Store is not located within 1,800 feet of any currently-existing Cannabis Retail Store. If another Cannabis Retail Store were to be approved within 1,800 feet, Advesa would satisfy this requirement in any event because Advesa qualifies as an Economic Empowerment applicant.

### 11.803.1(c)

Advesa will not engage in packaging or repackaging of cannabis products at the Cannabis Retail Store. Advesa will solely obtain pre-packaged products from licensed Marijuana Product Manufacturers in accordance with 935 CMR 500.00.

### 11.803.2

Not applicable.

#### 11.803.3(a)

The Cannabis Retail Store will not be located within 300 feet of a pre-existing public or private school providing K-12 education. Please refer to the Site Context Map included with the Project Plans and Illustrations portion of the Application

#### 11.803.3(b)

The Cannabis Retail Store is not located within 300 feet of playgrounds, athletic fields, or youth recreation facilities. Please refer to the Site Context Map included with the Project Plans and Illustrations portion of the Application.

#### 11.804(a)

Advesa is a woman-owned enterprise, and its principals and owners are certified by the Cannabis Control Commission as Economic Empowerment applicants based upon their longstanding history of uplift and inclusion within the nascent cannabis industry in California and elsewhere. Advesa is uniquely positioned to operate a first-class retail establishment focused on weaving itself into Cambridge's community fabric.

As just one example of Advesa's commitment to equity, Advesa is well-known in Oakland for using its manufacturing business as a conduit for positive change, and Advesa will bring the same ethos to the operation of the Cannabis Retail Store in Cambridge. As in Oakland, Advesa will prioritize hiring locals, individuals disproportionately impacted by the war on drugs, and individuals contributing to every dimension of diversity, from color to LGBTQ+ status to age and criminal history. Advesa's hiring will benefit the community in tandem with a thoughtful, generous policy of contributions to local organizations focused on youth education and prevention of the under-age marijuana use as well as transitioning individuals with past run-ins with the law into sustainable careers in the cannabis field. Advesa's hiring and community outreach efforts will be led by Executive Director for Hiring and Community Outreach Shanel Lindsay, a well-known, forceful advocate for social justice in the Massachusetts cannabis industry.

Advesa will offer a diverse mix of products sourced both from Trulieve Cannabis Corporation's<sup>1</sup> proposed Marijuana Cultivation Facility in Holyoke, Massachusetts<sup>2</sup> and local producers and

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<sup>1</sup> Like Advesa, Trulieve is committed to advancing the cause of women and disproportionately-impacted individuals within the cannabis industry. Led by CEO Kim Rivers and headquartered in majority-minority Gadsden County, Florida, Trulieve was awarded the inaugural 2018 Diversity and Inclusion Champion of the Year Award by Orlando-based nonprofit Minorities for Medical Marijuana, which recognized Trulieve's commitment to outreach in hiring.

<sup>2</sup> Holyoke was deliberately chosen by Trulieve for two reasons: (1) it is a community designated by the Cannabis Control Commission as disproportionately impacted by the historic criminalization of marijuana; and (2) Holyoke is

producers from other disproportionately impacted communities. This sourcing strategy will enable Advesa to offer industry-leading consumer education materials, including both summaries of medical literature on both the benefits and adverse effects of cannabis use, as well as dosing instructions and information on the laboratory test results for all products.

All sales at the Cannabis Retail Store will strictly follow regulations applicable to a Marijuana Retailer Establishment under 935 CMR 500.00. Access will be limited without exception to individuals over the age of 21, backed by two-part identity checks (one upon entry and one at the point of sale) utilizing a 50-state ID scanner approved by the Cambridge Police Department.

#### 11.804(b)

Please refer to the Site Context Map included with the Project Plans and Illustrations portion of the Application.

#### 11.804(c)

Please refer to the Site Plan included with the Project Plans and Illustrations portion of the Application.

#### 11.804(d)

Please refer to the Building Elevations included with the Project Plans and Illustrations portion of the Application.

#### 11.804(e)

For plans identifying on-site and off-site locations for deliveries and loading, please refer to the Proposed Floor Plans included with the Project Plans and Illustrations portion of the Application. Deliveries and other service functions will be conducted in accordance with all requirements of 935 CMR 500.00, including but not limited to 935 CMR 500.105's requirements relating to transportation and storage, as well as 935 CMR 500.110's requirements relating to security.

Advesa is committed to encouraging the use of public transit by both employees and customers. The Cannabis Retail Store is a short walk from the Green Line MBTA Rapid Transit Station at Lechmere (0.8 miles, ~16 minutes) and the Red Line MBTA Rapid Transit Stations at Central Square (1.0 mile, ~21 minutes) and Central Square (.9 miles, ~18 minutes), and stops for both the 69 and 85 buses are less than a minute away. When the proposed Green Line station at Union Square opens, the Cannabis Retail Store will be approximately 0.4 miles away. To encourage biking, Advesa will seek certification as a Bike Friendly Business from the League of

---

one of the most green-friendly places to cultivate marijuana in Massachusetts, thanks to publically-owned utilities that focus on alternative energy and achieve greenhouse gas emissions nearly one-fifth of the Commonwealth's average on a per megawatt hour basis.

American Bicyclists' business certification program – becoming the first certified marijuana retailer establishment in Massachusetts – as well as discounts to customers who choose to bike. Advesa will undertake a wide variety of efforts to reduce traffic impacts for both employees and customers, such as:

- Providing BlueBikes memberships to employees;
- Providing secure, long-term bicycle parking to employees;
- Making available air pumps and bicycle repair tools for employees and customers;
- Promote transit and bicycle options online and in marketing materials;
- Designate a Transportation Coordinator to oversee and administer the implementation of transit-friendly measures;
- Conduct employee and customer mode share surveys.

Because the proposed Cannabis Retail Store occupies the entirety of the lot, Advesa intends to satisfy requirements for short-term bicycle parking in accordance with Cambridge Zoning Ordinance, Section 6.104.2:

Public Contribution. If Short-Term Bicycle Parking cannot be reasonably provided on the lot, a property owner may satisfy the requirements for Short-Term Bicycle Parking by providing funds for the installation of bicycle parking on public land. The City shall determine the location and design of such bicycle parking, which may include permanent bicycle racks, seasonal bicycle corrals or other facilities, and may vary from the standards set forth in this Section 6.100. The City shall have the right to install bicycle parking on the sidewalk adjacent to the lot, or may choose to retain the funds provided in a Public Bicycle Parking Fund to support the installation or replacement of public bicycle parking at a future time. In either case, prior to issuance of a Certificate of Occupancy, the property owner shall enter into an agreement with the City which sets forth the cost of installing the required number of Bicycle Parking Spaces, which shall be the amount of funds provided by the owner, the timing by which payments are made, and each party's responsibilities for ongoing maintenance of the facilities, if applicable.

Advesa is amenable to entering such an agreement as described above and covering the cost of installing and maintaining bicycle spaces as applicable.

For fuller detail on transportation options for customers and employees, including public transportation services, on-site and off-site parking facilities, and bicycle facilities, please see the attached Technical Memorandum by Howard Stein Hudson.

Advesa will apply to the Cannabis Control Commission to operate a Marijuana Retail Establishment as defined in 935 CMR 500.00. Advesa has not submitted licensing materials to the Cannabis Control Commission at this time, but has included with this application draft materials for inclusion in the Application of Intent packet.

## 11.804(g)

Advesa in submitting close in time to this application a Letter of Intent to enter a Host Community Agreement pursuant to applicable City ordinances. Advesa has also actively engaged with community outreach, as detailed in the attached Summary of Public Outreach.

## 11.805(a)

Advesa will provide convenient, safe, and secure egress for customers and employees arriving at and leaving the Cannabis Retail Store using all modes of transportation. Please refer to the Floor Plans included with the Project Plans and Illustrations portion of the Application. As depicted in the Floor Plans, Advesa will provide for internal queuing by customers, minimizing impact on the streetscape. Access will be limited without exception to individuals over the age of 21, backed by two-part identity checks (one upon entry and one at the point of sale) utilizing a 50-state ID scanner approved by the Cambridge Police Department.

For additional information on internal queuing, please consult the Proposed Floor Plans included with this Application. The front reception and internal queuing area has a capacity of approximately 49 customers, while the dispensary floor has a proposed maximum occupancy of 60 customers, allowing for a total of 109 customers inside of the Cannabis Retail Store. By maximizing this capacity, Advesa intends to eliminate any potential spillover onto the sidewalk.

For the more intensive opening days and weeks of operation, Advesa will manage crowding and security through the use of a comprehensive Opening Day Plan to be developed by the Edward Davis Company (headed by former Boston Police Commissioner Edward Davis). The Opening Day plan will assure effective communication and coordination between Advesa security and the Cambridge Police Department. For additional detail on Opening Day traffic amelioration, please refer to the attached Technical Memorandum from Howard Stein Hudson.

## 11.805(b)

On-site loading, refuse, and storage areas have been designed to be secure and shielded from abutting uses. Please refer to the Floor Plans included with the Project Plans and Illustrations portion of the Application. All loading, refuse, and storage areas will comply with all requirements of 935 CMR 500.00, including but not limited to 935 CMR 500.105's requirements relating to transportation and storage, as well as 935 CMR 500.110's requirements relating to security.

## 11.805(c)

While security is necessarily a top priority for Advesa, Advesa has incorporated security features at the Cannabis Retail Store in such a way as to minimize negative aesthetic impacts on the streetscape resulting from required security measures. Please refer to the Floor Plans and Proposed Perspective Renderings included with the Project Plans and Illustrations portion of the Application. As these documents depict, the façade facing Cambridge Street will have wide, inviting windows opening on a bright, modern reception area, which also contains the Cannabis Retail Store's internal queuing area.

#### 11.805(d)

Far from detracting from a sense of street activity, the Cannabis Retail Store will provide an open, inviting storefront. While the dispensary area itself will be screened from public view, the Cannabis Retail Store's reception and internal queuing areas will be open to passers-by via large, open windows that will contribute to a sense of interest and activity. Please refer to the Floor Plans and Proposed Perspective Renderings included with the Project Plans and Illustrations portion of the Application.

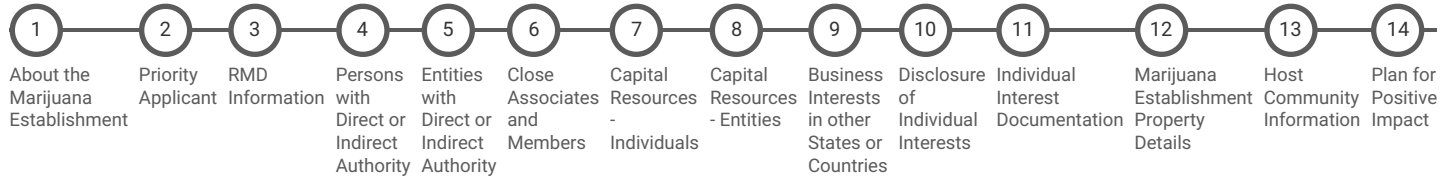
Advesa will enhance the current façade by adding large windows on Cambridge Street and the corner of Windsor Street, as well as repainting the current exterior. The Cannabis Retail Store's bright, modern reception area and internal queuing area will be visible from the street. All exterior lighting will be installed with a timeclock to reduce late night impacts. The majority of the windows face Cambridge street and the corner of Windsor Street and therefore are not directed at any adjacent residences. Additionally, Advesa believes that light spillover concerns could be further addressed through placing film on street-facing windows, but wishes to balance this goal with the design goal of maximizing transparency into the storefront, and to engage in dialogue about how best to strike this balance.

#### 11.805(e)

The Cannabis Retail Store will not include a Medical Marijuana Treatment Center. Advesa is, however, committed to both broad and deep consumer education efforts, of which patient education is an important part. Advesa will have on hand, in addition to other consumer education materials, information about Massachusetts' medical marijuana program, including information on how eligible individuals may register, and how already-registered individuals may locate Medical Marijuana Treatment Centers.



Cannabis Control Commission > My Licenses > Marijuana Retailer > Marijuana Retailer - Application of Intent



**Application #: MRN282756**

**Please review your Marijuana Retailer - Application of Intent packet below.** If all information is accurate, click the "Submit" button at the bottom of the page. Three things will happen when you submit this packet:

- You will go to a confirmation page on this site – please print this page or save a screenshot for your records;
- You will receive a confirmation email with your application number confirming the submission of this packet; and
- Your application packet will enter the review queue if you have paid the application fee.

After you submit your application packet, you may login and view it on this website, but you cannot make edits unless the Commission gives permission for changes. That may happen if the reviewer has questions or needs more information.

A timestamp will be issued when your full application which is comprised of four packets has been received an approved. Upon approval, a fifth "License Fee Payment" packet will be available on your main page.

The review process may take several weeks or longer. You will be notified via email when the Commission has made a decision regarding your application.

### About the Marijuana Establishment

Business Legal Name: Advesa MA, Inc.

