JUSTICE
-GROWN-

Santa Rosa Dispensary Narrative

(Matanzas Alliance LLC)

1111 Petaluma Hill Rd,
Santa Rosa, California

April 20, 2018

City of Santa Rosa
APR 20 2018
Planning & Economic
Development Department

Table of Contents

I. LOCAL AND STATE COMPLIANCE

1. State Regulations 4
2. County and Regional Permit Requirements 11
3. Santa Rosa General Plan Policies 13
4. Locational and Operational Requirements 13

II. NEIGHBORHOOD COMPATIBILITY

1. Stability and Quality of the Neighborhood
   - a. Parking 15
   - b. Security 15
     - i. Security Cameras & Surveillance Technology 16
     - ii. Alarm System / Anti-Intrusion 19
     - iii. Secure Storage and Waste 21
     - iv. Transportation 22
     - v. Locks & Layered Access 24
     - vi. Other Security Measures 28
     - vii. Emergency Notification Procedures 29
     - viii. Building Security Enhances Neighborhood Security 31
   - c. Lighting (Exterior) 32
   - d. Zoning and Setback Requirements 33
2. Odor Mitigation 34
3. Clear and Attractive Public Access 40

III. NEIGHBORHOOD ENHANCEMENT

1. Property / Building Changes 42
2. Project Integration
   - a. Traffic, Parking and Landscaping 47
3. "Green" Business Practices 51
4. Community Benefits
   - a. Employment Opportunities 54
   - b. Community Programs and Contributions 58

IV. SITE MANAGEMENT

1. Cannabis Experience 63
2. Background of Team 70
3. Business Plan

JUSTICE -GROWN-

a. Diversion Prevention 73
b. Secured Access to Premises 76
c. Hours of Operation 78
d. Retail Area / Record of Sale 78
e. Track and Trace System 85
f. Inventory Storage 88
g. Returns, Recalls & Destruction 91
h. Record Keeping 95
i. Receiving Shipments 98
j. Edible Products 102
k. Advertising and Signage 103
l. Fire and Building Codes 103
m. Local, County, State Excise Taxes 104
n. Staff Training 105
o. Start Up Budget 108
4. Nuisance Impact (noise, loitering) 110
5. Performance Timeline 111
6. Site Plan, Elevations & Floor Plans 116

Exhibits

I. 3D Renderings of the Property (Before and After Photos)
II. Site Plan
III. Floor Plan, Parking and Traffic Flow
IV. Limited Access Zones
V. Neighborhood Context Maps (Setbacks, Radius, Zoning, Existing Dispensaries)
VI. Santa Rosa Bus Schedule – Petaluma Hill Road Route 5
VII. Odor Mitigation Plan (Engineered Approved)
VIII. Competing Applicant Cannabis Locations
IX. Labor Peace Agreement
X. Crime Rates
XI. Membership Registration Agreement
XII. Traffic Study (Proof)

I. LOCAL AND STATE COMPLIANCE

1. State Regulations

Justice Grown will comply with all state of California rules and regulations. Our team has read in detail the *California Code of Regulations, Title 16, Division 42. Bureau of Cannabis Control* and we are fully prepared to follow and abide by each *CCR Code 5000-5814* that apply to retail facility locations.

CCR Code 5002. Annual License Application Requirements

We will comply with all state rules and regulations.

CCR Code 5003. Designation of Owner

Mr. Jon Loevy will serve as our designated owner under Business and Professions Code section 26001(al) and will submit all information required of owners under section 5002.

We will comply with state rules and regulations.

CCR Code 5004. Financial Interest in a Commercial Cannabis Business

We will comply with all state rules and regulations.

CCR Code 5005. Personnel Prohibited from Holding Licenses

We will comply with all state rules and regulations.

CCR Code 5006. Premises Diagram

Please see exhibit II. Site Plan and III. Floor Plan for more details on our premises.

CCR Code 5007. Landowner Approval

Our ownership group is currently in a purchase agreement to purchase the property 1111 Petaluma Hill Road, Santa Rosa, CA. We expect to close on the property May/June 2018. By owning the property we will not be beholden by a landlord giving our Company full reign over design, construction and operations.

CCR Code 5008. Bond

All retail facilities applying for state permits are required to have a $5,000 surety bond to the State of California to cover the cost of destruction of cannabis goods, CCR Code 5008. We intend to obtain this bond from a corporate surety licensed in California, prior to opening.

CCR Code 5009. Limited Waiver of Sovereign Immunity

We will comply with all state rules and regulations.

CCR Code 5010. Compliance with the California Environmental Quality Act

Our dispensary is exempt from CEQA, as we are occupying an existing building with no proposed expansion to our footprint.

We will comply with all state rules and regulations.

CCR Code 5011. Additional Information

If more information is needed for the Bureau to review our application, the Bureau will notify our person of contact and we will provide all information within a timely manner.

CCR Code 5012. Incomplete Applications

If our application is incomplete the Bureau may provide notice to our person of contact. We believe our application is complete and ready for a full review by the Bureau.

CCR Code 5013. Withdrawal of Application

We do not plan to withdraw our application.

CCR Code 5014. Fees

We understand the annual application licensing fee for each license is $1,000. Our state application will include a check of $1,000 made payable to the Bureau. We estimate annual revenues between $500,000 to $1,500,000 meaning we anticipate to pay annual cannabis retailer license fees of $12,000.

CCR Code 5015. Payment of Fees

We will make all payments to the Bureau of Cannabis Control by check, cash, money order or credit card.

CCR Code 5016. Priority Licensing

We are applying as a new retail license, as our dispensary did not exist before September 1, 2016.

CCR Code 5017. Substantially Related Offenses and Criteria for Rehabilitation

None of our owners have been convicted of a felony.

CCR Code 5018. Additional Grounds for Denial of a License

We intend to fully comply with all standards set in the regulations

CCR Code 5019. Excessive Concentration

We are applying for a retail dispensary license in Sonoma County which has a healthy retail license to population ratio of 1:35,031. The ratio does not exceed the allowable licenses by local Santa Rosa ordinance. We feel this is a healthy concentration ratio in a county that receives many tourist visits given its proximity to Sonoma and Napa County wine country.

CCR Code 5020. Renewal of License

We will comply with a timely renewal of our license by completing the license renewal form and annual license fee pursuant to section 5014 of the ordinance. Our renewal will be received by the Bureau no earlier than 60 calendar days before the expiration of the license and no later than 5:00pm PST on the last business day before the expiration of the license if the renewal form is submitted to the

Bureau. We will also provide an attestation that all information provided to the Bureau in the original application under section 5002 or subsequent notifications under sections 5023 and 5024.

CCR Code 5021. Denial of License

We will comply if our application is denied.

CCR Code 5022. Surrender and Cancellation of License

We will comply if our license has to be surrendered or canceled.

CCR Code 5023. Notification of Changes

We will comply and notify the Bureau of any changes in our application in writing with 10 business days, with exception to standard operating procedures. The notification will be signed by an owner as defined in section 5003. Matanzas Alliance LLC will hire more than 20 employees for our business and we have entered into a Labor Peace Agreement, please exhibit VIII. Labor Peace Agreement for more details on our Labor Peace Agreement.

According to *CCR Code 5002(23)*, if our dispensary has more than 20 or more employees, we will enter into labor peace agreement, and abide by the terms of the agreement. A copy of this will be provided to the bureau. Within 90 days of opening our facility, we anticipate growing close to 20 staff members, we will make arrangements to meet with the Union representative from this area or submit a notarized statement with our intent.

CCR Code 5024. Death or Incapacity of a License

We will comply and notify the Bureau of any death or incapacity to maintain and operate our dispensary.

CCR Code 5025. Premises

Our dispensary premise is ideal for a dispensary and is located on 1111 Petaluma Hill Road, Santa Rosa, CA. We will apply for both Adult Use license (A-license) and Medical license (M-license). All records will be maintained separately for each license and clearly indicated that records are related to the A-license or the M-license. Our licensed dispensary will only conduct one type of commercial cannabis activity but we plan to hold A and M licenses.

Please see section IV. SITE MANAGEMENT for more details on our premise.

CCR Code 5026. Premises Location

Our dispensary premise is ideal for a dispensary and is located on 1111 Petaluma Hill Road, Santa Rosa, CA. Our location is NOT located within a 600-foot radius of a school providing instruction in kindergarten or grades 1 through 12, day care center, or youth center. Our application provides radius maps and the nearest school is located over 2,541 feet from our property line.

Please see section II. NEIGHBORHOOD COMPATIBILITY, d. Zoning and Setback Requirements, for more details regarding 600 feet setbacks.

CCR Code 5027. Physical Modifications of Premises

We plan to make changes and modifications to the building which will enhance the neighborhood and surrounding property values. We will not make any physical changes, alterations or modifications to the licensed premises that was not originally filed within our application. If we decide make material or substantial changes or modifications we will present to the Bureau for approval. We will submit a new premises diagram that conforms to requirements in section 5006.

Please see section III. NEIGHBORHOOD ENHANCEMENT, 1. Property / Building Changes for detail on our property modifications. Please see State Application, Premise Diagram for more details. Please see IV. SITE MANAGEMENT, 6. Site Plan, Elevations & Floor Plans for a detailed site plan.

CCR Code 5028. Subletting of Premises

We will not sublet any area designated as the licensed premises for our commercial cannabis activity.

CCR Code 5029. Transition to Regulated Commercial Cannabis Market

We will comply the July 2018 timeframe and operate under the new cannabis guidelines, without having to transition from older cannabis products.

Please see section IV. Site Management, j. Edible Products & DHS Compliance for more information.

CCR Code 5030. Licensee's Responsibility for Acts of Employees and Agents

We will take responsibility of enforcing the provisions of the Act and the regulations in this division, the act, omission, or failure of an agent, officer, representative, or other person acting for or employed by a licensee, within the scope of his or her employment or office, shall in every case be deemed the act, omission, or failure of our dispensary.

CCR Code 5031. Employee Age Restriction

We will not hire any employees unless they are 21 years of age or older, per *CCR Code 5031.Employee Age Restriction*. According to state regulations, *CCR Code 5017.4*, it is a felony to hire, employing, or using a minor in transporting, carrying, selling, giving away, preparing for sale, or peddling any controlled substance. Our employment screening will include government identification to confirm date of birth, over the age of 21.

Additional employee screening will include verifying that the individual is not employed by a cannabis laboratory, as required of Section 2605b of the Business & Professions Code.

CCR Code 5032. Commercial Cannabis Activity Between Licensees

All commercial activity shall be conducted license to license. Once the transition period ends on July 1st 2018, Adult Use retail licensees shall only receive products from A licenses. And Medical retail Licenses shall only conduct business with M licensees. We do not anticipate opening our dispensary prior to July of 2018, so our products for medical cannabis, will be from M licenses. And our products for Adult use clients will come from A licenses.

Website with active temporary & annual licenses: https://cannabis.ca.gov/licensee_holder_search/

CCR Code 5033. Storage of Inventory

We will comply with all state storage rules and regulations. We will not store cannabis outdoors, near employee break rooms, changing facilities and bathrooms.

Please see section IV. SITE MANAGEMENT, f. Inventory Storage for more details.

CCR Code 5034. Significant Discrepancy in Inventory

We will comply with all discrepancy of inventory rules and regulations. Please see section IV. SITE MANAGEMENT, a. Diversion Prevention for how we account for inventory discrepancies.

CCR Code 5035. Notification of Criminal Acts, Civil Judgements, and Revocation of a Local License, Permit, or Other Authorization After Licensure

We will comply and notify the Bureau in writing within 48 hours of a criminal conviction of any owner. The written notification to the Bureau will include the date of the conviction, the court docket number, the name of the court in which the owner was convicted and specific offenses for which the licensee was convicted. We will also ensure that the Bureau is notified in writing of a civil penalty or judgment rendered against the owner in their individual capacity, either by mail or electronic mail, within 48 hours of delivery of the verdict or entry of judgment. We will ensure the Bureau is notified in writing of the revocation of a local license, permit, or other authorization, either by mail or electronic mail within 48 hours.

CCR Code 5036. Notification of Theft, Loss, and Criminal Activity

We will comply with all rules on notifying proper law enforcement and the Bureau for theft, loss and criminal activity.

Please see section II. NEIGHBORHOOD COMPATIBILITY, b. Security for more details on notifying the Bureau and law enforcement.

CCR Code 5037. Record Retention

We will comply with all rules and regulations regarding maintaining records related to our dispensary activity for 7 years.

Please see section IV. SITE MANAGEMENT, h. Record Keeping for more details on record retention.

CCR Code 5038. Disaster Relief

We will comply with all rules and regulations regarding disaster relief.

Please see section II. NEIGHBORHOOD COMPATABILITY, b. Security for more details on our disaster relief protocols.

CCR Code 5039. License Posting Requirement

Upon issuance of our retail license, we will prominently display the license in our waiting area lobby where it can be viewed by the state and local agencies.

CCR Code 5040. Advertising Placement

All our dispensary advertising and marketing placed in broadcast, cable, radio, print and digital communications shall only be displayed where at least 71.6% of the audience is reasonably expected to be 21 years of age or older, as determined by reliable up-to-date audience composition data. Upon request our dispensary will provide the Bureau audience composition data. If we can not provide audience composition data to the Bureau within the time specified by the Bureau, we will remove the advertising or marketing placement in questions.

CCR Code 5041. Age Confirmation in Advertising

We will comply with all advertising age confirmation rules and regulations. Prior to any advertising or marketing from our dispensary involving direct, individualized communication or dialogue, we will use age confirmation to verify the recipient is 21 years of age or older. We will conduct an age confirmation before having a potential customer added to a mailing list, subscribe, or otherwise consent to receiving direct, individualized communication or dialogue controlled by our dispensary.

CCR Code 5042. Access to Limited-Access Areas

We will ensure that any person in dispensary premises, except for employees and contractors are escorted at all times by at least one employee while in the limited-access area of our dispensary.

Please see section IV. SITE MANAGEMENT, a. Diversion Prevention for more detail on how we record visitor logs and IV. SITE MANAGEMENT, b. Secured Access to Premises for more detail on our zoned facility.

CCR Code 5043. Licensee Employee Badge Requirement

We will follow all rules and regulations according to *CCR Code 5043. License Employee Badge Requirement*. All of our employees and independent contractors who work onsite at our retail facility, will have Employee Badges on plastic coated card. This identification will have the name of our facility, license number, Employees first name, color photograph of their face (1 inch by 1.5 inches), and an employee identification number assigned by our dispensary.

CCR Code 5044. Video Surveillance System

We will follow all rules and regulations regarding video surveillance. Our application incorporates a detailed security plan that outlines surveillance, access control, alarm system, camera locations, limited-access areas, security rooms and retention of records.

Please see section II. NEIGHBORHOOD COMPATIBILITY, b. Security for more detail on our video surveillance system.

CCR Code 5045. Security Personnel

Our retail facility will hire or contract a third party security company to provide security services as required with Chapters 11.4 and 11.5 of Division 3 of the Business and Professions Code.

Please see section II. NEIGHBORHOOD COMPATIBILITY, b. Security for more detail on our physical security plan.

CCR Code 5046. Locks

We will secure our facility using commercial-grade, nonresidential door locks. We will use commercial-grade, nonresidential door locks on all points of entry and exit to the dispensary.

Please see section II. NEIGHBORHOOD COMPATIBILITY, b. Security for more detail on our door locks.

CCR Code 5047. Alarm System

We will follow all rules and regulations regarding our alarm system. Our application incorporates a detailed security plan that outlines surveillance, access control, alarm system, camera locations, limited-access areas, security rooms and retention of records.

Please see section II. NEIGHBORHOOD COMPATIBILITY, b. Security for more detail on our alarm system.

CCR Code 5048. Track and Trace System

We will follow all rules and regulations regarding the METRC – Track and Trace System. We will create and maintain an active and functional account within the track and trace system prior to engaging in any commercial cannabis activity.

Please see section IV. SITE MANAGEMENT, e. Track and Trace System for more detail on how we will use the Track and Trace System.

CCR Code 5049. Track and Trace Reporting

We will follow all rules and regulations regarding the reporting of commercial cannabis while using the METRC – Track and Trace System.

Please see section IV. SITE MANAGEMENT, e. Track and Trace System for more detail on how we will use the Track and Trace System for reporting.

CCR Code 5050. Loss of Access

We will follow all rules and regulations regarding the reporting of commercial cannabis while using the METRC – Track and Trace System.

Please see section IV. SITE MANAGEMENT, e. Track and Trace System for more detail on how we will use the Track and Trace System.

CCR Code 5051. Track and Trace Reconciliation

We will follow all rules and regulations regarding the reporting of commercial cannabis while using the METRC – Track and Trace System.

Please see section IV. SITE MANAGEMENT, e. Track and Trace System for more detail on how we will use the Track and Trace System to reconcile all information on cannabis product.

CCR Code 5052. Temporary Licenses; Licensees in Operation at Time of Licensure

We are not applying for a temporary license.

CCR Code 5053. Returns Between Licensees

We will comply with all state rules and regulations regarding Returns and Destruction.

Please see section IV. SITE MANAGEMENT, g. Returns, Recalls & Destruction.

CCR Code 5054. Destruction of Cannabis Products Prior to Disposal

We will comply with all state rules and regulations regarding destruction of cannabis products prior to disposal.

Please see section IV. SITE MANAGEMENT, g. Returns, Recalls & Destruction for more details regarding our plan of destructing cannabis products prior to disposal.

CCR Code 5055. Cannabis Waste Management

We will comply with all state rules and regulations regarding cannabis waste management.

Please see section IV. SITE MANAGEMENT, g. Returns, Recalls & Destruction for more details regarding our cannabis waste management plan.

Remaining CCR Codes from *Chapter 3. Retailers, 5400 – 5426* are all outlined in detail in our narrative in sections II. NEIGHBORHOOD COMPATIBILITY, III. NEIGHBORHOOD ENHANCEMENT and IV. SITE MANAGEMENT.

2. County and Regional Permit Requirements

Upon approval of our Conditional Use Permit, we are prepared to comply with all applicable Sonoma County requirements. Outlined in the following sections we have prepared detailed responses to all requirements that are applicable to a cannabis retail business. When crafting our narrative sections we referenced Santa Rosa Ordinance 20-46.50. General Operating Requirements as our guideline and we will comply with all local rules and regulations.

Justice Grown plans to operate as a dual licensing cannabis dispensary. We plan to operate as a Medical and Adult-Use dispensary which is allowed per local and state regulations. After being awarded our local license we will diligently pursue and obtain a state cannabis dispensary license. Our dispensary will comply with all local Inventory Tracking, Fire & Building Codes, Security, Odor Control, Lighting, Noise, Edible Products and Department of Health Services regulations outlined in the General Operating Requirements of the ordinance.

Please see sections II. NEIGHBORHOOD COMPATIBILITY, III. NEIGHBORHOOD ENHANCEMENT and IV. SITE MANAGEMENT for all detail on how Justice Grown will comply with all County and Regional Permit Requirements.

Other Santa Rosa Requirements

Justice Grown does not intend to commence operations until our Santa Rosa Permit, Department of Health Services inspection, State License, and any other applicable permits, have been granted.

Our Medical Cannabis Dispensary shall only allow persons on the premises who have a cannabis recommendation and valid government issued identification, with date of birth over 18 years of age. Our Adult Use dispensary shall only allow persons 21 years or older with a valid government issued identification card.

Our dispensary will keep an active register of all of our active employees including their name, date of birth and employee badge identification number. This will be available upon request to any City Officer or Official for the purpose of determining compliance.

Other Requirements Covered in Ordinance

Department of Health Services Requirement

Justice Grown Dispensary will meet all of the Department of Public Health's requirements including; having a menu of edible products, public restroom, procedures to quarantine cannabis waste, and video surveillance of any stored products. The main priority for DHS is the safety of the products manufactured or sold at for retail medical cannabis use, the same best practices used for retail food establishments, are applied to our retail facility. Health & hygiene, food temperatures, cooking temperatures, sanitization, approved food sources, and violations are standards that DHS implemented for Cannabis Infused Products Best Practices.

Justice Grown Dispensary will have the required hand washing stations that are necessary at any retail location in Sonoma County. Justice Grown Dispensary service staff will hold food handler certifications, which is currently a requirement for restaurant employees to ensure that no contaminates reach any retail products. Justice Grown Dispensary intends to schedule an appointment with the inspector from DHS prior to opening our retail facility. The inspection includes a sixty-two-item checklist including; hours of operation, storage of cannabis products 6 inches above the floor, procedures for sanitization & janitorial services, no sales of alcohol or tobacco, employee belongings are appropriately stored, the business is not holding conflicting licenses (no food is manufactured onsite), and necessary signage is posted.

All of the products carried at Justice Grown Dispensary will meet labeling requirements issued by Department of Health Services, which include clearly identifying: product as cannabis infused, red THC Symbol, net volume or weight, serving size and package content, manufacturer information, ingredient list, nutritional information, lot number, instructions for use, expiration dates, and unique identifier. In addition, the exit packaging will be opaque, child resistant, tamper evident, protect against contaminates, and products with more than one dose are re-sealable. State Warning Labels and Proposition 65 Warnings will also be on the products and posted as required by California law.

3. Santa Rosa General Plan Policies

This project furthers Santa Rosa's General Plan policies for long-term economic development reflecting the aspirations of the community. First of all, the project is in line with the "guiding principles" of the General Plan. It will add to the quality of life by providing a consumer good that has long been demanded by Santa Rosa residents but has previously been relegated to the illegal cannabis market. Our dispensary will require no new infrastructure to be developed by Santa Rosa. Our project will provide economic development, through property enhancements, providing good paying jobs with benefits and helping restore the City's economic base following the 2017 wild fires.

Secondly, the "General Commercial" land use designation assigned to the Parcel and surrounding area under the General Plan is significant. The General Commercial land use category is intended for commercial uses generally. Given the inherent retail and commercial nature of cannabis sales, as contemplated in this Application, our dispensary further agrees and complies with Santa Rosa's general plan policies.

Finally, as described in greater detail in section III. NEIGHBORHOOD ENCHANCEMENT, this project is consistent with various General Plan goals and policies concerning environmental impact. The building of our dispensary will be a model of sustainability, utilizing high-efficiency lighting, low-flow toilets and waterworks and will produce virtually no significant negative environmental impacts.

4. Locational and Operational Requirements

We are prepared to comply with all applicable Sonoma County location and operational requirements. Outlined in the following sections we have prepared detailed responses to all requirements that are applicable to a cannabis retail business. When crafting our narrative for locational and operational requirements we referenced *Santa Rosa ORD 20-46.080. Cannabis Retail (Dispensary) and Delivery* as our guideline and we will comply with all local rules and regulations.

We plan to operate our dispensary as a storefront business and at the moment will not be offering cannabis delivery services. Per *ORD 20-46.080 Cannabis Retail and Delivery(B)(4),* at this time Justice Grown does not intend to operate delivery service or have member consumption onsite. If we decide we would like to change these policies in the future, we will seek permission for amendments to our conditional use permit, prior to starting any additional services.

We will also not include on-site consumption in our application, unless designated by a dispensary employee. We will not permit clients to consume cannabis on the site of our cannabis dispensary per Chapter 9-20 (Smoking Regulations).

Justice Grown seeks authorization for our employees who are qualified medical cannabis patients use their medicine during break or lunch hour, if they have a medical need. We recognize our staff may be cannabis patients themselves with a wide variety of mental or physical symptoms, and may have a need to consume cannabis. We do not want staff driving offsite to use their medicine. Employee break areas will be out of sight of patient members, and we will encourage our staff to use vaporizers as it is safer for their long term health, and will minimize the smoke exposure in the building.

As further explained in section II. NEIGHBORHOOD COMPATIBILITY, d. Zoning and Setback Requirements, our dispensary location falls well within Santa Rosa's location requirements, which allow retail cannabis uses in the General Commercial zoning district. The project site is 2,541 feet from the nearest school, Luther Burbank Elementary School, more than 4 times the required set back of 600 feet. Our storefront entrance will be in a visible location that provides an unobstructed view from the public right of way, off one of the main roads in Santa Rosa.

Along with following proper setback requirements, our dispensary will comply with all operational requirements explained in the local ordinance, *ORD 20-46.080* including, Edible Products, Recordkeeping, Hours of Operation, Secured Access, Site Management, Advertising and Signs and Storage of Products. Please find full narrative sections explaining how we will operate our dispensary along with various standard operating procedures in the following application.

II. NEIGHBORHOOD COMPATIBILITY

1. Stability and Quality of the Neighborhood
    a. Parking

Our building has all the necessary attributes to serve clients in the greater Santa Rosa area. Because of the size of our property, we will have dedicated parking for clients and caregivers, as well as dedicated handicap space for clients driving to the facility. Our property will have more than 8 dedicated parking spaces near the main entrance, 7 overflow parking spaces toward the rear of the property and multiple street parking on Petaluma Hill Rd and Barham Ave. We have dedicated handicapped space(s) located near the entrance. The property is only 0.7 miles from the nearest exit to US Route 101, allowing for easy access to those driving. According to Santa Rosa Ordinance Table 3-4 Automobile and Bicycle Parking Requirements by Land Use Type, for every 250 square feet of retail trade space we must have 1 parking space. Our public retail trade space does not exceed 3,750 square feet meaning we need at least 15 parking spaces to meet Santa Rosa Ordinance No. ORD-2017-025 Cannabis – retail dispensary. We believe our location meets this requirement as we will have 15 spaces dedicated to our retail space. If our space does not meet the parking standards we believe the non-conforming parking situation can be resolved through Santa Rosa Ordinance 20-36.40.C.2.

Per Section 20-36.40.C.2, when a building's use changes to a new use without enlarging the space in which the use is located, there shall be no additional parking required for the new use, except that the new use shall comply with current ADA standards for parking, provided that any deficiency in parking is no more than 10 spaces, or a 25 percent overall reduction from standard parking requirements, whichever is greater. The dispensary use would provide a new accessible parking space and seven new spaces at the rear of the property, which is an increase in the amount of parking historically provided on the property for the pre-existing retail uses.

    b. Security

Justice Grown has a proven history of providing top-notch security at all our cannabis facilities. We originally developed our comprehensive Security Plan in order to win licenses in highly-regulated cannabis programs. The security areas we had to study and master are the same as those regulated by California and have informed both our physical site security and policies and procedures.

Thereafter, upon commencing operations at our Pennsylvania dispensary, we have further refined our Security Plan as we tested and tightened it in actual operation. Our Company is also very proud of its track record: while operating our business in multiple states, we have consistently received praise from regulators as we satisfy and exceed all of the State's security benchmarks.

In sum, as a result of this extensive experience operating numerous cannabis facilities within regulatory environments, we have substantial expertise developing and enhancing our Security Plan. We look forward to the opportunity to bring our security-related expertise to Santa Rosa. After reviewing our Security Plan we believe we have best designed our dispensary to comply with **ALL** rules

The DM will then visually inspect the inside of the vehicle, confirming that it contains product, and then signal the Security Manager to open the inventory vestibule. The DM will then inspect the delivered products, making sure none of the products are open or tampered with, per CCR Code 5311 (i). The Security Manager will monitor the receiving area cameras at all times during delivery, and the security guard will maintain situational awareness.

Documentation & Shipping Manifest

A shipping manifest is required for all product deliveries or returns of product per *CCR Code 5314. Shipping Manifest (a-f)*. A copy of the manifest will be sent from the distributor to our dispensary and to the Bureau (upon request) on the day prior to the transport, giving 24 hours notice. Upon delivery the manifest must be jointly executed by the delivery employees and our Dispensary Manager at the time of delivery. The manifest will contain all information required by California including: (1) Our name, address and permit number, and the name of and contact information for our representative manager unloading the product; (2) The name, address and permit number of the transportation organization (3) The serial number of each package being delivered; (4) The date and approximate time of departure; (5) The date and approximate time of arrival; (6) The transport vehicle's make and model and license plate number. All information will be stored in our Track and Trace System, therefore starting our inventory management process.

v. Locks and Layered Access

All points of ingress and egress of our facility will be secured with Building Code compliant commercial-grade, non-residential door locks. Our facility will have 1 main entrance for clients, located in the waiting area, it will be a commercial grade double opening 10" bottom rail standard, ¼ inch glass to meet local and national building codes. The dispensary will also have 2 emergency exits, one within the retail sales floor and the other in the level 3 corridor. All exterior emergency exit doors will be commercial grade solid steel installed with commercial grade locks.

We provide notice to the Bureau and other appropriate public agencies in the event of any emergencies as well as internally to our employees.

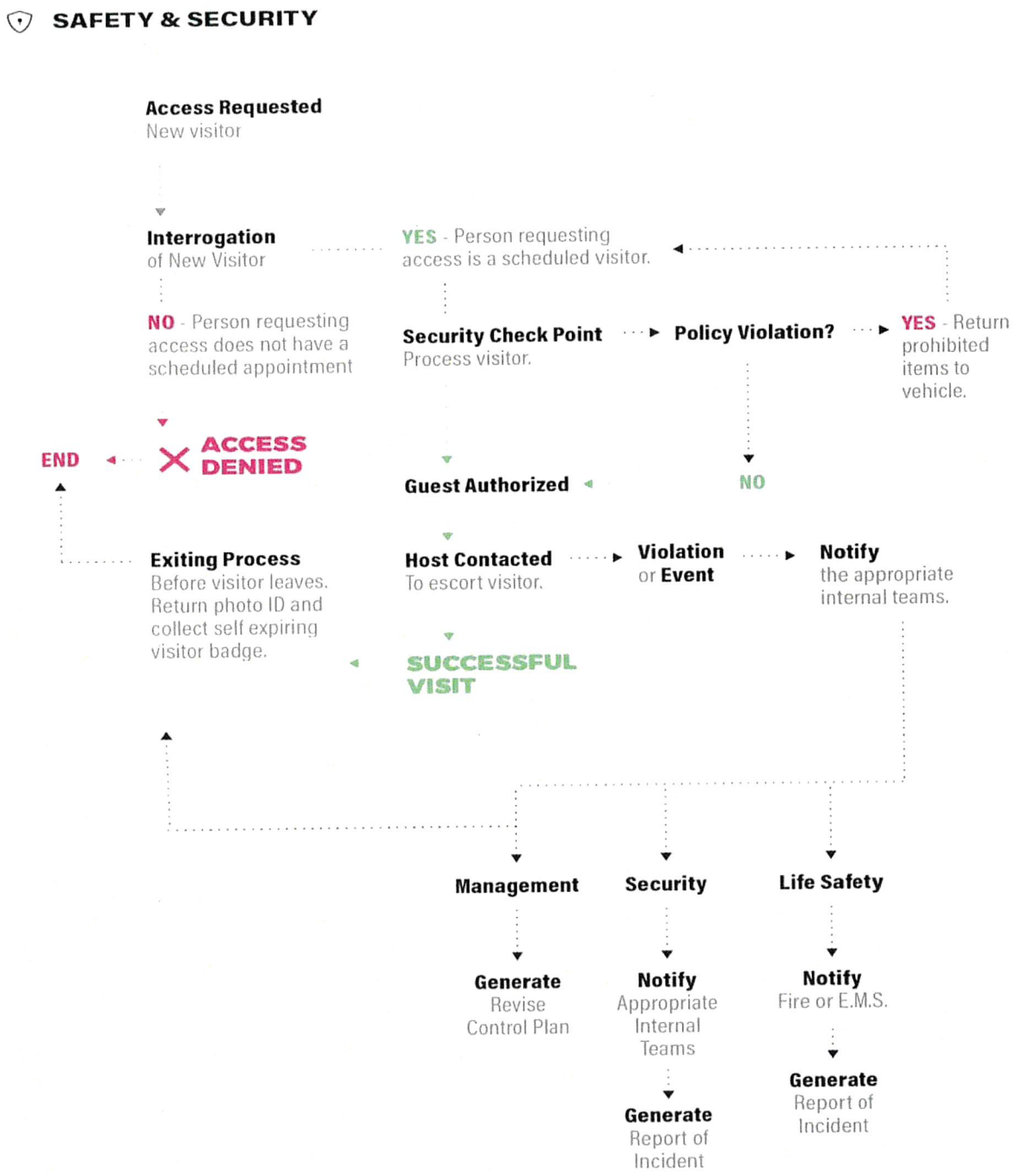
Layered Access

Outer Layer Procedures: Any person who is not an employee or a registered client of the facility will need to request visitor access at the front reception. Once the visitor is authorized to be on the grounds, the receptionist must request the visitor's identification and record it into the electronic visitor management system, which will print a self-expiring visitor badge. The receptionist must make note of the visitor once processing is completed. The receptionist will retain the identification of visitor, the visitor will receive their ID after they sign out of our visitor log.

At no time will the visitor be unescorted or left alone, and the receptionist or security officer must monitor the movement of the guest via the digital surveillance camera system. Upon the completion of the visit, the receptionist or security guard will assist the guest with the exit process.

Please see section IV. SITE MANAGEMENT, a. Diversion Prevention for more information regarding our Visitor Log requirements.

Visitor admittance and internal workflow proceeds as follows:



Middle Layer Procedures: Perimeter doors are under constant video surveillance and will require advanced electronic card access to enter from the outside. In addition to the perimeter doors

being secured with electronic access control devices and surveillance monitoring, door position sensors and intrusion detection technology are also utilized.

We will follow all rules and regulations according to *CCR Code 5043. License Employee Badge Requirement*. All of our employees and independent contractors, who work onsite at our retail facility, will have Employee Badges on plastic coated card. This identification will have the name of our facility, license number, Employees first name, color photograph of their face (1 inch by 1.5 inches), and an employee identification number assigned by our dispensary. Visible and certain team members will carry wireless duress buttons that will notify the monitoring centers security staff and police (via the alarm monitoring company) simultaneously.

Door position sensors monitor the position of the doors and provide an audible alert back to the onsite monitoring center when the alarm is disengaged. The intrusion detection system, while enabled, will send an alarm signal to the offsite monitoring center for police response if a breach is detected. Perimeter doors are free egress but require electronic card access to enter. To protect against the intrusion system being compromised, a backup offsite monitoring center will also be utilized. The intrusion detection system will be zoned to arm all overhead doors and perimeter doors 24/7 until negotiated by the card access system, which will disengage the alarm.

During an attempted breach to the property, the security officer will be alerted by a screen pop-up priority camera image displayed on the monitor. The security officer will notify management personnel and begin the talk down operation, instructing the intruder to leave the grounds due to trespassing. Regardless if the intruder yields or fails to yield, the security officer must notify the local law enforcement via 911 and continue to monitor the movements of the intruder. The security officer is not to confront the intruder until local authorities are present. The incident will be recorded on our surveillance system and the security officer must bookmark the video footage for further investigation and corrective actions plan generation.

Inner Layer Procedures: Our facility design uses delay subsystems that place barriers in the path of a would-be adversary. In the unlikely event of such an intrusion during business hours, our security personnel will be present to execute all procedures regarding protection of all persons present and notification of police. Further, our staff will be trained to use the panic buttons and not to engage with a potential assailant. Guard presence in the onsite monitoring center will provide an additional method by which unauthorized access to the grounds and facility will be prevented.

Access to key areas of the facility is managed by advanced card access control. Every door that houses product or industry trade secrets will require card access to enter. Each of these doors will be monitored by digital surveillance cameras that integrate to the card access system and record each swipe of the card access system.