Federal Tax Identification Number EIN/TIN: 00-1339796

Phone Number: 860-992-2374

Email Address: jessica@gomjco.com

Business Address 1: 745 Atlantic Avenue

Business Address 2:

Business City: Boston

Business State: MA

Business Zip Code: 02111

Mailing Address 1: 745 Atlantic Avenue

Mailing Address 2:

Mailing City: Boston

Mailing State: MA

Mailing Zip Code: 02111

### Certified Disadvantaged Business Enterprises (DBEs)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

### Priority Applicant

Priority Applicant: Yes

Priority Applicant Type: Economic Empowerment Priority

Economic Empowerment Applicant Certification Number: EEA202228

RMD Priority Certification Number:

### RMD Information

Name of RMD:

Department of Public Health RMD Registration Number:

Operational and Registration Status:

### Certificate of Registration

*Upload a scanned copy of your current Certificate of Registration (Provisional or Final) from the Department of Public Health*

To your knowledge, is the existing RMD certificate of registration in good standing?:

If no, describe the circumstances below:

### Persons with Direct or Indirect Authority

#### Person with Direct or Indirect Authority 1

Percentage Of Ownership: 45      Percentage Of Control: 45

Role: Executive / Officer

Other Role:

First Name: Jessica

Middle Name:

Last Name: Pelletier

Suffix:

Former Last Name:

Alias - 1:

Alias - 2:

Alias - 3:

Phone: 860-992-2374

Email: jessica@gomjco.com

Primary Address 1: 67 Gates Street

Primary Address 2: #1

City: Boston

State: MA

Zip Code: 02127

Gender: Female

User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

#### Person with Direct or Indirect Authority 2

Percentage Of Ownership: 10      Percentage Of Control: 10

Role: Executive / Officer

Other Role:

First Name: Tony

Middle Name: Michael

Last Name: Verzura

Suffix:

Former Last Name:

Alias - 1:

Alias - 2:

Alias - 3:

Phone: 510-603-0966

Email: advesaca@gmail.com

Primary Address 1: 67 Gates Street

Primary Address 2: #1

City: Boston

State: MA

Zip Code: 02111

Gender: Male

User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

#### Person with Direct or Indirect Authority 3

Percentage Of Ownership: 5      Percentage Of Control: 5

Role: Executive / Officer

Other Role:

First Name: Shanel

Middle Name: Anique

Last Name: Lindsay

Suffix:

Former Last Name:

Alias - 1:

Alias - 2:

Alias - 3:

Phone: 857-445-1127

Email: shanel.lindsay@gmail.com

Primary Address 1: 50 Undine Road

Primary Address 2: #2

City: Brighton

State: MA

Zip Code: 02135

Gender: Female

User Defined Gender:

What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)

Specify Race or Ethnicity: African American

#### Person with Direct or Indirect Authority 4

Percentage Of Ownership: 20      Percentage Of Control: 20

Role: Executive / Officer

Other Role:

First Name: Michael

Middle Name:

Last Name: Latulippe

Suffix:

Former Last Name:

Alias - 1: Alias - 2: Alias - 3:

Phone: 650-315-7106 Email: michael@justness.org

Primary Address 1: 190 Bridge Street Primary Address 2:

City: Salem State: MA Zip Code: 01970

Gender: Male User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

#### Person with Direct or Indirect Authority 5

Percentage Of Ownership: 10 Percentage Of Control: 10

Role: Executive / Officer Other Role:

First Name: Tatiyana Middle Name: Renee Last Name: Benjamin Suffix: Former Last Name:

Alias - 1: Alias - 2: Alias - 3:

Phone: 508-801-1737 Email: tatiyana.r.benjamin@gmail.com

Primary Address 1: 17 Sudbury Street Primary Address 2:

City: Brockton State: MA Zip Code: 02301

Gender: Female User Defined Gender:

What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)

Specify Race or Ethnicity: African American

#### Person with Direct or Indirect Authority 6

Percentage Of Ownership: 10 Percentage Of Control: 10

Role: Executive / Officer Other Role:

First Name: Isiah Middle Name: Laurence Last Name: Benjamin Suffix: Former Last Name:

Alias - 1: Alias - 2: Alias - 3:

Phone: 508-857-8027 Email: isiah.benjamin@gmail.com

Primary Address 1: 17 Sudbury Street Primary Address 2:

City: Brockton State: MA Zip Code: 02301

Gender: Male User Defined Gender:

What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)

Specify Race or Ethnicity: African American

#### Entities with Direct or Indirect Authority

No entries were provided for this section.

#### Close Associates and Members

No entries were provided for this section.

#### Capital Resources - Individuals

No entries were provided for this section.

#### Capital Resources Documentation - Individuals

Amounts and Sources of Capital Documentation

*Documentation detailing the amounts and sources of capital resources available to the applicant from any entity that will be contributing capital resources to the applicant for purposes of establishing or operating the identified Marijuana Establishment for each license applied for.*

#### Capital Resources - Entities

**Entity Contributing Capital 1**

Entity Legal Name: Trulieve Cannabis Corporation

Entity DBA:

Email: eric.powers@trulieve.com Phone: 850-480-7955

Address 1: 6749 Ben Bostic Road

Address 2:

City: Quincy

State: FL

Zip Code: 32351

Types of Capital: Other

Other Type of Capital: Start-up capital loan.

Total Value of Capital Provided: \$100,000.00

Percentage of Initial Capital: 100

Capital Attestation: Yes

**Capital Resources Documentation - Entity****Amounts and Sources of Capital Documentation****Business Interests in other States or Countries**

No entries were provided for this section.

**Business Interest Documentation****Supporting Document**

Document Name: Supporting Material -- Evidence of Funds.pdf

Document Category: Documentation of Interest

Upload Date: 6/7/19



Document Name: Supporting Material -- Trulieve Financial Information.pdf

Document Category: Documentation of Interest

Upload Date: 6/7/19

**Disclosure of Individual Interests****Individual 1**

First Name: Tony

Middle Name: Michael

Last Name: Verzura

Suffix:

Former Last Name:

Alias - 1:

Alias - 2:

Alias - 3:

Primary Address 1: 5733 San Leandro Drive

Primary Address 2: P.4

City: Oakland

State: CA

Zip Code: 94621

Marijuana Establishment Name: Advesa Wellness Inc.

Business Type: Marijuana Product Manufacture

Marijuana Establishment City: Oakland

Marijuana Establishment State: CA

**Individual 2**

First Name: Tony

Middle Name: Michael

Last Name: Verzura

Suffix:

Former Last Name:

Alias - 1:

Alias - 2:

Alias - 3:

Primary Address 1: 5733 San Leandro Drive

Primary Address 2: P.4

City: Oakland

State: CA

Zip Code: 94621

Marijuana Establishment Name: Jingubang Inc.

Business Type: Third Party Marijuana Transporter

Marijuana Establishment City: Oakland

Marijuana Establishment State: CA

**Individual 3**

First Name: Tony

Middle Name: Michael

Last Name: Verzura

Suffix:

Former Last Name:

Alias - 1:

Alias - 2:

Alias - 3:

Primary Address 1: 1300 Clay Street

Primary Address 2: Suite 600

City: Oakland

State: CA

Zip Code: 94612

Marijuana Establishment Name: NXTLVL Inc.

Business Type: Third Party Marijuana Transporter

Marijuana Establishment City: Oakland

Marijuana Establishment  
State: CA

## Individual Interest Documentation

### Supporting Documents



Document Name: Supporting Material -- Jingubang License.pdf

Document Category: Individual Interest Documentation

Upload Date: 6/7/19



Document Name: Supporting Material -- NXTLVL License.pdf

Document Category: Individual Interest Documentation

Upload Date: 6/7/19



Document Name: Supporting Material -- Advesa Wellness Inc. License.pdf

Document Category: Individual Interest Documentation

Upload Date: 6/7/19

## Marijuana Establishment Property Details

Establishment Address 1: 966 Cambridge Street

Establishment Address 2:

Establishment City: Cambridge

Establishment Zip Code: 02141

Approximate square footage of the  
establishment: 2150

How many abutters does this property have?: 2

Have all property abutters been notified of the intent to open a Marijuana Establishment at this address?: Yes

### Bond or Escrow Documentation

*Documentation of a bond or other resources held in an escrow account in an amount sufficient to adequately support the dismantling and winding down of the Marijuana Establishment*



Document Name: Supporting Material -- Bonding.pdf

Document Category: Documentation of Bond

Upload Date: 6/4/19

### Property Interest Documentation

*Documentation of a property interest in the proposed address. Interest may be demonstrated by one of the following:*

- Clear legal title to the proposed site;
- An option to purchase the proposed site;
- A legally enforceable agreement to give such title; or
- Binding permission to use the premises.



Document Name: Supporting Material -- LOI.pdf

Document Category: Permission to Use Premises

Upload Date: 6/7/19

## Host Community Information

## Host Community Documentation

Please upload the required documentation below

Document Name: Supporting Material -- Community Outreach.pdf



Document Category: Community Outreach Meeting Documentation

Upload Date: 6/4/19

Document Name: Supporting Material -- Host Community Information.pdf



Document Category: Certification of Host Community Agreement

Upload Date: 6/4/19

Document Name: Supporting Material -- Plan to Remain Compliant with Local Zoning.pdf



Document Category: Plan to Remain Compliant with Local Zoning

Upload Date: 6/4/19

### Plan for Positive Impact

Plan to Positively Impact Areas of Disproportionate Impact

Upload narrative

Document Name: Supporting Material -- Plan for Positive Impact.pdf



Document Category: Plan for Positive Impact

Upload Date: 6/4/19

### Additional Information Notification

Notification: I understand

<< Go To Previous Page

Submit

For assistance please call the Cannabis Control Commission at 617-701-8400 or email at [cannabiscommission@state.ma.us](mailto:cannabiscommission@state.ma.us)



STATE OF CALIFORNIA  
DEPARTMENT OF PUBLIC HEALTH  
MANUFACTURED CANNABIS SAFETY BRANCH



# ANNUAL MANUFACTURING LICENSE

**LICENSEE:**

**LICENSED PREMISES:**

**LICENSE NUMBER:**  
**LICENSE TYPE:**

**EFFECTIVE DATE:**  
**EXPIRATION DATE:**

The licensee named herein is authorized to manufacture cannabis products at the licensed premises listed herein through the expiration date of this license. This annual license issued is in accordance with the provisions of Division 10 of the California Business and Professional Code and is not transferable to any other person or premises. The licensee is required by law to notify the Manufactured Cannabis Safety Branch of changes pertaining to this license. This license shall always be displayed in a prominent place at the licensed premises. This license shall be subject to suspension or revocation by the California Department of Public Health if it is found that manufacturing operation is in violation of Division 10 of the Business and Professions Code or regulations adopted thereunder.

California Department of Public Health  
P.O. Box 997377, MS-7606  
Sacramento, CA 95899-7377

Asif A. Maan Ph.D.  
Chief, Manufactured Cannabis Safety Branch

## **Procurement of Bonding or Escrow**

By opening day of the retail facility, Advesa will procure the necessary bonding from a surety registered with the U.S. Treasury Department or other surety that ensures its long-term financial stability in an amount sufficient to wind down operations at 966 Cambridge Street should Advesa fail to generate sufficient revenue to wind down operations.

Advesa agrees to pledge any available assets as collateral for said bond.

Should Advesa be unable to locate a suitable surety, Advesa will place into escrow upon opening day an amount sufficient to ensure compliance with bonding requirements.

## **Evidence of Funds**

Advesa has entered into a Memorandum of Understanding under which Advesa and Trulieve Cannabis Corp. have agreed in principle that Trulieve will offer to Advesa on commercially reasonable terms financing to cover the initial capital required for costs related to licensing, permitting, construction, operation, employee compensation, and all other reasonable and related costs associated with launching a marijuana retailer at 966 Cambridge Street in Cambridge. Advesa and Trulieve, upon receipt of approvals from the City of Cambridge, intend to execute a credit agreement.

Trulieve is a publicly-traded company on the Canadian Securities Exchange under symbol TCNNF, and has abundant working cash flow to fund Advesa as shown on the most recent Unaudited Condensed Consolidated Financial Statements attached hereto.



**BUREAU OF  
CANNABIS  
CONTROL**  
CALIFORNIA

Bureau of Cannabis Control  
(833) 768-5880

## **Adult-Use and Medicinal - Distributor Temporary License**

**LICENSE NO:**  
**M11-18-0000250-TEMP**

**LEGAL BUSINESS NAME:**  
**JINGUBANG INC.**

**PREMISE:**  
**5733 SAN LEANDRO ST, SUITE P4**  
**OAKLAND, CA 94621-4418**



**VALID:**  
**3/9/2018**

**EXPIRES:**  
**7/2/2019**

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*Non-Transferable*

*Prominently display this license  
as required by Title 16 CCR § 5039*

## **Plan to Remain Compliant with Local Zoning**

Advesa will remain compliant at all times with the zoning requirements set forth in the Cambridge Zoning Ordinance, including the Zoning Requirements for Cannabis Uses as adopted December 17, 2018.

Cambridge zoning permits operation of a Marijuana Retailer Establishment upon receipt of a special permit meeting the requirements set forth in Section 11.800 of the Cambridge Zoning Ordinance. For details on Advesa's plan to comply with zoning laws, please see the attached draft special permit application.



Associated Brokerage Group, LLC  
307 Cambridge Street  
Cambridge, MA 02141  
(617) 492-9900 Fax (617) 661-6607

**BINDING LETTER OF INTENT / OPTION TO LEASE**

**DATE:** March 12, 2019

**RE:** **BINDING LETTER OF INTENT / OPTION TO LEASE 966 Cambridge Street, Cambridge, MA 02141**

This Binding Letter of Intent ("LOI") is for the leasing of a property located at 966 Cambridge Street, Cambridge MA 02141

**LANDLORD:** The Jams Family Trust

**TENANT:** Life Essence Inc. and/or its assignee

**PREMISES:** The property located at 966 Cambridge Street Cambridge MA 02141 consisting of approximately 2,339 square feet of Commercial space (the "**Premises**").

**EXCLUSIVE USE:** Tenant shall have the exclusive use of the Premises for the operation of a Registered Marijuana Dispensary and/or Marijuana Retailer, as those terms are defined by G. L. c. 94G, or any other lawful purpose under state and local law.

**TERM OF LEASE:** Ten (10) year initial term, with two (2), five (5) year option to renew, such options to renew exercisable at Tenant's sole discretion (the "**Lease Term**" or "**Term of Lease**").

**OPTION PERIOD:** For a period of six (6) months following full execution of this LOI (the "**Option Period**"). Tenant shall have the exclusive right and option to lease the Premises from Landlord (the "**Option to Lease**"). Such Option to Lease shall be exercised, if at all, upon written notice to Landlord given prior to the expiration of the Option Period. During the Option Period, Tenant shall use reasonable due diligence to obtain state and local approvals required to use the Premises as a retailer as that term is

defined by G. L. c. 94G, or other lawful purpose under state and local law.

- OPTION TERMINATION: The Option to Lease may not be cancelled during the Option Period other than by (i) Tenant giving Landlord 30 days written notice, or (ii) by written notice from the Landlord after Tenant has failed to pay an "Option Payment" (as defined below) for more than ten (10) days after written notice from Landlord.
- OPTION PAYMENT: Tenant will pay nonrefundable rent of \$10,500 per month during the Option Period (the "**Option Payments**") in consideration of the Option Period. The Option Payments shall be due and payable on the first day of each month, but shall be prorated to reflect the actual duration of the Option Period. Payments will commence on March 15, 2019.
- OPTION EXTENSION: Tenant may, by giving Landlord written notice before the expiration of the Option Period, extend the Option Period on a month-by-month basis for up to three (3) additional months ("**Extension Period**") by paying Landlord non refundable rent of \$15,000 per month for the duration of the Extension Period, or until Tenant either: (1) exercises the Option to Lease at which point Landlord and Tenant (together, the "**Parties**") will enter into a lease agreement; or (2) terminates this LOI, by providing written notice to Landlord. Tenant shall have the exclusive right and option to lease the Premises during the Extension Period.
- LEASE: Upon Tenant's exercise of the Option to Lease in accordance with the terms herein contained, Landlord and Tenant shall use good faith and due diligence to execute a lease agreement, a draft of which shall be delivered by Landlord within ten (10) days of Tenant's exercise of the Option to Lease, which lease shall contain all of the terms and conditions for the use set forth in this LOI and such other customary and reasonable terms and conditions as agreed by the parties (the "**Lease**"). Landlord and Tenant hereby agree to enter into the Lease within thirty (30) days following Tenant's exercise of the Option to Lease
- RENT: If the Option to Lease is exercised by Tenant, the Lease shall provide for rent to be paid by Tenant to Landlord at the rate of \$21,000.00 per month. Rent shall increase two and a half percent (2.5%) per year for the term of the lease. The Lease will provide for payment of the first month's rent on execution, along with a security deposit equal to three (3) month's rent.
- CONDITION: "As Is".
- TRIPLE NET CHARGES: The Lease may reflect that Tenant shall be solely responsible for all real estate taxes assessed against the Premises occupied by Tenant, as well as all maintenance for the Premises, for the Term of the Lease. Tenant shall be responsible during the Term of the Lease for maintaining all necessary insurance, naming Landlord as an additional insured. Tenant shall provide

Landlord with copies of the insurance documentation for the Premises on an annual basis. However, Tenant shall not be required to pay Triple Net charges associated with the Premises prior to execution of the Lease.

UTILITIES: Tenant shall be responsible for all utilities supplied to and consumed upon the Premises during the Term of the Lease.

ASSIGNMENT & SUBLETTING: Tenant shall have the right, without the consent of Landlord, to assign the Lease in its entirety or to sublet all or any portion of the Premises to: (a) any entity resulting from a merger or a consolidation with Tenant, provided the surviving entity in case of an assignment shall have a net worth no less than Tenant's net worth; (b) any entity succeeding to the business operated by Tenant at the Premises provided the succeeding entity in case of an assignment shall have a net worth no less than Tenant's net worth; or (c) any subsidiary, holding company, or affiliate of Tenant or Tenant's parent, Trulieve Cannabis Corp (in which event Tenant shall remain fully liable for Tenant's obligations under the Lease).. Any other assignment or sublease will require the prior written consent of Landlord, which shall not be unreasonably withheld, delayed, or conditioned. In the event that Tenant sublets all or any portion of the Premises, Tenant shall remain liable under the Lease.

ACCESS: During the Option Period and Extension Period, and prior to the commencement of the Lease Term, upon reasonable notice to Landlord, Tenant shall be permitted reasonable access to the Premises for the purposes of planning the layout of the space, measuring the Premises and preparing architectural drawings and security layout of the Premises.

SIGNAGE: Exterior signage will be permitted during the Term of the Lease subject only to applicable laws and to Landlord's reasonable approval.

TERMS OF AGREEMENT: Landlord and Tenant hereby agree that this LOI shall be binding between the Parties. It is understood that final approval for a Registered Marijuana Dispensary and/or Marijuana Retailer from the Cannabis Control Commission, the award of a Host Community Agreement, pursuant to G. L. c. 94G, § 3(d) from the City of Cambridge, and compliance with all applicant ordinances and bylaws of the City of Cambridge ("Necessary Permits") is required before construction on the Premises may commence. In the event the parties execute a lease before Tenant has acquired all Necessary Permits, the Lease shall contain a contingency allowing for Tenant's early termination (without penalty or further monies owed) in the event that all necessary state and municipal approvals at the Premises cannot be obtained. The terms of this LOI shall govern until the Lease is executed.

]OPTION TO PURCHASE: None.

IMPROVEMENTS: Tenant will bear the cost of all construction and improvements to the Premises.

FURNISHING OF DOCUMENTS: Upon request, Landlord will supply any documents or information in Landlord's possession necessary for Tenant to obtain all state and local approvals, licenses and permits required to operate a Registered Marijuana Dispensary and/or Marijuana Retailer on the Premises and will provide signatures as required for approvals involving the Premises. Tenant shall be solely responsible for all costs associated with obtaining state and local approvals, licenses and permits.

EXCLUSIVITY: Landlord will not offer the Premises for lease or sale to anyone other than Tenant during the Option Period, or Extension Period, referenced in this LOI. Landlord agrees to deliver the Premises exclusively to Tenant no later than thirty (30) days following the execution of a Lease between Landlord and Tenant. Tenant shall not be obligated to make any payments, and Tenant shall have no liability for same to the Landlord during the time following execution of a Lease, unless and until Landlord provides the Premises to the Tenant exclusively and free of any other tenants or occupants.

LIMITATION OF REMEDIES: Notwithstanding any provision of this LOI or subsequent Lease, Landlord hereby agrees that Landlord's rights and remedies following a default, breach, surrender or any other failure to perform under this LOI, or subsequent Lease, shall not include the seizure of assets of any product containing any amount of marijuana. Landlord shall not be entitled to a remedy that provides Landlord a lien or security interest inventory that contains any amount of marijuana, in any form, whether flower or infused product. Landlord hereby forfeits any such remedy. In addition, Landlord hereby agrees that remedies for Tenant default under the Lease shall not include a lien or other interest in Tenants' marijuana establishment license or Certificate of Registration.

BROKER: Landlord acknowledges and agrees that ABG Realty is the sole broker involved in this transaction. Landlord agrees to pay ABG Realty five percent (5%) for any option payments made to Landlord by Tenant. In addition Landlord agrees to pay ABG Realty five percent (5%) of the gross rent for 10 years to be paid one half on lease execution and one half on Tenant occupancy, unless the Lease has an early termination clause as provided above, in which event the commission for lease payments shall be paid in full when the early termination clause expires and is no longer in effect.

CONFIDENTIALITY: The Parties agree that the information set forth herein is intended to be private and confidential between the Parties executing this LOI and shall not be disclosed to third parties without the written consent of each Party to this transaction; provided, however, that the terms of this LOI may be disclosed in confidence to local and state government officials, prospective lenders, current or prospective business partners or joint venture partners, legal counsel and other consultants to and contractors for said Parties for purposes incidental to this agreement or to the conduct of business by said Parties.

[SIGNATURE PAGE FOLLOWS]

If the terms and conditions are acceptable, please execute this LOI in the space provided below and return a copy by March 15, 2019.

AGREED & ACCEPTED: LANDLORD /

Signature: Judith N. Small

Name: Judith N. Small

Date: 3/12/19

Signature: Melissa Small

Name: Melissa Small

Date: 3/12/19

AGREED & ACCEPTED: TENANT / Life Essence Inc. AND/OR ASSIGNEE

Signature: [Signature]

Name: Kim Rivers

Title: Chief Executive Officer

Date: 03/11/2019

AGREED & ACCEPTED: Broker/ ABG Realty. Only with regard to the commissions in the Broker paragraph above.

Signature: [Signature]

Hereunto duly authorized

Name: Christopher Millette, E.V.P.  
Associated Brokerage Group LLC  
307 Cambridge Street  
Cambridge, MA 02141



**BUREAU OF  
CANNABIS  
CONTROL**  
CALIFORNIA

Bureau of Cannabis Control  
(833) 768-5880

## **Adult-Use - Retailer Nonstorefront Temporary License**

**LICENSE NO:**  
**C9-18-0000022-TEMP**

**LEGAL BUSINESS NAME:**  
**NXTLVL INC.**

**PREMISE:**  
**1300 Clay ST, SUITE 600**  
**Oakland, CA 94612**



**VALID:**  
**7/31/2018**

**EXPIRES:**  
**8/25/2019**

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*Non-Transferable*

*Prominently display this license  
as required by Title 16 CCR § 5039*

## **Plan to Positively Impact Areas of Disproportionate Impact**

### ***Introduction***

As certified economic empowerment applicants, Advessa's principals are passionate about the potential for Advessa's Cambridge marijuana retail establishment to drive positive outcomes for individuals and communities disproportionately impacted by the historic prohibition of marijuana, and are knowledgeable about the tools to make those impacts happen.

Although Cambridge has not been determined by the Cannabis Control Commission ("CCC") to be an area of disproportionate impact, Advessa's Cambridge marijuana retailer establishment will be located close to several areas of disproportionate impact: 1) Boston (~2 miles); 2) Revere (~6 miles); 3) Chelsea (~4 miles miles); and (4) Lynn (~12 miles) (collectively, the "Impacted Communities").

Moreover, while many parts of Cambridge have benefitted from increased investment in recent years, a focus on these developments obscures the too-common disparity in many communities across Greater Boston: amidst construction cranes and gleaming new offices and apartments, many residents are left behind. The U.S. Census estimates that around 13.5% of Cambridge's population lives in households that fall below the Federal poverty line, with approximately another 10% between 100 – 200 percent of the Federal poverty line.<sup>1</sup> Advessa hopes to offer these individuals who find themselves locked out of prosperity in Greater Boston a key to a better life, both at Advessa and in the adult use cannabis industry in Massachusetts.

Advessa's hiring efforts will be led by veteran cannabis activist, entrepreneur, and Cannabis Control Commission Advisory Board member Shanel Lindsay, who will join Advessa as Executive Director of Hiring and Community Outreach. Lindsay will lead a hiring campaign that combines high technology – including geo-targeted online advertisements for job fairs and similar events – and local engagement, working with community partners to reach those left out of the formal economy in Cambridge and surrounding disproportionately impacted communities.

### ***Positive Impact Goals***

Advessa intends to provide real opportunities to the residents of Impacted Communities to advance in the adult-use cannabis industry. Advessa will provide these opportunities by targeting for employment residents of the Impacted Communities who have past marijuana-related drug convictions (to the extent permitted by law and CCC regulations) and/or parents or spouses with

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<sup>1</sup> See Selected Characteristics of the Native and Foreign Born Populations, 2013-2017 American Community Survey 5-Year Estimates, *available at*: [https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?pid=ACS\\_17\\_5YR\\_S1701&prodType=table](https://factfinder.census.gov/faces/tableservices/jsf/pages/productview.xhtml?pid=ACS_17_5YR_S1701&prodType=table). These statistics are particularly notable in view of the fact that the Federal poverty line is not adjusted geographically and Greater Boston has significantly higher than average living costs.

drug convictions. Externally, Advesa will promote and advertise hiring opportunities in ways that will target marginalized individuals within Cambridge and the Impacted Communities. Internally, Advesa will create an inclusive environment that values diversity, provides equal opportunity for advancement to individuals of all walks of life and backgrounds, and equip all entry-level hires with the tools to succeed at Advesa and in the adult use cannabis industry.

## ***Positive Impact Programs***

Advesa will employ a two-fold approach to attracting, supporting, and equipping for success a wide variety of qualified candidates from Impacted Communities.

### **With respect to staffing and employment opportunities, Advesa will:**

- Hire 75% of employees from communities of disproportionate impact as designated by the CCC or from neighborhoods within Cambridge that share the same characteristics as such communities (e.g., high historical rates of drug arrests).
- At least 51% of employees will be comprised of individuals with a drug-related CORI who are otherwise legally employable in cannabis businesses in Massachusetts.
- Identify community partners in Cambridge and the Impacted Communities that can assist Advesa in identifying residents of Cambridge and the Impacted Communities to fill open positions within the company. Either independently, or in partnership with its community partner(s), Advesa will regularly participate at job fairs in Cambridge and the Impacted Communities, including job fairs hosted by, for example, Bunker Hill Community College in Boston and North Shore Community College in Lynn, in order to identify and recruit residents of the Impacted Communities who have an interest in the adult-use cannabis industry.
- Utilize geo-targeting features of online advertising platforms to target ads towards Cambridge and Impacted Community residents.