Anti-diversion System

In addition to the physical security and tiered access operations, our Track and Trace System allows us to track and account for all inventory of cannabis. The system function, workflow, and key employee involvement is described in detail below. Our procedures from physical inventories, audits,

discrepancy investigation and reporting are described in section IV. SITE MANAGEMENT, e. Track and Trace System of this application.

We employ additional diversion prevention for product that is delivered. Packaged product is kept in our access-controlled vault and secure storage area and using locked racks and indestructible containers. Constant video analytics help determine if product has been moved or tampered with. The access control system provides a virtual time and date stamp of each entry/exit event throughout the facility.

Employee Access Zoning System

Our facility design includes access card readers installed in each entry door to the facility and each door leading into or out of a zoned secure location. The Card Readers will have a keyless fob using smart technology that will add a layer of protection by tracking and keeping a log of all employees swiping and accessing various zones within the facility and by allowing access only to those who are approved. Our CEO and COO (both level 4 key employees) will have authority to program timed access to each employee's fob card, including dates, daily, weekly and / or monthly / seasonal access. The entire system will be hardwired to a main panel with a Universal Power Supply ("UPS") (gas generator) backup system with the capability of lasting more than 8 hours if there was a power outage. We will use software that creates multiple firewalls preventing viruses or unwarranted access.

Per *CCR Code 5401. Limited-Access Area(a-f)*, in order to keep employees and clients within the proper secured zone, the facility design divides all of the operations into four functions: waiting area, retail floor, storage / office, and vault area. Each of these operations is carried out in self-contained, non-overlapping sections of the facility, such that low security employees – like administration, need never be present in a high security location. There are 4 progressive security classifications that are specific to each of these areas, please see exhibit IV. Limited Access Zones for color scheme of our restricted areas.

- PUBLIC LEVEL 1 – waiting area, public bathroom, client consultation room.
- RESTRICTED LEVEL 2 – retail sales floor. Clients must have proper access from the waiting area to the sales floor.
- RESTRICTED LEVEL 3 – behind sales counter, storage area, staff locker area, delivery gate, inventory count room. Many of these areas contain cannabis products. Level 3 is only accessible by individuals with appropriate clearance.
- RESTRICTED LEVEL 4 – vault room, security office and IT office. This is the highest level of security, reserved for executive management and designated employees.

Per state regulation, only level 4 key employees will have access to the Security Office and Information Technology Office: Personnel essential to security and surveillance operations; federal, state, and local law enforcement; security and surveillance system service employees; the Bureau or its authorized agents. Our COO will make available to the Bureau a current list of employees with access. Our surveillance rooms will remain locked at all times.

vi. Other Security Measures

Photography is Prohibited

In order to protect the privacy of our employees and to ensure the integrity of all security devices and measures, we prohibit any and all photography in our facility. We will display signs outside and inside of our facility stating our policy that photography is prohibited. We will ask that any visitor keep their phones in their pockets and purses. We will require employees to keep their phones in their employee lockers when working.

Employee Background checks

All employees must submit to a thorough background check. According to state regulations, *CCR Code 5017.4*, it is a felony to hire, employing, or using a minor in transporting, carrying, selling, giving away, preparing for sale, or peddling any controlled substance. Our employment screening will include government identification to confirm date of birth, over the age of 21.

Additional employee screening will include verifying that the individual is not employed by a cannabis laboratory, as required of Section 2605b of the Business & Professions Code.

Computer and Network Security

To protect our systems and data from a cyber-attack, we will partner with *BSSi2* and their Chief Information Officer and Chief Security Officer to create a computer network and operating protocols that are HIPAA-compliant, redundant, and sufficiently protected against threats of hacking or malware. *BSSi2* is an expert in security and network infrastructure needs for dispensaries, having worked in a variety of industries including the medical cannabis cultivators and dispensaries.

Because we will deal directly with clients, Protected Health Information ("PHI") measures will be installed in connection with the point-of-sale data collection features of our ETS or in other ways (e.g. reports of adverse reactions to a product). Accordingly, we will comply with the HIPAA Security Rule for ePHI in our cyber security measures.

Protection from Theft and or Loss: Every electronic device we use to obtain or store data, including computers, laptops, and servers, will be fully encrypted. We will use full disc encryption ("FDE") technology which secures all computers and servers by encrypting all the data on its hard drive. This includes end-user files and application settings, as well as application and operating system executables. FDE automatically converts data on a hard drive into a form that cannot be understood by anyone who does not have the key to "undo" the conversion. Therefore, if any computer or server is lost or stolen, the data on the device will remain completely inaccessible to outsiders.

Protection from hacking and malware: We will integrate unified threat management ("UTM") firewalls into our infrastructure to prevent intrusion from hacking, malware or other sources. UTM is the next generation of firewalls that performs multiple functions within one system including: network firewalling, network intrusion detection/prevention, gateway antivirus, gateway anti-span, and zero-day protection (i.e. the ability to detect a threat, write an inoculation, and update the program in less than one day).

Secure Back-ups: We will have a server on-site located in our IT Office to store all information we collect through the ETS, as well as all movement and other data captured by our security system. In addition, we will have a network attached storage device ("NAS") which will also backed up with a HIPAA-compliant cloud storage provider, such as eFolder which will provide encrypted data that is replicated at multiple server sites.

Policies, Procedures and Training: We will also work to develop practices policies, procedures and training for employees to ensure that all employees are locked out of any sites or programs that may compromise our systems.

vii. Emergency Notification Procedures

Although it is impossible to predict all of the circumstances in which an emergency may arise, we plan in advance for the following types of reporting. We will comply with *CCR Code 5038. Disaster Relief*.

Intrusion in Progress: In the event of a property breach of any magnitude, security officer personnel must activate the internal notification system, to include strobes and audible tone alerts. This will summons the onsite emergency response team's members to the Security Office. The guard must also lock down all doors electronically.

Once the alert has been sent, our designated security representative, most likely our Security Manager, must notify police authorities by dialing 911 from any phone in the facility or cellular phone if plain old telephone service (POTS) line service is interrupted. The Security Manager / Security Officer onsite must then monitor perimeter door cameras, perimeter cameras, door position sensors and the intruder's movement during the event.

Upon police arrival, the Security Officer shall electronically open the front door or any access to Level 1-3, giving full access to law enforcement. The Dispensary Manager must stand post in the Surveillance Office, monitoring the cameras, while the other guard interacts with law enforcement officers. The guard is not to leave the building or attempt to apprehend any bad actors during an event.

The Bureau will be contacted within 24 hours and the report will be filed accordingly. The Security Officer must document the event in the case management system and bookmark all associated video and audio files. If a copy of the police report is available, it must be taken and associated with the internal case file. A full report must be generated and reviewed with management. From this report and management review, the corrective actions should be generated and implemented.

Bomb Threat: If in the event of a bomb threat, the Surveillance Office must record the phone number of the caller, the time of the call and any other important information relayed during the call. The Surveillance Office must contact the authorities by dialing 911 and notify management. The Surveillance Office must complete an incident report and submit to management.

Severe Weather and Fire: At all times the Surveillance Office shall have active and current real-time weather displayed on the surveillance monitors. In the event of severe weather, the Surveillance Office guard shall use the overhead paging system to notify all persons in the building to take precaution

or take cover based on National Weather Service alerts. When the weather alert has been cancelled by the National Weather Service, the Surveillance Office may announce an all clear. In the case of a fire we will direct all individual to evacuate the facility. Our fire alarm will produce a siren with an audible voice telling everyone to evacuate the premises immediately. Our servers will be backed up on a cloud based system in the case a fire destroys our facility.

Medical Emergency: The Surveillance Office shall dial 911 and begin to assess the situation. All guards must be CPR and defibrillator certified. Upon arrival of medical services, the Security Officer must make sure all access to the individual needing assistance is clear. The Surveillance Office team must generate a report identifying the actions taken, review with management and save it for future reference.

Theft by Employee: If theft by an employee occurs and the crime is witnessed, state and local law enforcement must be contacted immediately and the Bureau notified. If theft is suspected but not witnessed, the Security Manager must investigate and decide the course of action based on the investigation results. If the employee is found to have intentionally misled or attempted to divert product, management must contact law enforcement and the Bureau and submit the findings of the investigation with the complaint within 24 hours. The Dispensary Manager must deactivate all credentials of the subject and retrieve employee identification card. If the employee fails to yield his/her card, the card will be deactivated and deemed useless by the former employee. The Security Officer and management must provide internal measures corrective actions to law enforcement and Bureau within 10 days that clearly states where the breakdown occurred and the remedy to prevent future loss or theft.

Theft by Visitor: If a properly admitted visitor is caught attempting to commit theft or diversion, the Security Officer must allow the person to exit the building and not confront or pursue the individual(s). The Security Officer should immediately notify management and escalate to law enforcement, providing all identifying personal and vehicle information and prepare a complete surveillance video of the visitor while in the as well as stills of the visitor taken in the visitor management system. Upon the arrival of the authorities, the Security Officer shall provide to the authorities a copy of the driver's license, video clip and any still images concerning the subject(s).

The Security Officer and management must provide internal measures corrective actions to law enforcement and Bureau within 10 days that clearly states where the breakdown occurred and the remedy to prevent future loss or theft. Management shall post a photo of the suspect(s) and add them to the do not admit entry list. The Bureau will be notified of the incident within 24 hours.

Additional Incident Reporting: We require mandatory reporting in the event of any security breach. Required incident reporting includes: breach of confidential information, inventory discrepancies, and other critical incidents. All incidents will be reported to the Bureau and local law enforcement promptly after we become aware of an incident, and in no event longer than within 24 hours of occurrence.

Any product or inventory discrepancies, whether discovered electronically or physically, will be immediately reported to the COO and Dispensary Manager and will be thoroughly investigated. We will comply with *CCR Code 5034(a)*, stating that a significant discrepancy in inventory means a difference in actual inventory compared to records pertaining to inventory of at least $5,000 or 2% of the average monthly sales of our dispensary.

If the reason for the discrepancy is discovered and can be accounted for, corrective actions appropriate for the situation will be implemented to ensure that such a discrepancy does not occur again. All discrepancies of greater than $5,000 or 2% of monthly sales must be reported to the Bureau and law enforcement within 24 hours of discovery unless fully accounted for.

All critical incidents will be documented and an incident report will be filled out containing the following information: date and time of incident; names of individuals involved; detailed description of the incident; known (or suspected) causes of the incident; and corrective actions taken or to be taken. The incident report will be filled out no later than 24 hours of the incident or its discovery, in full compliance with all statutory and regulatory reporting requirements. Additionally, all confidentiality breaches will be handled in accordance with all applicable laws.

We will comply with Santa Rosa ordinance *ORD 20-44.080 (f)(9)*. Our security officers will take reasonable steps to discourage any nuisance in the parking areas, sidewalks, alleys and areas surrounding the premises and adjacent properties. The officer will be floating in and around the dispensary grounds, if he/she notices a nuisance the officer will ask those to cease those activities and then call the Santa Rosa Police in a timely manner if the nuisance is not subsided.

viii. Building Security Enhances Neighborhood Security

Our security plan will be implemented to deter all criminal activity in and around our dispensary. We feel having 24 hour surveillance and physically security officers on staff monitoring our parking lots will fit into the stability and quality of the neighborhood. Our best practices will enhance the safety of the nearby residents and business owners. We have met and spoken with nearby business owners and they are excited that a company of our caliber has put so much thought into surveillance and keeping the neighborhood and our clients as safe as possible.

We have attached the nearby crime map produced by Lexus Nexus, which shows all of the criminal activity within a half mile radius of our location in the calendar year of 2017, exhibit X. Crime Rates. There were 381 incidents reported in 2017, however none of these appear to be burglaries or robberies of commercial facilities. The second exhibit identifies which crime class' have taken place within half mile radius of our location.

Justice Grown will track annual crime statistics in the immediate area, as well as evaluate what days of the week and times are most prone to these activities. By re-evaluating crime trends within a half mile of us annually, we can tailor our plans to have the most effective security measures in place. This benefits our members, nearby businesses, and residents.

Crime Prevention Through Environmental Design

The National Crime Prevention Council, supports Crime Prevention Through Environmental Design (CPTED) theories, which contend that law enforcement officers, architects, city planners, landscape and interior designers, and resident volunteers can create a climate of safety in a community right from the start. CPTED's goal is to prevent crime by designing a physical environment that positively influences human behavior. Crime Prevention Through Environmental Design (CPTED) is based on the principle that proper design and effective use of buildings and public spaces in neighborhoods can lead to a reduction in the fear and incidence of crime, and an improvement in the quality of life. The theory is based on four principles: natural access control, natural surveillance, territorial reinforcement, and maintenance.

Our dispensary's design already includes many of these concepts, natural surveillance, will include low-height vegetation, we don't have any fencing around our front parking lot, we have clear visibility from windows, and unobstructed views from our front doors. Our entrance is facing the intersection, with good visibility to all four corners. The lighting plan has been designed to eliminate glare, and for good visibility to record the exterior of the building 24 hour a day. We intend to paint the building white, which will drastically change the appearance from its current dark burgundy color.

Natural Access Control refers to having one point of entry for public, one point of entry for receiving shipments, the reception area being the first point of entry into the building for screening purposes, high fencing near backyard, locking gate between front and back yards which includes our receiving area, which can be closed and locked during non-business hours, and our design does not include roof access.

Territorial reinforcement depends on the business to taking ownership responsibilities of the property, and creating a secure location for our clients to come visit. This including proper signage, security systems, motion sensor lights, and alarm systems in place. Maintenance of property, such as repainting graffiti, keeping up the landscape, sweeping sidewalks, and repairing broken windows right away, will discourage further vandalism or criminal activity.

c. Lighting (Exterior and Interior)

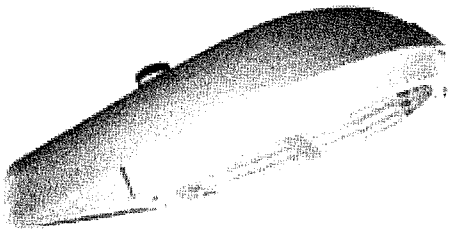
Exterior Lighting

Our dispensary will be well lit during all hours of the day. We will not build our exterior lighting plan to distract or hinder the local neighborhood, but to make visible any intruder trying to divert product. Our design will comply with Santa Rosa's Outdoor Lighting Ordinance *Section 20-30.080 Outdoor Lighting* and *ORD 20-46.050(I)*. Our exterior lights will utilize latest energy efficiency technologies. The lights surrounding the dispensary will reduce glare, reduce light pollution and lights will not trespass onto adjacent properties.

We have built our dispensary exterior light plan to best serve our surveillance cameras. We will install sufficient and smart lighting on the perimeter of the building. We recognize that too many security systems rely on indiscriminate bright lighting that can actually hinder identification of possible intruders. Our security advisers have designed an outdoor lighting system that coincides with our camera system to create optimal surveillance recording. Our reduced glare-low light network of security

cameras are positioned strategically to blanket every inch of the dispensary. The exterior of the building will have more than ample perimeter lighting, extensive surveillance cameras, security entry procedures, and exterior signs alerting people that they are not permitted on the premises unless they are engaged in authorized activity. As mentioned in the ordinance, our lighting system will provide for security purposes in a manner sufficient to provide illumination and clear visibility to all outdoor areas of premises, including all points of ingress and egress.

LED Cobra Head Lights



We plan on installing LED Cobra Head Lights in all parking areas. These style lights are often used for street lighting because they're shaped in such a way that diffuses light to cover a wide area of ground. Our delivery gate will also include LED lights that will monitor the gate during all hours of the day. Our Cobra Head Lights will be maximum heights of 16 feet with compact housings emitting 120-277 watt lights. For safety and security, during business hours, all parking areas and heavy pedestrian areas will be equipped with Cobra Head Lights that will provide a minimum one-foot candle of light at ground level during the hours of darkness. We plan to install 1 exterior light for every 3 parking spaces. Our lights will be shielded or recessed to reduce light bleed to adjoining properties. Our Director of Construction will make sure light bulbs are not visible from off the site and check for glares and reflections within boundaries of our site. For an example of our exterior lighting locations, please see our 3D renderings in exhibit I. 3D Renderings of the Property.

All of our exterior lights will be faced downward and away from adjoining properties, to the south of our location on Petaluma Hill Rd and to the west on Barham Ave, and public rights-of-way, so that no on-site light fixture directly illuminates an area off the site. None of our exterior lights will permanently blink, flash or be of unusually high intensity or brightness.

Indoor Lighting

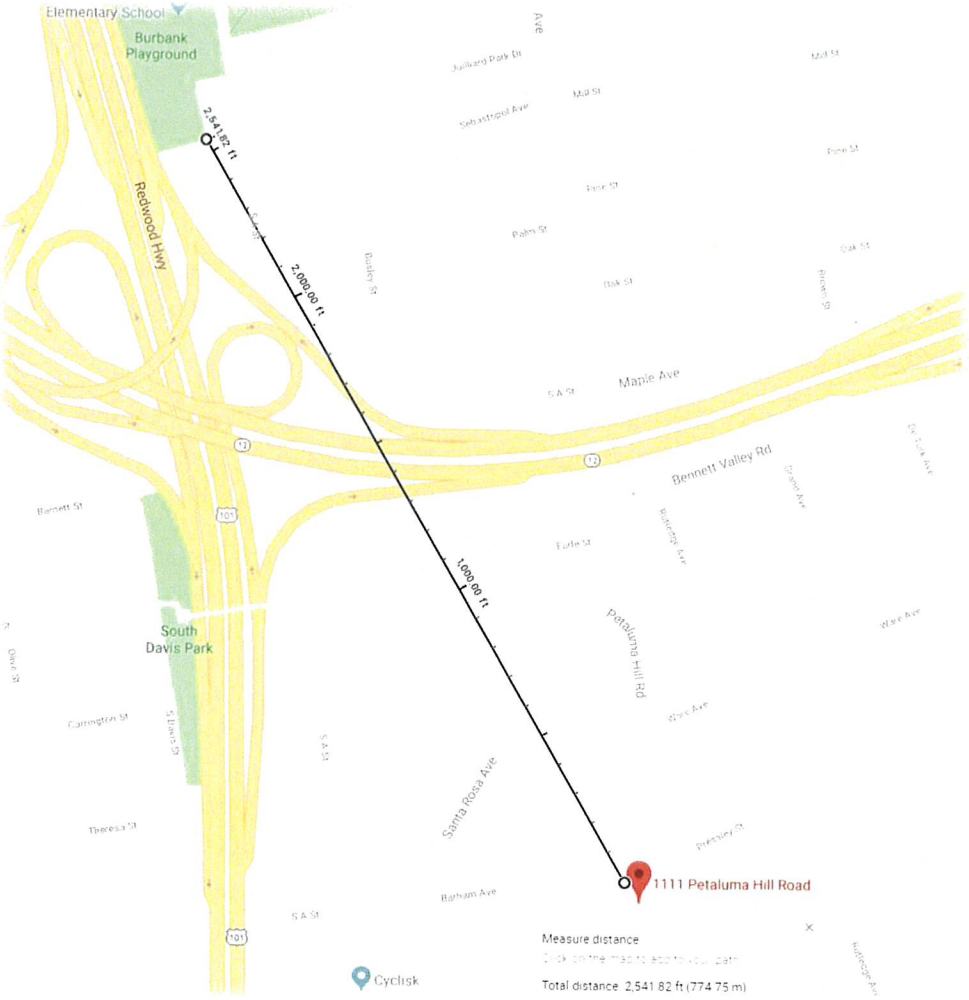
The interior of our facility will have an adequate lighting plan and will be designed to assist our surveillance system at all hours. Given the size of our facility we would like to be a leader in energy efficient retail. Our Director of Construction is looking to install solar panels on our roof or using Solatube lights that can light up the largest of spaces while being energy efficient. To protect light from being distracting to the exterior of our building, our lights will be fully shielded and we will install UV tinting film on all windows to confine light and glare only to our structure.

d. Zoning and Setback Requirements

Our dispensary location falls well within Santa Rosa's location requirements, which allow retail cannabis uses in the General Commercial zoning district. The project site is 2,541 feet from the nearest school, Luther Burbank Elementary School, more than 4 times the required set back of 600 feet. Our storefront entrance will be in a visible location that provides an unobstructed view from the public right

of way, off one of the main roads in Santa Rosa. Please see exhibit V. Neighborhood Context Maps for more details regarding our zoning, proof of setback requirements and radius map.

Setback from Nearest School



2. Odor Mitigation

We understand that cannabis odor could be a major concern for the residents of Santa Rosa. Justice Grown is prepared to take preventative measures to ensure that the dispensary does not disturb the environment or culture in the neighborhood. We will comply with Santa Rosa ordinance *ORD Chapter 20-46.050 (H)(1-3)*. This plan will outline the steps that will be taken to mitigate cannabis odors and establish a responsible plan of action if cannabis odors are detected outside our dispensary. Please find our engineer stamped odor mitigation plan in exhibit VII. Odor Mitigation Plan.

It is important to our management that our various community plans remain transparent so all community members understand the importance of mitigated cannabis odors. Thus, our mitigation plan and records will be made available to the public and documents can be requested at our dispensary.

We plan on presenting our findings and methods of prevention at regular community meetings. Communicating this plan to the neighbors and local community members is a key component to our neighborhood impact plan.

Establishing an Odor Observer Committee ("OOC") will be tasked at the first community meeting. Volunteers from the community will be asked to participate in the detection and relay of odor observations. The OOC will volunteer and designate one of the local business / home owners, within 600 feet of our building, to be the individual that files formal complaints or comments to our facility and to the council. Please see page 39 for an example of our Odor Detection Form.

Occasionally cannabis flowers will produce an odor, but under the new ordinance and state regulations all cannabis products we sell to clients will be pre-packaged at the cultivation / processing site and we will not package cannabis products on site. State regulations *CCR Code 5412. Packaging and Labeling* are explained below:

(a) A retailer shall not accept, possess, or sell cannabis goods that are not packaged as they will be sold at final sale, in compliance with this division.
(b) A retailer shall not package or label cannabis goods.

If products are pre-package and sealed during our possession, strong orders will be mitigated during bulk storage. To be on the safe side, Justice Grown will take extra measures to prevent undesirable odors by utilizing various bio-filtration systems to reduce the odor, air-sealed storage techniques and monitoring tools.

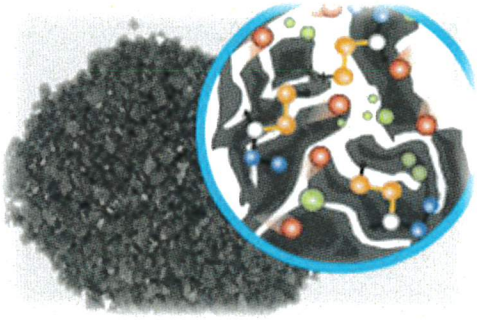
Prevention

Justice Grown is an experienced cannabis dispensary operator, having designed, built and operated cannabis dispensaries across many regulated markets. In all cases we have designed our facility and put procedures in place to prevent the smell of cannabis odors from escaping our premises. We will take the following steps to prevent and mitigate cannabis odors in our dispensary, therefore preventing odors in the public.

Controlled Storage: All cannabis products will be securely stored in our vault room. The vault room will be comprised of floor to ceiling, double layer cement powder, stone and metal shavings to resist penetration of walls and complete with steel framing. The vault room will be temperature controlled between 55%-65% degrees. All cannabis flower products will be vacuum sealed, per 25 counts, and placed on shelves for final inventory. We believe in vacuum sealing our inventory to prevent cannabis odors, meanwhile keeping the product fresh from oxidation and easier to keep track of large inventory batches.

Charcoal Air Filters and HVAC: We will design our facility with a new HVAC system. The system will include charcoal air filters and monitoring tools that will be utilized to clean and reduce smells as well as alert our employees when odor ratios increase beyond normal range.

A charcoal air purifier or charcoal filter, also commonly known as an activated carbon air filter, works by absorbing the gases and odors in the air. The charcoal pellets are activated carbon that has been treated with oxygen to open up millions of pores in between the carbon atoms. This works so well because the millions of tiny cells that are in the charcoal in addition to being very porous also attract and capture odors and gases. Charcoal filters help clean air of particles as to reduce airborne odors, all the while our HVAC will consist of a carbon filtration system to circulate and remove odors and toxic chemicals.



Per *ORD Chapter 20-46.050(H)(1)(2)*, we will ensure our odor mitigation system is in good working order with monthly inspections from our certified engineer. All controls will be monitored in such a way to know how efficient and effective our dispensary is mitigating odors.

We also plan to use ozone generators that will be utilized when necessary to measure Dilution to Threshold (D/T) ratios indicated by our D/T sensors.

Packaging: All cannabis products we purchase will be pre-packaged and sold in pre-packaged form per states rules and regulations *CCR Code 5412 (a)*. We will not sell "loose flower" in jars and all cannabis display containers will enclosed. For more details on packaging see section IV. SITE MANAGEMENT, d. Retail Area / Record of Sales.

Design: Our dispensary will have stationary windows, meaning they cannot be opened. All our doors will be sealed with proper weather stripping, keeping air circulating and filtered inside our facility. We will not have onsite usage of cannabis products, which we believe helps mitigate cannabis odors to our surrounding neighbors.

Monitor, Detection and Remediate: Method for Assessing Odor Impacts

We fully understand the importance of cannabis odor mitigation and will do our best to prevent the issue, but if odors were to be detected outside our facility we have a plan to monitor, detect and remediate.

Monitor: Each day the manager or supervisor on duty will assess the on-site and off-site odors for potential release of objectionable odors. While driving in the facility each day we will be able to physically monitor odors from outside the dispensary. The manager on duty will be responsible for assessing and documenting odor impacts daily. To enhance our odor detection, we will purchase the Nasal Ranger. The Nasal Ranger is a device, based on a scientific method, which can quantify odor strength in terms of Dilution to Threshold (D/T) ratios.

Detect: Studies have determined that a 7:1 D/T ratio was a detectable level of cannabis odor. Justice Grown will use a 6:1 D/T ratio for a measurable maximum threshold. The Nasal Ranger also has a subscription web-based application that provides electronic repository for all odor data.

For example the Odor Track'r™ permanently stores odor inspection data, such as date/time; location code numbers, descriptions, and GPS data; odor strength as D/T from the Nasal Ranger, butanol intensity or word scale intensity; odor character descriptors; and meteorological data (temperature, humidity, barometric pressure, wind direction, wind speed, precipitation and sky cover). If we decide to use the subscription web-based application, the City Council and the Bureau can visually track and monitor cannabis odor outside our facility.

Most likely and the most effective way to detect the smell of cannabis outside our facility will be: customers, clients, outside personnel, delivery drivers, the public and other neighboring businesses.

The closest neighboring businesses include; Cash and Carry, Cheap Smog Test, The Zoo, Appliance Parts Equipment, Asian Market, Sam's Donuts, Boost Mobile Premier Store, Carquest Auto Parts, Rosenbaum's Restaurant Equipment, Vaugh's Transmission, Demigods & Dames Tattoo & Piercing and The Garden Spout, all within a 600 feet radius.

Remediate: If highly questionable or objectionable off-site cannabis odors are detected by the public, the following protocols will take place:

1. Investigate the likely source of the odor.
2. Utilize on site management practices to resolve the odor event including monitoring tools to document D/T.
3. Take steps to reduce the odor-generating source.
4. Determine if the odor traveled off-site by surveying the perimeter and making observations of existing wind patterns.
5. Document the event for further operational review.

If employees are not able to take steps to reduce the odor-generating source, they are to immediately notify the Dispensary Manager, who will then notify the COO. All communication will be documented and our team will come up with a proper solution, if applicable.

Staff Training: All employees will be trained on how to detect, prevent and remediate odors outside our dispensary and the proper steps outlined.

Community Involvement

We believe the detection of cannabis odors from outside our dispensary will be a team effort with our neighbors. As experienced cannabis operators, many times we become "nose-blind" to the odor of cannabis. By forming the Odor Observer Committee ("OOC"), we will be able to record if our neighbors detect cannabis odors from outside our dispensary.

Proactive communication through the OOC is an excellent way to promote the emergence of communication between the employees of the dispensary and nearby businesses and residents. In the process of setting up the OOC, a group of volunteers from the community are trained to recognize and quantify odors and how to report odors in a consistent manner. The OOC provides an effective communication channel between members of the community and the dispensary employees.

This helps to convey the odor mitigation plans objectives and odor observations relevant for environmental monitoring and management operations. On a regular basis, members of the OOC are invited to review the results of their participatory monitoring and actions implemented by Justice Grown

The Odor Detection Form will be provided to undesirable odor observers. The form can be submitted by email or in person to the Dispensary Manager or Supervisor, at the office or by mail to our California headquarters located at 3541 Regional Parkway, Santa Rosa CA 95403.

EXAMPLE: Odor Detection Form

Name of Reporting Party _____

Phone Number ( ) -

Email Address

Date _____

Location of odor observation

_____

_____

_____

Date and Time of odor observation_____

Weather conditions (wind direction, speed)

_____

_____

_____

Date/Time in which company was notified

_____

Company personnel were notified via (circle one)

Phone Email Web Social Media In-Person

For Administrative Use Only

Response

_____

_____

3. Clear and Attractive Public Access

Justice Grown proposed dispensary will be located in a large 9,950± square foot building on the corner of Petaluma Hill Road and Barham Ave, in Santa Rosa, California. Our property is ideally situated for a cannabis retail dispensary in every important respect, including its: (i) proximity to the sizeable client population in Sonoma County; (ii) direct access to public transportation routes, as well as major expressway and roadways; (iii) ample parking, including dedicated handicap space(s); (iv) redeveloped building with beautiful and attractive entrance; and (v) ADA compliant doorways and countertops.

Parking

Our building has all the necessary attributes to serve clients in the greater Santa Rosa area. Because of the size of our property, we will have dedicated parking for clients and caregivers, as well as dedicated handicap space for clients driving to the facility.

Along with our automobile parking spaces we will have 2 bicycle racks that can store up to 6 bicycles per rack. We will encourage local clients visiting our dispensary to travel to and from using their bicycles. The city of Santa Rosa has dedicated bike lanes running north and south on Petaluma Hill Road making it easy for clients to use their bicycles to travel to our dispensary. We will offer a discount program to encourage clients to cycle to our dispensary. Please see section III. Neighborhood Compatibility, a. Traffic, Parking and Landscaping for detailed information on our parking plan.

Access to Public Transportation

For clients who do not drive, the property has a dedicated stop on a bus route that runs 7 days a week and makes frequent stops on the corner of Petaluma Hill Rd and Barham Ave. Our dispensary is less than 120 feet from the "Petaluma Hill at Barham Ave" bus stop #5, traveling northbound and southbound on Petaluma Hill Rd. According to the Santa Rosa City Bus website (www.srcity.org/CityBus), the #5 bus makes 28 stops from 6:19am to 7:49pm on weekdays, 14 stops from 6:34am to 7:34pm on Saturdays and 7 stops from 10:34am to 4:34pm on Sundays. This allows for seamless public transportation access to and from for clients without mobile transportation. For more details on our local bus schedule, please see exhibit VI. Santa Rosa Bus Schedule – Petaluma Hill Rd Route 5.

Encourage Cyclist

Our dispensary will encourage our members to eliminate their carbon footprint by riding their bicycles to our dispensary. As per Santa Rosa Ordinance Table 3-4 Automobile and Bicycle Parking Requirements by Land Use Type, medical cannabis facilities are required to have one bicycle space per 5,000 square feet of retail space. We will exceed this requirement by providing two bicycle racks, with easy access to our dispensary entrance.

The example here shows a rack which holds 6 bikes, and we plan to install two similar racks for a minimum of twelve bicycle spaces. In addition, we would like to provide our members who arrive on bikes a discount for putting our environment first. Our lobby will have bicycle locks available on loan if our members seek to borrow one during their visit.

Example Bike Racks



The example here shows a rack which holds 6 bikes, and we plan to install two similar racks for a minimum of twelve bicycle spaces. In addition, we would like to provide our members who arrive on bikes a discount of 10% for putting our environment first. Our lobby will have bicycle locks available on loan if our members seek to borrow one during their visit.

Handicap and ADA Accessibility

Our entire facility will be handicap accessible. We will have dedicated handicap parking spaces, a ramp for wheelchair access, and all door openings will be 32 inches at a minimum to comply with ADA standards. All bathrooms will be handicap accessible. We will comply with ADA standards by having a section of each countertop at check-in and at check-out at least 36 inches long and 36 inches from the floor.

III. NEIGHBORHOOD ENHANCEMENT

1. Property / Building Changes

Below please find the list of building improvements, with estimate dollar amounts, we will make to bring our dispensary up to par with our Company standards. Some of the building improvements include exterior work to beautify our location along with necessary rough-in items. Our construction plan will add value to the neighborhood instantly through cleaning up the parking lot, planting native drought resistant plants and resurfacing the exterior of the building. We have reviewed our proposed property, 1111 Petaluma Hill Road, with our construction team and we believe we can complete construction in a timely manner, without disturbing our neighbors and the community. All work will be done using proper building / construction permits and local licensed contractors. Please see exhibit I. 3D Renderings of the Property for full page 3D renderings of our interior and exterior. Before and after pictures of the building is below.

1111 Petaluma Hill Road

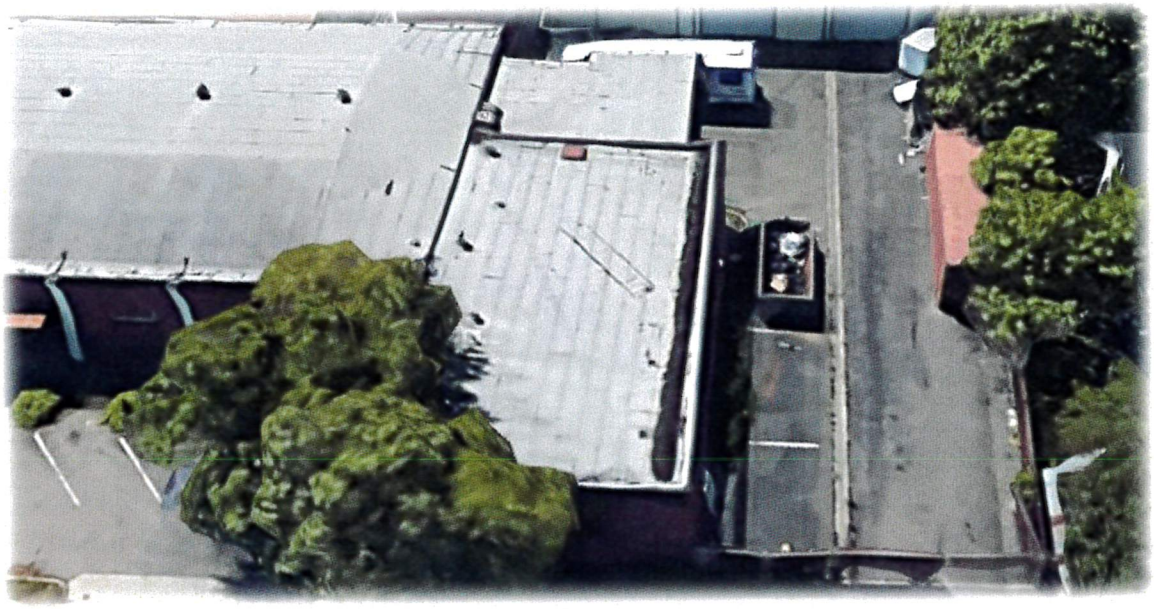
Repair Items	**$**
Repairs and Demolition	$65,000
Sismic Retrofit	50,000
Carpentry	40,000
Roofing	10,000
Electrical	71,000
HVAC	25,000
Plumbing	25,000
Exterior	45,000
Parking, Fences and Gates	10,000
Cabinets	15,000
Interior Paint	10,000
Glazing	4,000
Drywall	7,000
Ceiling	20,000
Insulation	10,000
Project Supervision (GC)	20,000
Clean up	3,000
Miscellaneous	10,000
Landscaping	10,000
Total	**$450,000**

Note: All repair items are estimates and not actual amounts.