### **With respect to retention and advancement within Advesa, Advesa will:**

- Introduce an internship training program during the first 2 years of operation of its marijuana retailer establishment, where a limited number of skilled entry-level positions will be made available to a diverse pool of Impacted Community and Cambridge applicants.
  - The internship program will be used to educate and train Impacted Community and Cambridge residents who otherwise lack experience in the adult use cannabis industry with the expectation that, upon completion of the program, interns will possess the job skills and experience to secure gainful employment at any adult use cannabis facility within the Commonwealth.
- Maintain additional training opportunities for all employees, and particularly maintain initiatives for identifying, supporting, and cultivating diverse employees and preparing them for leadership positions.
- Work with Cambridge officials to identify additional community organizations with which Advesa could partner, and keep abreast of workforce development challenges.

Advesa also intends that its marijuana retailer establishment can provide opportunities for a wide variety of individuals to learn about the important work of these community groups, and will make available bulletin boards and digital displays in the entrance and waiting areas for advertising of community services and events.

### ***Positive Impact Measurement***

With its community organization partner(s), Advesa will record and maintain (in accordance with the CCC's record keeping procedures) employment applications, for both full-time employment opportunities and internship positions, with the expectation that applications from residents of the Impacted Communities will steadily increase during Advesa's first 5 years of operation in of its marijuana retailer establishment. In addition, Advesa will record and document its participation at job fairs and pledges to steadily increase its participation at local job fairs (with specific attention to participating at job fairs within the Impacted Communities) in years 1 through 5 of operation. This process will include recording (through use of sign-in sheets or the like) and following-up (via email communications or mailings) with attendees who express interest in employment opportunities at marijuana retailer establishment. Advesa will then compare and analyze how many of these local residents ultimately apply for either full-time opportunities or internship positions. This regular evaluation will permit Advesa to accurately measure its reach in Cambridge and the Impacted Communities. In turn, Advesa will regularly audit these results and recalibrate its local outreach programs, if necessary.

### ***Positive Impact Plan Acknowledgments***

Advesa pledges to adhere to the requirements set forth in 935 CMR 500.105(4)(a) which provides the permitted advertising, branding, marketing and sponsorship practices for all Marijuana Establishments. Advesa likewise pledges not to employ any of the prohibited practices articulated in 935 CMR 500.105(4)(b). Finally, none of the actions taken or programs instituted by Advesa will violate the CCC's regulations with respect to limitations on ownership or control or any other applicable state laws.

# **TRULIEVE CANNABIS CORP.**

## **UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

**FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30,  
2018 AND 2017**

**(IN US DOLLARS)**

# TRULIEVE CANNABIS CORP.

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**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION**  
**(Unaudited – Prepared by Management)**  
**As at**

		<b>September 30, 2018</b>	<b>December 31, 2017</b>
		<i>(Unaudited)</i>	<i>(Audited)</i>
<b>ASSETS</b>			
Current Assets:			
Cash		\$ 42,137,751	\$ 1,407,059
Inventories	<i>Note 3</i>	7,875,580	2,254,313
Biological Assets	<i>Note 3</i>	33,740,687	9,738,300
Prepaid Expenses and Other Current Assets		<u>2,357,191</u>	<u>182,467</u>
Total Current Assets		86,111,209	13,582,139
Property and Equipment, Net	<i>Note 4</i>	52,985,443	19,287,725
Intangible Assets - Tradename		<u>1,000,000</u>	<u>1,000,000</u>
<b>TOTAL ASSETS</b>		<u><b>\$ 140,096,652</b></u>	<u><b>\$ 33,869,864</b></u>
<b>LIABILITIES</b>			
<b>LIABILITIES</b>			
Current Liabilities:			
Accounts Payable and Accrued Liabilities		\$ 7,792,654	\$ 4,045,447
Income Tax Payable		9,432,978	1,135,000
Deferred Revenue		553,665	14,773
Notes Payable - Current Portion	<i>Note 5</i>	4,000,000	-
Notes Payable - Related Party - Current Portion	<i>Note 6</i>	1,127,170	2,359,183
Capital Lease Obligations - Current Portion		<u>240,364</u>	<u>-</u>
Total Current Liabilities		23,146,831	7,554,403
Long-Term Liabilities:			
Notes Payable	<i>Note 5</i>	2,000,000	5,960,000
Notes Payable - Related Party	<i>Note 6</i>	12,760,630	6,142,607
Capital Lease Obligations		369,336	-
Other Long-Term Liabilities		488,096	-
Deferred Tax Liability		<u>9,340,000</u>	<u>3,091,000</u>
<b>TOTAL LIABILITIES</b>		48,104,893	22,748,010
<b>SHAREHOLDERS' EQUITY</b>			
Share Capital	<i>Note 7</i>	58,559,245	11,456,199
Warrants	<i>Note 7</i>	1,518,740	-
Accumulated Earnings/(Deficit)		<u>31,913,774</u>	<u>(334,345)</u>
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<u>91,991,759</u>	<u>11,121,854</u>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<u><b>\$ 140,096,652</b></u>	<u><b>\$ 33,869,864</b></u>

The accompanying notes are an integral part of these financial statements.

Nature of Operations (*Note 1*)

Subsequent Events (*Note 9*)

Approved and authorized by the Board of Directors on November 16, 2018

"Kim Rivers"  
 Director

"Ben Atkins"  
 Director

**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF OPERATIONS**  
**FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017**  
(Unaudited – Prepared by Management)

	<b>Three months ended September 30,</b>		<b>Nine months ended September 30,</b>	
	<b>2018</b>	<b>2017</b>	<b>2018</b>	<b>2017</b>
Revenues, Net of Discounts	\$ 28,325,604	\$ 3,374,718	\$ 66,871,174	\$ 6,537,540
Cost of Goods Sold, Net	<u>8,342,259</u>	<u>2,067,304</u>	<u>19,056,835</u>	<u>3,998,082</u>
Gross Profit before Biological Asset Adjustment	19,983,345	1,307,414	47,814,339	2,539,458
Net Effect of Change in Fair Value of Biological Assets <i>Note 3</i>	<u>15,769,753</u>	<u>2,304,960</u>	<u>24,002,387</u>	<u>8,597,317</u>
Gross Profit	<u>35,753,098</u>	<u>3,612,374</u>	<u>71,816,726</u>	<u>11,136,775</u>
<b>Expenses:</b>				
General and Administrative	1,511,673	247,304	3,357,503	498,753
Sales and Marketing	6,529,674	1,965,554	15,386,804	3,698,563
Depreciation and Amortization	<u>300,262</u>	<u>81,033</u>	<u>647,425</u>	<u>140,143</u>
<b>Total Expenses</b>	<u>8,341,609</u>	<u>2,293,891</u>	<u>19,391,732</u>	<u>4,337,459</u>
<b>Income From Operations</b>	<u>27,411,489</u>	<u>1,318,483</u>	<u>52,424,994</u>	<u>6,799,316</u>
<b>Other Income (Expense):</b>				
Interest Expense, Net	(372,936)	(245,645)	(1,492,274)	(519,155)
RTO Expense <i>Note 8</i>	(1,387,423)	-	(1,387,423)	-
Loss on Debt Settled with Equity	-	-	-	(768,639)
Other Income, Net	<u>4,115</u>	<u>210</u>	<u>20,572</u>	<u>1,356</u>
<b>Total Other Expense</b>	<u>(1,756,244)</u>	<u>(245,435)</u>	<u>(2,859,125)</u>	<u>(1,286,438)</u>
<b>Income Before Provision for Income Taxes</b>	<u>25,655,245</u>	<u>1,073,048</u>	<u>49,565,869</u>	<u>5,512,878</u>
<b>Provision For Income Taxes</b>	<u>8,153,553</u>	<u>610,814</u>	<u>17,317,750</u>	<u>2,278,289</u>
<b>Net Income</b>	<u>\$ 17,501,692</u>	<u>\$ 462,234</u>	<u>\$ 32,248,119</u>	<u>\$ 3,234,589</u>
<b>Basic Net Income per Common Share</b>	<u>\$ 0.18</u>		<u>\$ 0.33</u>	
<b>Diluted Net Income per Common Share</b>	<u>\$ 0.18</u>		<u>\$ 0.32</u>	
<b>Weighted average number of common shares used in computing net income per common share:</b>				
Basic	<u>99,299,125</u>		<u>98,891,726</u>	
Diluted	<u>99,834,571</u>		<u>99,427,172</u>	

The accompanying notes are an integral part of these financial statements.

**TRULIEVE CANNABIS CORP**

**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017  
(Unaudited – Prepared by Management)**

	<u>Number of Shares</u>	<u>Share Capital</u>	<u>Warrants</u>	<u>Accumulated Earnings (Deficit)</u>	<u>Total</u>
<b>Balance, January 1, 2017</b>	75,000,000	\$ 3,847,101	\$ -	\$ (3,907,195)	\$ (60,094)
Cash Contributions from Shareholders	-	1,592,148	-	-	1,592,148
Additional Contribution from the Issuance of Below Market Interest Debt	-	105,104	-	-	105,104
Settlement of Note Payable with Shares	4,933,500	1,217,030	-	-	1,217,030
Net Income	-	-	-	3,234,589	3,234,589
<b>Balance, September 30, 2017</b>	<u>79,933,500</u>	<u>\$ 6,761,383</u>	<u>\$ -</u>	<u>\$ (672,606)</u>	<u>\$ 6,088,777</u>
<b>Balance, January 1, 2018</b>	98,683,500	\$ 11,456,199	\$ -	\$ (334,345)	\$ 11,121,854
Issuance of Common Stock as Debt Discount	-	200,000	-	-	200,000
Additional Contribution from the Issuance of Below Market Interest Debt	-	27,843	-	-	27,843
Issuance of Shares for Schyan Transaction <i>Note 8</i>	200,000	927,000	-	-	927,000
Issuance of Shares Subscription Receipt Offering, Net <i>Note 7</i>	10,927,500	45,948,203	1,518,740	-	47,466,943
Net Income	-	-	-	32,248,119	32,248,119
<b>Balance, September 30, 2018</b>	<u>109,811,000</u>	<u>\$ 58,559,245</u>	<u>\$ 1,518,740</u>	<u>\$ 31,913,774</u>	<u>\$ 91,991,759</u>

The accompanying notes are an integral part of these financial statements.

**TRULIEVE CANNABIS CORP**

**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS**  
**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017**  
(Unaudited – Prepared by Management)

	<b>September 30, 2018</b>	<b>September 30, 2017</b>
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Income	\$ 32,248,119	\$ 3,234,589
Adjustments to Reconcile Net Income to		
Net Cash Provided by (Used In) Operating Activities:		
Depreciation	1,901,858	330,563
Non-Cash Interest Expense	212,537	374,185
Gain from Sale of Property and Equipment	(1,199)	-
Non-Cash Loss on Debt Settled with Equity	-	768,639
Changes in Operating Assets and Liabilities:		
Inventories	(5,621,267)	(1,507,636)
Biological Assets	(24,002,387)	(8,597,317)
Prepaid Expenses and Other Current Assets	(2,174,724)	(215,045)
Deferred Tax Assets/Liabilities	6,249,000	2,075,288
Accounts Payable and Accrued Liabilities	(952,120)	1,096,198
Other Long-Term Liabilities	488,096	-
Due to Related Party	-	(234,000)
Income Tax Payable	8,297,978	235,000
Deferred Revenue	538,892	-
<b>NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES</b>	<b>17,184,783</b>	<b>(2,439,536)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchases of Property and Equipment	(27,362,089)	(4,595,947)
Proceeds from Sale of Property and Equipment	1,199	-
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(27,360,890)</b>	<b>(4,595,947)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Issuance of Notes Payable	6,040,000	4,000,000
Proceeds from Issuance of Notes Payable - Related Party	11,156,614	1,307,022
Payments on Notes Payable	(6,000,000)	-
Payments on Notes Payable - Related Party	(8,374,998)	-
Payments on Capital Lease Obligations	(308,760)	-
Proceeds from Issuance of Shares for Subscription Receipt Offering, Net	47,466,943	-
Proceeds from Issuance of Shares for Schyan Transaction	927,000	-
Proceeds from Additional Cash Contributions	-	1,592,148
<b>NET CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>50,906,799</b>	<b>6,899,170</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>40,730,692</b>	<b>(136,313)</b>
<b>CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD</b>	<b>1,407,059</b>	<b>136,313</b>
<b>CASH AND CASH EQUIVALENTS, END OF PERIOD</b>	<b>\$ 42,137,751</b>	<b>\$ -</b>
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION</b>		
<b>CASH PAID DURING THE YEAR FOR</b>		
Interest	\$ 2,249,521	\$ 226,378
Taxes	\$ 2,195,000	\$ -

The accompanying notes are an integral part of these financial statements.