1111 Petaluma Hill Road – Before (exterior)







1111 Petaluma Hill Road – After (exterior)







1111 Petaluma Hill Road – After (interior)

Waiting Area



Sales Floor



Site Description

A neighborhood is a group of complementary land uses. The boundaries of a neighborhood identify the physical area that influences the value of the subject property. These boundaries may coincide with observable changes in prevailing land use or occupant characteristics. Physical features such as the type of development, street patterns, terrain, vegetation and parcel size tend to identify neighborhoods. Major roadways, waterways and changing elevations can also create neighborhood boundaries.

The neighborhood boundaries can be generally defined as Highway 101 to the west, Sonoma Avenue to the north, Colgan Avenue to the south, and Hendley Street to the east. Land uses along the Petaluma Hill Road corridor, and between Petaluma Hill Road and Highway 101, are generally a mix of retail, service commercial, and light industrial. A small strip center is located directly to the north of the subject property across Barham Road, and a concrete block building located to the southeast of the subject across Petaluma Hill Road has been converted into a retail center as well. Many of the neighborhood uses are automotive oriented, inclusive of several motorcycle sales and service establishments, auto parts sales, transmission repair services, used car sales, and similar businesses. A concentration of service commercial uses, many occupying light industrial properties, is situated between Petaluma Hill Road and Highway 101. Multi- family and single family residential properties are located between Petaluma Hill Road and Hendley Street to the east.

In general, a fair number of commercial properties in the neighborhood exhibit significant deferred maintenance and physical depreciation. A quonset structure located directly to the south of the subject is in poor physical condition. A single-family residence abutting the west line of the subject property is badly deteriorated and appears abandoned; this is a misplaced improvement on a property that has not as of yet been redeveloped into a more productive use. Properties along the Petaluma Hill Road. corridor is in better physical condition for the most part. A retail auto parts outlet is located on the northeast corner of the intersection of Petaluma Hill Road and Barham Avenue, diagonally across from the subject property. A number of property improvements along the Petaluma Hill Road corridor are older structures of either of concrete block or metal fabrication that have been periodically remodeled and are in generally average to good physical condition.

Petaluma Hill Road is a major thoroughfare that intersects with Santa Rosa Avenue just to the north of the subject property, serving the downtown business district; to the south, it parallels Highway 101, serving predominantly developing residential areas along the corridor and providing additional access opportunities to Highway 101 as well as the neighboring community of Rohnert Park to the south. Highway 101 is a regional connector between Marin and San Francisco counties to the south and Mendocino County to the north, and serving major cities such as San Francisco, San Rafael, Novato, Petaluma, Rohnert Park, and Ukiah. Barham Avenue is a local street connecting Petaluma Hill Road with Santa Rosa Avenue to the west and the residential neighborhood to the east.

The immediately surrounding area can be described as comprised of aging properties in transition, with few vacancies and a corresponding demand for leasable retail and service, commercial floor space commensurate with both local and regional market demand for these services.

The site is serviced by all public utilities. The City of Santa Rosa provides both police and fire protection, water service and sewer service to the area. Pacific Gas & Electric and Pacific Bell provide natural gas, electricity and telephone services.

Physical Characteristics

The subject site consists of an "L"-shaped parcel with comer orientation and including 25,735 sq. ft. or .591 acres, based on Sonoma County Assessor's records. The site is level and at grade with both Petaluma Hill Road and Barham Avenue; on-site drainage is conveyed to an off-site storm drain system within the public roadway rights-of-way.

Street frontage improvements include curb, gutter, and sidewalk. The subject property identified by the Sonoma County Assessor as Parcel Number 038-111-028.

Special Hazards

Soils: A geotechnical investigation of the subject property was conducted by Bauer Associates in November of 2000 in connection with the construction of the metal warehouse building. The investigation reported that the site was underlain by alluvial fan deposits consisting of mainly fine sand, silt, and silty clay. No groundwater or groundwater seepage was encountered in the drilling of test borings. The investigation concluded that the soils were suitable for construction of the proposed metal warehouse structure with the appropriate foundation design recommendations.

Flood: The site is located in an area categorized by FEMA as Zone C, an area that is outside the 100-year flood area, as indicated on panel number is 060381-0010 B, dated August 3, 1981.

Seismic: The Bauer study as referenced above determined that the property was not located on an active fault, nor is it within an Alquist-Priolo Earthquake Fault Zone. The nearest faults considered seismically active are the Healdsburg and San Andres, located approximately one mile northeast and 19 miles southwest respectively. The Bay Area in general is the site of numerous active faults. This condition is shared by all properties in the area.

Zoning

The subject property is zoned CG (General Commercial) District. The CG zoning district is applied to areas appropriate for a range of retail and service land uses that primarily serve residents and businesses throughout the City, including shops, personal and business services, and restaurants. Residential uses may also be accommodated as part of mixed use projects, and independent residential developments.

2. Project Integration
    a. Traffic, Parking and Landscaping

Justice Grown proposed dispensary will be located in a large 9,950± square foot building on the corner of Petaluma Hill Road and Barham Ave, in Santa Rosa, California. Our property is ideally situated for a cannabis retail dispensary in every important respect, including its: (i) proximity to the sizeable client population in Sonoma County; (ii) direct access to public transportation routes, as well as major

expressway and roadways; (iii) ample parking, including dedicated handicap spaces; and (iv) redeveloped building with beautiful and attractive entrance.

Parking

Revised

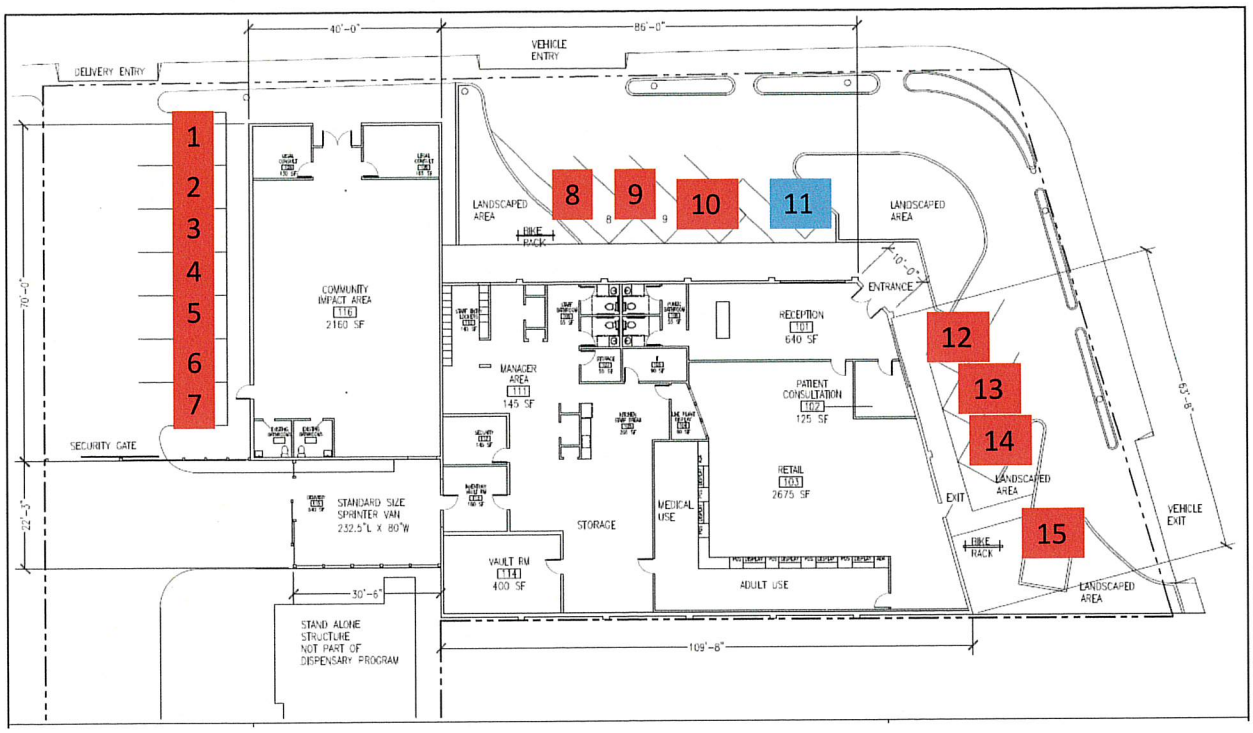
Our building has all the necessary attributes to serve clients in the greater Santa Rosa area. Because of the size of our property, we will have dedicated parking for clients and caregivers, as well as dedicated handicap space for clients driving to the facility. Our property will have more than 8 dedicated parking spaces near the main entrance, 7 overflow parking spaces toward the rear of the property and multiple street parking on Petaluma Hill Rd and Barham Ave. We have dedicated handicapped space(s) located near the entrance. The property is only 0.7 miles from the nearest exit to US Route 101, allowing for easy access to those driving. According to Santa Rosa Ordinance Table 3-4 Automobile and Bicycle Parking Requirements by Land Use Type, for every 250 square feet of retail trade space we must have 1 parking space. Our public retail trade space does not exceed 3,750 square feet meaning we need at least 15 parking spaces to meet *Santa Rosa Ordinance No. ORD-2017-025 Cannabis – retail dispensary*. We believe our location meets this requirement as we will have 15 spaces dedicated to our retail space. If our space does not meet the parking standards we believe the non-conforming parking situation can be resolved through *Santa Rosa Ordinance 20-36.40.C.2.*

Per Section 20-36.40.C.2, when a building's use changes to a new use without enlarging the space in which the use is located, there shall be no additional parking required for the new use, except that the new use shall comply with current ADA standards for parking, provided that any deficiency in parking is no more than 10 spaces, or a 25 percent overall reduction from standard parking requirements, whichever is greater. The dispensary use would provide a new accessible parking space and seven new spaces at the rear of the property, which is an increase in the amount of parking historically provided on the property for the pre-existing retail uses.

Many of the other competing applications will not meet the parking requirements as stated in the Santa Rosa Ordinance and will most likely have to demolish their property to comply with parking regulations.

Please see exhibit VIII. Competing Applicant Cannabis Locations for birds eye view of parking spaces available at our property versus parking spaces available for competing applicants.

Parking Spaces Available on Site

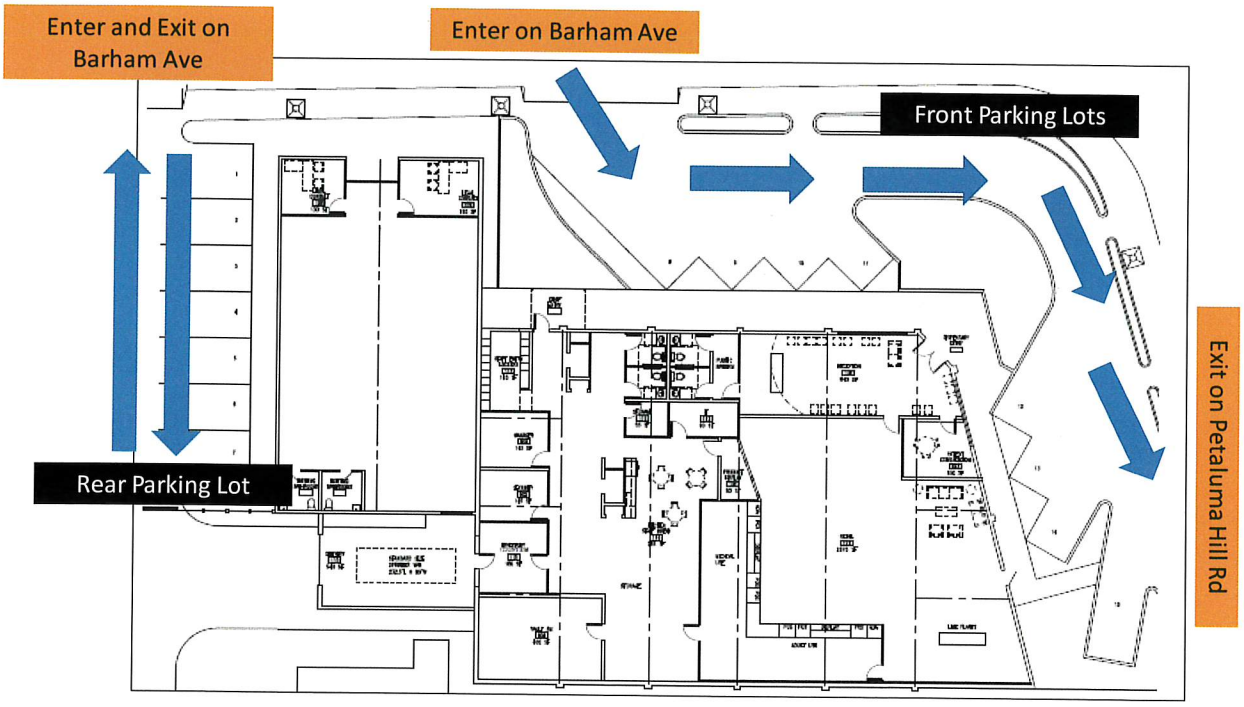


Traffic Flow

The high-traffic streets in this area include Petaluma Hill Road and Santa Rosa Avenues, they carry the majority of vehicles north and southbound. Justice Grown is conveniently located on the south west corner of Barham Avenue and Petaluma Hill Roads. The entrance to the parking lot is on Barham, the intersection does not have any turning restrictions, which means traffic from any direction can turn onto Barham Avenue to access our entrance. For customers that may be coming to visit our facility from Santa Rosa Avenue, we anticipate very little residential impact since Barham Avenue, which connects Petaluma Hill Road to Santa Rosa Avenue only has one residential parcel, surrounded by commercial and industrial activities. We anticipate that traffic coming from residential blocks, will likely be residents of these areas coming to visit our facility.

Our main parking lot is designed to be a one-way direction, customers enter on Barham, and exit southbound on Petaluma Hill Road. This keeps the flow of traffic entering the north side of the building and exiting on the east side of the building. The main parking lot has over 8 parking spaces and 7 more in the rear of the building, more than enough to keep traffic flowing and not cause any neighborhood issues. The dispensary will not utilize "vegas" style lights and large cannabis leaf signs, ensuring that it will not disturb local traffic. We hired W-Trans to conduct a thorough traffic study on our property. Please see exhibit XII. Traffic Study Email that shows proof of our eager imitative to comply with the general plan and analyze traffic corridors.

Dispensary Traffic Flow



Landscape

We will beautify our location with exterior finishes and proper landscaping around our property. We plan to clean up the parking lot, re-paint parking lines, remove shrubs and plant native plants that will be draught resistant. Please see exhibit I. 3D Renderings of the Property renderings of our exterior.

Encourage Cyclist

Our dispensary will encourage our members to eliminate their carbon footprint by riding their bicycles to our dispensary. As per Santa Rosa Ordinance Table 3-4 Automobile and Bicycle Parking Requirements by Land Use Type, medical cannabis facilities are required to have one bicycle space per 5,000 square feet of retail space. We will exceed this requirement by providing two bicycle racks, with easy access to our dispensary entrance.

The example here shows a rack which holds 6 bikes, and we plan to install two similar racks for a minimum of twelve bicycle spaces. In addition, we would like to provide our members who arrive on bikes a discount for putting our environment first. Our lobby will have bicycle locks available on loan if our members seek to borrow one during their visit.

Example Bike Racks



3. "Green" Business Practices

Justice Grown is founded on the principles of social justice, community activism, and environmental sustainability. We recognize that one cannot be divorced from the other, and the way we treat our environment has real-life effects in our communities, often on those who are most vulnerable.

Passive Solar

Our efforts to minimize environmental impact begin with our in-house Director of Construction, who is well versed in international green building standards. Under his guidance, we will rely upon sustainable construction materials such as recycled wood, bamboo, cork, and glass, sourcing materials in Sonoma County or wherever possible. We plan to employ passive solar heating, which will require the south side of the building to have an unobstructed "view" of the sun. Passive solar design allows us to reduce heating and cooling loads by taking advantage of the site, climate, and materials to minimize energy use. We will explore the possibility of supplementing our electric with solar panels to cover our lighting and low-voltage needs. The building will utilize control strategies such as roof overhangs and low-emissivity (low-e) blinds to shade south and west windows in the summer and operable vents and dampers to restrict or allow heat flow. We will insulate with high "r" value, bio-based foam insulation to further reduce thermal loss.

Geo-Thermal Heating

In addition to passive solar heat, a geo-thermal heating and cooling system can be installed to harness the thermal differential from the earth and take advantage of the constant ground temperature instead of the fluctuating outside air temperature. This will allow us to heat, cool, and supply hot water to the building more efficiently. To increase the cooling potential of the air conditioning system, we will

use air circulators during the warm summer months (outside of the separate storage area climate controls).

Lower Energy Consumption

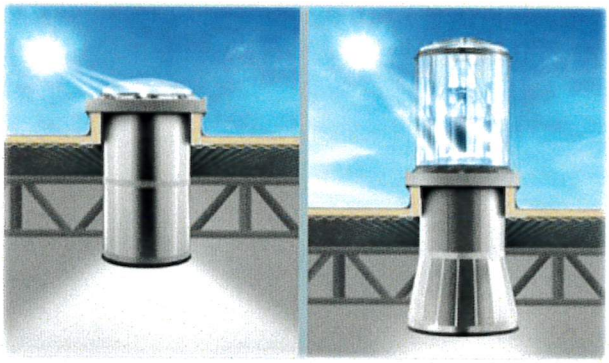
Our Director of Construction will select low-e windows with low U-factors and low air leakage ratings to control heat transfer. Low-e windows have been proven to reduce energy costs by as much as 30%-50%. He will also consider the SHGC (solar heat gain coefficient) for each window based on climate, orientation, and shading to better control the amount of solar radiation admitted to the building.

Natural lighting will also be provided by Solatube "SkyVault" tubular daylighting devices (TDDs). Solatube SkyVault Series is a line of modular, high output tubular daylighting devices that deliver massive amounts of daylight to large volume spaces with high, open ceilings.

TDDs are useful to bring daylight into interior spaces without sacrificing security as compared to traditional skylights. Additional lighting will be provided by LED lights or CFLs. All lights in less-used areas, such as bathrooms, will be on timers.

We will rely on Energy Star ratings for equipment and fixtures to find the most efficient items. This includes installing water-efficient plumbing and appliances, such as low-flow toilets, and smaller things such as using smartphones or tablets to make payments instead of electricity-draining countertop point-of-sale systems. All equipment unnecessary to security and product storage will be turned off in the evenings. Where appropriate, we will seek used or salvaged fixtures, such as shelving, countertops, and tables. Repurposed furniture cuts out manufacturing and shipping and will also lend the space a more comfortable feel. We truly wish our customers to feel welcome and relaxed when they enter our dispensary and open to staying and asking questions. We want the client experience to be empowering.

Solatube - SkyVault



Two of our neighboring businesses are sell appliances, M&A Appliance Center at 1015 Petaluma Hill Road, and Appliance Parts & Equipment, 1145 Petaluma Hill Road. Whenever possible we will support local businesses by making our purchases within the community. Energy star efficiency is essential to any appliance purchase, and we look forward to supporting members of Go Local.

Staying "Green"

We also keep a critical eye on our day-to-day environmental impact. We will minimize paper usage and employ recycled and recyclable products for our client education materials and packaging to the greatest extent consistent with California labeling and recordkeeping requirements. Digital communication is preferred for employee updates and scheduling. We also will use only non-toxic,

biodegradable cleaning supplies in the dispensary. The interior of the dispensary will feel green and full of life, with plenty of super-efficient air-purifying plants such as snake plants and ficus.

We will also show a preference for locally grown and processed products in order to reduce shipping waste. We will work with local suppliers to identify products grown and processed using green practices and renewable resources, including mixed light and soil based, as well as simple, less-wasteful packaging.

The dispensary will be diligent about recycling and will ensure that employees are knowledgeable about local requirements. Food waste (such as fruit peels and coffee grounds) from the break room will be stored properly as compost and used on the premises or donated to a local community garden. The break room will be outfitted with permanent dish ware to eliminate disposable plates and utensils. All employees will be fully educated about our green initiatives and encouraged to suggest further improvements.

To have a positive lasting impact on our community, we need to stay in the conversation about green choices. We will state our mission clearly and often in the dispensary. Our employees will be empowered to enthusiastically educate customers and the community about what strategies we've adopted to build, light, control temperature within, and provide water to our space. This attitude extends to our social media presence, and we will encourage sustainability among followers. Social media will allow us to support, seek out, and collaborate with local environmental groups. These groups can be featured on our community website bulletin board, and their events posted on our calendar of local goings-on. We will encourage our staff to take part in environmental restoration activities like park clean-ups and fundraising by featuring participants on our community bulletin board and discussing these events during staff meetings.

We will encourage employee and customer carpooling by giving discounts or rewards and priority parking spots to those who carpooled to the dispensary. We will also encourage carpooling to community activist events, especially environmental ones, perhaps using the bulletin board as a sign-up sheet for such events. For those able, we will also encourage bicycling to the dispensary by creating similar rewards programs and by creating a safe place to lock up bikes in all weather. Information about ideal bicycle routes, bike safety and laws, and local bike groups and activists will be provided near the community board.

Cannabis is typically sold to clients in small plastic vials or bottles and to eliminate client accumulation of plastic vials or bottles, and we will implement a "Plastic Return Program" where clients can receive up to 1% discount on their purchase for every plastic bottle returned with our Company sticker on the package. Each bottle is worth 1% and clients will be allowed up to 5% discount per purchase.

We are excited to take on the challenge of creating the most environmentally exemplary dispensary possible. With the above "Green" initiatives we think this will benefit the community by lowering energy usage, showing the community we care about Santa Rosa and being great examples to our clients. Green commerce may be the way of the future, but we believe it is also the right thing to do.

With every new building constructed, we set the foundation of a future we will pass along to the next generation- and we desire a future that is safer and more sustainable for everyone.

4. Community Benefits
    a. Employment Opportunities

Hiring locally and hiring a diverse team are core principles of Justice Grown. As part of the Justice Grown family of companies, Santa Rosa dispensary will be a highly diverse organization, with females and minorities represented at every level of the company, including ownership. We do not consider ourselves "opportunist" or "outsiders" that are trying to take advantage of the so called "Green Rush". We have been operating cultivation sites in Sonoma County and Northern California for over 2 years and will continue to be good members of the Santa Rosa community. Our leadership team has resided in Northern California for a combined 50+ years and all began their professional careers in cannabis in Sonoma County. Justice Grown feels as though we have roots in Santa Rosa and would like to operate a dispensary where most of our products will be locally grown and locally sold all while hiring local employees.

Below are the following key positions in our dispensary along with positions that will be open for hire.

Key Employee's

Chief Executive Officer–California: Chris Hayes – Mr. Hayes, is the ultimate authority for all day-to-day decision-making for our dispensary operations, he is responsible for ensuring that we are following our our stated policies and procedures in our Standard Operating Procedures. Externally, he is responsible for developing business relationships for the dispensary with cultivation and processing vendors and increasing sales. Together with the COO-CA and Dispensary Manager, the CEO-CA develops realistic product acquisition and sales goals and refines the company's operations as necessary to achieve those goals. The CEO-CA is also responsible for, together with the COO-CA, approving all operating policies and procedures as well as all training programs for employees, and updating these quarterly. This position reports to the Board of Directors.

Chief Operating Officer–California: Shivawn Brady – The Chief Operating Officer serves as our operations expert. The position is responsible for the operation and business aspects of our dispensary operations. In consultation with the cognizant area heads and the Dispensary Manager, the COO determines the strains and types of products we will obtain from growers/processors to sell and the prices we will charge. Together with the Dispensary Manager, the COO-CA develops all standard operating procedures. Ms. Brady works collaboratively with the CEO-CA to ensure that sales and product targets are being met and to solve more challenging financial operating problems. The COO reports to the CEO.

Dispensary Manager: Barry Wood – Mr. Wood will run the dispensary on a day-to day basis sharing responsibility to fulfill dispensary oversight requirements during business hours. Mr. Wood will have oversight of the Client Care Specialist, including by consulting with clients and determining the

products and modes of ingestion likely to be most palliative for the client. Mr. Wood will help train and develop all CCS training materials. This role reports to the COO and CEO.

Support Employee's

Controller: This position is responsible for the day-to-day accounting/book-keeping functions of the organization in Santa Rosa. The Controller reports to the CEO.

Dispensary Supervisor: Working with the Dispensary Manager, this position will assist the DM and help run the dispensary on a day-to day basis sharing responsibility to fulfill dispensary oversight requirements during business hours. The Dispensary Supervisor will supervise the Client Care Advocates and work alongside them, including by consulting with clients/caregivers and determining the products and modes of ingestion likely to be most palliative for the client. This role reports to the Dispensary Manager.

Client Care Specialist ("CCS"): Client Care Specialist work with clients in the dispensary on a one-on-one basis. Along with our DM and DS, they will handle intakes and use their comprehensive knowledge of cannabis strains, methods of ingestion and any education on cannabis to assist clients in understanding the best course of treatment clients. CCS's will be trained on their cannabis knowledge, marketing and brand awareness and interpersonal skills in how to deal with clients. CCS's will be stationed in our retail sales floor and in our reception area. Client Care Specialist report to the Dispensary Supervisor.

Security Manager: He/she will train and educate staff on all aspects of security and will be responsible for reporting violations or potential violations to the Bureau and Santa Rosa law enforcement agencies. The Security Manager will also oversee our product transportation program and supervise compliance by our transportation contractor. He/she reports to the CEO–CA and COO-CA.

Security Officers: Security Officers carry out the policies, procedures, and protocols of our stringent security plans in accordance with all applicable laws, rules, and regulations. They are responsible for, among other things: screening visitors, guests and employees at the entrance; handling perimeter security, site surveillance, access control and product movement compliance. They report to the Security Manager.

Director of Cannabis Education and Training: Sarah Shrader – In addition to her responsibilities as a member of our Santa Rosa Board of Advisors, Ms. Shrader will work with the Dispensary Manager to educate staff on the different cannabis strains, methods of ingestion and use, and effectiveness and recommendations for specific uses. She will also provide information on the proper and safe use of and storage of cannabis. She will work with cultivation and processing vendors to source the best products to meet the needs of our dispensary's client population. Along with training our staff, Ms. Shrader will reach out and help educate the citizens of Santa Rosa on local cannabis rules and laws. The Director reports to the COO and Dispensary Manager.

Director of Community Outreach: He/she will be responsible for developing relationships with the community, including to provide educational information regarding cannabis. He/she will conduct

free seminars for clients, family, healthcare professionals and the general public on subjects such as: understanding cannabis; the laws and regulations governing Santa Rosa and California's cannabis program; helping clients understand the cannabis application process as well as processing of the application. He/she will also help lead social events the dispensary sponsors in our Community Resource Area, including cooking classes, fitness classes, family intervention groups and cannabis expungement assistance. The Director of Community Outreach reports to the COO–CA.

Director of Technology and Facility Maintenance: The Director devises the strategic design, acquisition, management, and implementation of our technology infrastructure including, without limitation, the company's Electronic Tracking System ("ETS") software, the State Track and Trace System ("TTS" or METRC), security systems, and can interface with the Bureau's stem. The Director reports to the COO–CA.

Our dispensary will be one of the premier locations in the state of California and when fully operational we plan to inject 15-25 good paying jobs into the community. Positions will vary from entry level client care specialist to supervisor / manager level positions. All employees will be offered healthcare packages with benefits and an opportunity to invest in our Justice Grown 401k plan. We believe in hiring local and using local resources to accomplish our goal of being the best dispensary in California. Entry level positions will range from $35,000 to $60,000 per year and managerial positions ranging from $65,000 to $85,000 per year, with potential for end of year performance bonuses. We plan to inject more than $1 million of new salaries into the Santa Rosa community.

Dispensary	Salary Ranges			Number of	Total
Job Group / Role	Low		High	Employees	Salaries
Management	$65,000	-	$85,000	3	$225,000
Patient Care Advocates	$35,000	-	$60,000	10	$475,000
Security	$40,000	-	$50,000	3	$135,000
Finance	$50,000	-	$70,000	1	$60,000
Office	$30,000	-	$40,000	3	$105,000
Education / Community Dev.	$40,000	-	$65,000	2	$105,000
Total				**22**	**$1,105,000**

Note: Total salaries based on low and high salary ranges.

Employee Utilization Hiring Plan

Justice Grown employs one of the most diverse workforces in the cannabis industry. Since our founding by two civil rights attorneys, we have been dedicated to inclusion for all people. We are proud that so many people from minority backgrounds and women hold leadership positions in our company and have the opportunity to co-invest and participate in the company's success. We firmly believe that diversity makes companies stronger.

Justice Grown – Santa Rosa has adopted the current local percentage of minority, women, veteran and disabled in the civilian labor force as its hiring benchmark for these protected groups. We will update our hiring benchmark as new data is published and updated via the United States Census

and Sonoma County website. Our team has collected useful data and conducted analyses to identify areas of opportunities in the recruitment of minority, women, veterans and individuals with disabilities. We will continue to monitor and update these analyses periodically during each year. Goals and/or benchmarks are targets that we believe are reasonably attainable by applying good faith efforts, and are not requirements that we hire, promote, train, and / or retain a specified number of employees from protected groups.

	Placement Goals	Santa Rosa Availability (1)	Location
Women	55%	52%	Santa Rosa
Minority	50%	43%	Santa Rosa
Veterans	10%	5%	Santa Rosa
Individuals w/ Disabilities	5%	8%	Santa Rosa

(1) We used local census and demographic statistics to calculate available population that qualifies in each protected group.

In accordance with our AAP SOP's, a utilization analysis of the employment of women, minorities, veteran and individuals with disabilities by job group is conducted. The utilization analysis requires estimating the number of qualified minorities, women, veterans and individuals with disabilities available for employment in each job group, expressed as the percentage of all qualified person available for employment in the job group.

Justice Grown recognizes two factors much be considered in determining availability of women, ethnic minorities, veterans and individuals with disabilities for each job group: (i) the percent of the targeted group with requisite skills in the reasonable recruitment area; and (ii) the percentage of the targeted group among those promotable, transferable and trainable within our organization.

The below charts represent Justice Grown's expected employee utilization based on our placement goals. For each diverse group, we believe we approach or exceed national population averages and in Santa Rosa we plan on exceeding the local demographics.

Expected Employee Utilization in Santa Rosa

Dispensary	Number of	Women		Men		Minority		Veteran		Individuals w/ Disabilities	
Job Group / Role	Employees	#	%	#	%	#	%	#	%	#	%
Management	3										
Patient Care Advocates	10										
Security	3										
Finance	1										
Office	3										
Education / Community Dev.	2										
Total	**22**	**12**	**55%**	**10**	**45%**	**11**	**50%**	**2**	**10%**	**1**	**5%**

Note: Chart represents *Justice Grown's* expected employee utilization for Santa Rosa operations. All figures are rounded to nearest whole number.

Justice Grown will collect and revise annually data indicating the number and percentages of employees in each department by designated job group from various minority groups.

b. Community Programs and Contributions

Giving Back to Our Community

Justice Grown recognizes how important it is for businesses to support their immediate communities, client members, as well as non-profits. We are committed to giving back in a variety of ways, including supporting three Santa Rosa based non-profits who's work benefits disabled clients, single mothers, and abandoned dogs. Once we open our doors, we will implement the compassion program for medical cannabis clients who cannot afford cannabis, as well as a neighborhood grants program to encourage residential neighborhood improvements. We will continue to expand these programs annually, as our business grows, increased donations will be part of our financial predictions.

Our Company seeks to empower its clients through education and by facilitating access to support networks to better treat the mental and emotional trauma of dealing with illness. Being sick, or dealing with chronic physical, emotional, or mental pain can be an extremely isolating experience. Thorough, holistic care and explicit concern for the individual will make our dispensary a place where clients can feel comfortable asking questions and seeking help. Our dispensary is designed to improve the lives of our community members, as such we will use our community resource area to host community events mentioned in this section. The Community Resource Area ("CRA") allows us to serve as a host without compromising our other responsibilities as a dispensary.

The Community Resource Area is located on the northwestern annex of our building. The space is over 2,000 square feet and large enough to host events explained in this section. Not only will the space be large, but it will have its own separate entrance, away from the dispensary, and will include 2 offices where we will provide pro-bono legal assistance focused on expungement of misdemeanor cannabis offenses. Our Community Resource Area will have the same level of surveillance as our dispensary and anyone entering must be 21 years of age, unless we receive special allowance from city agents of Santa Rosa. We anticipate this space to be used to uplift the community and serve as a positive addition to our dispensary.

Client Resource Center

Our employees will have extensive knowledge about all products offered in the dispensary, so they can educate clients and caregivers. Employees will be able to educate clients on strains dependent upon the client's individual needs. For example, where one client may require a strain suited to reducing migraines and increasing appetite, another client may require a strain proven to reduce seizure occurrence. In addition, employees will be well-versed in the methods of administration a client may prefer based on factors including age, lifestyle, and his/her medicinal needs.

Some clients may find they prefer to make or buy edibles, others may find that a vaporizer best suits their needs, and a caregiver or parent may require a tincture or oil to easily administer to their client or child. Employees will be able to provide recommendations in a collaborative effort, treating

clients with dignity and with sensitivity to their particular experience. Employees will also be well-versed and up-to-date on the laws surrounding medical cannabis usage. They will be able to educate clients on topics such as registration, its expiration, state-to-state reciprocity agreements, and how much cannabis a client can possess.

Qualifying Condition Support Groups

Our Company will also offer counseling services and help facilitate access to support groups for particular diseases or conditions. For example, Alzheimer's can feel stifling and scary to suffer, and a support group could help reduce stress and its negative effects. Loved ones of people with Alzheimer's may feel frustrated or overwhelmed, and subsequently ashamed of those feelings. A support group could provide a safe space to confront those feelings and thereby unburden themselves. A network for cancer survivors and those currently fighting cancer could become a place to grieve, share victories, and to trade information about things like diet and medication, and those less definable things like coping with the loss of physical vitality and feeling uncertain about the future. Support groups can also benefit parents caring for children with chronic diseases or disorders, giving them a place to state out loud their fears and hopes for their children's futures. These groups will encourage a flow of information and empowerment, better preparing participants to deal with whatever comes at them.

Addiction Support

We will also seek to educate clients on responsible cannabis use and addiction. We will facilitate counseling services through Sonoma Recovery Services, Redwood Empire Addictions Programs (REAP) and the Women's Recovery Services and will provide their informational pamphlets within the dispensary. We will also provide information from and collaborate with organizations like Verity of Santa Rosa, Community Support Network, Americans for Safe Access, the Child Parent Institute, ARTS, Community Action Partnership of Sonoma and the Buckelew Programs all of which have seen the devastating effects that opioid addiction brings. Some people seeking pain relief through medical cannabis may have experience with opioid addiction and will need help with recovery.