**TRULIEVE CANNABIS CORP****CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS (CONTINUED)**  
**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017**  
**(Unaudited – Prepared by Management)**

	<b>September 30, 2018</b>	<b>September 30, 2017</b>
<b>OTHER NONCASH INVESTING AND FINANCING ACTIVITIES</b>		
Purchase of Property and Equipment Financed with Notes Payable - Related Party	\$ 2,619,700	\$ 1,790,334
Issuance of warrants	\$ 1,518,740	\$ -
Purchase of Property and Equipment Financed with Accounts Payable	\$ 4,699,327	\$ -
Property and Equipment Acquired via Capital Leases	\$ 918,460	\$ -
Transfer of Shares Treated as a Debt Discount	\$ 200,000	\$ -
Settlement of Noyes Payable - Related Party with Shares	\$ -	\$ 448,391
Debt Discount Related to Below Market Interest Debt	\$ 27,843	\$ 105,104

The accompanying notes are an integral part of these financial statements.

**NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
AS AT AND FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2018 and 2017  
(Unaudited – Prepared by Management)**

**1. DESCRIPTION OF BUSINESS**

Trulieve Cannabis Corp. (“Trulieve” or the “Company”) was incorporated in British Columbia, Canada. Trulieve (through its wholly-owned licensed subsidiary, Trulieve, Inc.) is a vertically integrated cannabis company and is licensed under the laws of the State of Florida to cultivate, produce, and sell medicinal-use cannabis products within such state.

In July 2018, Trulieve, Inc. entered into a non-binding letter agreement (“Letter Agreement”) with Schyan Exploration Inc. (“Schyan”) whereby Trulieve, Inc. and Schyan have agreed to merge their respective businesses resulting in a reverse takeover of Schyan by Trulieve, Inc. and change the business of Schyan from a mining issuer to a marijuana issuer (the “Transaction”). The Transaction was completed in August 2018 and Schyan changed its name to Trulieve Cannabis Corp. Please see Note 8 for further details.

The Company’s registered office is located at Suite 2800, Park Place, 666 Burrard Street, Vancouver, British Columbia, V6C.

The Company listed on the Canadian Securities Exchange (the “CSE”) and began trading on September 24, 2018 under the ticker symbol “TRUL”.

**2. BASIS OF PRESENTATION**

**Statement of Compliance**

The unaudited condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34 – *Interim Financial Reporting*, following the same accounting policies and methods of application as those disclosed in the annual audited financial statements for the years ended December 31, 2017 and 2016. The unaudited condensed consolidated interim financial statements should be read in conjunction with the annual financial statements of the Company for the years ended December 31, 2017 and 2016, which have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (“IFRS”). There has been no material impact on these unaudited condensed consolidated interim financial statements from changes in accounting standards during the period except for the adoption of new standards effective as of January 1, 2018.

These unaudited condensed consolidated interim financial statements were approved by the Board of Directors and authorized for issue by the Board of Directors on November 16, 2018.

**Basis of Measurement**

These unaudited condensed consolidated interim financial statements have been prepared on the going concern basis, under the historical cost convention except for biological assets and certain financial instruments, which are measured at fair value. Historical cost is generally based upon the fair value of the consideration given in exchange for assets.

**Functional Currency**

The Company’s functional currency, as determined by management, is the United States (“U.S.”) dollar. These financial statements are presented in U.S. dollars.

**NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
AS AT AND FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2018 and 2017  
(Unaudited – Prepared by Management)**

**2. BASIS OF PRESENTATION (CONTINUED)**

**Basis of Consolidation**

These unaudited condensed consolidated interim financial statements include the financial information of the Company and its subsidiary, Trulieve, Inc. The accounts of the subsidiary are prepared for the same reporting period using consistent accounting policies. Intercompany transactions, balances and unrealized gains or losses on transactions are eliminated.

**Significant Accounting Judgments, Estimates, and Assumptions**

The preparation of these unaudited condensed interim consolidated financial statements requires the use of certain critical accounting estimates, which requires management to exercise judgement in applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to these unaudited condensed consolidated interim financial statements have been set out in Note 3 of the audited financial statements for the year ended December 31, 2017.

**Revenue Recognition**

The IASB's new revenue recognition standard IFRS 15 – Revenue from Contracts with Customers (IFRS 15) was adopted by the Company on January 1, 2018. The new standard replaces IAS 18 – Revenue and provides for a single model that applies to all contracts with customers with two types of recognition: at a point in time or over time. The Company has applied IFRS 15 retrospectively and determined that there is no change to the comparative periods or transitional adjustments required as a result of adoption. The Company's accounting policy for revenue recognition under IFRS 15 is as follows:

1. Identify the contract with a customer
2. Identify the performance obligation(s)
3. Determine the transaction price
4. Allocate the transaction price to the performance obligation(s)
5. Recognize revenue when/as performance obligation(s) are satisfied

Revenue from the direct sale of cannabis to customers for a fixed price is recognized when the Company transfers control of the goods to the customer.

**3. BIOLOGICAL ASSETS AND INVENTORIES**

The change in the biological assets for the nine months ended September 30, 2018 and the year ended December 31, 2017 consisted of the following:

	September 30, 2018	December 31, 2017
Beginning balance	\$ 9,738,300	\$ -
Net change in fair value less costs to sell due to biological transformation	82,858,835	22,391,058
Transferred to inventory upon harvest	<u>(58,856,448)</u>	<u>(12,652,758)</u>
Ending balance	<u>\$ 33,740,687</u>	<u>\$ 9,738,300</u>

**NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
AS AT AND FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2018 and 2017  
(Unaudited – Prepared by Management)**

### **3. BIOLOGICAL ASSETS AND INVENTORIES (CONTINUED)**

The Company values its biological assets at the end of each reporting at fair value less costs to sell and complete. This is determined using a valuation model to estimate the expected harvest yield per plant applied to the estimated price per gram less processing and selling costs. This model considers the progress in the plant life cycle.

The significant assumptions used in determining the fair value of medical cannabis plants are as follows:

- wastage of plants based on their various stages;
- yield by strain of plant;
- percentage of costs incurred to date compared to the total costs to be incurred are used to estimate the fair value of an in-process plant; and
- percentage of costs incurred for each stage of plant growth was estimated.

On average, the grow cycle is 14 weeks after they become established vegetative plants. All of the plants are to be harvested as agricultural produce (i.e., medical cannabis.) The Company measures the yield of cannabis in active grams extracted from a cohort of 64 plants. A cohort produces approximately 2,000 active grams.

Management has quantified the sensitivity of the inputs in relation to the biological assets at September 30, 2018 and December 31, 2017, and determined the following:

- Selling price per active gram – a decrease in the selling price per active gram by 5% would result in the biological asset value decreasing by approximately \$2,130,000 (\$992,000 at December 31, 2017).
- Harvest of active yield per cohort – a decrease in the harvest of active grams per cohort of 5% would result in the biological asset value decreasing by approximately \$2,443,000 (\$1,322,415 at December 31, 2017).

These inputs are level 3 on the fair value hierarchy and are subject to volatility and several uncontrollable factors, which could significantly affect the fair value of biological assets in future periods.

As of September 30, 2018, the biological assets were on average, 65% (67% as of December 31, 2017) complete, with an estimated fair value less costs to sell of approximately \$87.40 per active gram (\$62.00 per active gram as of December 31, 2017) and will ultimately yield approximately 386,048 grams for \$38,234,000 (\$19,836,000 as of December 31, 2017) of cannabis products.

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**3. BIOLOGICAL ASSETS AND INVENTORIES (CONTINUED)**

Inventories was comprised of the following items:

	September 30, 2018	December 31, 2017
Raw Material		
Harvested Cannabis	\$ 575,702	\$ 109,488
Packaging and miscellaneous	1,872,370	211,297
Total Raw Material	2,448,072	320,785
Work in Process	2,171,438	860,310
Finished Goods	3,256,070	1,073,218
<b>Total Inventories</b>	<b>\$ 7,875,580</b>	<b>\$ 2,254,313</b>

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**4. PROPERTY, PLANT AND EQUIPMENT**

At September 30, 2018 and December 31, 2017, Property, Plant and Equipment consisted of:

	Land	Buildings & Improvements	Construction in Progress	Furniture & Equipment	Vehicles	Total
<b><u>Cost</u></b>						
At December 31, 2017	\$ 300,000	\$ 12,070,729	\$ 3,060,224	\$ 4,170,931	\$ 357,050	\$ 19,958,934
Additions	2,026,371	13,952,816	8,286,078	12,684,941	923,946	37,874,152
Transfers & disposals	-	(130,615)	(1,379,152)	(689,622)	(75,187)	(2,274,576)
At September 30, 2018	2,326,371	25,892,930	9,967,150	16,166,250	1,205,809	55,558,510
<b><u>Accumulated Depreciation</u></b>						
At December 31, 2017	\$ -	\$ 392,976	\$ -	\$ 226,402	\$ 51,831	\$ 671,209
Additions	-	911,279	-	766,098	224,481	1,901,858
Transfers & disposals	-	-	-	-	-	-
At September 30, 2018	-	1,304,255	-	992,500	276,312	2,573,067
<b><u>Net book value</u></b>						
At December 31, 2017	\$ 300,000	\$ 11,677,753	\$ 3,060,224	\$ 3,944,529	\$ 305,219	\$ 19,287,725
At September 30, 2018	\$ 2,326,371	\$ 24,588,675	\$ 9,967,150	\$ 15,173,750	\$ 929,497	\$ 52,985,443

For the three and nine months ended September 30, 2018, the Company capitalized interest of \$613,826 and \$861,178, respectively. The Company did not capitalize any interest in either of the three or nine months ended September 30, 2017.

For the three months ended September 30, 2018 and 2017, depreciation expense of \$631,624 and \$190,420, respectively, were considered as part of costs of goods sold. For the nine months ended September 30, 2018 and 2017, depreciation expense of \$1,254,433 and \$190,420, respectively, were considered as part of costs of goods sold.

**NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
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**5. NOTES PAYABLE**

At September 30, 2018 and December 31, 2017 notes payable consisted of the following:

	September 30, 2018	December 31, 2017
Promissory note dated April 10, 2017, with annual interest at 12%, due between April and July 2019.	\$ 4,000,000	\$ 3,960,000
Promissory note dated December 7, 2017, with annual interest at 12%, secured by certain property located in Miami, FL, due December 2021.	2,000,000	2,000,000
Less current portion	(4,000,000)	-
	<u>\$ 2,000,000</u>	<u>\$ 5,960,000</u>

In January 2018, the Company entered into a \$6,000,000 promissory note with a 24-month maturity and 12% annual interest rate. The Company shall make monthly interest payments to the lender and all outstanding principal and any unpaid accrued interest shall be due and payable in full on maturity. If the Company goes public on any foreign or domestic exchange, this promissory note will be due within 90 days of the initial public offering. The Company did go public and in September 2018 the note was paid in full. In conjunction with the closing of the promissory note, shareholders agreed to dilute their ownership by 1% and transfer shares to certain individuals, subject to approval by the state of Florida's Department of Health (DOH), as a cost of raising the funds. Approval was received by the DOH in March 2018 and the Company treated that dilution of shares as an additional debt discount. In conjunction with the close of the private placement, see Note 7, the promissory note was repaid and the outstanding debt discount was written off.

**6. NOTES PAYABLE RELATED PARTY**

At September 30, 2018 and December 31, 2017 notes payable to related parties consisted of the following:

	September 30, 2018	December 31, 2017
Notes payable due to related parties, with varying interest rates between 0% to 12% annual, with varying maturity dates.	\$ 14,041,996	\$ 8,730,563
Less debt discount	(154,196)	(228,773)
Less current portion	(1,127,170)	(2,359,183)
	<u>\$ 12,760,630</u>	<u>\$ 6,142,607</u>

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**6. NOTES PAYABLE RELATED PARTY (Continued)**

In March 2018, the Company entered into a 24-month loan with an 8% annual interest rate with a related party for \$158,900. The loan was funded in April 2018. The Company determined that the stated interest rate was below market rates and recorded a debt discount of \$6,232.

In April 2018, the Company entered into a \$6,000,000 promissory note with a 24-month maturity and 12% annual interest rate. Approximately \$1,500,000 of the outstanding balance of C2C lines of credit was credited as part of the funding of this promissory note. The Company shall make monthly interest payments to the lender and all outstanding principal and any unpaid accrued interest shall be due and payable in full on maturity. If the Company goes public on any foreign or domestic exchange, this promissory note will be due within 90 days of the initial public offering. The Company did go public and in September 2018 the note was paid in full. In conjunction with the closing of the promissory note, shareholders agreed to dilute their ownership by 1% and transfer shares to certain individuals, subject to approval by DOH, as a cost of raising the funds. Approval was received by the DOH in June 2018 and the Company treated that dilution of shares as an additional debt discount of \$50,000. In conjunction with the close of the private placement, see Note 7, the promissory note was repaid and the outstanding debt discount was written off.

In May 2018, the Company entered into two separate promissory notes for a total of \$12,000,000. Each promissory note has a 24-month maturity and 12% annual interest rate. For one of the promissory notes certain notes payable from related parties and the transfer of title of one of the Company's facilities were credited as part of the funding and the Company received net cash of approximately \$650,000. The other promissory note provided approximately \$6,000,000 in additional capital to the Company. In conjunction with the closing of the promissory notes, shareholders agreed to dilute their ownership by 1% and transfer shares to certain individuals, subject to approval by DOH, as a cost of raising the funds. Approval was received by the DOH in June 2018 and the Company treated that dilution as an additional debt discount of \$50,000 per note.

In June 2018, the Company entered into a 36-month loan with an 8% annual interest rate with a related party for \$262,010. The Company determined that the stated interest rate was below market rates and recorded a debt discount of \$14,814.