Health & Wellness

We will also offer workshops covering various topics in healthy living. Preparation of healthy, home-cooked meals is often made difficult by time restrictions and access to healthy foods. This is further compounded when a sick person or caregiver has to work to support themselves or a dependent. Cooking workshops would help demystify some of the intimidating aspects of healthy food preparation by teaching simple recipes, showing how to easily prepare certain vegetables and grains, and teaching time-saving techniques such as meal-prepping larger quantities of storable food once a week. Workshops will also address the importance of staying physically and mentally fit. We will synergize with local physical trainers, yoga teachers, and meditation specialists to create workshop classes intended for those with specific ailments. We look forward to working with gyms and studios to establish free or discounted memberships and classes for our clients. Our community liaison will publish a monthly calendar featuring the classes, workshops and events taking place in the CIA room and distribute through our monthly newsletter.

We also will engage in fundraising for veteran's organizations by encouraging our suppliers (cultivators, processors and other companies) to match our donations to the Disabled American Veterans on a dollar for dollar basis. We participate in similar programs in other locations where we operate and have found that vendors are extremely willing to help as it builds good business relationships with dispensaries and reflects well on their companies too.

Pro-Bono Legal Representation

Although cannabis remains illegal at the federal level, the Veterans Administration has finally started to acknowledge its potential health benefits for many of the conditions that veterans face. For example, it encourages veterans to discuss its use with VA providers. Unfortunately, the VA does not allow its providers to make recommendations under any state's programs. That strikes us a policy given that many veterans suffer from conditions for which medical cannabis would be a superior treatment to the other drugs the providers can prescribe. Doctors are forbidden to practice the best medicine they can for their clients and veterans are forced to bear out of pocket costs that should be covered. We are interested in assisting veterans to challenge these laws. Because of our affiliation with a major civil rights law firm, we are in a position to take on litigation that would be prohibitive for most others. We will offer interested veterans counsel and assistance in challenging the VA's policies and may partner with advocacy organizations like Veterans for Medical Cannabis Access.

Hunger and Housing Issues

We are keenly aware that hunger and homelessness are a problem in every community we serve. We want to support organizations like Feeding America, F.I.S.H., and the Redwood Empire Food Bank that provide traditional help and take creative approaches to solving food insecurity as well as local pantries and shelters. In addition to sick and holiday leave, we will give our employees 40 hours of paid time off to volunteer for such organizations and will also offer matching for employee donations.

Compassion Programs

Since the passage of California's medical cannabis law in 1996, many dispensaries have created programs for medical cannabis clients who cannot afford the medicine they medically need. Our dispensary intends to implement a compassion program for our qualified medical cannabis clients, who have a doctor's recommendation, government issued id, and state medical marijuana identification, who seek free medicine. We will screen our clients to determine financial qualification and provide a regular regiment of cannabis that suits their symptoms, or chief medical complaints. Taxes will be paid to the distributor. Compassion products will be logged through the member's profile and will be deducted from their daily purchase amounts.

Neighborhood Improvement Grants, for local Residents

It is clear that the residents of this area, pride themselves in caring for their community. Many of the residents have put a lot of energy into their gardens, and decorated fence lines with murals. Our dispensary plans to support these efforts by offering a limited number of small grants to local residents in the amount of $200, for garden, or art supplies to encourage these projects. We anticipate that we

can increase the number of grants we approve annually, and allow for neighbors to re-apply each year, to continue to beautify the neighborhood. Group or community projects, such as neighborhood clean-ups, can apply for up to $500 annually.

Below please find local organizations we will target for our community and contribution program.

Canine Companions for Independence: *Founded in 1975, Canine Companions for Independence® is a non-profit organization that enhances the lives of people with disabilities by providing highly trained assistance dogs and ongoing support to ensure quality partnerships.*

The assistance dogs we breed, raise and train aren't just the ears, hands and legs of their human partners. They're also goodwill ambassadors and often, their best friends. They open up new opportunities and new possibilities, and spread incredible joy. We unite people with dogs in a powerful program that leads to greater independence and confidence. The Northwest Regional training center is based in Santa Rosa, at 2965 Dutton Avenue.

Sal's Auto: *We're a non-profit organization that exists to keep single mothers moving forward. We work to empower the working, low-income single mother and women whose partners are deployed elsewhere through the armed forces. We do this by providing free to low-cost automotive repair and maintenance. We also provide assistance with small in-home repair projects. A car is more than a machine. It's freedom. When you give $5 a month to Serve a Little, we help a single mother fix her car. It's a simple solution to a complex problem. This doesn't just put her back on the road to work; it puts her back on the road to life. She can get her children to school. She can get to work on time. She can bring back family fun. This doesn't just help her family survive. It helps them thrive.* They are located two blocks north of our Dispensary's location at 910 Santa Rosa Avenue.

Compassion Without Borders: *Compassion Without Borders was founded in 2001 by Christi and Moncho Camblor with the vision to provide a brighter future to animals in need on both sides of the border. CWOB works a multifaceted approach to reach animals in need via our four programs; Mexico Dog Rescue, US Dog Rescue, Veterinary Wellness Clinics & Spay/Neuter Services. We also actively participate with other rescue groups in the US and Mexico to provide outreach for humane rescue education & training via seminars.* Compassion without Borders is based at 1130 Butler Avenue in Santa Rosa.

Community Services Bulletin Board

Our dispensary lobby will host a community bulletin board to announce community events, services and post coupons for nearby businesses. This message board can include cannabis and non-cannabis events and services to encourage our members to participate in community events and hire locally.

Supporting Local Restaurants

Our dispensary intends to host a monthly meal for our members, staff, and neighboring community. This meal will be provided by a neighborhood restaurant which hold a health permit from

Sonoma County Department of Health Services. We see this as an opportunity to get to know our clients, and neighbors in a more personalized, intimate setting. We anticipate ordering food from some of the following nearby restaurants:

- Noodle Palace
- Asian Market
- Tamales Mana
- Sam's Donuts

Lobby, Mini-Museum with Photos & Artifacts on Sonoma's History of Agriculture

We recognize that Sonoma County has played a significant part in history when it comes to agriculture. Luther Burbank's home, where many of his cultivation experiments took place, is less than a mile from our dispensary location. Part of our educational plan and interior design is to share this history of Sonoma's botanicals, agriculture and cannabis through photos and artifacts displayed in our lobby.

Activist Resource Area

Justice Grown supports our member's participation in shaping cannabis policy at the local, state and federal level. Our dispensary plans to have an Activist Resource Area, which will have postings on recent changes to laws, dates and times of local hearings, proposed state bills, links to cannabis organizations, and information about petitions. We will also have an easy look up for our members to see who their local, state, and federal representatives are, we will have paper, envelopes and stamps available for our clients to share their thoughts on cannabis policy. The more active our members are in shaping these future regulations, the less they will be negatively impacted by these changes in the future.

IV. SITE MANAGEMENT

1. Cannabis Experience

Who We Are

In formulating our history as a licensed cannabis business, our Company was able to draw upon our considerable experience in the cannabis industry. Founded by civil rights lawyers dedicated to social justice, our Company operates cultivation, processing and dispensaries in three different states. We were one of only 21 applicants awarded cultivation/processing license in the highly competitive process for Illinois. More recently, Pennsylvania recognized our Company expertise in the industry by awarding us one of the only 27 dispensary licenses. We also own and operate licensed cultivation sites in Northern California, one of the largest markets in the nation.

Our Business Goals

Our Company is dedicated to serving California our members by providing premium cannabis products at affordable rates. The Company's vision was conceived and designed to research, develop, and dispense a variety of quality cannabis products, thereby providing life-changing medical assistance for patients with conditions such as wasting disease, muscular spasms, chemotherapy- induced nausea, pain and seizure disorders. We are committed to carrying products that benefit medical cannabis patients, in addition to those clients who are seeking to purchase for Adult Use.

Our Company's goal, stated simply, is to provide our Santa Rosa clients with high quality products at the lowest cost. To succeed, the new California licensed program needs operators who can deliver what they promise. Our record proves that we can and will become operational in a timely manner. We are positioned to become operational within 180 days, from the time our permits are approved, and we will offer an attractive and diverse selection of cannabis goods to meet the needs of our customers.

The Reasons We Will Succeed

Any Business Plan can offer up enthusiastic and ambitious predictions about all of the great things its proponents aspire to accomplish if given the chance. Actions, however, speak louder than words. Our Business Plan rests on our actual accomplishments in the cannabis field. Far from relying on untested promises of great things to come, we have a well-established track record of proven operational success in highly regulated states.

To be clear, we are not claiming that the only applicants qualified to operate in California are those who have previously won licenses in other States. But the point remains that the process of creating a business in an evolving industry such as cannabis necessarily involves trial-and-error experimentation and inevitable mistakes along the way. We have already progressed past those "growing pains", and our Company has learned and matured in so many ways as a result. Thus, to the extent that Santa Rosa seeks to place a premium on applicants that can demonstrate the ability to quickly get up to scale with as few setbacks as possible, we are in an extremely good position to do so, having recently navigated a similar build-out start-up phase successfully in Pennsylvania.

By contrast, our experience with California's transition away from an under-regulated market suggests that a surprising number of cannabis companies simply cannot operate within stringent rules and regulations. Companies that have gotten used to lax procedures often have had a difficult time adjusting.

Our relevant experience, and how it strengthens our Business Plan, is summarized as follows.

Experience in Operating North Bay Dispensaries

All of our California officers are residents of Northern California and have started, operated or help develop retail cannabis businesses in Sonoma County with a combined experience of over 20 years. Find below our key team members and their experience in operating North Bay dispensaries:

Barry Wood: Mr. Wood is one of the founding members of one of the premier dispensaries in Sonoma County, Peace of Medicine. In 2007, Mr. Wood assisted in the development, funding and initial operation launch of Peace of Medicine Cannabis Dispensary in Sebastopol, California. He served as an integral management team member and in 2010 Mr. Wood led a team to launch a second location in Santa Rosa, California. In 2015, Mr. Wood assisted in facilitating the merger of Peace of Medicine with SPARC Dispensaries in San Francisco.

Chris Hayes: Mr. Hayes has over 20 years operating North Bay cannabis businesses and previously worked at SPARC Dispensaries in San Francisco as a retail manager. He was in charge of purchasing cannabis products from vendors as well as maintaining day-to-day operations. After working for SPARC, Mr. Hayes served as retail manager for Peace of Medicine.

Shivawn Brady: Ms. Brady served as the Northern California regional production manager for SPARC and Peace of Medicine.

Sarah Shrader: Ms. Shrader worked as Executive Assistant for Bay Area Safe Alternatives Dispensary in San Francisco. During her time there, she helped launch two new departments, delivery and outdoor cultivation. In 2017, Sarah was Compliance Specialist at Sonoma Patient Group, the oldest dispensary in Sonoma County, during their transition to new regulatory requirements.

Experience Operating Cannabis Cultivation

Barry Wood: Barry was a founding member of a medical cannabis patient's collective in 1997. The majority of the patients within this collective were treating chronic pain, and the strains focused on helping with pain management. Barry served as a cultivator in addition to helping with member direct distribution, a farm to patient model, for almost twenty years.

Chris Hayes: Chris held the position as Operations Manager for Peace in Medicine/SPARC's cultivation facilities, which gave him large scale experience of indoor and outdoor growing in different environmental regions. As CEO for Justice Grown's cannabis cultivations, he oversees the production of two licensed operations in Sonoma County, who have recently applied for Kosher Certification.

Shivawn Brady: As Northern California Production Manager for SPARC, Shivawn oversaw the cultivation, and cure methods for multiple facilities, indoor, outdoor, and greenhouse. Prior to working with this team, she joined her partner who was a cancer survivor to work at a small collective in Sonoma

County, providing patients medicinal strains. In between she continued to provide consulting service nationwide, and went on to work with on to a team of field research scientists at Stanford University, where she investigated bio-based methods to improve pesticide and pharmaceutical waste from agricultural runoff.

Sarah Shrader: Sarah initially began her position at BASA helping manage their 8,000 square foot indoor cultivation, including the development of labeling of seed to sale, harvest and trim records, and preparing inventory transfers to the retail facility. She later helped identify an organic property which already produced 60 types of fruits and vegetables, for outdoor cultivation, and supervised the first seasons of production.

Justice Grown Experience in Operating Licensed Cannabis Businesses

Pennsylvania: In 2017, Justice Grown was one of 27 businesses to be awarded a medical cannabis dispensary license in Pennsylvania. In one of the most regulated cannabis environments, we were able to design, build and operate one of the first dispensaries to open in the entire state. Not only was our dispensary one of the first to open, but it operates as the premier dispensary to clients that live in and around Northeastern Pennsylvania, serving a county of over 250,000 adults. Our experienced team was able to open a fully compliant medical dispensary within 100 days of being awarded the license and we plan on opening two more dispensaries, in Pennsylvania, with similar success. Our dispensary is located in a high traffic retail shopping center, offering our clients a full breadth of cannabis products in a safe, secure and visible environment.

Our experience operating in Pennsylvania is invaluable, as Pennsylvania operates a very strict and regulated medical cannabis program, meaning our dispensary will operate above and beyond California's rules and regulations to establish a compliant operating dispensary in Santa Rosa. In fact, Pennsylvania rules and regulations that we have learned to navigate are believed to be the strictest in the nation among States that permit licensed dispensaries. Pennsylvania regulations govern everything from "seed to sale," including, facility design, work-place and product safety, strenuous security measures, quality assurance, laboratory testing, track and trace monitoring, packaging, transportation, and 24-hour video surveillance by local law enforcement.

Most recently, our dispensary was toured by the Mayor of Edwardsville, local and state representatives and has received nothing but positive remarks about our professionalism, our local operating team and our overall company goals. We look forward to bringing the same level of operating expertise to Santa Rosa.

California: In 2015, California enacted major changes to its medical cannabis statute, transforming what had been a largely unregulated market into a fully-licensed and regulated regime. Many producers who had grown used to operating in the shadows with little oversight were unable or unwilling to make the changes required to operate in the newly-regulated environment, which means satisfying licensing requirements regarding criminal histories, stringent environmental and land use rules, and access to capital.

These were the very factors that attracted our Company to the industry. We recognized the opportunity to set up fully-compliant and licensed operations in California and have built a network of

cultivation facilities that stands ready to compete in a regulated environment. Our Company was granted temporary permits for all cultivation locations. This includes the following:

- a 30,000 square feet warehouse in Sonoma County in which we are presently building out capacity for both indoor growing and processing under local licensing rules; and
- a 60 acre farm in Sonoma County actively cultivating cannabis, and where we have capacity for outdoor and mixed light canopy, as well as processing, based on local licensing rules.

Operating cannabis cultivation centers in California provides invaluable business experience, experience which significantly enhances our dispensary Business Plan. Indeed, the advantages of already being active in California cannot be overstated. As one of the nation's largest and most vibrant cannabis markets, California has long led the way in terms of product development, as well in eco-friendly, natural-light, growing techniques that minimize the need for harmful pesticides. A vertical integrated presence in California allows us to stay on top of not only the safest cultivation practices, but also the most recent and desirable client offerings, enabling us to provide clients with the best of those that are consistent with the State's allowable products and conditions.

Illinois: In 2014, Illinois launched its own medical cannabis program, soliciting applications to build and operate cultivation facilities in each of 21 districts located throughout the State. Although the competition was predictably intense and drew hundreds of applicants (Illinois is one of most populous states in the nation), our Company offered the right mix of cultivation experience in the industry and our superior business plan. Based on point scoring system, we won one of those 21 licenses, the only one for which we applied.

Our resulting Illinois operation has exceeded all expectations. We cultivate high-quality cannabis products, all third-party lab tested, and have never tested positive for pest, powdery mildew or mold. Our branded products have high medicinal values with superior terpene ratios, and they are currently sold in a few dozen dispensaries across the state, with an average of less than five days on dispensary shelves. Our cultivation facility has operated without any violations or adverse actions against our license.

If awarded the opportunity to serve Santa Rosa, we are more than ready to hit the ground running, with required processes and procedures at the ready.

Emphasis on Diversity and Local Hiring as a Competitive Advantage

In our view, diversity is not just a box to be checked off on an application, but rather a valuable asset and competitive business advantage. Simply stated, in every State that has legalized cannabis, the resulting industry has been disproportionately dominated by non-minorities. Our Company is different. As a thoroughly diverse company run in large part by women and minorities, we benefit substantially from our diverse management, ownership, and culture. By providing our Company the opportunity to establish connections with diverse and sometimes-underserved communities, as well as draw upon professional talent from those communities, Santa Rosa's cannabis program can benefit substantially too.

Hiring locally and hiring diverse employees is one of the core principles of our Company. Our Santa Rosa operation, like the rest of the Company, will be a highly diverse organization, with females and

minorities represented at every level of the company, including ownership. Indeed, we expect our Company should be among the leading applicants from a diversity perspective.

All of our key officers and operators have worked together in this industry in the past, and each has an impressive background in public service and private industry.

While we have not hired most of the day-to-day positions for our contemplated operations, we expect to do so consistent with our core philosophy that a diverse and local workforce is the best and most effective way to run a business. Our existing operations employ one of the most diverse workforces in the cannabis industry. Since our founding by two civil rights attorneys, we have been dedicated to inclusion for all people, and we are proud that so many people from minority backgrounds and women hold leadership positions and have the opportunity to co-invest and participate in the company's success. We firmly believe that diversity is a business imperative because it makes companies stronger.

For Santa Rosa, we adopted the current local percentage of minority, women, veteran and disabled in the civilian labor force as its hiring benchmark for these protected groups. The Company will update our hiring benchmark as new data is published and updated via the United States Census, although because the Company prioritizes diversity in our investors, operators and employees, we will target higher placement goals than those represented by the local community. The hiring benchmarks apply to the available workforce Company-wide and not just in particular job groups. The Company has collected useful data and conducted analyses to identify areas of opportunities in the employment of minority, women, veterans and individuals with disabilities.

Our Chief Diversity and Human Resources Officer will continue to monitor and update these analyses periodically during each year. Goals and/or benchmarks do not require that we hire, promote, train, and/or retain a specified number of employees from protected groups. These goals and benchmarks are not rigid and inflexible quotas which must be met but are instead targets held to be reasonably attainable by means of applying good faith efforts.

In sum, our track record demonstrates that we represent diversity and inclusion in ways our competitors do not in that we employ women and minorities in leadership positions. We understand minorities have been negatively and disproportionately targeted in the War on Drugs, and our team believes in championing social justice issues using economic development to uplift those targeted communities. Overall, the Company is one of the most diverse cannabis companies in an industry conspicuously lacking diversity, and we will bring that level of diversity and inclusion to Santa Rosa.

Potential Vertical Integration

Rather than diluting our focus, all of our California time and energy to date has been spent in the pursuit of the production side of the cannabis industry. This single-minded dedication to mastery over the methods of growing and production puts us in good position to excel in our dispensary in Santa Rosa.

While we greatly value our dispensary relationships, we see vertical integration as the next logical step for the evolution of our business, and for the industry more generally. Common ownership consolidates the knowledge base of professionals on both sides of the market and, critically, gives operators

the greatest flexibility to address challenges stemming from the continued application of Section 280(E) of the Internal Revenue Code. Should we be fortunate enough to be selected, we will leverage the resulting synergies to increase our ability to provide cannabis to Santa Rosa clients at the lowest cost.

Our "Deep Bench" of Professional Talent

Collectively, the members of our team have decades of experience in the legalized cannabis industry. Our people serve in leadership positions with cannabis advocacy groups, trade associations, and education organizations pushing the efforts to expand and regulate medical cannabis commercialization and research. We combine this cannabis expertise with the broad business foundations of our founders and executives in other professional fields, including law, real estate and finance, construction, graphic design, marketing and organizational development, as well as community engagement, both in Santa Rosa and nationwide.

Some of the major assets of our Business Plan include our executive team and our operations team, the latter of which includes many individuals with strong ties to Sonoma County. Given the nature of the cannabis business, former law enforcement is also represented on the Company's Executive Team. For more details of our list of employee biographies see section IV. SITE MANAGEMENT, 2. Background of Team.

Ownership of the Building

Our Company has agreed to purchase a soon to be vacant property located on 1111 Petaluma Hill Road, Santa Rosa, California. In our initial phase, we plan to build out and utilize 9,950± square feet, with no more than 3,750 square feet available as our public retail trade space. Ownership of our building allows us to design the building how we want and we are not at the mercy of a landlord that might want to terminate or change terms of our lease.

Given our extensive experience with constructing and equipping cannabis facilities, we are in a position to design and build a dispensary that the community is proud of. Due to us owning our building, versus paying rent to landlord, we are in a position to retrofit the dispensary for maximum efficiency and productivity. The fact that we have done this successfully in the past gives our Business Plan a genuine competitive advantage in that we have learned how to incorporate the most beneficial design and technology features and, perhaps even more importantly, how to avoid mistakes based on lessons learned in the past.

Our Well-Capitalized Application

Our Company's financial stability and capitalization provide other advantages. Rather than sell equity in the Company to raise capital, the two founders have self-funded the entire Company to date. Our principals have also used their own funds (without requiring investors) to purchase and develop our cultivation, processing and dispensary locations.

Hedge funds and private equity groups typically must promise a certain internal rate of return to outside investors and can thus feel obliged to adopt models showing short-term profits. Because we are entirely self-funded, by contrast, our business faces no such pressures. In other states, we recognized that

growth would be relatively slow due to limitations in the approved conditions, and we planned and adjusted accordingly. Our goals remained focused on long-term success for the members, not short-term pro formas.

The flexibility to grow prudently with the market without pressure to make unhealthy decisions to try to achieve significant cash flows too quickly has proved to be a significant advantage. Put simply, our capitalization structure and plan allow us to keep our focus where it should be, namely, on re-investing revenues to build a strong business in Santa Rosa for the longer term.

Our Santa Rosa-Based Jobs and Economic Development Plan

Our proposed dispensary operation is located in Santa Rosa with a consistent tourist population center. We understand that our proposed location has long enjoyed a respected and solidly blue-collar reputation, one that gives us confidence we can draw upon a well-trained and dedicated work force. Our Company will operate with the highest level of integrity, reflective of the values of Santa Rosa.

Downtown Santa Rosa is in need of new industries, increased job creation, increased household income, and strong business development. While we acknowledge that every applicant applying for a license will obviously inject jobs and resources into the local community, we note that Santa Rosa is in need for investment. The development of a new industry and a new business will generate much needed jobs and revenue that will directly impact a community that would strongly benefit from it.

To assist the local economy, our plan is to build our dispensary facility utilizing local engineers that are familiar with the site and area. We also plan on creating jobs by hiring locally, using local contractors for the construction of our cultivation centers and hiring local businesses for ongoing maintenance contracts. The construction alone will inject over $500,000 into the local economy, and we will be sure to use local workforce to help reach our goals.

Once operating, we expect to see an initial increase of at least 15-20 jobs, with many more to follow as our company grows. Those jobs consist of hourly paid employees working with our crop, security officers monitoring our facility, and executive level salary positions.

Moreover, these will be good jobs. As has been our company practice, our employees will be offered health care insurance and full benefits. The community will also be positively impacted through our payment of property taxes and potential increased value of other warehouse spaces near our facility. According to an article in *Forbes* in November 2016, States with legal cannabis laws have seen an uptick in all warehouse space by 60% or more and increased lease renewal rates by 25%. Our presence alone will increase property values in and around the area, which ultimately contributes development and financial flexibility for local business in need.

We plan to partner with local universities and colleges to offer internship and job feeder programs to those individuals looking for careers in the cannabis industry. The feeder program will motivate students to stay in the local area, bucking the trend of graduating students being forced to leave the local economy for jobs elsewhere. This positive relationship with local Universities could create cannabis research opportunities that could benefit the clients of California.

As a leading business organization and good corporate citizen, we also plan on joining and becoming an active member of the local Chamber of Commerce. The community will see millions of dollars directly impacting economic development and job creation through these initiatives.

Kosher Certification

We recognize organic status is not yet available for cannabis, and we have identified a few national standards that may indicate the quality of cannabis that Justice Grown produces. One of these standards is Kosher Certification, which requires a Rabbi to visit the cultivation and processing centers for inspection of methods.

One of the most notable health benefits of consuming kosher products is that no unspecified contaminates ever enter prior to being consumed. Special regulations and procedures make certain that insects and bugs do not find their way into "vegetables, fruits, and grains prior to packing". Kosher products are less vulnerable to parasites and bacteria, and safer for consumption because of the strict rules which products are produced, inspected, and monitored for certification.

Justice Grown recently applied for this status through the Vaad of Northern California. Rabbi Ben Tzion Welton of Sunrise Kosher is auditing our permitted cultivation facilities to help us obtain our Kosher Certification.

2. Background of Team

Jon Loevy and Mike Kanovitz, Co-Founders: Jon Loevy and Mike Kanovitz are the founders and co-chairmen of a public interest oriented law firm devoted primarily to civil rights and the protection of government and taxpayers from contractor fraud and waste. Building their enterprise from scratch, Mr. Loevy and Mr. Kanovitz have turned it into one of the largest law firms of its kind in the United States. Under their leadership and management, the firm has grown to more than forty employees, and generates in excess of $15 million per year in revenues. Over the past 20 years, the firm's cases have appeared many times in national news, and they have won several hundred million dollars in jury verdicts and settlements for their clients, earning a reputation for integrity and legal excellence along the way.

Both Loevy and Kanovitz graduated with distinction from Ivy League law schools and then worked at large corporate law firms before founding their firm several years out of law school. Both have served as lecturers at law at the University of Chicago, where they teach law students at a legal clinic dedicated to the exoneration of the wrongfully convicted. Each was previously named one of the Law Bulletin's prestigious "40 under 40" attorneys to watch in Chicago, and Loevy was named one of Chicago Lawyer's "Next Generation Rising Stars of the Trial Bar," and was the recipient of the Chicago Law Bulletin's Lifetime Achievement award (one of only eleven attorneys in State history).

Chris Hayes, Chief Executive Officer: Mr. Hayes currently is the CEO of Justice Grown - California. Mr. Hayes joined Justice Grown in 2016 and has successfully managed Justice Grown licensed cultivation sites, along with handling distribution and community liaison duties. Prior to Justice Grown, he worked at SPARC (cannabis dispensary) as retail manager in their San Francisco locations. After

SPARC he spent six months working as a dispensary retail manager for Peach of Medicine. Once proving himself on the retail floor, Mr. Hayes was promoted to Operations Manager at Peace of Medicine's cultivation farm in Santa Rosa. His role at Peace of Medicine included handling construction and maintenance for all facilities as well as cultivation duties. During this time he completed the CAL-OSHA certification and helped implement new safety procedures.

Prior to getting involved in the cannabis industry, he began his journey to Sonoma County, working as a welder for high end bicycle manufacturing companies such as Ibis, Salsa, Soulcraft and Bruce Gorden. While welding some of the most intricate hand-crafted bicycles, Mr. Hayes also worked as a sales manager for Airgas and worked his way to Branch Manager. While at Airgas, Mr. Hayes held a board of pharmacy exemptee license, handled all record retention for Department of Transportation and Board of Pharmacy while maintaining strict quality control, storage requirements and tracked cylinders from production to the consumer.

Shivawn Brady, Director of Operations: Ms. Brady is the Director of Operations at Justice Grown - California and serves on the Sonoma County Cannabis Advisory Committee. She is a cannabis production expert, a medical cannabis advocate, and educator. Her unique expertise has supported medical cannabis growers, business owners, and investors in making efficient and practical business decisions for over a decade. Her specialties include organizational design, public speaking, community activation, departmental development, commercial harvest and greenhouse management. She has been interviewed by news and entertainment publications such as the Independent UK, DopeMagazine, GrowerTalks, North Bay Bohemian, The Discovery Channel and The Press Democrat. She was a guest speaker at the 5th and 6th Annual Marijuana Business Conference & Expo in Las Vegas and Florida. She has provided cannabis cultivation and business consulting services nationwide and internationally.

Previously she was a field research assistant with Stanford University on the ReNUWit project; which focused on investigating bio-based methods to effectively remove nitrates and pharmaceuticals from urban and agricultural waste water in an effort to improve water quantity, water quality and habitat. From 2011 to 2016 she was the Northern California regional production manager for SPARC and Peace in Medicine. Prior to that she served as a naturalist at the Environmental Discovery Center through the Sonoma County Regional Parks from 2004-2010.

Barry Wood, Dispensary Manager: Barry Wood earned his Bachelor's degree, and graduated on the dean's list, with honors, from the University of Massachusetts. His majors included Earth & Geographic Science, Environmental Studies, and Distinction in Earth Geographic Sciences. After graduating he served as Project Manager for an arborist, heading a team of over 20 utility arborists maintaining public right-of-ways (2002-2007). Barry's skills include building maintenance, grassroots non-profit organizing, and retail services.

In 2007, Barry Wood was part of the team that founded Peace in Medicine, a cannabis dispensary in Sebastopol. His responsibilities included assisting in the development, raising funding, and initial operational launch of the dispensary. He later transitioned into managerial responsibilities including supervising & training dispensary staff, and product inventory. Barry helped launch Peace in Medicine's second location in Santa Rosa (2010-2011), and continued to help with development during

the merge of Peace in Medicine with SPARC, working with the San Francisco dispensaries. During this merge he helped with integrating retail, safety, and auxiliary staff (2015-2017). Barry initiated the creation of a packaging team, to facilitate self branding of the four retail facilities.

Sarah Shrader, Director of Cannabis Education and Training: Ms. Shrader, a native of San Francisco, has been active in the Bay Area since 2002, when she received her first medical cannabis recommendation to treat her symptoms related to fibromyalgia. For sixteen years, she has been an advocate for patients, and just laws related to medical cannabis use. In 2004, Ms. Shrader worked with Dr. Hanya Barth to help her establish a medical cannabis clinic in San Francisco, followed by the opening of an office in downtown Santa Rosa, which continues to serve medical cannabis patients for over a decade as Compassionate Health Options. Sarah's experience in the cannabis industry has been diverse; working as an in home caregiver for mentally & physically disabled patient, education and services for a non-profit dedicated to cannabis therapeutics, legal assistant for Law office which prided itself in Aggressive Cannabis Defense, as well as two of the oldest operating medical cannabis dispensaries in San Francisco, and Santa Rosa. She has been a member of Santa Rosa dispensaries since prior to regulations, and has been active voice in ensuring that patients needs were considered when amendments and changes were heard.

Since 2008, Sarah has taught Politics & History as well as Activism at Oaksterdam University. Her proudest accomplishment as an activist was a Sacramento Lobby day action, where Sonoma constituents met with the office which later introduced AB 258, which saves lives of patients who are qualified for organ transplants, as they can no longer be removed from an organ donor list, for cannabis in their system. Sarah is currently a Board of Supervisor's appointed member to the San Francisco State Cannabis Legalization Task Force, Sonoma County Cannabis Advisory Group. And serves as elected chair of the Sonoma Chapter of Americans for Safe Access, which hosts a free monthly meeting and meal for the community.

Sarah's free time includes volunteer work with the local chapter of ASA, mothering her two amazing children, organic gardening, and consuming quality cannabis.

Erin Carlstrom, Board of Advisors: Ms. Carlstrom is Senior Counsel with Dickenson Peatman & Fogarty ("DP&F") and leads the firm's cannabis group. Erin's practice includes state and local compliance, corporate formation and compliance, land use, and government relations. Erin has specific expertise in land use entitlements and navigating the various regulatory agencies, and has been responsible for major project developments across California. Erin's experience offers clients comprehensive support from seed to sale, including transitioning from collective operations to for-profit corporations, applying for and prosecuting permit applications, and developing strategic collaborations.

Erin represents cannabis producers, farmers, manufacturers, labs, distributors and dispensaries, as well as investment groups interacting with all sectors, in matters ranging from collective formation and transition, operations management, land use and state and local compliance. She has spoken at a variety of conferences on topics ranging from impacts from local ordinances, to the interplay between cannabis and other agricultural industries, and coalition building for effective government relations.

Prior to joining DP&F, Erin practiced in government relations, land use, and corporate issues at a cannabis-focused boutique law firm. While there, Erin worked on successful general plan amendments, development of local ordinances, and project appeals as well as local entitlements. Erin served on the Santa Rosa City Council, including a term as Vice Mayor, and twice chaired the cannabis subcommittee. Erin's work helped position Santa Rosa as one of the state's most progressive cannabis communities, forming predictable and business-friendly paths to operation.

While in law school, Erin was an intern for the Department of Justice and Screen Actors Guild, and was a summer associate with Neighborhood Legal Services, a nonprofit providing legal service to victims of domestic violence. Erin has a long history with progressive politics, working in electoral campaigns and social advocacy movements for more than a decade.

Michael Hogan, Board of Advisor: Mr. Hogan was licensed as a Professional Land Surveyor in 1997 after working in the field for 14 years. In 2003, Mike opened Hogan Land Services Inc. offering a wide range of land development services, included all phases of Surveying, Civil Engineering, Structural Engineering, and Permit Processing. Located in California with offices in Santa Rosa, Santa Cruz, and Livermore, Hogan Land Services has 5 licensed Surveyors, 2 Licensed Civil Engineers (one pre-1982) and one licensed contractor to serve all land development needs.

Mr. Hogan is a member of the California Land Surveyor's Association (CLSA) both on a State and County level. He has served as President and Secretary and served on several committees in the CLSA.

Mr. Hogan avails himself of continuing education, including seminars and opportunities offered by local educators and state trade organizations, some of which being the CLSA and the American Congress on Surveying and Mapping (ACSM). Mike also provides educational opportunities for his staff by supporting continuing education through time off and payment of tuition costs for his employees. Mike, his wife Pam, and their family reside in Petaluma.

3. Business Plan
    a. Diversion Prevention

Our diversion prevention strategies combine strong protocols, training, and internal controls with physical and electronic security to minimize opportunity for theft, diversion or loss of cannabis or cash. In addition, in the unlikely event that diversion still somehow occurs, our system enables us to quickly identify the source of any diversion and to generate thorough reports for the Bureau and for law enforcement.

Our internal controls prohibit any single employee from handling cannabis product or cash without being observed at all times by at least one additional employee. Additionally, a security officer and/or other authorized employee will be reviewing security monitors during business hours. All of the surveillance, as well as the Radio Frequency Identification ("RFID") associated with all movements of cannabis in the facility, are captured in our security system and logged through our internal Electronic Tracking System ("ETS"). In the event of internal diversion the discrepancy will be discovered not later than during the daily reconciliation. The ETS can generate a report and we can readily provide movement logs and time-stamped video for law enforcement.

We also discourage external diversion before it can occur. The exterior of the building will have more than ample perimeter lighting, extensive surveillance cameras, security entry procedures, and exterior signs alerting people that they are not permitted on the premises unless they are engaged in authorized activity. We have included the concepts of Crime Prevention Though Environmental Design to discourage any criminal activity (see our security section on CPTED). Our security officer will monitor the premises during all hours of business to prevent loitering outside the dispensary, ensure the safety of our employees and customers, and help protect the surrounding community. We will not allow on-site consumption so there should be no reason why clients are loitering in the parking lot and our security officer will make sure clients are flowing in and out of the dispensary.

A core company philosophy is that we are only as good as our employee team members and, we put great emphasis on our new hire interview process to ensure that we hire only competent, credible and trustworthy employees. Our interview process is designed to not only assess a candidate's skills, knowledge, and capabilities, but also to measure their values, beliefs, and core principles. All employees are also subject to internal audits and unannounced observations to evaluate their performance and adherence to company, Bureau, Santa Rosa and California rules and regulations. Our employees are trained on security procedures and we will periodically implement security breach "drills" to measure and improve the effectiveness of the procedures. Part of our training methods will be hosting simulations on how to handle threat, intrusion and other unforeseen events.

Access Control

Access control is key to preventing internal diversion. The dispensary is divided into four security levels with varying clearances for employee/visitor access as described in our Security & Surveillance section, which includes a graphic of the layout.

Electronic access codes and keys to the facility and the product/cash storage areas are possessed only by the Dispensary Manager ("DM") and COO. The DM establishes time delimited access credentials keyed to the electronic controls for each door in the facility. Employees cannot physically gain admittance to an area where they lack credentials or during a time in which they are not scheduled to work. Any attempt is logged. If an employee is behaving in a suspicious manner, we can deactivate their credentials instantly. Signage announcing the access restrictions and the fact that all persons are recorded is posted throughout the facility.

Entrance to the facility requires presentation of a valid government-issued photo ID. Identification is required to be presented prior the entrance of each visit. As described in our dispensing procedures, section IV. SITE MANAGEMENT, d. Retail Area / Record of Sales, no member may proceed past the waiting area until our receptionist or Client Care Specialist ("CCS") has verified their credentials with the state registry and signed membership agreements. They can view products from behind the counter but may not touch or handle them unless offered by our CCS. As with every part of the facility, sales are under constant video surveillance recording participants' faces, the products and the point of sale computer screen. As for diversion following a sale to a client or caregiver, we follow state guidelines on dispensing no more than the allotted amounts.

Purchase Limits

(a) Adult-Use clients are allowed:
1. 28.5 grams of non-concentrated cannabis.
2. 8 grams of concentrated cannabis as defined in Business and Professions Code section 26001, including concentrated cannabis contained in cannabis products.
3. 6 immature cannabis plants.

(b) Medical clients are allowed:
1. 8 ounces of medical cannabis as defined in section 11362.77 of the Health and Safety Code.
2. 12 immature cannabis plants.
3. If a valid physician's recommendation contains a different amount than the limits listed above, the Medicinal client may purchase an amount of medical cannabis consistent with the client's needs as recommended by a physician.

Access Control to Restricted and Limited-Access Areas

Access credentials to the Vault Room (Level 4 security), where cannabis and cash are stored, are limited to the DM and COO Cannabis may be moved in or out of the Vault Room only by these employees or support employees in their immediate presence, all of whom are logged. Only the amount of cannabis products likely to be needed for sales during an average day can be stored in the sales floor. Each container is scanned and tracked in real time through our ETS and noted in the Daily Inventory Log through METRC. All product is returned to vault at the close of each business day and a physical inventory conducted.

During product shipments we minimize the chance for diversion through robust procedures describe in IV. SITE MANAGEMENT, a. Diversion Prevention. Delivery manifests and delivery personnel identifying information are transmitted prior to any delivery. We use a delivery vestibule, separate from the delivery gate, such that we control outside access to the product without the need for vendor employees to enter the dispensary interior. Our procedures require the presence of the DM and a security officer as well as direct surveillance by a designated employee. We track accepted and rejected product in real time on our ETS. We do not anticipate discrepancies in the inventory being delivered, as it is the distributors responsibility to ensure that cannabis goods taken for transport accurately reflect the shipping manifest, *CCR 5314.* Upon inventory delivery, our DM will verify the items received match the shipping manifest.

Visitor Log

Vendors, contractors, and other visitors conducting business that requires access to restricted areas must have prior approval of the dispensary manager or designee and provide identification to ensure they are over the age of 21, *CCR 5401.* Upon confirmation of identity and admission they will be logged into our visitor sign in, which includes: date, time, name, reason for visit and the employee who escorted them. The visitor must be accompanied by an employee at all times. In an emergency requiring medical, law enforcement or fire personnel these requirements are suspended. The DM together with

the security officer or security manager will escort such persons to the extent feasible and safe and will use best efforts to obtain copies of such persons' identification.

Inventory Control and Diversion Detection

Diversion control begins with the COO and DM limiting orders to the minimum adequate for dispensary needs. Further, as discussed in our Inventory Management section, we do electronic spot check inventories at opening and closing, checked against our ETS. This allows our employees to discover any internal diversion.

The ETS tracks in real time each unit of product, and will update METRC of all deliveries, sales and destruction of cannabis. We record all movements of cannabis and cash including: a description of each product delivered; each day's opening and closing inventory; each sale with details of the product(s) sold; cash received; and, product destruction. Every transaction is recorded and archived for reporting and auditing, identifying the employee responsible for the transaction. The Controller conducts 2-week reconciliation on all sales, cash, and cannabis inventory and provide a report to the DM and CEO if any discrepancy is found. For more detail please see our Inventory Management section.

If the reason for the discrepancy is discovered and can be accounted for, corrective actions appropriate for the situation will be implemented to ensure that such a discrepancy does not occur again. All discrepancies of greater than $5,000 or 2% of monthly sales must be reported to the Bureau and law enforcement within 24 hours of discovery unless fully accounted for.

We will immediately terminate any employee confirmed to have violated the law or internal security procedures that result in the loss or diversion of cannabis, and inform the Bureau and Santa Rosa Police Department, as required by law.

Procedures for Emergencies & Theft

We minimize attempted diversion by an intruder in several ways: our member check-in procedures require the presentation of valid identification, we are staffed with at least one security officer at all times, and state-of-the-art surveillance and access control. Our employees will be trained in situational awareness and safety during an intrusion, to avoid steps that jeopardize their safety or the safety of others, to activate alarms only if it can be done safely; and to follow any potential assailants' directions.

After the conclusion of the event, they are to call 911, notify the DM, lock the facility, and touch nothing while awaiting law enforcement to arrive and take over. The DM will complete an "Adverse Incident Notification" Report available in electronic and paper form and ensure that the appropriate employees provide as many details in the incident description section as are known. The Bureau will be notified in 24 hours along with a full written report.

b. Secured Access to Premises

Our proposed dispensary will be designated for Adult Use and Medical licenses. Because we are applying for both licenses and possibly serving both customer groups, we will take extreme precautions

to ensure we follow Santa Rosa's Comprehensive Cannabis Ordinance and California rules and regulations properly by logging, identifying and safely servicing Adult Use and Medical clients.

We will comply with *CCR Code 5400. Access to Retailer Premises (a)(b)*, stating access to a licensed premises of an **Adult Use** retailer license is limited to individuals who are at least **21 years of age** and access to a **Medical** retailer license is limited to individual who are at least **18 years of age**.

Limited-Access Areas

Per *CCR Code 5401. Limited-Access Area(a-f)*, in order to keep employees, and clients within the proper secured zone, the facility design divides all of the operations into four functions: waiting area, retail floor, storage / office, and vault area. Each of these operations is carried out in self-contained, non-overlapping sections of the facility, such that low security employees – like administration, need never be present in a high security location. Our limited-access areas are only accessible by authorized individuals. An individual in our limited-access area who is not employed by our dispensary will always be escorted by an employee. Our receptionist will always log everyone that enters our dispensary, logs will be transferred to electronic form and made available to the Bureau upon request. **AT NO TIME** will our dispensary receive consideration or compensation for permitting an individual to enter the limited-access area.

There are 4 progressive security classifications that are specific to each of these limited-access areas, please see exhibit IV. Limited Access Zones for color scheme of our restricted access areas.

- PUBLIC LEVEL 1 – waiting area, public bathroom, client consultation room.
- RESTRICTED LEVEL 2 – retail sales floor. Clients must have proper access from the waiting area to the sales floor.
- RESTRICTED LEVEL 3 – behind sales counter, storage area, staff locker area, delivery gate, inventory count room. Many of these areas contain cannabis products. Level 3 is only accessible by individuals with appropriate clearance.
- RESTRICTED LEVEL 4 – vault room, security office and IT office. This is the highest level of security, reserved for executive management and designated employees.

Our facility design includes card readers installed in each entry door to the facility and each door leading into or out of a zoned secure location. The Card Readers will have a keyless fob using iCLASS Smart technology that will add a layer of protection by tracking and keeping a log of all employees swiping and accessing various zones within the facility and by allowing access only to those who are approved. Our CEO and COO (both level 4 key employees) will have authority to program timed access to each employee's fob card, including dates, daily, weekly and / or monthly / seasonal access. The entire system will be hardwired to a main panel with a Universal Power Supply ("UPS") (gas generator) backup system with the capability of lasting more than 8 hours if there was a power outage. We plan on using secured technology software that creates multiple firewalls preventing viruses or unwarranted access.

Per state regulation, only level 4 key employees will have access to the Security Office and Information Technology Office: Personnel essential to security and surveillance operations; federal,

state, and local law enforcement; security and surveillance system service employees; the Bureau or its authorized agents. Our COO will make available to the Bureau a current list of employees with access.

Limited Access Areas



c. Hours of Operation

We plan to operate during the hours of 9:00am to 9:00pm, seven days a week unless the review authority imposes more restrictive hours due to particular circumstances in our application. We feel these hours are sufficient to operate a medical and adult-use cannabis dispensary as we will be open during the morning and a few hours after the "rush hour" crowd. Given our proper traffic flow and noise mitigation plan we feel these hours best serve the local community.

d. Retail Area / Record of Sales

Dispensing may occur only in face-to-face transactions with registered member of the facility. We will not include delivery of cannabis and cannabis products to clients located outside our cannabis retail facility. Only a licensed dispensary key employee or licensed dispensary support employee may dispense product to a customer. The dispensing process is as follows:

Admission to the Dispensary

Upon entry to our dispensary lobby medical cannabis selection (M License) clients or caregivers are required to display a valid state issued picture ID or passport for age & identity, a valid doctor's recommendation, confirm the doctors license is valid, sign a membership agreement form, and for caregivers, a written agreement between them and their client. The Medical Marijuana Identification

Program is optional, if the client or caregiver has this card, the dispensary will include a copy, online verification and log in the tax discount.

For adults over the age of 21 seeking to purchase cannabis, government issued identification, verifying the age of the client and membership agreements signed, before entering the sales floor to access Adult-Use products (A License). Once in the waiting area, identification and membership agreement, as well as the physician recommendation or caregiver form, for medical cannabis clients, will be scanned into our internal ETS to verify the identity, age, and the visit logged and given a unique ID number. Each new member will complete our *New Member Registration Form*, which will include name, address, emergency contact information, membership rules and preferred mode of contact in case of a product recall.

We will comply with *CCR Code 5404. Retail Customers (a)(b)*, stating that we shall **ONLY** sell Adult-Use cannabis goods to individuals who are at least **21 years of age**, and Medical cannabis goods to individuals at least **18 years of age** with valid doctor's recommendation.

The employee staffing the reception kiosk will verify the visitor's identity using the state photo ID/passport, confirm that the photo ID and registry match, determine whether the client will be certified for Adult- Use or Medical consumption. Upon confirmation, the receptionist will alert the employees in the sales floor that a new Adult-Use or Medical client will be entering the sales floor. Upon entering the sales floor each client will be given a 3.5-inch by 2-inch index card with the letters "A" representing Adult- Use or "M" for Medical. Clients will present this to the Client Care Specialist in sales floor to determine which cannabis products they can purchase.

CCS Consultation (optional for clients)

We understand many new members will be entering the cannabis market and trying products for the first time. For that reason, we have dedicated 125 square feet of our facility to an enclosed Client Consultation Room, as seen on our floor plan in section IV. SITE MANAGEMENT, 6. Site Plan, Elevations & Floor Plans. If requested, clients will be able to meet privately with one of our CCSs and receive 1 on 1 cannabis product education. We will comply with Santa Rosa Ordinance and **NOT** offer on-site or on-staff physician to evaluate clients and provide a recommendation for cannabis.

Prior to entering the sales floor each client will have the option to meet in the client consultation room where the CCS can address any concerns or questions the client has. The CCS will be sure to discuss the client's condition(s), prior experience with cannabis, if any, and any changes to the symptom they are seeking relief. The CCS will provide client educational materials approved by the Bureau.

The member will wait in the waiting area until a CCS is available to escort them in the client consultation room and then to the sales floor where they get oriented with products and services.

Confirmation of A & M Clients

Before and during check-out the CCS will re-verify the members information, examine the physician recommendation (if applicable) and verify and take the index card with an "A" or "M". The

CCS must verify if the client is an Adult-Use or Medical client before being helped at the designated sales counter.

If, in the CCS's exercise of sound judgment and after consultation with the Dispensary Manager or Dispensary Supervisor (whichever is present at the time), the recommendation does not appear in order, the CCS will refuse to serve the client as a Medical patient but will allow the client to purchase from our Adult-Use counter. If we suspect fraudulent behavior the manager or supervisor will report the situation to the Bureau within 24 hours.

The CCS will also determine the status of the client's daily limit supply and note the amount remaining, according to *CCR Code 5409. Daily Limits*.

(c) Adult-Use clients are allowed:
   1. 28.5 grams of non-concentrated cannabis.
   2. 8 grams of concentrated cannabis as defined in Business and Professions Code section 26001, including concentrated cannabis contained in cannabis products.
   3. 6 immature cannabis plants.

(d) Medical clients are allowed:
   1. 8 ounces of medical cannabis as defined in section 11362.77 of the Health and Safety Code.
   2. 12 immature cannabis plants.
   3. If a valid physician's recommendation contains a different amount than the limits listed above, the Medicinal client may purchase an amount of medical cannabis consistent with the client's needs as recommended by a physician.

If the daily limit is reached, the CCS will refuse to serve the customer. If in the CCS's exercise of sound judgment, the CCS believes that there is evidence of attempted abuse or diversion, they shall inform the Dispensary Manager or Supervisor who will report it to the Bureau within 24 hours.

The CCS will also refuse to serve the customer if they determine in the exercise of sound judgment that there may be negative health or safety concerns for the client or the public and they shall inform the Dispensary Manager or Supervisor who will report it to the Bureau within 24 hours.

If all documentation appears to be in order, and the CCS is otherwise satisfied, they will escort the customer through to the sales floor.

Retail Area

The sales floor will be split, 2/3 of the display cases, shelves and check-out terminals will be dedicated for Adult-Use clients and 1/3 of the display cases, shelves and check-out terminals will be dedicated for Medical clients. Each display case or shelf only displaying proper cannabis products to the client.

There shall always be multiple CCS's on the sales floor at any time and each client must be verified before entering the sales floor. From behind the counter and outside the hearing of other

customers, the CCS will display and discuss recommended products as well as other products that the customer wishes to view and which are within the scope of the physician recommendation, if applicable. The CCS will allow the customer to purchase up to the remaining daily limit, explaining how each product choice affects the clients daily limit balance.

Prior to completing the sale, the CCS will inspect each package to ensure it is not damaged, deteriorated, misbranded, adulterated, or opened and that the product does not expire in less than 30 days. All transactions will be conducted at the computer point-of-sale terminal on the sales floor. The CCS will scan each product into the terminal (updating METRC). The CCS will ensure that the cameras have full view of their face, that of the client, and the POS computer monitor. Cash receipts will be deposited daily.

The terminal will print the receipt and the CCS will affix a label compliant to *CCR Code 5425. Record of Sales* to each package. The terminal will also print a bag insert containing any warnings and information set out by the Bureau. The CCS will then package the product(s) in an opaque bag and seal it. The client will exit through the waiting area.

Sales and Display of Cannabis Paraphernalia

We are requesting permission through this CUP application to allow for 250 square feet, for the sale and display of non-cannabis products. Justice Grown would like to have educational resources available including books and dvd's related to cannabis. We do not intend to compete with local smoke shops but do intend to carry a limited of supplies for cannabis use, so that cannabis users do not have to make an additional stop to purchase the supplies they need for consumption. Our dispensary should be a one-stop experience for cannabis customers by providing cannabis use devices, our selection will likely include rolling papers, lighters, a variety of cannabis safety containers, pipes, and water pipes. We are very proud of our company name and intend on having merchandise available to our members 21 and up, such as t-shirt, sweatshirts, and hats with our logo.

Client Records/Integration with METRC/Receipts

Simultaneously with the conclusion or the point-of-sale transaction, our internal ETS will: (i) update our internal inventory record; (ii) send an electronic report updating METRC; (iii) update our internal client record with the information set out at *CCR Code 5425. Record of Sales(a)(b)(1-5)*; and (4) save an electronic report, in a HIPAA complaint manner using the standard for point of sale, real time transmission. The record of sale will comply with *CCR Code 5425. Record of Sales(a)(b)(1-5)* outlined below:

(a) We will maintain an accurate record of sales for every sale made to a customer

(b) Our record of sale will include the following:

- The first name and employee number of the retailer employee who processed the sale;
- The first name of the customer and a retailer-assigned customer number for the person who made the purchase;
- The date and time of the transaction;

- A list of all the cannabis goods purchased, including the quality purchased; and
- The total amount paid for the sale including the individual prices paid for each cannabis good purchased and any amounts paid for taxes.

Error reports received back from our ETS will be addressed by our designated account employee or Dispensary Manager.

If METRC cannot send the complete electronic report, the designated account employee or Dispensary Manager will immediately contact the Bureau to determine a mutually acceptable method of reporting and will document to the Bureau in writing the reasons for failure.

Product Labeling Requirements

Manufacturers are responsible for labeling products accurately, likely any labeling mistakes will be caught by the distributor prior to getting to our retail facility. Our inventory manager is responsible to double check that all incoming products received meet the state requirements (*CCR Sec 40403, 40405, 40408, 40410, 40411* and *40412*) including:

- Information shall be written in English
- Label must be unobstructed and conspicuous, easily read
- Label information shall be located on the outside container or wrapper of the finished product
- Identity of product in reasonable size
- Universal Symbol for Cannabis (sec 40412)
- Net weight or volume of contents
- THC and CBD content in milligrams
- Text size must be no less than 6 point font, and be in relation to size of container
- Additional information, such as cannabinoid or terpene content is allowed if there are verified testing results
- License Number of Manufacturer and contact information
- Date the product was produced
- Warning Statement "GOVERNMENT WARNING: THIS PRODUCT CONTAINS CANNABIS, A SCHEDULE 1 CONTROLLED SUBSTANCE. KEEP OUT OF REACH OF CHILDREN AND ANIMALS. CANNABIS PRODUCTS MAY ONLY BE POSSESSED OR CONSUMED BY A PERSON 21 YEARS OF AGE OR OLDER UNLESS THE PERSON IS A QUALIFIED CLIENT. THE INTOXICATING EFFECTS OF CANNABIS PRODUCTS MAY BE DELAYED UP TO TWO HOURS. CANNABIS USE WHILE PREGNANT OR BREASTFEEDING MAY BE HARMFUL. CONSUMPTION OF CANNABIS IMPAIRS YOUR ABILITY TO DRIVE AND OPERATE MACHINERY. PLEASE USE EXTREME CAUTION."
- Products intended for medical use state "For Medical Use Only"
- Instructions for product use
- The expiration date, use by date or best by date (double check these are not expired)
- UID and batch number
- Statement of Potential Side Effects
- Restrictions on labels include

- County can be listed only if all of the product was produced within that county
- Content may not be attractive to individuals under the age of 21, including cartoons, phrases or images used to advertise to children
- The term "candy"
- False or Misleading information, including a health-related statement

Edible Product Labeling

According to *Manufactured Cannabis Safety, CCR Code 40406 & 40408,* all cannabis edibles have the following labeling requirements in addition to the labeling requirements listed above:

- Words "Cannabis Infused" immediately above the identity of the product in bold, larger text
- THC and CBD content per serving
- Ingredients listed in descending order of volume or weight
- "Contains" followed by applicable major food allergens
- Artificial Food Colorings
- Gram measurement of sodium, sugar, carbohydrates and total fat per serving

The Sonoma County Board of Supervisors passed a cannabis health ordinance in December of 2016. Sonoma County Department of Health services, Environmental Health & Safety Section has labeling requirements that are very similar to the state requirements. As of Santa Rosa's Comprehensive Cannabis Ordinance going into effect as of January 19th of 2018, it includes Department of Health Services to be a part of the a bi-annual inspection process for all retail and manufacturing facilities, this includes ensuring proper labeling of edibles as listed above. The one discrepancy between Sonoma DHS edible requirements and the Bureau Regulations, is that the Universal Symbol for cannabis has changed from red, to black and white.

Packaging

The packaging of all products shall not expose the product to any toxic or harmful substances, it must be tamper-evident, child-child resistant, not imitate any products typically marketed for children, must be re-sealable if there is more than one serving, and it also must satisfy the standards for "Special packaging" as set forth in the *Poison Prevention packaging Act of 1970, 16 CFR 1700.1.*

Proposition 65 Warnings Signs and Product Labels

In 1986, the voters of California passed proposition 65, which requires businesses to notify any consumer prior to purchasing any product that could affect reproductive health, or cause cancer. In May of 2009, certain chemicals which are found in cannabis, and cannabis smoke were added to this state carcinogens list. Our dispensary will have proper Warning signage within our retail area to provide notice to all of our customers prior to making any retail purchases. All products that we carry will also have the required prop 65 labeling prior to any retail sale. This signage includes a yellow triangle with

exclamation mark in black, and beginning in August of 2018, new requirements will be put in place, we intend to have all regulatory signage and labeling required.

Exit Packaging

All cannabis goods purchased by our members will not leave our premises without being placed in an opaque exit package per *CCR Code 5413.*

Duty to Report

All dispensary employees, including CCSs, are tasked with monitoring for suspicious recommendations, unusual usage, or questionable disposition of cannabis products. All such suspicions must be reported to the Dispensary Manager, who will make reports to the Bureau and local law enforcement, as appropriate. All dispensary employees must also notify the Dispensary Manager upon discovery of any fraudulent or otherwise unlawful recommendation. The Dispensary Manager will immediately notify the Bureau and local law enforcement in writing and include the date and time of occurrence of the issue, the name of the local law enforcement agency that was notified, and a description of the incident.

Training on Criminal Violations

All employees will be trained on the requirements for dispensing cannabis within the scope of Santa Rosa's ordinance and California's rules and regulations, including the criminal consequences of failure to comply. Training will include recognition of valid recommendations. We will also train employees to notify the Dispensary Supervisor or Dispensary Manager if they notice a criminal violation. The Dispensary Manager will then notify the Bureau and local law enforcement within 24 hours of a discovering a criminal activity by comply with the following *CCR Code 5036. Notification of Theft, Loss, and Criminal Activity(a)(1-5)(b)*

(a) A licensee shall notify the Bureau and local law enforcement within 24 hours of discovery of any of the following situations:

1. The licensee discovers a significant discrepancy, as defined in section 5034 of this division, in its inventory.
2. The licensee discovers diversion, theft, loss, or any other criminal activity pertaining to the operations of the licensee.
3. The licensee discovers diversion, theft, loss, or any other criminal activity by an agent or employee of the licensee pertaining to the operations of the licensee.
4. The licensee discovers loss or unauthorized alteration of records related to cannabis goods, customers, or the licensee's employees or agents.
5. The licensee discovers any other breach of security.

(b) The notification to the Bureau pursuant to subsection (a) of this section shall be in writing and include the date and time of occurrence of the theft, loss, or criminal activity, the name of the

local law enforcement agency that was notified, and a description of the incident including, where applicable, the item(s) that were taken or lost.

e. Track and Trace System

A reliable system of inventory management is central to our operations and vital to our ability to detect diversion and maintain proper inventory controls. Our inventory management practices reflect this fact and provide thorough accountability for product from receipt through purchase or destruction.

Our dispensary will comply with all rules and regulations outlined in *CCR Code 5048, 5049, 5050, 5051* and *5052*. Prior to engaging in any commercial cannabis activity, we will create and maintain an active and functional account with METRC, which includes the purchase, sale, test, packaging, transfer, transport, return, destruction, or disposal, of any cannabis goods. Per *CCR Code 5048(b)(1-2)*, we will designate our Dispensary Manager ("DM") as the METRC Account Manager. The designated Account Manager will authorize additional employees as users and will ensure each user is trained on our internal ETS ("Electronic Tracking System") and METRC prior to access or use.

Our designated Account Manager and each assigned user will be assigned a unique log- in, consisting of a username and password. The designated account manager and each assigned user will only have the ability to log in under their assigned user and password and we will have a zero-tolerance policy for employees that sign in under a user and password that is not assigned to that respective employee. All records of our assigned users will be maintained in a complete, accurate and up-to-date list for a minimum of 7 years.

Track and Trace Reporting

Our internal ETS is central to our inventory management, diversion prevention and recall plans. For purposes of our Santa Rosa application, assume the functionality of our ETS will interface with METRC. To the extent it does not, we will adjust and select an ETS that works with METRC.

Our ETS is designed to track all cannabis products from production by a grower/cultivator/processor through sale to a dispensary and finally sale to a client. It serves as an integrated point-of-sale and inventory-management system that allows us to track and trace our inventory in real time. The system is web-based and secure and makes client and inventory records available and accessible to the Bureau (and the local police department, if requested) twenty-four hours a day, seven days a week. The software will limit human error or potential theft, as all sales are tracked and any inventory adjustments are logged in the system and can be audited at any time.

Per CCR Code 5049(a)(1-8) our ETS will record all cannabis activity including: packaging of cannabis goods, sale of cannabis goods, transportation of cannabis goods to a licensee, receipt of cannabis goods, return of cannabis goods, destruction and disposal of cannabis goods, laboratory testing and results, and any other activity as required pursuant to this division, or by any other licensing authority.

From the moment a package enters our dispensary until the moment it leaves through a verified transaction or due to destruction, the system enables the user to track, access, and store all information regarding its location and movement, including but not limited to:

- Acquisition of product from a distributor including a description of each product received;
- Beginning-of-day and end-of-day inventories, monthly inventory reviews and annual comprehensive inventories which track the date of the inventory, a summary of the inventory findings, and the employee identification numbers and titles or positions of the individuals who conducted the inventory;
- Each transaction including the details of the transaction and the employee handling the transaction, per *CCR Code 5049(A)(i-vi)*;
- Damaged, defective, expired or contaminated cannabis product awaiting return to a distributor or destruction, will be placed in our Vault Room Return Area, in locked cannabis quarantine bins.

Per *CCR Code 5049(b)(1-6)* the following information will be recorded for each activity entered in our ETS:

1. Name and type of the cannabis goods.
2. Unique identifier of the cannabis goods.
3. Amount of the cannabis goods, by weight or count.
4. Date and time of the activity or transaction.
5. Name and license number of other licensees involved in the activity or transaction.
6. If the cannabis goods are being transported.

To prevent diversion of any cannabis products scheduled for destruction, we will record the name of the employee performing the destruction or disposal and the reason for destruction or disposal in the both METRC and our ETS. Please see section IV. SITE MANAGEMENT, g. Returns, Recalls and Destruction for more detail. The system is also able to notify our Dispensary Manager if there are any red flags. For example, it can create an alert if any reports are overwritten by manual entry or if any client has purchased above their daily limit.

Track and Trace System Reconciliation

In addition to the beginning-of-day and end-of-day inventory report, we will conduct weekly physical inventory reviews. We will comply with *CCR Code 5051(a)(b)*, by reconciling our physical inventory of cannabis goods with our records in the ETS database at least once every 14 days. By going above and beyond, we think we will be able to track and record pattern discrepancies before a major issue occur. If there is a discrepancy between physical inventory , METRC and our ETS database, we will comply with *CCR Code 5034(a)*, stating that a significant discrepancy in inventory means a difference in

actual inventory compared to records pertaining to inventory of at least $5,000 or 2% of the average monthly sales of our dispensary.

If the reason for the discrepancy is discovered and can be accounted for, corrective actions appropriate for the situation will be implemented to ensure that such a discrepancy does not occur again. All discrepancies of greater than $5,000 or 2% of monthly sales must be reported to the Bureau and law enforcement within 24 hours of discovery unless fully accounted for.

All critical incidents will be documented and an incident report will be filled out containing the following information: date and time of incident; names of individuals involved; detailed description of the incident; known (or suspected) causes of the incident; and corrective actions taken or to be taken. The incident report will be filled out no later than 24 hours of the incident or its discovery, in full compliance with all statutory and regulatory reporting requirements. Additionally, all confidentiality breaches will be handled in accordance with all applicable laws.

Audits and Financial Statements

Our Controller will prepare internal quarterly financial statements that can be made available to the Bureau, upon request. The statements will include: income statement; balance sheet; weekly cannabis inventory; cannabis acquisition wholesale costs; cannabis sales; and any other documents the Bureau may request. This report will be prepared in accordance with generally accepted accounting principles. We will also prepare an annual audit that will contain the same information as the quarterly statements.

However, this audit will be compiled and certified by an auditor or CPA. We will conduct the audits in accordance with generally accepted accounting principles.

If a discrepancy is found, we will immediately perform an internal investigation to determine the reason for the discrepancy. Review of security footage will be utilized as needed. If we determine the discrepancy was due to human error or a system malfunction, we will promptly implement corrective measures which may include additional training and/or notification to our ETS account representative regarding a software issue. We will follow all rules per *CCR Code 5034(a)*.

If we cannot determine the cause of the discrepancy, we will report it to the Bureau within 24 hours of discovery. If we determine or suspect that criminal activity may have been involved, we will notify the Bureau and the Santa Rosa Police Department, identifying the circumstances surrounding the discrepancy. We will follow the same procedures if there is an increase in cannabis due to undocumented causes.

Internal Reports: Our ETS reporting feature will allow us to generate reports that will be useful for inventory control including: daily acquisition of products (cannabis and non-cannabis products); beginning and end-of-day cannabis inventory reports; and weekly, monthly and/or annual reports. All inventory reports will be backed up on our secure server located in our IT Office, within our limited-access area and retained and for a minimum of 7 years.

Training and Hiring

Our internal training program is crucial to maintaining accurate inventory and ensuring compliance with our internal policies and all laws and regulations. As part of our onboarding process, we train all new client care advocate hires on our internal ETS and METRC systems and all other electronic and security systems as appropriate pursuant to their level of clearance. We also provide web and live training for our current employees at least once a year, training which may include bringing our ETS representative on site to make sure we are properly using all features and functions.

Prior to hiring we use a thorough interview process where the candidate meets separately with at least three of our current employees. The interview is designed to not only assess a candidate's skills, knowledge, and capabilities, but also to measure their values, beliefs, and core principles. Additionally, all employees know that they are subject to internal audits and unannounced observations to evaluate their performance and adherence to company, Bureau, and State rules and regulations.

f. Inventory Storage

Successful storage of cannabis requires that we protect the product from diversion and secure it in a manner that protects medicinal potency and ensures that unsafe products are never released to a client. Our Inventory Supervisor will remind all employees to keep our storage areas clearly labeled and designated for Adult Use and Medical products. Our Inventory Supervisor will provide oversight, supervision and control of products and follow all adequate safeguards to ensure all items are stored and maintained and separated as A and M products in accordance with *CCR Code 5033.Storeage of Inventory* and Santa Rosa Ordinance *20-46.080 Cannabis Retail (Dispensary) and Delivery (F).*

Physical Security Measures

Per standards set by our Director of Construction, the Vault Room is located near the back-interior of the facility (*i.e.*, away from the main road) and constructed with double-layer concrete and a commercial-grade solid steel door. The Vault Room commercial-grade steel door will be constructed from floor to ceiling to separate the public entry area from the dispensary area.

The Vault Room is intended specifically for cannabis, cash and other inventory storage located within the level 4 restricted access zone. We have designed our facility so employee break rooms, changing facilities and bathrooms shall be separated from all storage areas to deter diversion of product by employees. At **NO** time will cannabis products be stored outside of our designated Vault Room or daily storage rooms. Products will always be stored in plain sight of our surveillance system.

These are critical goals, core to our mission, and we will achieve them through physical security and our product handling policies.

The Vault Room is protected from unauthorized entrance through our use of technology, including: card readers, motion sensors, hold-up, panic/duress alarms, and commercial-grade locking systems. The door will require a keyless fob. The Dispensary Manager will have access control to

restricted level 3 and higher, and we will require two employees, including the Manager, to be present when anyone enters the Vault Room.

The Vault Room will also be under constant video surveillance with cameras mounted on both the inside and outside, providing 360 degree viewing. Along with surveillance, the Vault Room will have a panic button wired to the main security alarm and a hard wired phone with direct dialer capabilities shall be present in the Vault Room for emergency communication.

To track all movement in and out of the Vault Room, we will implement software that creates multiple firewalls preventing viruses or unwarranted access, will electronically track and log all individuals who enter or exit the Vault Room via RFID. We have developed further security protocols to prevent human error. Entrance to the Vault Room is restricted to a minimum number of employees and requires the highest clearance level. No employee may enter the Vault Room alone without proper authorization of the Dispensary Manager. In addition to tracking capabilities, we have created additional, internal protocols for entrance.

Record Maintenance

Before entering the Vault Room, employees with the appropriate level of clearance must log onto a computer and enter the date, time and reason for going into the room. This record is maintained for a minimum of 7 years and is available at the Bureau's request. A second authorized employee will then confirm the information entered by the first employee. Both employees will sign the document and file it prior to proceeding to the Vault Room together. All employees will be reminded to keep separate inventory records for Adult-Use products and Medical products. Internally, the Dispensary Manager shall be the only person with the list of employees who have access to the Vault Room, as well as any other PIN codes, passwords relating to accessing the Vault Room and Storage areas.

All records of the Level 3 and Level 4 restricted access areas will be kept for a minimum of 7 years in a designated filing cabinet in our IT Office. We will also maintain electronic records and use the electronic system as a backup for our files.

All storage areas will be labeled appropriately based on Adult-Use or Medical inventory. The Vault Room will be split, dedicating 2/3 to our Adult-Use inventory and 1/3 our Medical inventory. We will use a color coding sticker system, will go on each individual package, to clearly designate to our Client Care Specialist ("CCS") and clients which products are deemed Adult-Use or Medical. For more information on our inventory system please see section IV. SITE MANAGEMENT, e. Track and Trace System, f. Inventory Storage.

Sanitation of Storage Areas

Because the Vault Room and Storage areas cannot be accessed by our cleaning contractors, employees with the appropriate clearance will maintain the cleanliness of these areas. Weekly, or more frequently if needed, two employees with the proper clearance will sweep and dust the room and remove any garbage or debris. Each will visually inspect the room to ensure it is free from insects, rodents or other pests. We will maintain a log inside each area with the date, time, and name of

employee who cleaned the room. All employees cleaning will be required to use protective equipment including: hair net or hat, hand gloves and disposable shoe covers.

Climate and Environmental Controls

We will also ensure proper storage within the Vault Room to maintain the medical potency of products. The Vault Room will be temperature controlled to maintain freshness and pureness of all inventory. The room is designed to be a cool, low energy usage lit room with proper ventilation, temperature, and humidity control equipment. We will also ensure little activity or movement of the product because rough handling, high heat, light and air exposure will lower the quality and medical potency.

To prevent any oxidation while the product is in storage, we will keep the vault temperature between 50 to 60 degrees Fahrenheit and will install a dehumidifier, maintained at 55% humidity to optimize terpene retention and moisture content within the room as well as eliminate any potential for mold to form. To maintain fresh flower product we will vacuum seal vials or bottles by the 25 pack using a commercial grade vacuum sealer. Keeping product in bags of 25 will make for easy manual inventory counts. The various sizes of our storage bags allow the dispensary to keep our daily supply separate from our storage supply to minimize handling and damaging the product.