**7. SHARE CAPITAL**

On August 27, 2018, in connection with the Transaction, the Company completed a brokered private placement (the "SR Offering") of 10,927,500 subscription receipts for gross proceeds of \$50,625,000, which after transaction costs resulted in net proceeds of \$47,466,943.

Following the completion of the Transaction, Each Multiple Voting Share, including those issued upon conversion of the Super Voting Shares, is convertible into 100 Subordinate Voting Shares at the option of the holder or upon certain triggering events. Unless otherwise noted, impacted amounts and share information included in the financial statements and notes thereto have been retroactively adjusted for the conversion as if such conversion occurred on the first day of the first period presented.

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**7. SHARE CAPITAL (CONTINUED)**

In connection with the SR Offering, Trulieve paid a cash fee to the Agents equal to 6.0% of the gross proceeds of the SR Offering, provided that the cash fee payable to the Agents was reduced to 3.0% in respect of sales to subscribers on a president's list. As additional consideration, the Agents were granted an aggregate of 535,446 broker warrants (the "Broker Warrants") on closing of the SR Offering. Each Broker Warrant is exercisable at any time prior to the date that is 24 months following the date the Escrow Release Conditions are satisfied to acquire one Trulieve Share at the SR Offering Price, see Note 9.

On September 11, 2018, Trulieve approved a reclassification of the issued and outstanding share capital of Trulieve whereby each issued and outstanding Trulieve Share will be split and became 150 Trulieve Shares. Unless otherwise noted, impacted amounts and share information included in the financial statements and notes thereto have been retroactively adjusted for the stock split as if such stock split occurred on the first day of the first period presented.

**8. TRANSACTION**

In accordance with IFRS 3, the substance of the Transaction was a reverse takeover of a non-operating company. The Transaction does not constitute a business combination since Schyan does not meet the definition of a business under IFRS 3. As a result, the transaction is accounted for as an asset acquisition.

In consideration for the acquisition of Schyan, Trulieve issued 200,000 shares of Trulieve common stock representing \$927,000 total value based on the concurrent financing subscription price of \$4.6328 (See Note 7 for more details). This represents an effective exchange ratio for Schyan shares of 0.01235 to 1. The excess of the purchase price over net assets acquired was charged to the statements of operations as RTO expense. Schyan equity was eliminated.

There were no identifiable assets of Schyan on the date of acquisition. The acquisition cost has been allocated as follows:

Fair value of 200,000 shares issued	\$	927,000
Transaction costs		460,423
<b>Total purchase price</b>	<b>\$</b>	<b>1,387,423</b>
<hr/>		
Total net assets acquired	\$	-
Listing Expense		1,387,423
<b>Total purchase price</b>	<b>\$</b>	<b>1,387,423</b>

**9. SUBSEQUENT EVENTS**

The Company has evaluated subsequent events through November 16, 2018, which is the date these financial statements were approved by the Board of Directors.

In October 2018, 321,268 broker warrants were exercised for proceeds of \$1,489,000.

**NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
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**9. SUBSEQUENT EVENTS (CONTINUED)**

In November 2018, the Company entered into an agreement to acquire all of the issued and outstanding stock of Life Essence, Inc. for an approximate purchase price of \$4.1 million, which includes \$3.9 million to be paid over time upon specific locations being approved by the state of Massachusetts. The acquisition will be financed with cash on hand. This acquisition is expected to close within 60-90 days when certain regulatory approvals are received.

In November 2018, the Company entered into an agreement to acquire all of the issued and outstanding membership interests of Leef Industries, LLC for an approximate purchase price of \$4.0 million. The acquisition will be financed with cash on hand. This acquisition is expected to close within 30-60 days when certain regulatory approvals are received.

## **Compliance with General Special Permit Criteria**

Advesa has set forth below how the proposed Cannabis Retail Store meets the general criteria for issuance of a special permit as set forth in Section 10.43 of the Zoning Ordinance, as well as information related to the optional Summary of Community Outreach.

### **10.43(a)**

Issuance of a special permit will not interfere with the objectives of the Cambridge Zoning Ordinance. As detailed in response to responses to the specific special permit criteria applicable to Cannabis Retail Stores under Section 11.800 of the Cambridge Zoning Ordinance, the Zoning Ordinance sets forth a comprehensive regulation of Cannabis Retail Stores that takes into account the unique characteristics of Cannabis Retail Stores and potential concerns they may pose for zoning. Advesa's proposal addresses these concerns and otherwise conforms to the requirements of the Cambridge Zoning Ordinance.

### **10.43(b)**

The Cannabis Retail Store will not generate traffic or patterns of egress/ingress that cause congestion, hazard, or substantial change in established neighborhood character. The Cannabis Retail Store will be located at 966 Cambridge Street, part of the largely commercial corridor running down Cambridge Street from Inman Square. The Cannabis Retail Store will create a vibrant addition to the streetscape with the addition of wide, inviting windows opening on a bright, modern reception area, which also contains the Cannabis Retail Store's internal queuing area.

Advesa is committed to encouraging the use of public transit by both employees and customers. The Cannabis Retail Store is a short walk from the Green Line MBTA Rapid Transit Station at Lechmere (0.8 miles, ~16 minutes) and the Red Line MBTA Rapid Transit Stations at Central Square (1.0 mile, ~21 minutes) and Central Square (.9 miles, ~18 minutes), and stops for both the 69 and 85 buses are less than a minute away. When the proposed Green Line station at Union Square opens, the Cannabis Retail Store will be approximately 0.4 miles away. To encourage biking, Advesa will seek certification as a Bike Friendly Business from the League of American Bicyclists' business certification program – becoming the first certified marijuana retailer establishment in Massachusetts – as well as discounts to customers who choose to bike. Impacts to foot traffic on Cambridge Street will be limited because Advesa's design provides for internal queuing.

For the more intensive opening days and weeks of operation, Advesa will manage crowding and security through the use of a comprehensive Opening Day Plan to be developed by the Edward Davis Company (headed by former Boston Police Commissioner Edward Davis). The Opening Day plan will assure effective communication and coordination between Advesa security and the Cambridge Police Department.

Advesa intends to install two long-term bicycle spaces for employee use, which is twice the number of spaces required by the Cambridge Zoning Ordinance. Because the proposed Cannabis Retail Store occupies the entirety of the lot, Advesa intends to satisfy requirements for short-term bicycle parking in accordance with Cambridge Zoning Ordinance, Section 6.104.2:

Public Contribution. If Short-Term Bicycle Parking cannot be reasonably provided on the lot, a property owner may satisfy the requirements for Short-Term Bicycle Parking by providing funds for the installation of bicycle parking on public land. The City shall determine the location and design of such bicycle parking, which may include permanent bicycle racks, seasonal bicycle corrals or other facilities, and may vary from the standards set forth in this Section 6.100. The City shall have the right to install bicycle parking on the sidewalk adjacent to the lot, or may choose to retain the funds provided in a Public Bicycle Parking Fund to support the installation or replacement of public bicycle parking at a future time. In either case, prior to issuance of a Certificate of Occupancy, the property owner shall enter into an agreement with the City which sets forth the cost of installing the required number of Bicycle Parking Spaces, which shall be the amount of funds provided by the owner, the timing by which payments are made, and each party's responsibilities for ongoing maintenance of the facilities, if applicable.

Advesa is amenable to entering such an agreement as described above and covering the cost of installing and maintaining bicycle spaces as applicable.

For fuller detail on transportation options for customers and employees, including public transportation services, on-site and off-site parking facilities, and bicycle facilities, please see the attached Technical Memorandum by Howard Stein Hudson.

#### 10.43(c)

The Cannabis Retail Store will complement, rather than adversely affect, the continued operation of or development of adjacent uses. As noted above, the Cannabis Retail Store will replace a currently unused space, and be located in the major commercial area of the Wellington Harrington neighborhood, and aims to be a vibrant part of the Cambridge Street streetscape. While the Cannabis Retail Store will actively manage any potential negative effects on walkability or traffic (through, as noted above, internal queuing within the Store and active encouragement of public transit and biking), it is Advesa's hope that the Cannabis Retail Store can serve as a draw for visitors from outside Cambridge to explore Cambridge beyond well-known Squares such as Harvard and Kendall. To this end, Advesa will provide physical and/or electronic billboard space within the Cannabis Retail Store for local businesses to advertise services and events.

For additional information on internal queuing, please consult the Proposed Floor Plans included with this Application. The front reception and internal queuing area has a capacity of approximately 49 customers, while the dispensary floor has a proposed maximum occupancy of 60 customers, allowing for a total of 109 customers inside of the Cannabis Retail Store. By maximizing this capacity, Advesa intends to eliminate any potential spillover onto the sidewalk.

## 10.43(d)

The Cannabis Retail Store will not pose a nuisance or hazard, nor be a detriment to the health, safety and/or welfare of Cambridge residents.

Advesa will operate the Cannabis Retail Store in strict compliance with all Cannabis Control Commission regulations. Security plans for the Cannabis Retail Store will be developed by the Edward Davis Company (headed by former Boston Police Commissioner Edward Davis), and ensure that access will be limited without exception to individuals over the age of 21, backed by two-part identity checks (one upon entry and one at the point of sale) utilizing a 50-state ID scanner approved by the Cambridge Police Department.

Advesa is keenly aware of the risks posed by underage use of marijuana, and seeks to be an active partner in underage use prevention. Advesa will identify and support local efforts within the Cambridge Public Schools and the broader community, including making contributions to organizations focused on underage use prevention. Advesa's customers, moreover, will benefit from top-class consumer education materials that provide informative, science-based perspectives on the potential benefits and risks of cannabis use, as well as proper dosing instructions.

## 10.43(e)

The Cannabis Retail Store will not impair the integrity of the district or any adjoining district, or otherwise derogate from the intent and purpose of the Cambridge Zoning Ordinance. As noted above, Advesa has chosen the Site for the Cannabis Retail Store within an established commercial area in order both to minimize any potential impacts to largely residential areas as well as to provide maximum synergy with the local business community. Advesa believes its proposal is entirely in keeping with the objectives for thoughtful placement and development of active streetscapes within commercial areas that the Cambridge Zoning Ordinance intends to encourage.

## 10.43(f)

The Cannabis Retail Store is not inconsistent with the Urban Design Objectives set forth in Section 19.30 of the Cambridge Zoning Ordinance. Advesa is not proposing to alter the current envelope of the building, which is presently an unused commercial space, nor to change any currently-existing heights or setbacks. Advesa will enhance the current façade by adding large windows on Cambridge Street and the corner of Windsor Street, as well as repainting the current exterior. The Cannabis Retail Store's bright, modern reception area and internal queuing area will be visible from the street. All exterior lighting will be installed with a timeclock to reduce late night impacts. The majority of the windows face Cambridge street and the corner of Windsor Street and therefore are not directed at any adjacent residences. Additionally, Advesa believes that light spillover concerns could be further addressed through placing film on street-facing windows, but wishes to balance this goal with the design goal of maximizing transparency into the storefront, and to engage in dialogue about how best to strike this balance.

## *Summary of Community Outreach*

Advesa MA has been engaged in a variety of outreach activities in the community regarding our proposed location at 966 Cambridge Street, Cambridge. The following is a summary of these activities.

Advesa MA representatives began by meeting with the Cambridge Community Development Department, to understand the special requirements for a special permit, particularly those requirements for community engagement. We then reached out to all City Councilors and were able to meet with Mayor Marc McGovern, Craig Kelley, and Quinton Zondervan. We also met with Marjorie Decker, David Rogers, and Mike Connolly, State Representatives representing portions of Cambridge.

We also approached several neighborhood groups and associations, including: the East Cambridge Business Association, the East Cambridge Planning Team, and the Inman Square Neighborhood Association. We have held discussions with Stephen LaMaster, who is involved with an informal Wellington-Harrington neighborhood group, and Michael Grill who is landlord for a large property across Cambridge Street on Windsor Street. We have consulted with several Cambridge cannabis activists, including Joyce Gerber and others. We have also reached out to the Cambridge Chamber of Commerce, Bruce Bird from a neighboring business, Vinfen, the Cambridge Housing Authority, and the Cambridge Health Alliance. In these meetings and discussions, Advesa presented, and will continue to present, information about the legal and regulatory structure for adult use cannabis retail operations, the proposed site, the backgrounds and experience of Advesa's principles, and our business plan. We continue to reach out to neighboring residents and businesses.

### **Community Outreach Meeting:**

Advesa MA held a Community Engagement Meeting at the Dante Alighieri Center, at 61 Hampshire Street, on Friday, July 26th, from 6:00 to 7:30 p.m. The meeting was attended by approximately 18 people from the community. Advesa's principals – Jessica Pelletier, Shanel Lindsay, Tony Verzura, and Michael LaTulippe – discussed their business experience, particularly in the cannabis industry, and their mission and vision as an economic empowerment certified applicant.

Advesa also talked about the specific location, why it was chosen, and introduced the building's owners, Sheldon and Judy Small. Advesa explained the special security features at the location, as well as the design plans for the building, inside and outside. Advesa's architects and security consultants were also available to answer questions from the community.

Advesa's transportation consultants from Howard Stein Hudson discussed the minimal incremental traffic impacts the new use as a marijuana retailer may cause, as well as Advesa's comprehensive Transportation Demand Management Plan.

The meeting was noticed by the City Clerk and notice was mailed to all abutters within 300 feet of the proposed dispensary. The notice was also mailed and emailed to the neighborhood groups and associations mentioned above.