The primary purpose of climate and environmental controls within the inventory storage locations are the protection of product identity, strength, quality and purity. The primary aspects of which are:

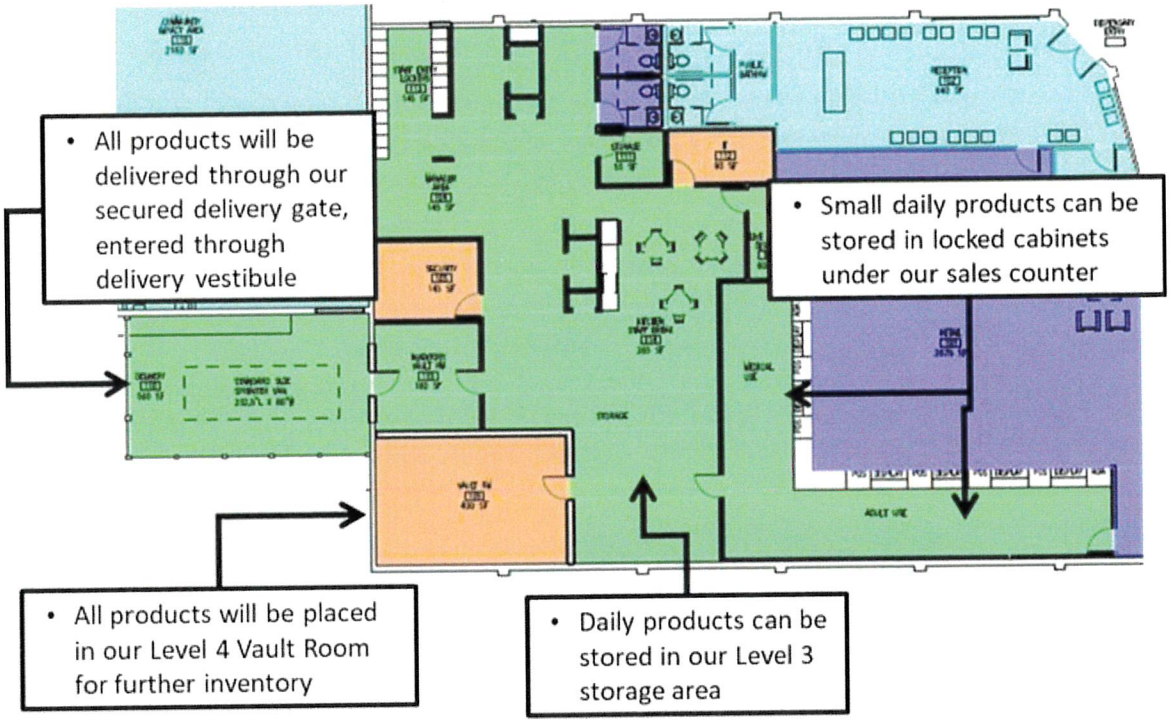
- Humidity – shall be controlled through a closed loop system of filtration and removal of air moisture and the reintroduction of water content to achieve and maintain the desired humidity level of 55% (+/- 2%).
- Air Purity – as a part of the closed loop filtration, all air will be circulated and cleaned utilizing carbon and HEPA filters for the purposes of air purity (reduction of particulate) and for odor control elimination.
- Temperature – control for the Vault Room shall be independent of the rest of the dispensary to provide ideal conditions for product storage and integrity of stored medical cannabis product so as not to exceed 65 degrees Fahrenheit.
- Lighting – within the Vault Room will be LED occupancy energy efficient controlled with override lighting to a desired 1,000 LUX, lumen/m squared. The purpose of which to provide ideal visual conditions for inspection of product.

Separate Locked Area within Vault Room for Quarantined Product

Within the Vault Room, we have designed a secure, segregated designated area to quarantine cannabis that has been recalled, returned or is unusable, along with any products in which the packaging has been opened or tampered. Using the Vault Room to quarantine these products allows the dispensary to keep them highly secure until they are destroyed.

We will store cannabis product intended for destruction in a locked bin(s) labeled "WASTE CANNABIS. DO NOT DISPENSE. Content Scheduled for Destruction." No expired, damaged, deteriorated, misbranded or product scheduled for destruction, shall be kept at the dispensary for more than 7 days. The lettering on the label will be in red ink with letters a minimum of one (1) inch tall. The container will be located within a segregated area in the Vault Room designated for product to be held until returned to a grower/processor. The bin(s) will be in direct sight of our surveillance cameras.

Product Storage Areas



The Vault Room will also be under constant video surveillance with cameras mounted on both the inside and outside, providing 360 degree viewing

g. Returns, Recalls & Destruction

Our Company will comply with all rules and regulations for customer return, recall and destruction of cannabis goods outlined by the Bureau in *CCR Code 5410, 5053, 5054 and 5055.* We will allow clients to return unused cannabis purchased from our dispensary for the purposes of destroying the cannabis pursuant to *CCR Code 5054 and 5055 (a-f).* Product will be able to be returned within 5 days from purchase. We have established procedures for the various scenarios where we must quarantine cannabis before sale or after it has been sold and returned.

It is necessary to have a system and process in place to both recognize and respond to returns and recalls in a quick and efficient manner. Our inventory management policies will make sure all products in our dispensary are accounted for at all times. Before we implement a Return Policy we will send a written policy to the Bureau for review.

Process of Returned Unused Product

Clients will be able to return unused products to our dispensary if and only if the product was purchased at our dispensary by the client or their caregiver. When a member walks into our Waiting Area asking to return product, the Dispensary Supervisor on staff will take product at the entrance and place in a red plastic return bag. The bag will be sealed and a sticker labeled "Cannabis Product subject for RETURN" will be placed on the outside of the bag. The client will be given a return report questionnaire asking for information about why the client is returning product. The report will include customer name, registry card number (if applicable), identification number and questions about the returned product.

When the client is ready to speak with a Client Care Specialist they will be escorted to the sales floor with the returned product in the red plastic return bag, the return report and the receipt of purchase. The CCS will review the return report and determine if the product has been unused or tampered with. After verifying the unused package, the CCS will notify the Dispensary Manager ("DM") or Dispensary Supervisor ("DS") and who will inspect the product. No CCS is allowed to return product without the supervision of their supervisor or manager on duty. The DM/DS will then complete the refund process and clients will be refunded in full for their purchase. The ETS and METRC are updated. Clients may only return unused product 5 days after the original purchase date and can only return 1 product every 10 days (other than in accordance with our recall procedure). Typically, dispensaries will take a loss on the returned product, unless the returned product is recalled due to a defect identified by the Bureau.

Once the returned product is in our possession, our DM/DS will determine if the product is defective, the purchasing license may return the cannabis to the selling licensee only in exchange for a non-defective equivalent product. If the product is not found to be defective or exchangeable, the CCS places the product in our quarantined area and prepare for destruction pursuant to *CCR Code 5054 and 5055 (a-f)*. We quarantine all returned and recalled product in locked bins(s) in our Vault Room clearly labeled as "secured waste receptacle" and "NOT FOR SALE". Quarantined products are converted into unusable and unrecognizable product and is destroyed every 2 weeks following the procedures in *CCR Code 5055. Cannabis Waste Management (a-f)* under the supervision of the DM/DS and Security Manager in full view of surveillance. The ETS is updated and a report made to METRC (see below for more details on destruction of cannabis products).

Tracking of All Returns

All returns will be tracked by our internal ETS and submitted at the sales counter in real time. We will log each returned product into our ETS, noting all identifying information including product number, name, strain, weight, and date sold. We will indicate within the system that the product is being held in a segregated and secure quarantine area within our Vault Room waiting for destruction. We will also keep a handwritten log of all products returned that will be filed in our designated "Product Returns" cabinet in our IT Office and maintained on file for 7 years.

If we notice a pattern of certain products being frequently returned we will notify the distributor to inquire about a product defect. If there is a product defect we will notify the Bureau and wait for Bureau approval before alerting our clients of an official product recall.

Cannabis medicine abandoned at the retail premises will be treated as a customer return, however the member will not receive an exchange of product. It will likely be impossible to document in our membership software who made the return. The unusable inventory will be treated as cannabis waste.

Returns Will Be Stored in Our Quarantine Area

Products that have been deemed "returnable", that cannot go back to the distributor, shall be held in a separate, locked, designated area and held until destruction takes place. We have designated a segregated quarantine area within our Vault Room labeled "secured waste receptacle" and "NOT FOR SALE". Within those secure areas, we have locked storage bin(s) that that will hold cannabis product until it is destroyed. The bin(s) is labeled "WASTE CANNABIS. DO NOT DISPENSE. Content Scheduled for Destruction." The label lettering will be in red ink with letters a minimum of one (1) inch tall. No product shall be stored in our quarantine area for more than 14 days.

The quarantine area in the Vault Room, and the destruction area in the receiving vestibule, are both located in direct sight of our surveillance cameras.

Recall Procedure

We have established procedures for quarantine of unfit or unsafe products before sale and for retrieving them after they have been sold. They are followed below in our Recall Process section.

Quarantine of Products Prior to Sale: Products that appear to be tampered with, improperly labeled, expired or damaged shall be held in a separate from the useable stock in a locked container in the Vault Room labeled as waste cannabis for destruction.

Recall Process

Mandatory recalls are conducted when the Bureau or a distributor notifies us of an issue with their products. Voluntary recalls are initiated when clients repeatedly report negative or adverse effects after consumption of a product or the DM/DS, after consultation with subject matter experts, has reason to believe that a recall of product is otherwise necessary. (Note: complaints of adverse reactions to a product are treated as adverse events and reported to the Bureau and the manufacturer).

In the event of a mandatory recall the DM/DS follows the instructions of the Bureau and vendor initiating the recall, as supplemented by our voluntary recall procedures and communication plan to the extent applicable. In the event of a voluntary recall, the DM/DS will:

(1) Notify the Bureau and the distributor of the product of the concerns leading to the recall decision and the product(s)/batch(es) effected;

(2) Obtain a report from the ETS of all sales of affected product, the clients s in possession

thereof, as well as all contact information; and

(3) Prepare a phone script and letter apprising the clients who made the purchase, of the need to cease using the product(s) and return them to the dispensary as well as the availability of a refund for unused products. The script and letter will specify the product(s) being recalled, including registered name and number, batch information (if applicable). The letter will include all label information for the product(s).

(4) All available staff will participate in emailing, texts or phone calls to the client, and the DM/DS will call in off duty staff or temporary staff if needed. The phone script will be followed and the recipient will be told that they are being sent a letter with instructions for returning the product to the dispensary. In the event a client has consumed any recalled product, we will advise them on recommended actions as applicable, such as, seeking urgent care or contacting their physician immediately.

(5) The recall letter will be sent through email and text to the client.

(6) Simultaneously, all packages of affected product are removed from our stock and quarantined. The ETS and METRC are updated.

(7) After a recall, we solicit evaluative feedback on the effectiveness and efficiency of the process to determine improvements and work with the Bureau accordingly.

Per our destruction procedure, we quarantine all recalled and returned product in locked bins(s) in our Vault Room clearly labeled "secured waste receptacle" and "NOT FOR SALE".

Destruction of Cannabis Products

We have designed our facility to include a locked bin(s) quarantine space in our highly secured Vault Room. We will comply with proper destruction procedures outlined by the Bureau in *CCR Code 5054 and 5055. Cannabis Waste Management (a-f).*

No cannabis goods shall be disposed of as cannabis waste unless the cannabis goods have been removed from their packaging and rendered unrecognizable and unusable. We will **NOT** sell cannabis waste, under any circumstance. To make all products unrecognizable, unusable and not for resale we will remove cannabis from packaging, weigh the product (per local and state records) and mix the cannabis product with sand or kitty litter. Our facility will comply with all applicable waste management laws including, but not limited to, Division 30 of the Public Resource Code. As mentioned above we will dispose of cannabis waste in a secured waste receptacle or in a secured area on our premises.

Once product is rendered unrecognizable and unusable and placed in our quarantine bin(s) we will call a local agency, or waste hauler permitted by a local agency, to collect and process our cannabis waste.

We will provide the Bureau with the following information:

- Name of local agency providing waste hauling services, if applicable;

- Company name of the local agency franchised or contracted or permitted waste hauler, if applicable;
- Company business address; and
- Name of the primary contact person at the company and contact person's phone number.

Once the hauler arrives our DM will maintain destruction documentation by recording the date and time of each collection of cannabis waste at our licensed premise, obtain a copy of the certified weight ticket or other documentation prepared by the entity hauling the waste confirming receipt of the cannabis waste at one, or more, of the following solid waste facilities:

- A manned, fully permitted solid waste landfill or transformation facility;
- A manned, fully permitted composting facility or manned composting operation;
- A manned, fully permitted in-vessel digestion facility or manned in-vessel digestion operation;
- A manned, fully permitted transfer/processing facility or manned transfer/processing operation; or
- A manned, fully permitted chip and grind operation.

h. Record Keeping

In developing our record-keeping plan, we were able to draw upon our cannabis business experience in multiple states, including dispensary and cultivation centers in highly regulated environments with stringent record-keeping and audit requirements. We have worked collaboratively with regulators in Illinois, Pennsylvania and California to improve our systems and ensure compliance. Having developed record-keeping plans that allowed us to win licenses in highly regulated states and operate successfully, we are now in position to bring those well-developed plans to Santa Rosa, California.

Record Retention

Our dispensary will maintain electronic records on site, backed up daily, of all cannabis received, dispensed, sold, destroyed, or used, including identification of the person responsible for dispensing or destruction. Our staff will be trained to record information based on *CCR Code 5037. Record Retention (a)(1-9)(b-d).*

We will maintain electronic records and consistently update financial records, personnel records, training records, permits / licenses and written security records including: electronic surveillance recordings and access records; visitor logs; our Security Plan; investigations regarding cannabis loss or suspected loss; the master PIN code/password lists; the chain-of command list (including contacts for emergencies). These records are only accessible to our management team (CEO, COO and Dispensary Manager).

They are extremely sensitive and will be kept in the IT Office in a separate locked storage cabinet accessible only to those with Level 4 restricted access. We will be able to track and monitor access to the sensitive area using our Access Control system which tracks all individuals throughout the dispensary, and we will retain these records for a minimum of 7 years. All records will be kept in a manner that allows the records to be produced for the Bureau at our facility in either hard copy or electronic form.

Inventory and Audit Records

Our internal ETS supports the retention of all delivery, sales and destruction data, and will support real time, HIPPA-compliant updates to METRC. Every transaction is recorded and archived for detailed reporting and auditing, identifying the participants in each transaction through a unique pin code. The ETS saves this information in the system on a secure, backed-up HIPAA-compliant server located in the dispensary's IT Office (level 4 restricted access area). We will store data for a minimum of 7 years.

Each client will have an individual profile in the ETS and each entry will indicate: client ID#; products purchased; quantity purchased; and date. The dispensary employee entering the order must enter an employee specific PIN number to accept the order. When a sale is complete, the ETS and METRC are immediately updated. The ETS also tracks returned and other product that is quarantined awaiting destruction. Similar to a sale, the ETS is updated upon destruction with responsible employees identified.

A redundant paper log is also maintained for a minimum of 7 years such that in the event of a computer problem, the retrieval of information can be reconstructed non-electronically within 3 business days.

Our ETS will support business operations, including inventory management, vendor and purchase order recording, business transactions and accounting records. The software records manual inventory adjustments through a detailed notes section and adjustment feature. All data regarding adjustments, edits or deletions to client or other records can be sent to the Bureau via complete audit trails.

In the event of a return or recall, employees will follow our return and recall procedure set forth in section Return, Recall & Destruction.

Other Business Records, Including Staffing Plans

We will separately maintain multiple other categories of documents , including: employment files, training and attendance records; quality assurance reviews; operating procedures; inventory records; policies and procedures; security records; audit records; our staffing plan; vendor lists; business management plans; business assets and liabilities; all monetary transactions; books of accounts including ledgers, agreements, checks, invoices, vouchers, and client specific sales records; and employee background checks.

We will store these records for a minimum of 7 years in locked filing cabinets located in the IT Office. Our CFO and Controller will ensure these records are accurate and maintained in accordance with all laws and regulations.

Operating Procedure and Control Records

Our Operations Manual governs all dispensary operations, including detailed dispensary operating procedures such as record keeping, inventory and audit procedures. Our goal is to promote standardized procedures and record-keeping, which will discourage unlawful activity. Due to its sensitive nature, all employees will be required to sign a confidentially agreement. Each employee will receive a copy of the manual, and we will keep two paper copies (in a secure place) at the dispensary, along with an electronic copy accessible to employees.

Protected Health Information

Our Company's founders are attorneys whose prior litigation careers frequently addressed the concept of Personal Health Information ("PHI"). We understand that our dispensary's need to receive/store records is extremely sensitive and will be in compliance with all state and federal laws and regulations. We will provide employees, Bureau inspectors, auditors, and local law enforcement the necessary and required information for operations and oversight, while protecting clients' privacy rights.

All PHI, other than certifications, will be stored on our protected servers. We will request Bureau approval to back-up our data to a HIPAA-compliant cloud-based storage provider.

Electronic Record Security and Back Up

We will partner with BSSi2 and their Chief Information Officer and their "Chief Security Fanatic," to create our computer network, designed to protect our business information and all PHI from loss, theft and hacking. The system will be safely backed up daily and stored such that data cannot be lost/overwritten, and that a backed-up system can be up and running within 3 days of a failure event.

Every electronic device used to obtain or store data will be fully encrypted using full disc encryption ("FDE") technology. This includes end-user files and application settings, as well as application and operating system executables. FDE automatically converts data on a hard drive into a form that requires an encryption key to "undo" the conversion. If any computer or server is lost or stolen, the data on the device will thus remain inaccessible.

We will integrate Unified Threat Management ("UTM") firewalls into our infrastructure to prevent intrusion from hacking, malware or other sources. Our server will be located on-site in the IT Office to store all information we will collect through the ETS and TTS. In addition, we will have either a Network Attached Storage device ("NAS") or secondary server on site to back up our server and allow us to efficiently restore any data that may become corrupted or lost within 48 hours. We will seek Bureau approval to back up our data to a HIPAA-compliant cloud storage provider such as eFolder.

We will also work with BSSi2 to develop policies and procedures to ensure that all employees are locked out of any sites or programs that may compromise our systems, and to make sure they are

trained in the proper protocols for maintaining the effectiveness of all systems in accordance with HIPAA and all other laws and regulations.

Compliance with Record-Keeping Regulations

Our record-keeping will comply with local, State and Federal requirements. All records will be available to authorized dispensary employees, Bureau inspectors, auditors and local law enforcement. Our COO is responsible for ensuring that all records are properly created, maintained, updated, stored and available to the Bureau and all relevant agencies and auditors, while at the time remaining otherwise confidential.

Records Requests by the Bureau and/or Law Enforcement

All of our records can be produced for auditors, the Bureau and local law enforcement as requested. Our COO will be responsible for ensuring compliance with such requests.

i. Receiving Shipments

Our distributors are responsible for the secure transportation of cannabis products to our facility and for following our receiving procedures. Before contracting with us, each distributor must be interviewed and vetted by our Chief Operating Officer ("COO"), who will confirm that the vendor is capable of and has undertaken to abide our ordering and receiving requirements. Our team will make sure to comply with local and state rules *CCR Code 5422, 5423* and *5424* regarding inventory management.

Ordering and Preparation for Receiving Shipments

Product ordering is conducted by the Dispensary Manager ("DM") under the supervision of the COO. The Dispensary Manager may only order such quantities and varieties of products as are required to meet the dispensary's reasonably expected near-term needs. The COO must confirm each order for it to be valid. Delivery may only be scheduled for between the hours of 6:00am – 10:00pm PST, according to state regulations and the Dispensary Manager and a security guard must be present during all deliveries.

We will comply with *CCR Code 5422. Receiving Shipments of Inventory (a)(b)(c)* and only purchase and receive shipment of cannabis goods from a licensed distributor. Prior to product delivery, the distributor or transporter will generate an will send an electronic shipping manifest through the METRC Track and Trace system. This Shipping Manifest must contain the following information: Testing and sampling, sale of cannabis goods to licensee, destruction or disposal of cannabis goods. The distributor shall ensure that the goods being taken for transport accurately reflect the shipping manifest, the distributor is responsible for any discrepancies, and this manifest must stay with the product during transportation. he vehicle description and license plate number; proof of ownership, and proof of insurance will already be on file with Bureau, as required for any transportation vehicle.

The shipping manifest shall also list the name and license number of the distributor shipping the products and, for each unique product being shipped, the unit quantity per batch number as well as the

product information contained in *CCR Code 5423. Inventory Documentation*, information regarding any pesticides used in the cultivation, and a unique serial number for each package (if applicable). To facilitate any recall process, the processor must also identify the source of the cannabis used in each unique product by cultivator name, license number, and batch number. Upon pick-up or receipt of cannabis goods, the DM will compare the manifest to the order, confirm that the manifest is complete, and load the information into our internal electronic tracking system.

The Receiving Area

All cannabis product shipments, shall be done in an enclosed, secure and monitored environment. The shipments will be made during designated shipping hours and all shipments of cannabis goods shall not enter the premises through an entrance or exit that is available for use by the public. The designated receiving area is located behind the main building, away from access to the main roads and not in plain sight from Barham Ave or Petaluma Hill Rd. The area consists of a fenced in sally port with a secure interior vestibule. The privacy fence is 10 feet tall topped with barb wire, making it near impossible climb and to see inside from the main road. The shipments are will be secured by high definition surveillance cameras, well-lit during dawn and dusk hours and physically monitored by a security guard. Immediately off of the area a secure door that leads to an interior delivery vestibule which, in turn, is separated from the interior of the dispensary by a secure door.

The Receiving Area is fully enclosed using an automated garage door and large enough to fit most Sprinter vans used for product delivery. Please see exhibit I. 3D Renderings of the Property for full page 3D renderings of our receiving area.

<u>3D Renderings of our Receiving Area</u>



Receiving Operations and Staffing

The transporter will notify the staff when the delivery vehicle is 15 minutes away. Client visitors and employees not specifically involved in the receiving process may not be present anywhere in the facility except the waiting area or sales floor until the delivery is concluded and the product securely stored. The Security Manager will be present in the waiting area reception kiosk to admit the delivery vehicle to the delivery area, maintain surveillance on the delivery, and activate any necessary alarms.

Receiving commences with the DM, security officer and assistant employee (whose identities will be logged) entering the delivery area. The DM will confirm that the door to the delivery vestibule is secure and give the "all clear" to the Security Manager. Each vendor employee involved in the delivery will then provide their identification cards to the Security Manager and announce their name, company, distributor ID through the delivery area intercom. Upon verification, the Security Manager will "buzz" the truck through the entryway of the delivery bay via kiosk controls.

The DM will greet the truck in the receiving area, confirm the identifications, remind everyone that they are under surveillance and being recorded, and confirm that the gate is secure. The DM will then visually inspect the inside of the vehicle, confirming that it contains product, and then signal the Security Manager to open the delivery vestibule. The DM will then inspect the delivered products. The Security Manager will monitor the receiving area cameras at all times during delivery, and the security guard will maintain situational awareness.

Inspection and Acceptance

Inspection of all products will take place in the delivery vestibule. The DM will electronically scan each package to confirm that it conforms to the delivery manifest and will visually examine it for signs of damage and confirm that it appears compliant with local and state container requirements. For each package, the DM will visually confirm that the expiration date is not less than 180 days off and that each label conforms to the requirements *CCR Code 5412. Packaging and Labeling:*

(a) A retailer shall not accept, possess, or sell cannabis goods that are not packaged as they will be sold at final sale, in compliance with this division.

(b) A retailer shall not package or label cannabis goods.

Expired, damaged, deteriorated, misbranded, mislabeled or adulterated cannabis products shall not be accepted. If the DM determines that any of the foregoing requirements are not met, they will photograph the package, send an electronic message to the distributor that the package is not being accepted, and the distributor will send a transporter must return to our dispensary for secure pickup or exchange of product. An entry to this effect will be made at the same time in the internal ETS.

Each package that conforms to the foregoing requirements is scanned into the ETS by the assistant employee and is then considered accepted. The employee then vacuum seals containers in groups of 25, also notated in the ETS.

Once the delivery is completed, the DM and the assistant employee will take the products into a secure interior location, Vault Room, while the security guard remains with the delivery personnel in the receiving area. After confirming the door to the interior is locked and all vendor employees are in the receiving area, the DM will signal "all clear" to the Security Manager who will then open the security garage and security gate from the kiosk and the delivery vehicle will depart.

Inventory Documentation (following acceptance)

The DM and assistant employee will immediately place the received products into the Vault Room and update the entrance log. The DM will then update the METRC system with the all information deemed necessary by the Bureau regarding the accepted product as well as any returned product.

In the event that the delivery vehicle did not provide product listed on the manifest, the DM will immediately contact the vendor for an explanation and may not allow the delivery without further approval. If appropriate, the DM will then contact the Bureau and local law enforcement to report all the information known to him/her with 24 hours.

All inventory will be electronically scanned into our inventory system along with maintaining accurate and proper documentation. Our ETS and METRC system will be able to produce real-time inventory request by the Bureau. We will comply with all rules in *CCR Code 5423. Inventory Documentation*:

(a) *A description of each item such that the cannabis goods can easily be identified;*

(b) *An accurate measurement of the quantity of the item;*

(c) *The date and time the cannabis goods were received by the retailer;*

(d) *The sell-by or expiration date provided on the package of cannabis goods, if any;*

(e) *The name and license number of the licensee that delivered the cannabis goods to the retailer;*

(f) *The name and license number of the distributor that provided the cannabis goods to the retailer; and*

(g) *The price the retailer paid for the cannabis goods, including taxes, delivery costs, and any other costs.*

All inventory shall be reconciled by our Inventory Manager every 14 days, per CCR *code 5424. Inventory Reconciliation*. We will verify that our physical inventory matches our electronic records and all findings will be retained in our records and shall be made available to the Bureau upon request. If our Inventory Manager or employees identifies theft, diversion, loss, or significant discrepancy, our Dispensary Manager will notify the Bureau within 24 hours.

Surveillance and Recording

The interior of the delivery garage and the delivery vestibule are equipped with surveillance cameras and signs indicating that the area is being recorded. The Security Manager will observe the delivery area and vestibule throughout the delivery process, using the monitor in the reception kiosk.

Santa Rosa's Comprehensive Cannabis Ordinance requires video surveillance to provide clear and certain identification, under any lighting condition, provide 24 hour recording of all internal and external areas where cannabis is stored, transferred, or dispensed. This footage is required to be stored for 60 days and remain active at all times.

The Bureau's regulations *CCR 5044,* include minimum camera resolution of 1280 x 720 pixels, which is stored by Transmission Control Protocol (TCP) which is capable of viewing online. Each camera is secured in a permanently mounted fixed location, which records activity within 20-feet of all points of entry and exit, limited access areas, security rooms, point-of-sale, retail area, any location where the cannabis is weighed, packed, stored, loaded or unloaded for transportation, prepared or moved, and there must be a camera facing the surveillance system recording area. These cameras shall remain on 24-hours a day, at a minimum of 15 frames per second, date and time stamped, these recordings shall be accessible for 90 days. Failure notification systems must be in place to notify the licensee if there is any interruption in surveillance. Surveillance footage must be provided to the bureau immediately upon request.

Training

As part of the Justice Grown process, all dispensary employees will be trained and tested on our receiving procedures, including participating in a mock delivery.

j. Edible Products

Requirements for Edible Products

Our facility will ensure that all products coming into our dispensary follow, *Manufactured Cannabis Safety* requirements, *CCR Code 40300.* Edible products shall not contain more than 10 milligrams of THC per serving, up to 100 milligrams of THC per package. All of the ingredients used to manufacture the products, with the exception of cannabis or cannabis concentrate, will be approved by the United State Food and Drug Administration for use in food or food manufacturing.

The edible products that we carry, that contain more than one serving will be scored, marked, or delineated to indicate the serving size. They will be packaged in a manner that the serving size is identifiable, and the dosage of THC is evenly distributed throughout the product.

Restrictions on Edible Products

Manufactured Cannabis Safety, CCR Code 40300, prohibits selling cannabis edible products that contain alcohol, caffeine or nicotine additives, dairy products, seafood, or meat. The products we carry will be shelf stable, and not require refrigeration below 41 degrees Fahrenheit. Edible products made with cannabis concentrate will processed into the product. Any product that may be attractive to children, resembles commercially available foods, or cannabis products in the shape of human, animal, insect, or fruit will not be carried at our facility.

Requirements for Topical & Concentrated Cannabis Products

The non-edible products intended for adult use that we carry will be limited to 1,000 mg THC per package, and medical use products can contain up to 2,000 mg THC per package. This includes topicals and concentrated cannabis. The other ingredients in our topical products shall contain ingredients approved for cosmetic packaging.

Department of Health Services has been part of the county's dispensary permitting process since 2017. Santa Rosa's ordinance gave jurisdictional authorization to Sonoma County Department of Health Services to issue Health Permits, through the Comprehensive Cannabis Ordinance as of January 19th of 2018, which includes two annual inspections by the health inspector. The Department of Health Services Inspector is responsible for completing a checklist to ensure dispensary compliancy during their visits.

k. Advertising and Signage

Our dispensary will comply with advertising requirements to gear away from targeting any youth. Any ads placed on broadcast, cable, radio, print or digital communications will have a target audience of at least 71.6% is over 21 years of age. Upon request, we will provide the audience composition data as required by the Bureau, *CCR 5040.*

All direct advertising shall include age verification that the recipient is 21 years of age or older. Direct advertising is considered; in person, telephone, mail, or electronic forms of communication, examples may our membership newsletter, and social media promotions to our clients, *CCR 5041.*

In addition to state requirements, our dispensary will follow Santa Rosa's Comprehensive Cannabis Ordinance, which prohibits any signs or advertising of cannabis within 1,000 feet of any daycare, school, playground, or youth center.

l. Fire and Building Codes

The existing structure is a legal structure and met the applicable building and fire codes at the time of construction. Upon approval of the use permit, the operator will seek and obtain building permit(s) for the planned tenant improvements. The tenant improvements and supporting alteration plans will meet the current building and fire code criteria related to the improvements including any change in occupancy(ies). The existing structure has a fire suppression system that will be reviewed and altered to meet code requirements by a qualified professional upon review and approval of the City. Additionally, the operator will obtain the proper operating permits and CUPA permits for the storage of hazardous materials, as required by the fire department. A knox box will be provide at gated entry's and predominately near the main entry doors.

Vehicle gates limiting fire apparatus access will be approved by the Fire department. Egress side of the electrical gate will be equipped with strobe-actuator or magnetic loop detection in pavement. We will maintain the building and its use and operate in conformance with City of Santa Rosa building and fire code requirements for cannabis related occupancies, as originally published in January 2017, and as amended thereafter.

m. State, County and Local Excise Taxes

State Excise Tax on Cannabis Products

We will comply with all local and state regulations related to payment of sales and use tax laws, cannabis tax laws and other programs administered by the California Department of Tax and Feed Administration ("CDTFA") which may affect our cannabis business.

According to www.cdtfa.gov our dispensary will comply with the following:

- Register with the CDTFA for a seller's permit.
- Charge and collect sales tax on our taxable retail sales of cannabis and/or cannabis products, and other products.
- Electronically file our sales and use tax returns and pay the sales and/or use tax to the CDTFA.
- Charge and collect the cannabis excise tax from our clients who purchase cannabis and/or cannabis products.
- Pay the cannabis excise tax that is due to our distributor. DO NOT remit cannabis excise tax on our sales and use tax return.
- Provide our customer with an invoice, receipt, or other document which includes the statement: "The cannabis excise taxes are included in the total amount of this invoice." (Our clients are liable for the cannabis excise tax until it has been paid to the state or we provide them with such an invoice or receipt.)

We understand that all sales of cannabis products will be taxed at 15% of the retail price, unless a client provides and shows a valid Medical cannabis identification card indicating they are the qualified patient or the primary caregiver for a qualified patient, along with a valid government-issued identification card. All cannabis related products will be taxed at 15%, including: balms, buds and flowers, capsules, edibles (cookies, butters, honey, chocolates, candies, sodas, bars), extracts, gum, hash, infused feminine hygiene products, lotions, oils, plants and clones, pre-rolls, teas, tinctures, tonics, topicals and waxes. All other ancillary items will be subject to sales tax but not the 15% excise tax.

As a dispensary we plan to include the 15% sales reimbursement tax in all retail sales and then pay the tax to our distributor. We understand that we don't have to itemize the tax on our customer receipts, but to notify them of the tax we will include the following statement on the invoice / receipt: "The cannabis excise taxes are included in the total amount of the invoice."

In following good record keeping procedures we will maintain monthly financial statements that will be reviewed by our Financial Controller. In accordance with state regulations we will keep and maintain all financial records for a minimum of 7 years, above the 4 year requirement by the CDTFA. We will maintain all records in electronic form which will be available for review by the Bureau. Each sales receipt will include the following:

- Name and address of the seller.
- Name and address of the purchaser.

- Date of sale and invoice number.
- Kind, quantity, size, and capacity of packages of cannabis or cannabis products sold.
- The cost to the purchaser, including any discount applied to the price shown on the invoice.
- The location of transport of the cannabis or cannabis product unless the transport was from the licensee's location.
- Any other information specified by the licensing authority.

City of Santa Rosa Cannabis Business Tax

In June of 2017 voters of Santa Rosa implemented Measure D, a Cannabis Business Tax for the City of Santa Rosa. Per Measure D, tax rates can increase up to 8% on all gross cannabis receipts. We will comply will all Santa Rosa cannabis tax regulations, including the Cannabis Industry Tax New Business Registration Form (SRCC 6-10) and the annual registration fee of $100.

The initial starting tax rates for 2017 & 2018 have been set, Adult-Use dispensaries are required to pay a 3% sales tax on all gross receipts and Medical-Use facilities will not be taxed during 2018. We do anticipate the rates may change in 2019, and we will comply with rates set by the City of Santa Rosa.

n. Staff Training

Justice Grown has over 20 years of combined cannabis dispensary experience. Members of our operating team have worked and been trained by some of the premiere cannabis businesses in Sonoma County, as well as in San Francisco. We have drawn from those experiences and have developed effective training protocols to meet the needs of clients.

We are confident, our leadership team can and will provide superior training. Our COO, in consultation with the leadership team, will establish and oversee our Santa Rosa training program, ensuring that our employees meet and exceed all ordinance protocols. Most employee training will be completed through our internal training course led by our Director of Cannabis Training and Education and COO.

Course materials and employee transcripts, certificates of completion, employee name, course title, course content, dates of training and signature of course instructor are securely stored for a minimum of 7 years, subject to inspection and audit by the Bureau.

Each participant shall be provided with written course materials with adequate time to be of value to participants. Our initial training course, which must be completed before commencing employment and dispensing cannabis, includes the following:

Company Background & Regulatory Training

20 hours

All employees will complete a one-week orientation of foundational training, including reviewing the employee handbook, learning about Justice Grown and our mission/vision, and discussion of the following:

- Different forms, methods of administration and strains of cannabis;
- Legal requirements for maintaining status as a licensed dispensary employee;
- Procedures for response or regulatory inspection from state, law enforcement, Department of Health Services, or City of Santa Rosa
- Policies for refusing to dispense based on concerns about abuse, health or safety;
- Verification of client credentials and physician recommendations;
- Guidelines on Santa Rosa and State of California cannabis laws and other topics required by the Bureau.

On the Job and Targeted Content Training

40 hours

All CCS's will receive training in dispensing from our in-house Director of Training and Education. The course covers the following topics:

- Cultivation and processing techniques. The overview includes cannabis plant life cycle, how each product is processed using CO2, Butane (BHO) or Ethanol, packaging and suggested storage requirements;
- The cannabis plant and its various strains including associated cannabinoids and terpenes;
- The need for our Client Care Specialist ("CCS") to educate clients to always start slow with a low dosage and keep track of affects;
- Guidelines for providing information to clients and caregivers related to the risks associated with products;
- Designated Account Manager will train our employees to track daily inventory and how to maintain the ETS database so it is accurate per transaction;
- Cash management and receipt of product deliveries;
- Instructions on our policies for refusing to dispense to a client who appears to be impaired, abusing or diverting cannabis;
- Role playing exercises to simulate the client–employee interaction;
- The Company's medical client intake process. The intake process will be an hour long personal interview between the client and CCS to understand the client's qualifying condition and reasons for seeking cannabis to medicate their ailments (only applicable to M license clients as needed)

Security Training

4 hours

Security training conducted by the Security Manager introduces our surveillance devices, the three types of alarms, access limitations and controls, procedures during a security breach, receiving of product from transporters, and emergency contacts. Each employee will be trained on our Security & Diversion SOPs, including diversion avoidance and detection.

Workplace Safety and Health Training

8 hours

We will provide OSHA training for all employees completed by a third-party Division of Occupational Safety and Health (DOSH), also known as Cal/OSHA trainer approved by the Bureau. We will also provide CPR and first-aid training as well as Evacuation and Emergency Planning to all employees.

HIPAA, State and Internal Track and Trace Training

2 hours

We will design training and train all our employees on the METRC software, our internal ETS software, and on best practices of data management, including client confidentiality measures, HIPAA training and requirements for handling Personal Health Information ("PHI"). Several of our company's executive officers are attorneys with substantial experience with HIPPA, and we will ensure that all employees who may have access to client health-care information are properly trained and certified.

Continuing Education

16 hours

Our Director of Education and Training will conduct yearly continuing education courses. Employees must complete a minimum 16 hours during each calendar year. Our in-house trainers will lead trainings on the Santa Rosa Ordinance, including updates to the ordinance; common industry trends; newest research related to cannabinoids and terpenes, recognizing signs and symptoms of substance abuse or product diversion; safe handling of cannabis products, including common industry hazards, current health and safety standards, and dispensary best practices; and any legal updates pertaining to local and State regulations.

As part of our internal continuing education, we will also host monthly seminars/meetings where our CCSs can learn about new products coming to market, including informational sheets on all new products and strains. We will also make it mandatory for all our Client Care Advocates to attend the Cannabis Care Certification ("CCC") program. The CCC is a program to help professionals provide the best care to cannabis clients and to help clients get the most from their cannabis care use. CCC offers online educational courses and also provides CME credits to those that apply.

Along with the CCC course, our employees will be encouraged to attend a local Hemp Staff course. Hemp Staff has trained and certified over 4,000 cannabis dispensary agents including our dispensary agents in Pennsylvania. These trainings include full education of the cannabis plant, specific

rules and regulations pertaining to California and online continuing education classes. Along with education and training we will encourage our staff to attend cannabis conferences and seminars to learn more about the industry and meet California based venders.

o. Start Up Budget

One of Justice Grown advantages is that we are well-capitalized to complete a full buildout and operate a licensed dispensary in Santa Rosa. To demonstrate our seriousness and strength of our commitment to Santa Rosa, we have committed over $3.2 million in capital and assets to invest in dispensary operations, including estimated start-up cost. The level of initial capitalization is appropriate in part because Justice Grown intends to construct a state-of-the-art dispensary facility in Santa Rosa immediately upon issuance of a permit. The ability to complete construction and all final inspections without delay is an important component of our plans.

Start Up Items	**$**
Purchase Property	$2,000,000
Application Fee	11,000
Surveillance System	55,000
Access Control System	35,000
Burglar Alarm & Fire Alarm	12,000
2 one Ton Safe's (cash & product)	10,000
Computers	9,000
Printers	3,000
IT Hardware (tablets, scanners, tv)	6,800
IT Software (HIPAA compliant)	30,000
Sign Design	3,000
Construction & Build Out	450,000
Architect Fee	25,000
Display Cases & Coolers	12,000
Office Supplies	600
Furniture	17,000
Break Room materials	1,275
Financial Fees (Accounting, License	5,000
BioTrackTHC	5,000
Consulting, Legal	10,000
Marketing & Advertising	50,000
Community Grants	5,000
Total	**$2,755,675**
Inventory	$204,515
Reserves for Operating Losses	$234,096
Total Start Up Expenses	**$3,194,286**

Unlike many other cannabis companies, we have an in-house Lead Construction Operator who oversees all of our construction projects. He has over 15 years of experience in general construction work, mainly commercial gut rehabs. With his guidance we can execute a construction plan that will have our dispensary up and running in less than six months upon receiving all permits. (For details of our estimated construction timeline, please see Operational Timeline). Our financial backers stand ready to fund all Justice Grown operating losses for as long as necessary. We have estimated a total start-up cost expense of $2,755,675, which includes purchasing our building for $2,000,000.

Our experience suggests that our pre-funded status offers benefits to both our company and to Santa Rosa. While other inexperienced applicants look to raise money, Justice Grown will be ready to fund the build out and be fully operational well within 180 days of being awarded the license. We are fully committed and stand ready to fully bankroll and maintain our project from day one forward.

Real Estate: our proposed location, 1111 Petaluma Hill Rd, is the perfect space as the main building is over 9,000 square feet. We have opted to purchase the property for $2,000,000 and plan to close on June 2018. Our team feels owning the property provides many neighborhood advantages and

we will not be beholden to a landlord. Owning our building will help our construction and operation team will help us launch without delay should be awarded the dispensary permit.

Application: Given our expected revenue projections we believe we are responsible for providing $11,000 to apply for a dispensary permit.

Construction & Build Out: Justice Grown projects construction and build out costs of $450,000, which include design, contractor costs, interior waiting room, vault room, sales area, storage and exterior build out. The space is roughly 9,000 square feet and we are estimating $50 per square feet for the build out. Our in-house Lead Construction Operator will inspect all architect drawings, consult with local contractors and be the liaison between all hired contractors and the Department.

Security: We will install a state-of-the-art security system. Please see our Security and Surveillance section for more details. We estimate spending $102,000 in security, including installing the latest technology in cameras, recording systems, passcode entry systems, burglar alarms, commercial grade locks and commercial grade doors. This is one of the most expensive aspects of our build out; the Bureau requires we maintain video footage on site for up to 90 days. We want to make sure our clients and employees remain as safe as possible while feeling comfortable in our dispensary.

Information Technology: Justice Grown estimates spending $48,800 in information technology hardware and software, including computers, printers, tablets for customer check in, tablets for product inventory, televisions for client education and price listings, POS scanners, and security software to protect all information within our dispensary.

Furniture, Fixtures and Equipment: We estimate FF&E costs of $17,000 including tables, sofas, chairs, display cases, coolers, office supplies and break room appliances.

Other: We estimate $71,875 in back office items including accounting, licensing and incorporation fees. We have budgeted to spend at least $50,000 on initial marketing, advertising and building the community of Santa Rosa. We have also earmarked $5,000 as community grants to those residents that help beautify Santa Rosa through neighborhood cleanups, community garden development and community recycling programs.

Our cost estimates are derived directly from previous experiences, as well as research gleaned from our dispensary partners in others markets. These estimates are adjusted to reflect the regulatory market of California, in particular our proposed location in Santa Rosa. Our costs assumptions are conservative to be safe, though we do not foresee a situation where costs will be 20% lower than our estimates. Our internal revenue assumptions are conservative as well and represent our analysis of the population in Sonoma County, coupled with California's consumption statistics.

In sum, Justice Grown is fully ready to construct, market and open a cannabis dispensary within 180 days of being awarded the permit. We will not cut any corners when it comes to design, as we want our Santa Rosa dispensary to be a flagship location in Sonoma County. Moreover, we have dedicated a substantial amount of resources to plan and implement our dispensary build out, and we are prepared to increase our investment to whatever extent proves necessary.

4. Nuisance Impact (noise)

Justice Grown believes in being good neighbors and complying with all rules and regulations outlined in the *Santa Rosa City Code Chapter 17-16 Noise*. Our dispensary will operate like any other law-abiding retail business within Santa Rosa. We will utilize 3 air conditioning units: (i) retail dispensary, (ii) vault room, and (iii) community resource area. All units will be located on the roof, away from adjoining properties and ventilated properly to avoid loud noise creation. Unlike many other local retail businesses, we will have a security officer roaming the exterior of the facility, preventing loitering from clients or other citizens. Our dispensary will have a no loitering policy and a "NO LOITERING" sign will be visibly placed near all parking spaces. Our dispensary is fitted for 15 parking spaces for clients with an easy entrance and exit flow. Clients will pull in to our parking lot on Barham Ave and exit on Petaluma Hill Rd. We believe these designated entry and exit ways allow for easy flow of clients.

Due to noise and odor control, we will **NOT** allow clients to consume cannabis onsite. They must exit the facility with a sealed bag and go directly to their form of transportation exiting the dispensary. We believe no consumption on site will limit the number of people loitering in and around our property. According to *City Code Chapter 17-16.030*, we realize that our noise levels will be measured with a sound level meter and we will put the above measures in place to not exceed 55 decibels, during hours of operation. Due to the nature of our business, the only loud noises on a daily basis will be generated from vehicles, similar to all retail businesses in Santa Rosa.

Our facility is located approximately 50 feet from the nearest residential location and we will operate to limit noise levels, not to disturb local residences. We anticipate the noise levels to be intermittent throughout the day as there will be a flow of unpredictable clients served. From our experience we estimate the busiest time for clients to receive products are from 10am – noon and 3pm to 6pm. These times are typically times where many people are at work and will not notice a small increase in retail activity in our neighborhood.

During the case of a power outage or emergency we may decide to use a gas generator that will keep power on in the facility for 8 hours. We will only use the generator during hours of operation and only run for 1 day or until power is restored. In order to limit the noise of the generator we will comply with the following procedures: if power is not restored after 8 hours we will close and lock our facility and only operate when power has been restored. To preserve the useful life of our cannabis inventory, we will run the generator only to power our vault room, point of sale system, and membership verification.

By fully complying with *Santa Rosa City Code Chapter 17-16 Noise* we will not use sound amplifying devices to market or advertise before 9:00 am and after 6:00 pm. If we choose to use sound amplifying devices to market or advertise, our equipment will not exceed 15 decibels above the ambient base noise level. Just as with our odor mitigation plan we plan to meet with local business owners within a 500 feet radius to make sure we are operating as good neighbors. Our operations will comply with all rules and regulations and will be open to the Council and Bureau for regular sound level decibel checks.

5. Performance Timeline

Our family of cannabis companies has the benefit of an in-house Director of Construction, who has acquired expertise with the security and other needs of our build-outs. He will expedite and reduce costs by working closely with local vendors/contractors and avoiding mistakes based on prior lessons. Our last dispensary build-out, in a highly-regulated market, took less than 100 days to become fully operational.

In Santa Rosa, we will be fully operational in less than 180 days. We will advance the timeline by initiating permitting processes while our application is under review, positioning us to begin light demolition after building permits and full construction immediately upon award. Our facility is already zoned General Commercial and it suits Santa Rosa zoning requirements, avoiding zoning board delays. By day 168, we will be open for business and serving clients.

Our planning timeline is below in exhibit A – Performance Timeline and is incorporated herein.

Funding the Operation

California is historically a mature cannabis market, but with new entrants in a licensed environment, many will seek outside funding and will possibly cut corners to gain short term profits for investors.

Justice Grown is fully committed to the long haul and have allocated a minimum of $3.2 million in capital and assets above estimated start-up costs for our Santa Rosa operations. See Financial section for our disclosures of available capital. This level of capitalization ensures that we can construct a state-of-the-art facility without delay and maintain and operate in very robust and mature market.

In other states, we have observed that some winning applicants spent months or longer raising the money to fund their projects. The resulting delays hampered the regulators' efforts to implement state policy. We are fully committed and stand ready to fully bankroll our project from day one.

Though we have planned conservatively for unforeseen expenses, we estimate total startup costs of $960,190, not including the purchase of the real estate and possible operating losses.

For detailed start up budget expenses, please see section IV. SITE MANAGEMENT, o. Start Up Budget.

Security and Surveillance

Capitalizing on our experience, we have developed a comprehensive Security and Surveillance Plan. In concert with a secure design, the Plan ensures safety for our clients and employees while also detecting/deterring diversion of product or cash. We are using Vector Security, a full-service integrator specializing in physical security design.

Within days of an award, we will solicit bids from local security companies on installing access control, alarms and surveillance systems. We have already begun creating 3D renderings of all security measures. We will then begin installing those security measures within 92 days, giving our security team

enough time to plan with our electricians. We will post security guard jobs within 60 days and start training hires by the 83rd day. All guards will undergo extensive training on facility design, surveillance, emergency procedures, and law enforcement contacts, plus simulation exercises.

For more information on security and surveillance, please see section II. NEIGHBORHOOD COMPATIBILITY, b. Security.

Employee Qualifications and Training

Our Director of Human Resources and Diversity will start advertising for open positions during the second month of construction. We use best efforts to attract qualified applicants who are also veterans and persons from historically disadvantaged backgrounds.

We have already commenced work with our Director of Cannabis Education and Training to adapt our training program to the requirements set forth in the State of California Office of Administrative Law, Bureau of Cannabis Control – Title 16, California Code of Regulations. Promptly upon award, our Director of Cannabis Education and Training will finalize the training program and by day 60, will submit the program to Santa Rosa City Council along with a statement of qualifications for our proposed trainers. During this time, we will also complete third party training by HempStaff focusing on California-specific requirements. By Day 83, we will begin training our new hires with a Santa Rosa City Council-approved program.

Regarding hiring, we have historically chosen highly-qualified applicants with above-average interpersonal and other skills. Even though it costs more to attract the best candidates, we have found the investment more than pays for itself in terms of effective operations. Accordingly, we pay above-market wages, and, as with all jobs at our Company's other cannabis operations, our California positions include benefits, full health insurance and a 401k investment plan.

We also hire consistent with our Company's abiding belief in diversity. In our view, diversity is not just a box to be checked on an application, but rather a valuable asset and competitive business advantage. To date, the industry has been dominated by non-minorities. Our Company is different. As a thoroughly diverse company run in large part by women and minorities, we benefit substantially. By providing our Company the opportunity to draw upon the talent of diverse and sometimes-underserved communities, Santa Rosa can benefit substantially too.

For more detailed information, please see section IV. SITE MANAGEMENT, n. Staff Training.

Storage of Cannabis Products

Our plans call for construction of a double layer concrete Vault Room with a commercial-grade solid steel door and commercial-grade lock, as outlined in the regulations, for storage of cannabis products and cash. Access is controlled via an iClass Smart Card Reader, creating an extra layer of security. The Vault Room will be located near the rear of the dispensary property to prevent any exterior intrusion. A single-day supply may also be stored in lockable cabinets in the designated level 3 restricted access areas behind the sales counter but must be returned to the Vault for the end of day physical inventory. All storage areas will be completed by the 130th day of construction. The Director of Security

and Anti-Diversion and the COO will inspect the Vault Room to ensure security and environmental functionality (temperature and humidity control) before operations commence.

For more detailed information, please see section IV. SITE MANAGEMENT, f. Inventory Storage.

Inventory Management

Inventory management is critical to processing and controlling our business metrics, as well as to detecting and deterring diversion. The Inventory Control Manager works with our executive staff on all inventory management issues, including daily and weekly reports to the COO. During construction, the Inventory Control Manager will reach out to licensed California cultivators and processors to educate them on our delivery and security requirements. Thereafter, our inventory purchasing team will work with the COO to formulate initial orders scaled to our expected client needs.

Our executive staff has experience with multiple state-wide tracking systems, such as MJFreeway and BioTrackTHC. Our COO is working with METRC to ensure that we have a complete understanding of the platform and will be prepared to interface with it seamlessly using our electronic tracking systme. All of our employees will begin training on how to use our internal ETS and METRC along with other inventory tools on the 83rd day after award of a license.

For more detailed information, please see section IV. SITE MANAGEMENT, e. Track and Trace System.

Record Keeping

We are already working to ensure our standard record keeping practices to conform to Santa Rosa and California-specific requirements. Promptly upon award, the Director of Technology will complete a draft of our Operations Manual for the facility and contract with a local IT Security vendor to create a network conforming to our operating protocols for data security. All SOPs and protocols will be reviewable by Santa Rosa City Council, prior to being deemed operational.

During our intense 2-week initial training prior to commencing operations, our employees will learn how to keep and maintain the following records: protected health information ("PHI"), operating procedure records, inventory and audit records, security records and other business records. We will keep all records in electronic format, available to the State and local officials, for minimum 7 years.

For more detailed information, please see section IV. SITE MANAGEMENT, h. Record Keeping.

Prevention of Cannabis Diversion

As at our sites in other States, we will minimize diversion risk in Santa Rosa by hiring quality employees and employing a robust set of access controls and facility-wide surveillance and inventory management/audit systems using our ETS. We have already selected the access controls and surveillance technology (*see our Security and Surveillance section*) and established our audit policies. We are new to METRC, but our COO will learn how to interface with it while our application is under review and, should we be awarded the license, will implement a complete METRC solution or interface it to our usual ETS.

As explained above, we will employ professional security officers that must be on-site during all business hours. They will be vetted by our corporate Director of Security and trained no later than 100 days following an award. Further, all employees will be trained prior to commencing operations on our anti-diversion procedures and will sign our zero-tolerance policy regarding mishandling of product or cash. For more detailed information, please see section IV. SITE MANAGEMENT, a. Diversion Prevention.

Performance Timeline

Justice Grown - Dispensary

	Activity	Estimated Date	Days
Construction:			
1	File for building permits	May 24, 2018	1
2	Submit building plans to Santa Rosa Building Department	May 31, 2018	7
3	Building permits approved and received	July 16, 2018	53
4	Finalize contractors -- Begin light interior demolition	July 19, 2018	56
5	Finsh demolition, clean and prep	August 1, 2018	69
	Santa Rosa Awards Permits to Justice Grown		
6	Begin framing and prep	August 2, 2018	1
7	Begin mechanical rough-ins (plumbing, electrical and HVAC) and framing	August 9, 2018	7
8	Begin installation of security and IT planning	September 8, 2018	37
9	Finish mechanical rough-ins (plumbing, electrical and HVAC) and framing	September 13, 2018	42
10	Begin flooring, drywall and ceiling	September 24, 2018	53
11	Begin exterior work - millwork, windows, paint and parking lot	September 24, 2018	53
12	Begin mechanical trim (plumbing, electrical and HVAC)	October 18, 2018	77
13	Finish flooring, drywall and ceiling	October 19, 2018	78
14	Finish mechanical trim (plumbing, electrical and HVAC)	October 25, 2018	84
15	Begin millwork, trim, hardware, doors and fixtures	October 26, 2018	85
16	Begin IT storage, security cameras, delivery gate, video surveillance	November 2, 2018	92
17	Finish exterior work - millwork, windows, paint and parking lot	November 8, 2018	98
18	Finish millwork, trim, hardware, doors and fixtures	December 7, 2018	127
19	Finish IT storage, security cameras, delivery gate, video surveillance	December 10, 2018	130
20	Install Track and Trace System (TTS)	December 10, 2018	130
21	Install all furniture, fixtures and equipment	January 7, 2019	158
22	Clean property and apply for final building and Santa Rosa and Bureau inspections	January 8, 2019	159
23	Open for business and fully operational as a California cannabis dispensary	January 17, 2019	168
Process Timeline			
1	Develop relationships with licensed vendors (cultivation/processors and transportation)	October 2, 2018	61
2	Prepare vault room (purchase one ton safe)	December 31, 2018	151
3	Begin ordering product and develop delivery protocols with each cultivation center	January 9, 2019	160
4	Partner with Department to ensure all rules and regulations are exceeded	January 12, 2019	163
5	First product delivered to facility with spervision of all staff members	January 18, 2019	169
Staffing & Training:			
1	Post jobs and begin interview process	October 1, 2018	60
2	Interview security companies for physical security officers	October 1, 2018	60
3	Dispensary staff hired	October 22, 2018	81
4	Security staff hired	October 22, 2018	81
5	Begin training of all staff members and third party security team (including TTS, tracking, handling, inventory management and security protocols)	October 24, 2018	83
6	Simulate delivery of product with safety procedures	January 11, 2019	162
7	Simulate customer interactions (Q&A, patient consultations etc.)	January 11, 2019	162
8	Finalize training and work simulations	January 17, 2019	168

Note: Justice Grown will pay for and apply for building permits before being awarded a license, to get a head start on the building process.

We assume our location in Santa Rosa will be a competitive process, pushing the award of our A&M license to August 2018. If we are awarded a license sooner, we will adjust our timeline accordingly. Because we own our building we can beging light interior demolition once awarded our building permit.

JUSTICE -GROWN-

6. Site Plan, Elevations & Floor Plans

Site Plan

The property address is 1111 Petaluma Hill Road, Santa Rosa, Sonoma County, California and is identified by the Sonoma County Assessor as parcel number 038-111-028. The subject property is an improved 0.591 acre irregularly shaped and level parcel consisting of two commercial buildings located in a service retail/service commercial/light industrial area south of the downtown Santa Rosa central business district, in Sonoma County, California. The main building which includes showroom, warehouse and office space has an estimated gross building area of 9,950± sq. ft. A metal warehouse building located at the rear of the premises has an estimated gross building area of 2,650± sq. ft. Together the two buildings have an estimated gross building area of 12,600± sq. ft., based on the appraiser's measurements. The improvements have a corner orientation at the intersection of Petaluma Hill Road and Barham Avenue. There are eight (8) designated on-site parking spaces at the building entry and the potential for at least an additional seven (7) spaces in the rear of the property, for a total of 17± on-site spaces. The total site area is 0.591 acres, or 25,735 sq. ft.; the site coverage ratio is 52±%.

A visual survey of local businesses and the area surrounding the proposed retail space was conducted. The surveyor found that 10 of the 46 commercial buildings appeared to be vacant and four were deemed to have no visible activity (building was out of view or unapproachable). Justice Grown hopes to be an asset to the community by providing retail cannabis services to its members. In addition, we intend to be an asset to the area which appears to have 22% vacancy rate.

Please see exhibit II. Site Plan for full site plans of our dispensary location.

Floor Plans

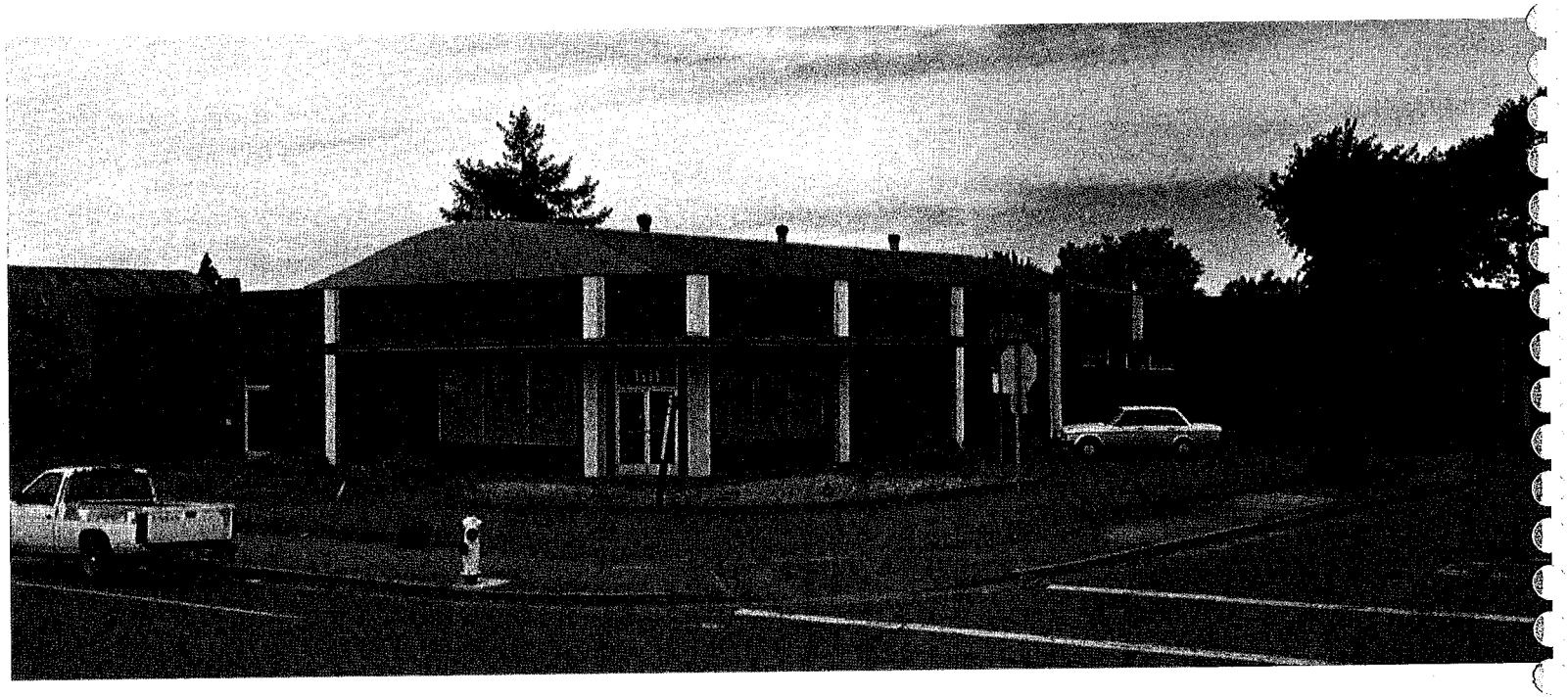
Please see exhibit III. Floor Plan for rendering of our floor plan and I. 3D Renderings of the Property to see interior drawings.

EXHIBITS

Exhibit I.
3D Renderings of the Property

JUSTICE
-GROWN-

1111 Petaluma Hill Rd – Before
Corner of Petaluma Hill Rd and Barham Ave



1111 Petaluma Hill Rd – After
Corner of Petaluma Hill Rd and Barham Ave



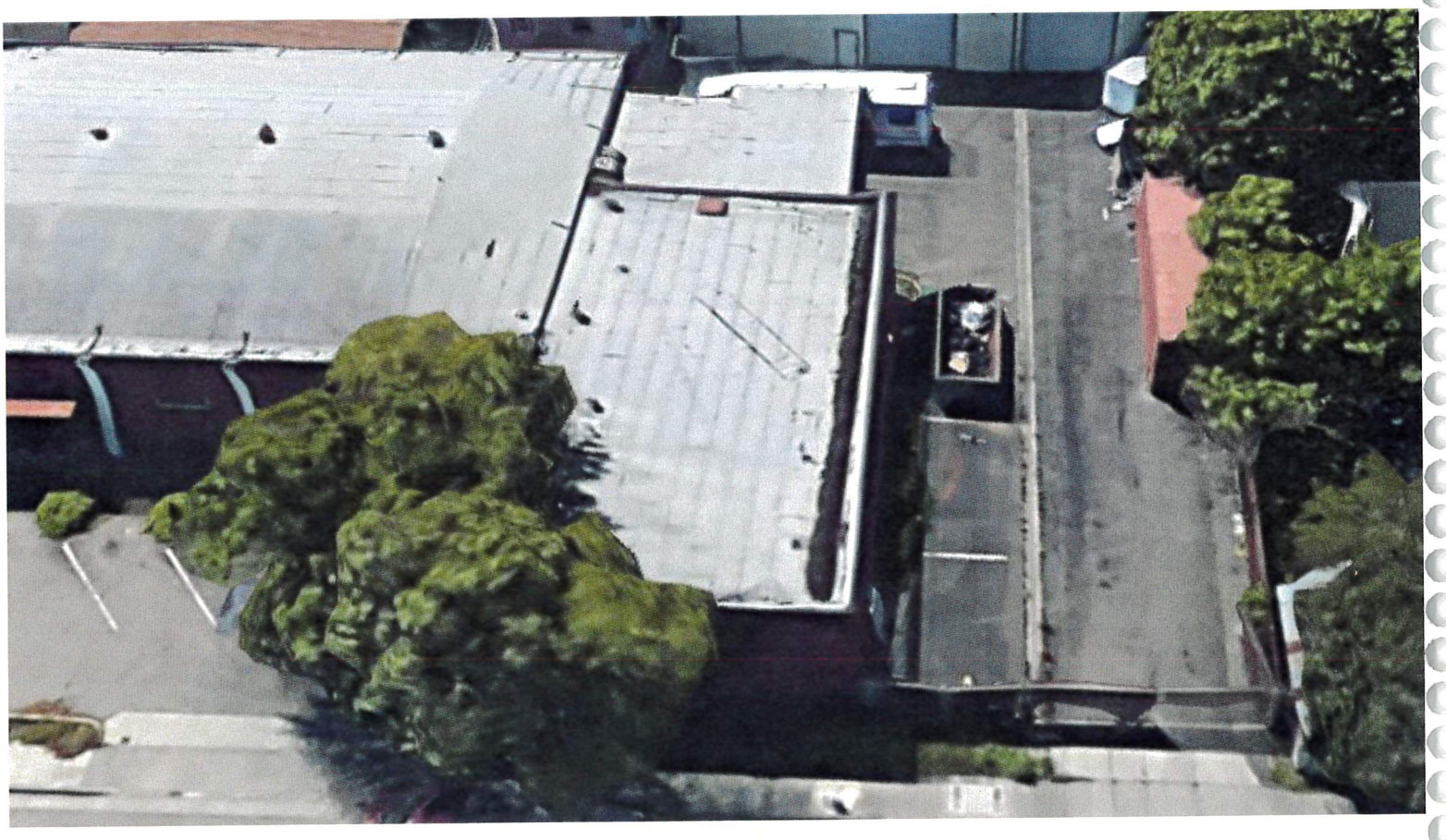
1111 Petaluma Hill Rd – Before
Barham Ave



1111 Petaluma Hill Rd – After
Barham Ave



1111 Petaluma Hill Rd – Before
Aerial of receiving area



1111 Petaluma Hill Rd – After
Receiving area



1111 Petaluma Hill Rd – After
Waiting Area



1111 Petaluma Hill Rd – After
Sales Floor

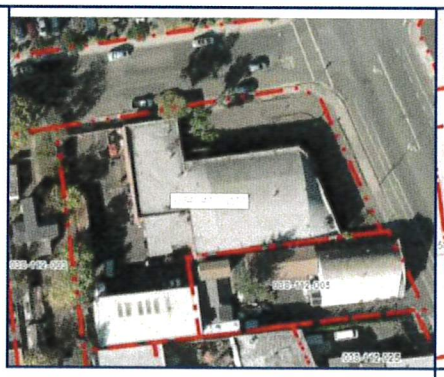


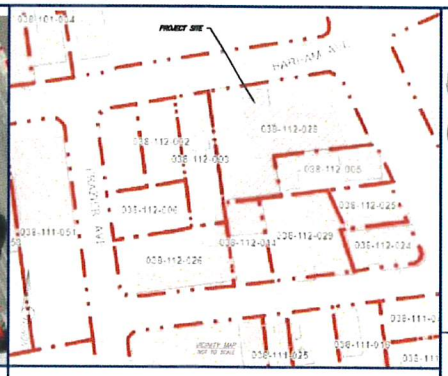
Exhibit II.
Site Plan

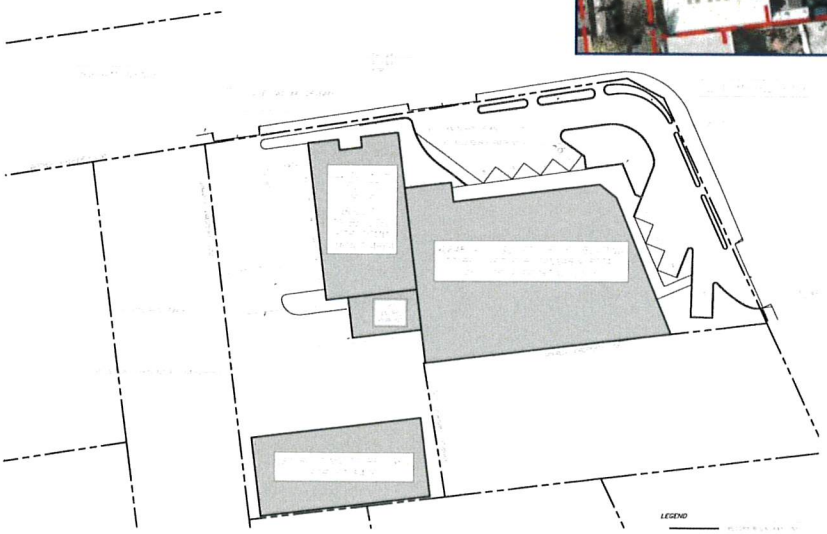
JUSTICE
-GROWN-

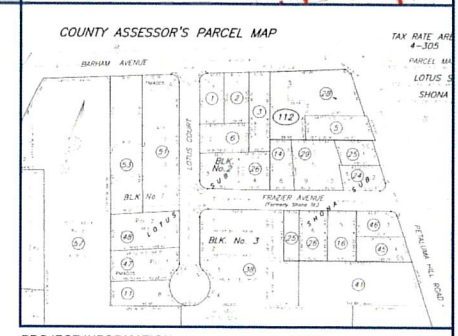
1111 Petaluma Hill Road
Site Plan

MATANZAS ALLIANCE, LLC
JUSTIC GROWN DISPENSARY
1111 PETALUMA HILL ROAD
SANTA ROSA, CA 95404
APN: 038-112-028









PROJECT INFORMATION

SITE EXHIBIT

SURVEY NOTES

GRAPHIC SCALE
(IN FEET)
1 inch = 20 ft.