Questions arose about security, although most focused on residents' experiences at the present time with public consumption of marijuana and trespassing on property, the lack of response from the Police Department, and some expressed the fear that a retail business in this location would exacerbate that problem. Advesa outlined its present plans for security and public safety, which includes flyers in exit packages warning patrons that public consumption is illegal and sandwich boards stating the same at nearby intersections. We are committed to working with our security consultants to develop a plan to address this problem.

Advesa, after acknowledging that the proposed locations at 966 Cambridge Street met the criteria established by the Cambridge City Council in its zoning ordinance, outlined the steps that they will take to avoid impacts on nearby neighbors, including multiple steps to ensure there is no diversion of cannabis to minors and its commitment to provide assistance to the Cambridge Public Schools in teaching students about health and safety issues associated with the use of cannabis.

The major take-away from the meeting was the concern of residents regarding the present public use and abuse of cannabis and other illegal substances in the neighborhood, and a perceived lack of response from the Cambridge Police Department. Although Advesa believes that it is unlikely that its proposed retail location will exacerbate this pre-existing problem, Advesa is committed to working with its security consultants, the Cambridge Police Department, and the businesses and residents in the neighborhood to addressing this problem and, in fact, contributing resources to improving issues.

At the conclusion of the program, Advesa shared our contact information to maintain an ongoing dialogue and to address any additional concerns that may arise. We appreciated the feedback from the community, incorporated several of their suggestions into our special permit application, and look forward to a continuing dialogue with those who support and opposed our application.

## Summary of Public Outreach

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At the conclusion of the program, Advesa shared our contact information to maintain an ongoing dialogue and to address any additional concerns that may arise. We appreciated the feedback from the community, incorporated several of their suggestions into our special permit application, and look forward to a continuing dialogue with those who support and opposed our application.



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TO:	Jessica Pelletier Shanel Lindsay Gerald McDonough, Esq.	DATE:	September 11, 2019
FROM:	Ian McKinnon, P.E., PTOE Andrew Fabiszewski	HSH PROJECT NO.:	2019099.00
SUBJECT:	Transportation Analysis – 966 Cambridge Street, Cambridge, Massachusetts		

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*Howard Stein Hudson (HSH)* has prepared this transportation analysis for the proposed redevelopment of 966 Cambridge Street in Cambridge (the “Site”) for use as a Cannabis Dispensary (the “Project”). This transportation assessment was prepared to address the requirements for Cannabis Retail Stores outlined in the Draft Transportation Logistics Plan Guideline and will cover:

- Site Context;
- Expected frequency of clients and employee trips to the site;
- Expected modes of transportation used by clients and employees; and
- Expected project impact on parking supply.

Recreational dispensaries are a relatively new land use in Massachusetts and are not well-documented in terms of trip generation patterns. As requested by the City of Cambridge, traditional Institute of Transportation Engineers (ITE) trip generation data was not utilized; instead, project trip generation estimates were evaluated based on information provided by Advesa (the “Applicant”) and compared to existing dispensary survey data. Demand at the store is expected to be initially higher than average before decreasing as the market reaches saturation and excitement for the new land use decreases.

## Site Context

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The Site is currently occupied by an approximately 2,000 square foot (sf) glass shop located at 966 Cambridge Street in Cambridge. The proposed Project involves the reuse of the existing building for a recreational retail cannabis dispensary. The Project Site is located a one- to three-minute walk from Massachusetts Bay Transportation Authority (MBTA) bus stops for Route 69, 85, and CT2 buses. The 69 bus stops directly outside that Site and provides service that includes connections to the MBTA Green and Red Lines. The transit connections near the Project are summarized in **Table 1**. Of note, the Applicant intends to fully subsidize MBTA passes for employees to encourage non-single-occupant vehicle travel.



*Table 1. Transit Services near the Site*

Transit Service	Route Description	Service Duration	Peak Hour Headway (min)	Weekend Service	Weekend Headways (min)	Distance from Site (miles)
Red Line	Alewife – Ashmont/Braintree	5:13 a.m. – 12:30 a.m.	4.5	5:15 a.m. – 12:30 a.m.	7	0.9-1.0
Green E Line	Lechmere –Heath Street	5:01 a.m. – 12:47 a.m.	6	5:01 a.m. – 12:47 a.m.	9-12	0.8 mi (0.4 future)
Route 69	Harvard Square – Lechmere Station	5:25 a.m. – 1:02 a.m.	10-15	5:15 a.m. – 1:15 a.m.	22-30	0 (Right outside)
Route 85	Spring Hill – Kendall/MIT	5:45 a.m. – 7:45 p.m.	15-35	No Service	N/A	<0.1
CT2	Sullivan Station – Ruggles Station	6:35 a.m. – 7:40 p.m.	19-23	No Service	N/A	<0.1

Source: MBTA.com

With multiple rail and bus transit options, weekday patrons will have many options for site access. Weekend service is more limited, with no Route 85 or CT2 bus service. Patrons accessing the Site from these catchment areas may consider waiting for the Route 69 bus or walking 15-20 minutes from the nearest station. Although not an existing service, the Site will be much more accessible by frequent rail service with the expected completion of the Green Line Extension in 2021; not too long after a possible Project opening.

There is a Bluebikes Station located at the intersection of Columbia Street/Webster Avenue, a one-minute walk from the Project site. The Site context is shown in **Figure 1**. There are currently two bicycle racks within 100 feet of the entrance of the Site, with capacity to park a total of four bicycles. There is curb space to install additional bike parking, and the Applicant is proposing to work with the City to implement additional public bicycle racks. Vehicle parking near the Site generally consists of metered parking along Cambridge Street and in the City of Cambridge Municipal/Windsor Lot #11 to the west of the Site. Side streets including Windsor Street are generally resident permit parking only, except for Windsor Street north of Cambridge Street which has a segment of one-hour parking. The radius that is shown in **Figure 1** highlights the parking area in which the parking availability data was collected.

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## Future Connections

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The Green Line Extension (GLX) is a large-scale transit infrastructure project set to be completed in 2021 that extends the end of the MBTA Green Line from its current northern terminus at Lechmere Station to Union Square and Tufts University. The GLX project will significantly increase public transportation access to existing residents of East Somerville that are currently underserved by transit. Once the GLX project is complete, 966 Cambridge Street is set to be an approximately 0.4-mile walk from the proposed Union Square Station. This new transit access for the Site will reduce reliance on car travel for patrons and provide employees of the Site a new convenient way to get to work. The location of the station is shown in **Figure 2**.

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## Trip Generation and Operations

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### Facility Operations

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Based on information provided by the Applicant, the proposed daily hours of operation will be 8:00 a.m. – 8:00 p.m. each day of the week. These hours will be set by the City in the Host Community Agreement and are subject to change. The dispensary is approximately 2,307 sf across two floors with all the retail sales occurring on the first floor and with a break room/office on the second floor. The facility will be accessed by customers via a Cambridge Street entry. All loading operations will occur internal to the Site with a curb cut and secured garage access off of Windsor Street.

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### Service Area

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There are 23 recreational dispensaries currently open or imminent in the Commonwealth of Massachusetts, with 36 more that have provisional approval, and 111 pending applications in the permitting process. When this Site opens, there will likely be several recreational retail dispensaries open in the Cambridge and Boston area. The congestion and traffic generated by individual locations that was seen during the initial wave of dispensary openings will continue to decrease as more retail establishments open for business. The service area for the Project will be largely dependent on competition in the area as other dispensaries open. The dispensary will likely draw visitors from the surrounding local areas depending on proximity to other competition. The main customer base would be expected to come from Cambridge, Somerville, and Charlestown. This location is also near both Inman and Union Squares, which lends itself well to capturing a population that would easily be able to walk or bike to the Site. When the market is more saturated, the operations at the dispensary will likely only serve local trips more akin to a convenience or package store.



Figure 2. *Future Connections*





## Mode Share

The only operating retail dispensary in the Boston area at the time of this memo is New England Treatment Access (NETA) in Brookline. To establish how patrons to that site traveled, a mode share survey was conducted on April 16th, 2019 from 12-2 p.m. The brief transportation survey consisted of asking patrons of the store two questions:

- What mode of transportation did you use to get to the dispensary?
- Was this dispensary visit the primary reason for your trip? (Primary vs Pass-By).

Not all patrons offered responses but a general population representative 76 person sample was collected. The mode share results of the survey are presented in **Table 2**.

**Table 2.** *Mode Share Survey Results*

NETA Survey	Vehicle	Transit	Walk	Bike
Responses	40	22	12	2
% By Mode	52%	29%	16%	3%

*Source: Field data collection April 2019*

As shown in **Table 2**, the vehicle mode share for the dispensary is 52%, the transit mode share is 29%, and the walk/bike mode share is 19%. These mode shares will be applied the proposed Project person trips to establish trip generation for each mode.

The 52% auto mode share observed at NETA, with cars parking on-street or at the nearby designated Homewood Suites lot, is representative of the “destination” aspect that NETA currently serves as the only dispensary open in the Greater Boston Area (since this survey, Garden Remedies has opened in Newton). It is anticipated that as more dispensaries open, the auto mode share at NETA will decrease and all other modes will increase to reflect the nature of customers making convenient nearby trips instead of driving further out of the way to visit a dispensary.

## Client Trips

The Applicant operates 30 dispensaries across four states and based on their experience, they project that they will service approximately 150 clients per day. This would correspond to about 300-person trips per day (150 entering and 150 exiting). Client visits are expected to occur throughout the day with the peak times likely occurring at 12:00 p.m. and 5:00 p.m. Peak client activity during these



time periods is anticipated to be about 40 clients per hour – or up to 80-person trips per hour (40 entering and 40 exiting).

At 52% vehicle share, it is estimated that there will be approximately 156 client vehicle trips (78 entering and 78 exiting) per day. Approximately 40 client vehicle trips (20 entering and 20 exiting) are anticipated during the p.m. peak hour. The remaining 48% for transit/walk/bike trips will have approximately 144 person trips (72 entering and 72 exiting) from these modes per day. Approximately 40 person trips (20 entering, 20 exiting) from these modes will occur during the p.m. peak hour.

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## Staff and Delivery Trips

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The Applicant has projected their staffing levels at approximately three full-time members and 16 part-time members, and it is estimated that there would be a maximum of 10 employees on site at any given time. It is estimated that there would be approximately 13 unique employees working on-site throughout the day. Therefore, employees are expected to generate about 26 person trips (13 entering and 13 exiting) on a typical day.

Staff parking will not be provided on or around the Site and employees will be encouraged to utilize non-driving commuting options. Employees will receive subsidized transit and/or Bluebikes passes to encourage alternative modes of transportation, and long-term bicycle parking will be provided for up to two employees within the loading garage. Employees that are reliant on cars will be encouraged to park at existing MBTA lots and utilize public transit to reach the Site.

Service and delivery activity for the proposed dispensary is expected to be minimal and the delivery schedule is randomized by the Cannabis Control Commission. Overall, the Applicant projects one to two deliveries per day relating to products, money, and trash. These deliveries will occur at random hours but are unlikely to occur during the peak hours, which will minimize the impact to surrounding streets. Additionally, since all deliveries will occur within the Site, there will be no impact to the existing curb, including the loading zone adjacent to the Site.

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## Combined Project Trip Generation

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When combining client, staff, and service/delivery trips, the Project is expected to generate about 330 person trips per day (165 entering and 165 exiting). During the busiest hours, the site may generate approximately 80 person trips per hour (40 entering and 40 exiting). The daily, a.m. peak hour, and p.m. peak hour person trips are broken down by anticipated mode in **Table 3**.



**Table 3. Trip Generation**

Direction	Vehicle	Transit	Walk	Bike
<b>Daily Trips<sup>1</sup></b>				
Enter	80	54	26	5
Exit	80	54	26	5
<b>Total</b>	<b>160</b>	<b>108</b>	<b>52</b>	<b>10</b>
<b>a.m. Peak Hour Trips<sup>1</sup></b>				
Enter	10	10	5	2
Exit	10	6	3	1
<b>Total</b>	<b>20</b>	<b>16</b>	<b>8</b>	<b>3</b>
<b>p.m. Peak Hour Trips<sup>1</sup></b>				
Enter	20	12	7	1
Exit	20	12	7	1
<b>Total</b>	<b>40</b>	<b>24</b>	<b>14</b>	<b>2</b>

1. Based on information provided by the Applicant.

## Parking

On-street parking occupancy data was collected during the times outlined in the Draft Cannabis TP&T Guidelines to determine the existing parking conditions and how it relates to the Project parking needs. The data collection was performed in June 2019 and consisted of streets that are within approximately a 500-foot walk to the Site. The data collection is detailed in **Table 4** and **Table 5**. Parking that is not viable for dispensary customers, such as permit-only parking, was not included in the summary tables. It should be noted that the parking data was collected in early June, which is when colleges are out of session, but it is before Cambridge Public Schools were out for the year.



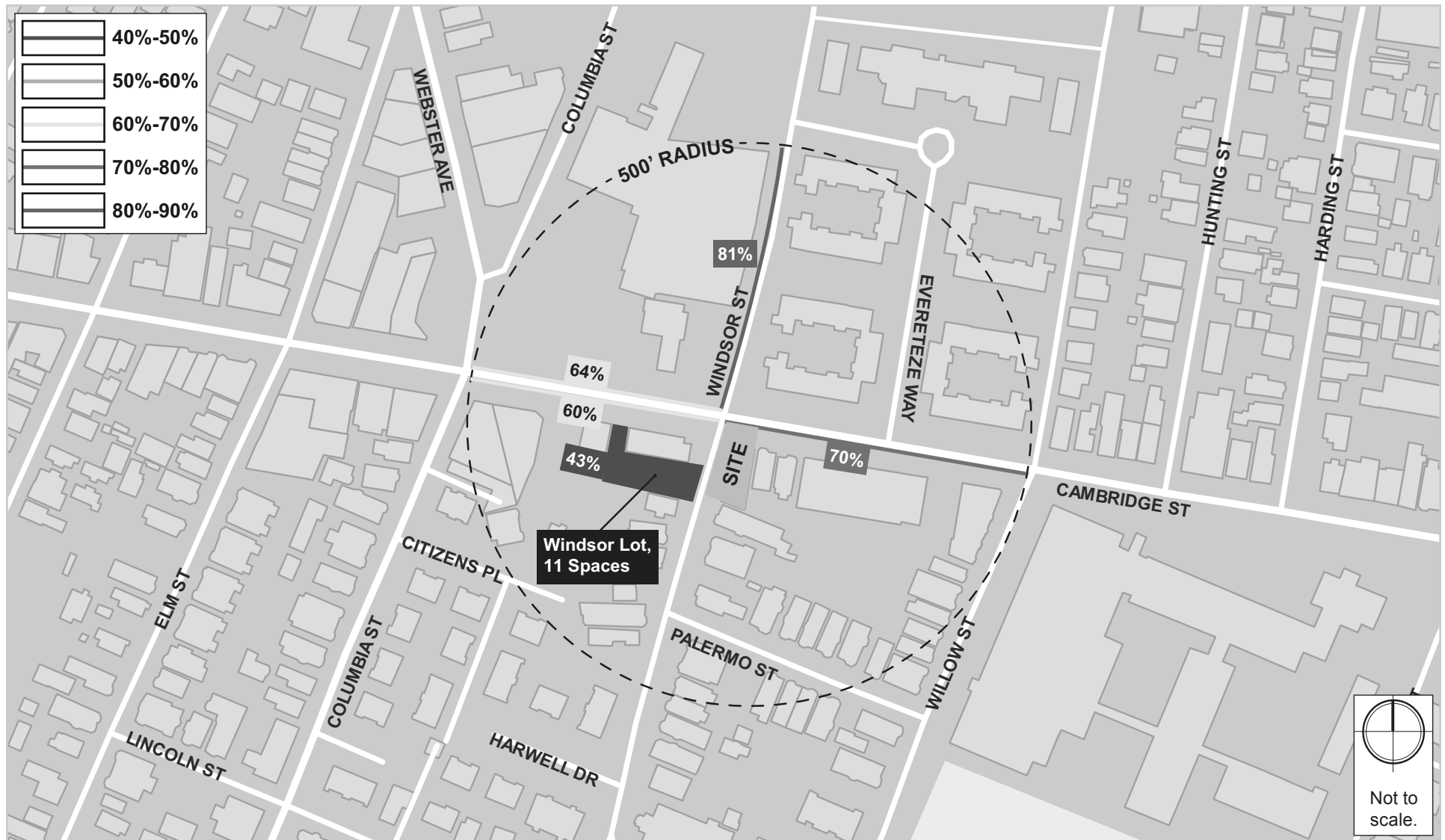
**Table 4. Parking Occupancy, Wednesday June 12<sup>th</sup>, 2019**

Street Name/Lot	Time	Regulation	Occupied Spaces	Total Spaces	% Occupancy
Cambridge Street	10 a.m.	2 Hr Meter	25	26	96%
Windsor Municipal Lot	10 a.m.	2 Hr Meter	3	11	27%
Windsor Street	10 a.m.	1 Hr/Unreg.	12	14	86%
<b>Total</b>	10 a.m.		<b>40</b>	<b>51</b>	<b>78%</b>
Cambridge Street	12 p.m.	2 Hr Meter	17	26	65%
Windsor Municipal Lot	12 p.m.	2 Hr Meter	4	11	36%
Windsor Street	12 p.m.	1 Hr/Unreg.	12	14	86%
<b>Total</b>	12 p.m.		<b>33</b>	<b>51</b>	<b>65%</b>
Cambridge Street	3 p.m.	2 Hr Meter	12	26	46%
Windsor Municipal Lot	3 p.m.	2 Hr Meter	6	11	55%
Windsor Street	3 p.m.	1 Hr/Unreg.	11	14	79%
<b>Total</b>	3 p.m.		<b>29</b>	<b>51</b>	<b>57%</b>
Cambridge Street	5 p.m.	2 Hr Meter	14	26	54%
Windsor Municipal Lot	5 p.m.	2 Hr Meter	6	11	55%
Windsor Street	5 p.m.	1 Hr/Unreg.	12	14	86%
<b>Total</b>	5 p.m.		<b>32</b>	<b>51</b>	<b>63%</b>
Cambridge Street	7 p.m.	2 Hr Meter	23	26	88%
Windsor Municipal Lot	7 p.m.	2 Hr Meter	4	11	36%
Windsor Street	7 p.m.	1 Hr/Unreg.	12	14	86%
<b>Total</b>	7 p.m.		<b>39</b>	<b>51</b>	<b>76%</b>

The average daily parking occupancy by street segment is shown in **Figure 3**.



Figure 3. *Parking Occupancy, Average Weekday*





**Table 5.      *Parking Occupancy, Saturday June 8<sup>th</sup>, 2019***

Street Name/Lot	Time	Regulation	Occupied Spaces	Total Spaces	% Occupancy
Cambridge Street	12 p.m.	2 Hr Meter	7	26	27%
Windsor Municipal Lot	12 p.m.	2 Hr Meter	5	11	45%
Windsor Street	12 p.m.	1 Hr/Unreg.	14	14	100%
<b>Total</b>	12 p.m.		<b>26</b>	<b>51</b>	<b>51%</b>
Cambridge Street	3 p.m.	2 Hr Meter	12	26	46%
Windsor Municipal Lot	3 p.m.	2 Hr Meter	4	11	36%
Windsor Street	3 p.m.	1 Hr/Unreg.	9	14	64%
<b>Total</b>	3 p.m.		<b>25</b>	<b>51</b>	<b>49%</b>
Cambridge Street	7 p.m.	2 Hr Meter	26	26	100%
Windsor Municipal Lot	7 p.m.	2 Hr Meter	9	11	82%
Windsor Street	7 p.m.	1 Hr/Unreg.	12	14	86%
<b>Total</b>	7 p.m.		<b>47</b>	<b>51</b>	<b>92%</b>

As shown above, on-street parking is well-utilized near the Project, ranging from 57% – 78% occupancy on the weekday during the hours studied, which corresponds with 11 – 22 available spaces. On Saturday, the parking ranged from 49% – 92% occupancy, which corresponds to between 4 – 26 available spaces. During the peak demand periods, it is anticipated that approximately 20 clients per hour will arrive at the Site via private vehicle. The Applicant expects the average service time within the facility to be about ten minutes and will utilize methods such as online preordering to ensure these times are feasible. Assuming generally 10-minute service times, client parking demand is projected to be about 4 – 10 spaces depending on arrival patterns. Client parking demand could also be lower depending on the number of clients that arrive via auto-based transportation network company (TNCs) services such as Uber and Lyft. Parking spaces will not be available for employees, who will be encouraged to use other means of transportation to reach the Site.

## Transportation Demand Management

The Applicant will work to encourage alternative modes of transportation to access the Site. The Applicant is willing to commit to the following transportation demand management (TDM) measures to ensure that the potential impact to the surrounding roadways is minimized:

- Fully subsidize MBTA passes for employees;
- Implement a pre-order system to reduce in-store time for customers;



- Provide BlueBikes memberships to employees;
- Provide secure, long-term bicycle parking for employees;
- Have an air pump and bicycle repair tools available for employees and customers;
- Provide lockers for employees that walk or bike to work;
- Install short- and long-term bicycle parking above the zoning requirement to encourage employees and patrons to bike to the Site;
- Promote transit and bicycle options online and in marketing material to inform clients and employees of non-vehicular travel options;
- Designate a Transportation Coordinator (TC) to oversee and administer the implementation of TDM measures;
- Conduct employee and customer mode share surveys to provide updates to the City on request for the ways people are traveling to the dispensary; and
- Provide a contribution to the City toward transportation improvements – the final amount of this contribution is up to discussions with the City.

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## Area Improvements

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During the parking utilization study, the loading zone on the curb along Windsor Street near Cambridge Street was also studied. Observations indicate that this loading zone was unused each of the times studied. Since the dispensary is able to accommodate its loading within the Site, the loading zone abutting the Site is likely to continue to be underutilized. The Applicant is interested in working with the City to repurpose the curb into another use such as metered parking, 15-minute parking for pick-up/drop-off, or another use that the City sees fit.

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## Opening Plan

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Prior to the opening date, the Applicant will furnish a detailed opening plan for management of the grand opening. As other dispensaries open prior to this Site, market conditions will dictate the level of management that is needed to ensure a smooth opening. Some measures that will be considered by the Applicant for the grand opening include:

- Appointment-only scheduling;
- Marketing to caution customers against driving to the opening and making them aware of the non-vehicular options for coming to the Site;
- Police detail to manage the curb outside the Site;
- Additional staff on Site to manage queues and process customers; and



- Shuttle service to supplement the Route 69 bus to provide connections to Red and Green Line Stations.

## Summary

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Overall, the Project is expected to have a minimal impact on the surrounding roadways when the market is saturated. Until that point, the Applicant will work with the City to implement measures to reduce the number of customers that take private vehicles to the Site. Through the TDM program, the Applicant will incentivize employees to seek alternative commuting options that will not degrade neighborhood parking. Parking around the Site is well-utilized but there is availability at most times of the day. Creation of additional parking via the loading zone on Windsor Street will work to lessen the impact of the Project on the parking supply in the area. The proximity of the Site to the current Route 69 bus and the future Union Square Station transit stop will make this accessible via public transportation. The attached Cannabis Retail Stores Summary Form (**Appendix A**) provides information and data detailed in the memo.



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## **Appendix A**

### Cannabis Retail Stores Summary Form



### Cannabis Retail Stores Summary Form

<b>Project Site:</b>	
Store Address.	966 Cambridge Street
Total floor area of store (including sales, back of house, other).	2,307 sf
Retail sales area (including customer waiting areas).	1,108 sf
Maximum customer capacity – sales area.	51
Maximum customer capacity – waiting area.	49
<b>Employees:</b>	
Number of full-time employees (total).	3
Number of part-time employees (total).	16
Maximum number of employees on-site at one time.	10
<b>Employee mode shares:</b>	See Table 3
% single-occupancy vehicle (SOV) (including ride-hailing):	52% (to make connections to transit or other)
% high-occupancy vehicle (HOV):	0%
% public transit:	29%
% walk:	16%
% bike:	3%
% other:	0%
<b>Customers:</b>	
Number of customers per day.	300
Maximum number of customers expected at any one time.	40 peak hour
<b>Customer mode shares:</b>	See Table 2
% single-occupancy vehicle (SOV) (including ride-hailing):	52%
% high-occupancy vehicle (HOV):	0%



% public transit:	29%
% walk:	16%
% bike:	3%
% other:	0%
<b>Transit Availability:</b>	
List the public transportation services within ¼ mile of the site, including type (subway, bus, bike share), walking distance, and frequency.	See Site context and Table 1
List the duration and frequency of public transit services for weekdays and weekends.	See Table 1
<b>Auto Parking Availability:</b>	
List public parking facilities within 500 feet of site (with addresses/locations, distance, and number of spaces) and parking occupancy for minimum one weekday (e.g., minimum 10 am, 12 pm, 3 pm, 5 pm, 7 pm), and minimum one Saturday (e.g., minimum noon, 3 pm and 7 pm).	See Table 4 and Table 5 in Memo
Estimated peak parking demand needed for employees.	0
Estimated peak parking demand for customers.	10
Number of employee parking spaces on-site.	0
Number of customer parking spaces on-site.	0
Number of employee parking spaces off-site (describe location and distance from site).	0
Number of customer parking spaces off-site (describe location and distance from site).	4-26 spaces depending on day and time, available on-street parking within 500 ft of the Site



Bicycle Parking Availability:							
Number of Employee long-term bicycle parking spaces on the Project site.	The Applicant is providing long-term bicycle parking space for 2 within the garage per the Site plan						
Number of Customer short-term bicycle parking spaces on the Project site.	The Applicant proposes 2 bike rack with short term parking for 4 bikes in front of the Site						
Number of public bicycle parking spaces within 100 feet of the main entrance of the site.	1 existing public bike rack within 100 ft of entrance (corner of Windsor/Cambridge)						
Loading and Delivery:							
Address of proposed Loading and Delivery Service Location (note whether it is on-street or off-street).	966 Cambridge Street – Loading happens off-street within the Site						
List the types of loading and delivery trips that will service the site (e.g., product delivery, cash pick-up, refuse collection) and expected number of trips per week for each type.	Expected up to 1-2 loading/delivery trips per day of product delivery, cash pick-up, and refuse collection. All these trips will happen within the Site, no impact to surrounding loading zone or curb. (7-14 trips per week)						
Project Trip Generation:							
Daily, Morning and Evening Peak Hour Employees and Customer trip generation by mode.		Employees			Customers		
		Daily	Morning	Evening	Daily	Morning	Evening
	SOV	0	0	0	156	20	40
	HOV	0	0	0	0	0	0
	Transit	20	4	0	88	12	24
	Walk	4	2	0	48	6	14
	Bike	2	1	0	8	2	2
	Other	0	0	0	0	0	0



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