SYMBOLS

HOGAN LAND SERVICES
1702 4TH STREET
SANTA ROSA, CA 95404
TEL: (707) 544-2104
FAX: (707) 522-2105
www.hoganls.com

APN: 038-112-028

JUSTICE GROWN
SITE EXHIBIT
1111 PETALUMA HILL ROAD
SANTA ROSA, CALIFORNIA 95404

PRELIMINARY NOT FOR CONSTRUCTION

DATE
SCALE VARIES
DESIGNED
DRAWN
CHK'D
APP'D

REVISION BLOCK

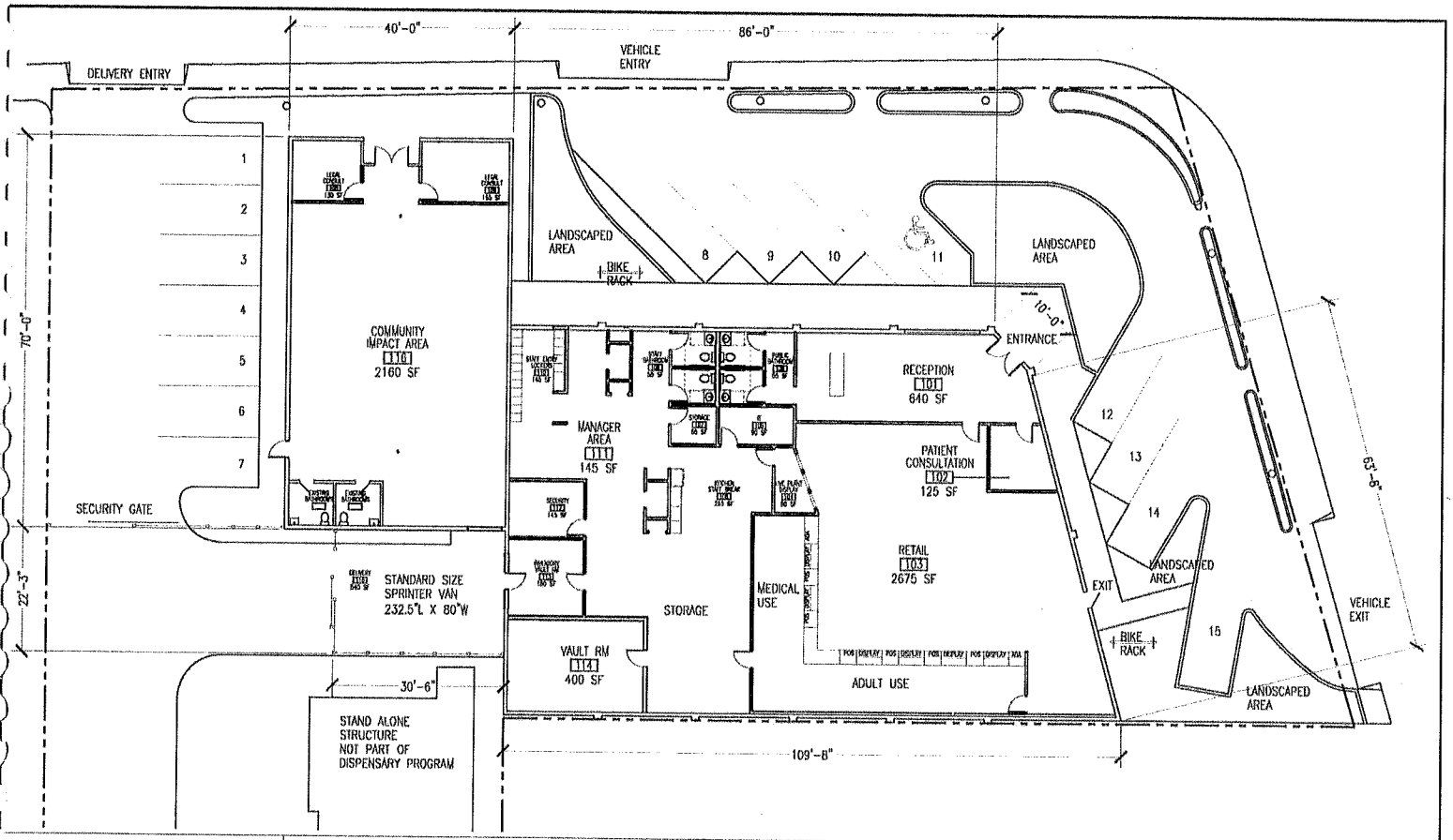
	REVISION	DATE
1		

SP
1 OF 1

Exhibit III.
Floor Plan, Parking and Traffic Flow

JUSTICE
-GROWN-

Dispensary Floor Plan



DRAWING TITLE:
Floor Plan

SCALE 1/16"=1'-0"

N

PROJECT NO. 201802

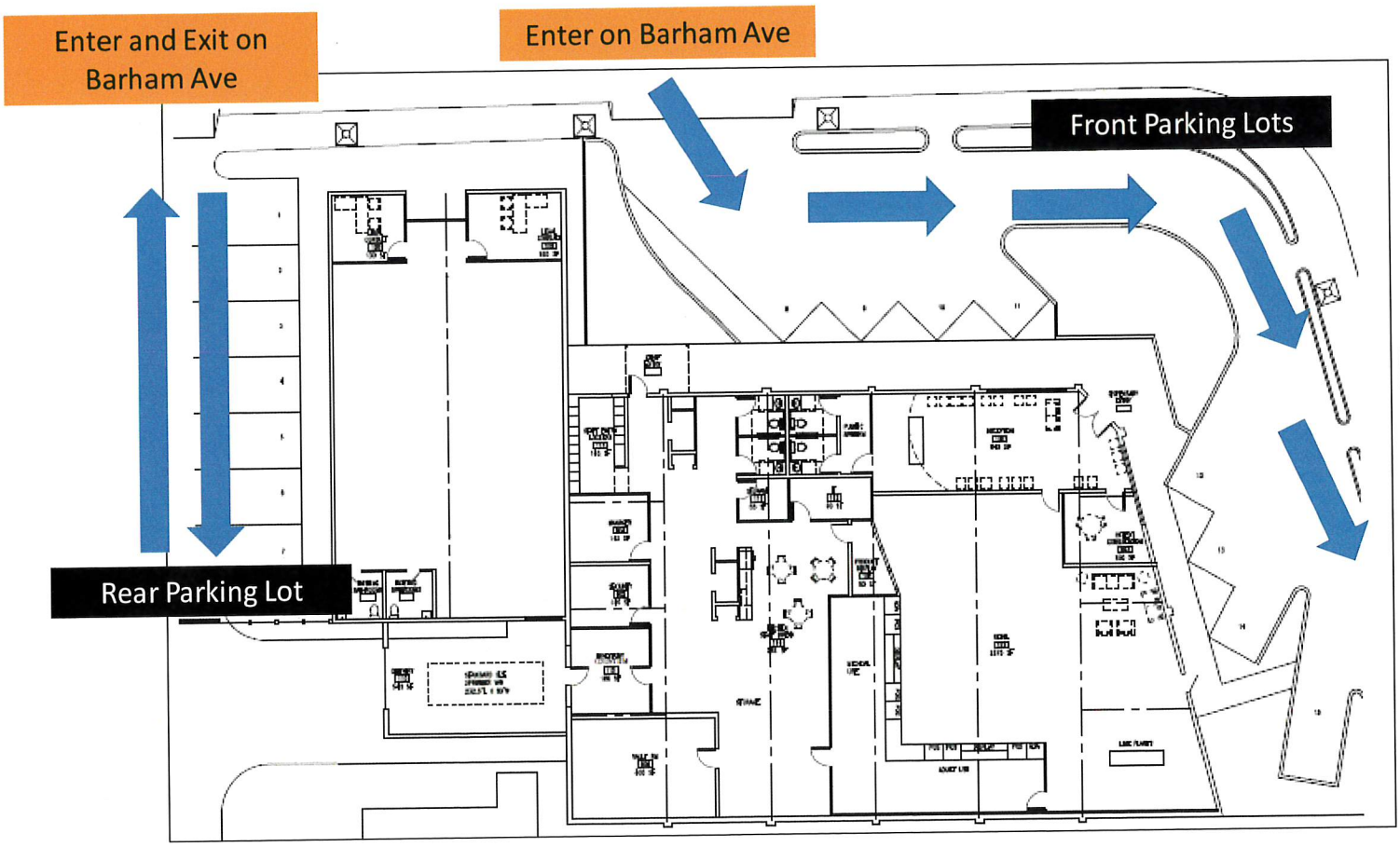
PROJECT NAME:

Justice Grown Dispensary, 1111 Petaluma Hill Road

PERIMETER ARCHITECTS
1700 West Hubbard 2S Chicago Illinois 60622
office 773.525.0788
www.perimeterarchitects.com

DATE: 04.03.18

Dispensary Traffic Flow



1111 Petaluma Hill Rd
15 dedicated parking spaces on site

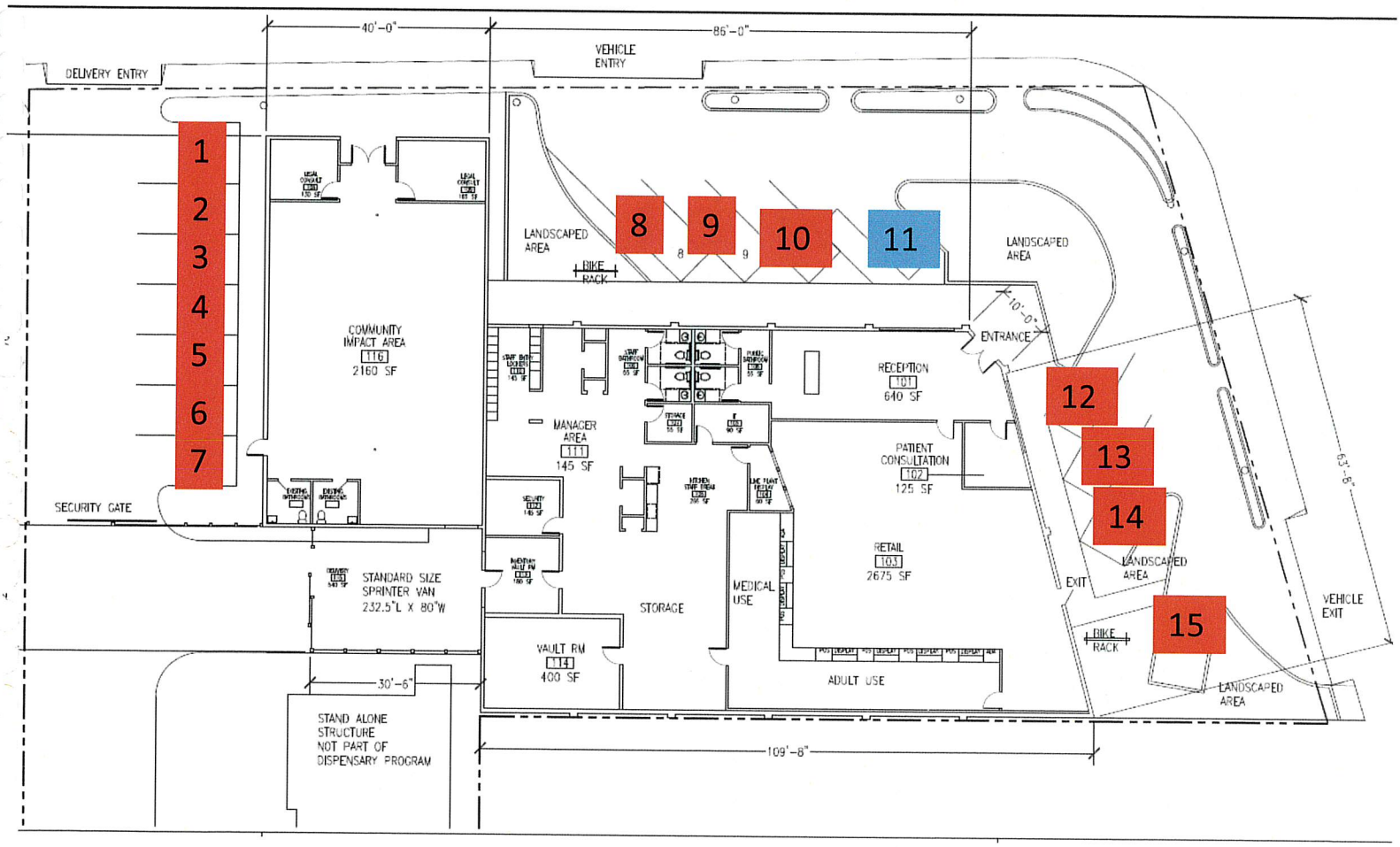
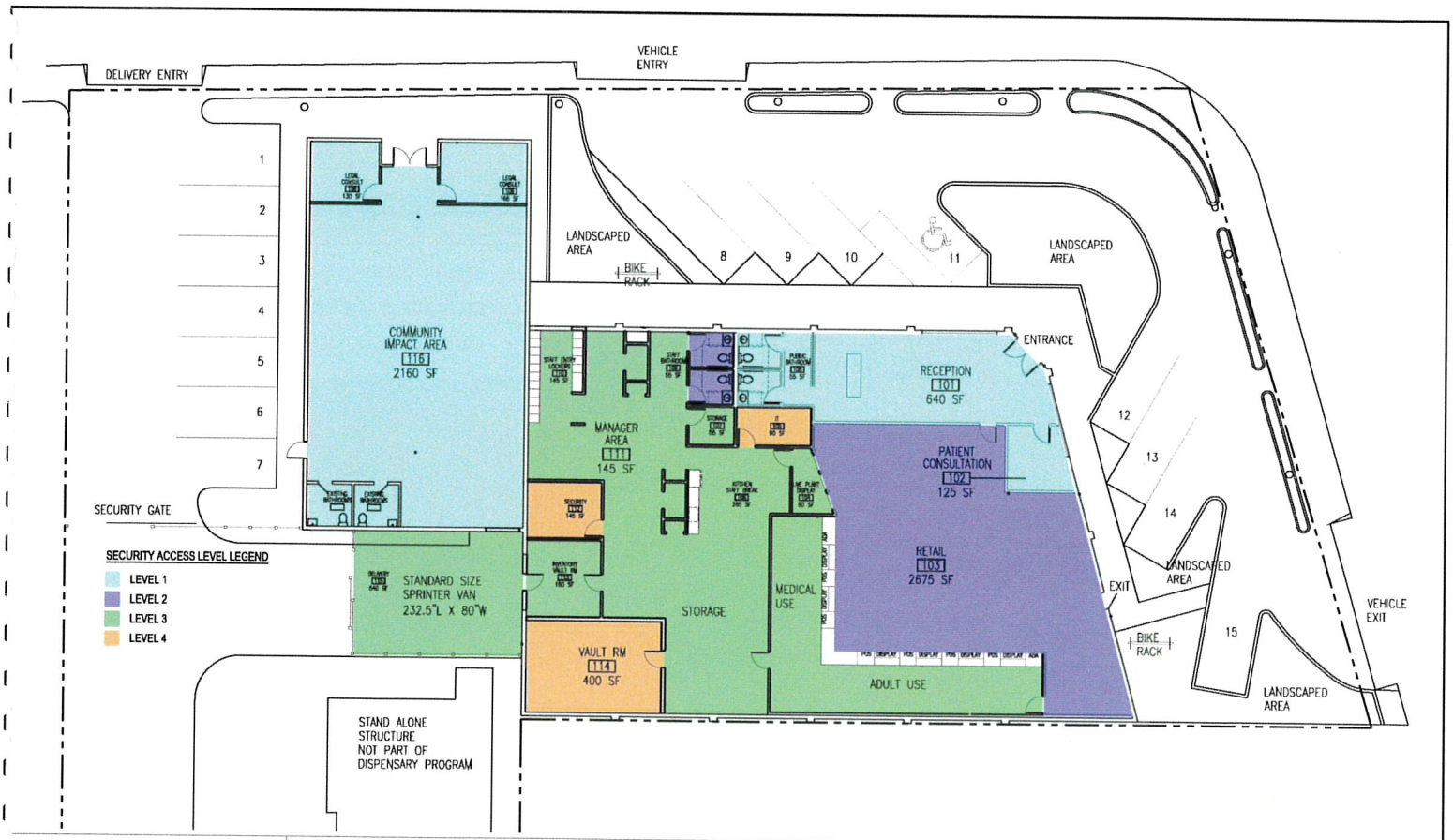


Exhibit IV.
Limited Access Zones

JUSTICE
-GROWN-

Limited-Access Zones



DRAWING TITLE:

Limited Access Zones

SCALE 1/16"=1-'0"

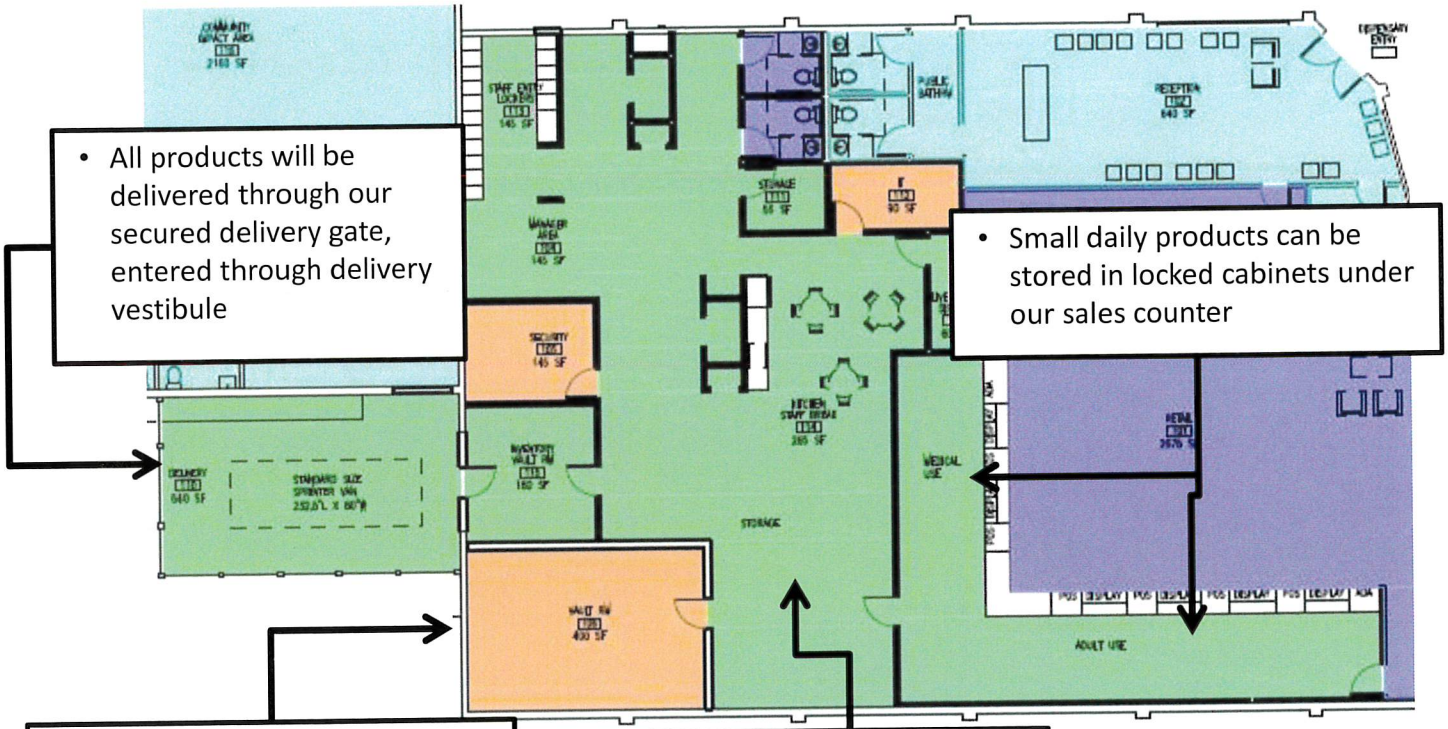
N

PROJECT NO. 201802

PROJECT NAME:

Justice Grown Dispensary, 1111 Petaluma Hill Road

Product Storage Areas



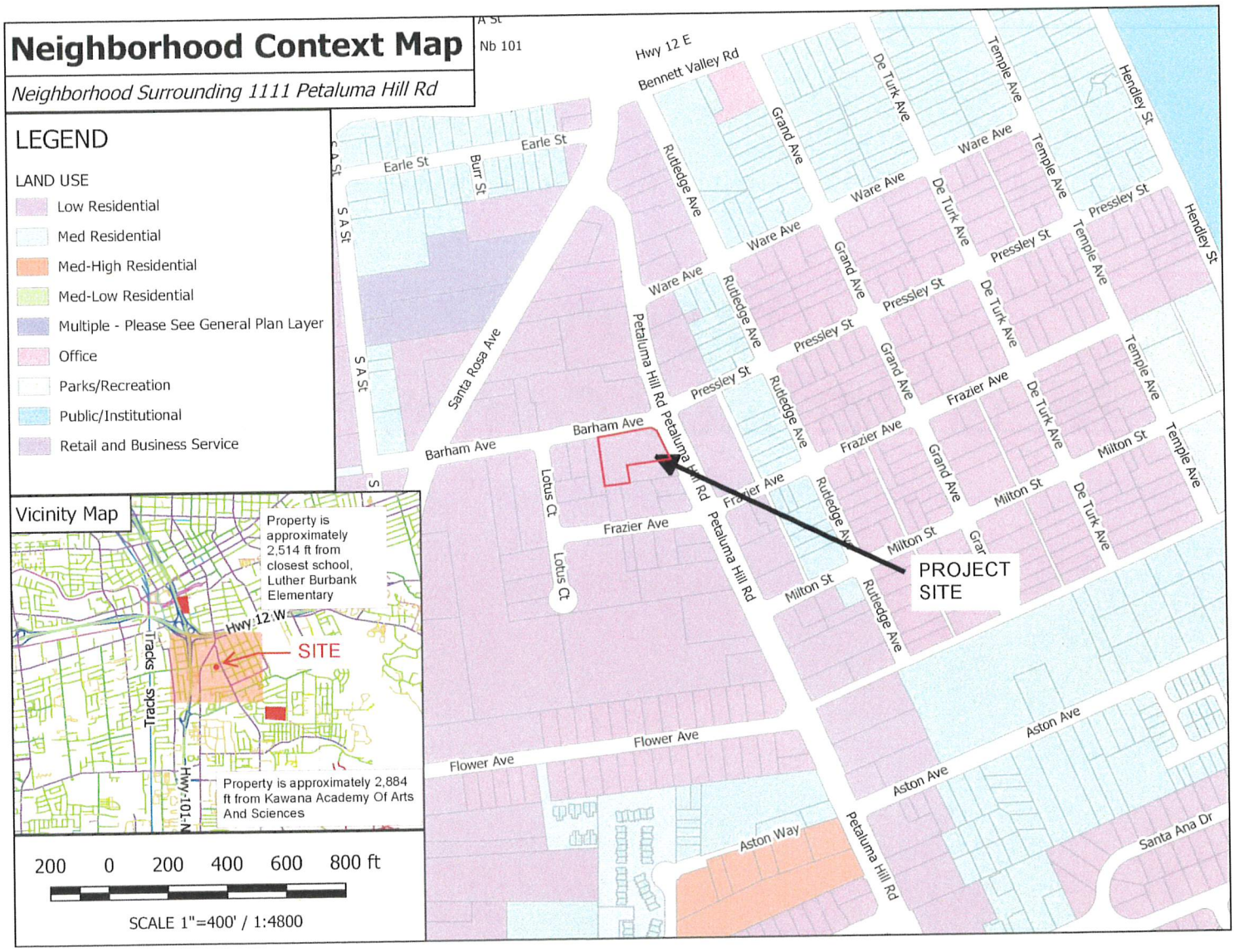
The Vault Room will also be under constant video surveillance with cameras mounted on both the inside and outside, providing 360 degree viewing

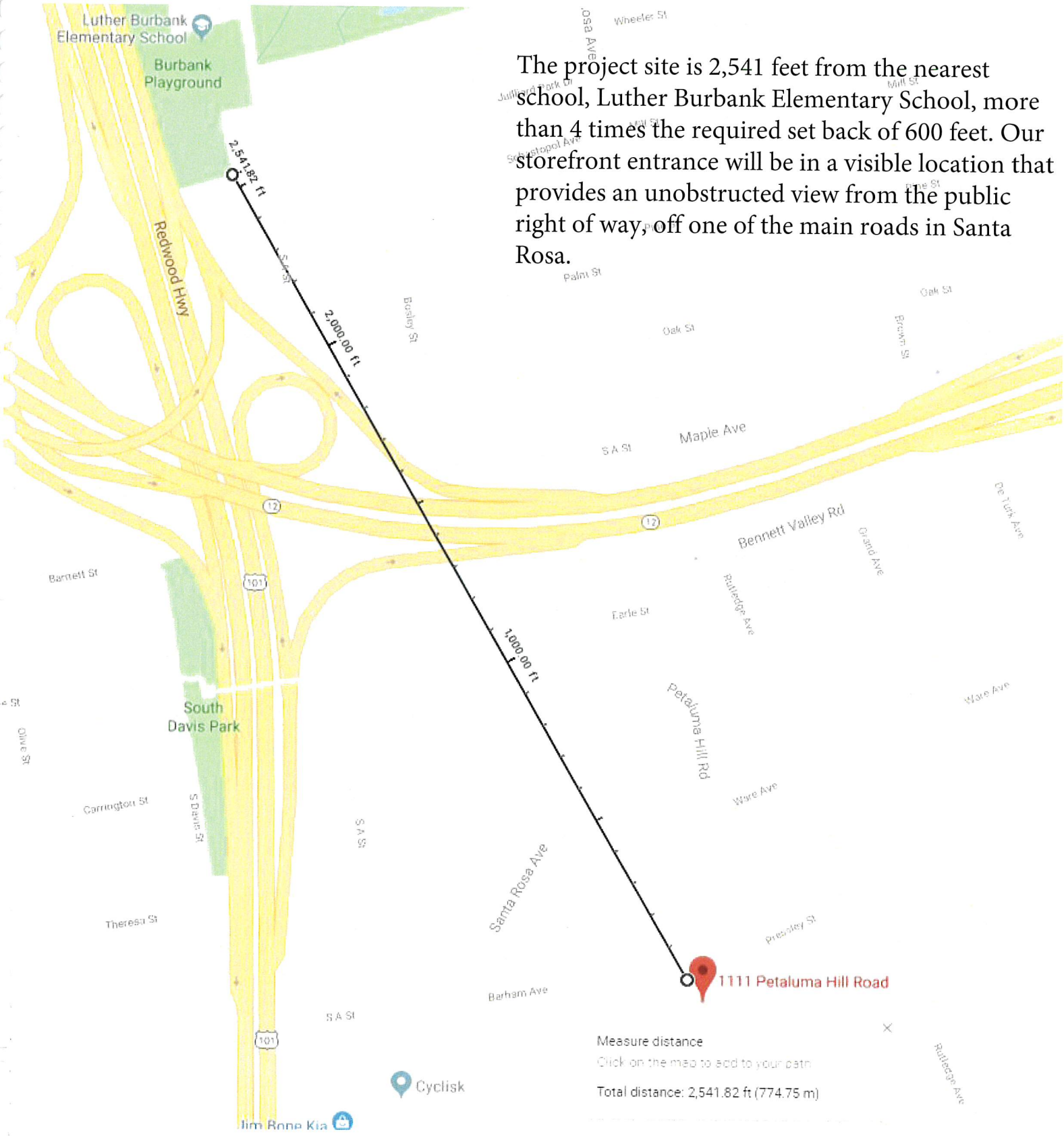
Exhibit V.
Neighborhood Context Maps

JUSTICE
-GROWN-

Neighborhood Context Map

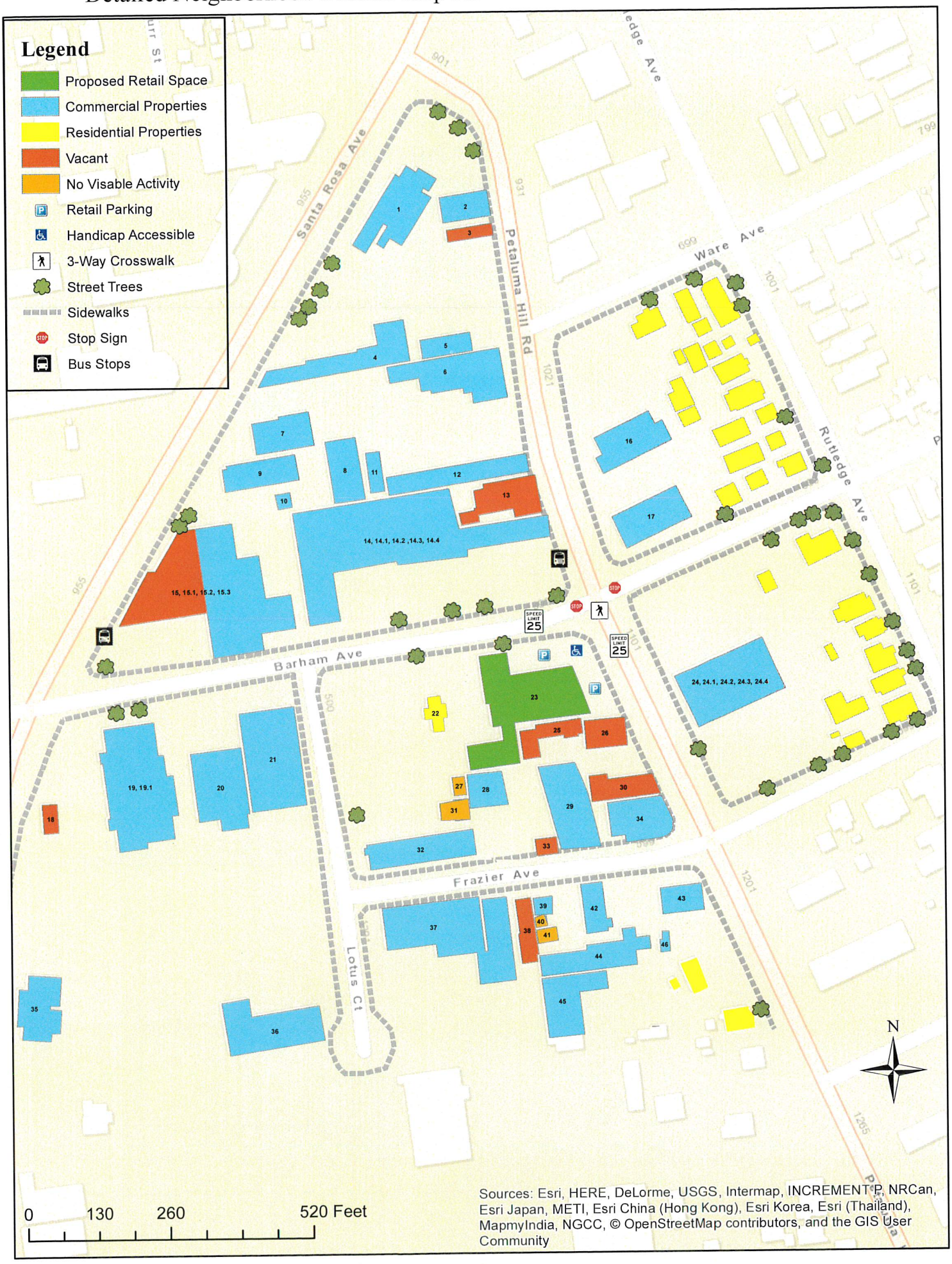
Neighborhood Surrounding 1111 Petaluma Hill Rd





The project site is 2,541 feet from the nearest school, Luther Burbank Elementary School, more than 4 times the required set back of 600 feet. Our storefront entrance will be in a visible location that provides an unobstructed view from the public right of way, off one of the main roads in Santa Rosa.

Detailed Neighborhood Context Map for 1111 Petaluma Hill Road, Santa Rosa

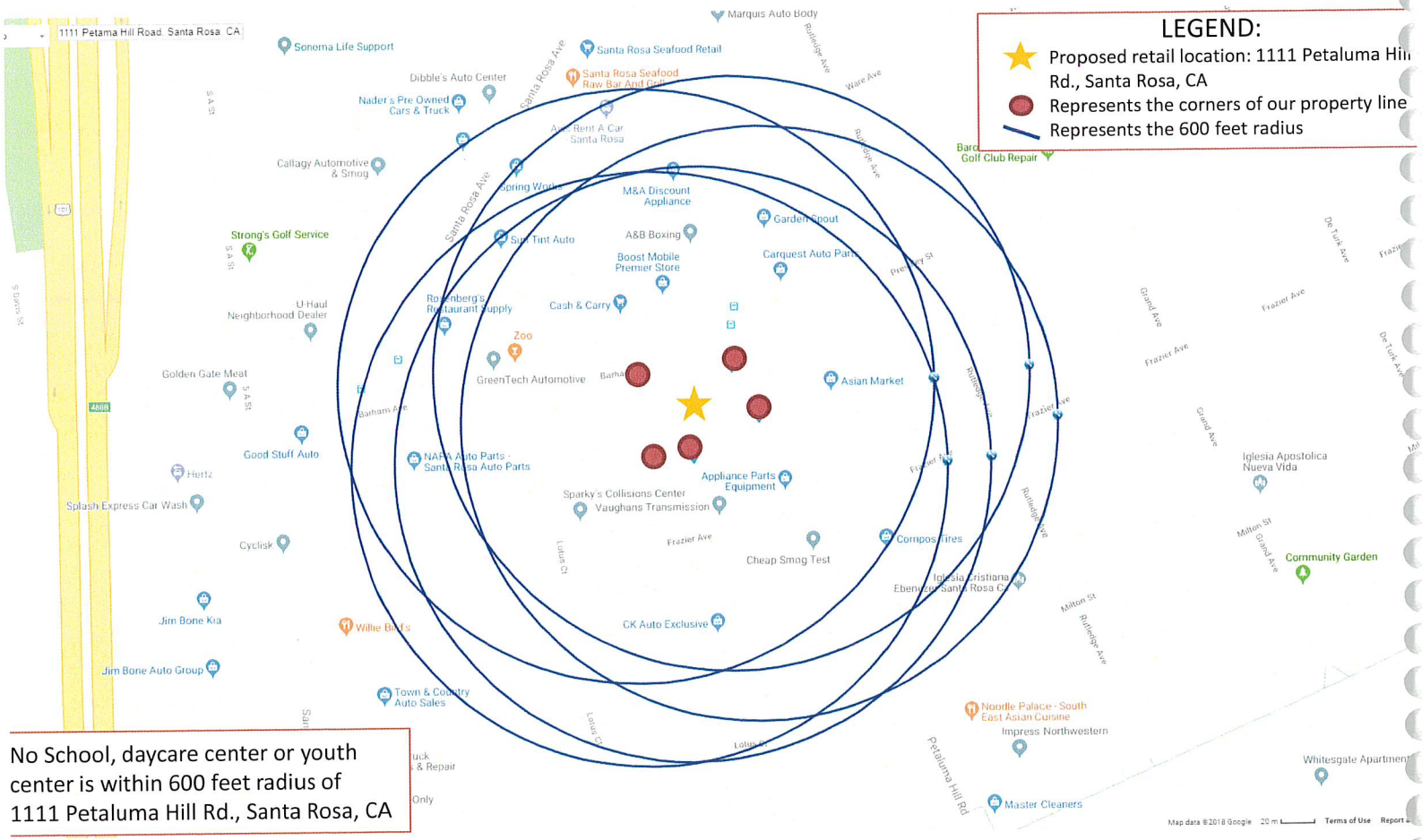


Sources: Esri, HERE, DeLorme, USGS, Intermap, INCREMENT P, NRCan, Esri Japan, METI, Esri China (Hong Kong), Esri Korea, Esri (Thailand), MapmyIndia, NGCC, © OpenStreetMap contributors, and the GIS User Community

Building Reference Key

Building	Business
1	Santa Rosa Seafood
2	Pnom-Pehn Oriental Grocery
3	Vacant
4	Spring Works
5	Avis Rental Car/Budget Rental Car
6	M&A Discount Appliance
7	Illumination Showplace
8	Action Smog
9	Sun Tint Auto
10	No Building
11	A&B Boxing
12	Lara's Tinting
13	Vacant
14	Rosenberg's Restaurant Equipment
15	Vacant
16	Garden Spout
17	Carquest Auto Parts
18	No Building
19	Traction of Santa Rosa
20	Power Industries
21	Chuck's Brake & Wheel Services
22	Action Whitewater Adventures
23	
24	Asian Market
25	Vacant
26	Vacant
27	Vacant
28	Ellis Flooring
29	Vaughans Transmission
30	Vacant
31	Vacant
32	Sparky's Collision
33	Vacant
34	Appliance Parts Equipment
35	Willie Bird's
36	Jeff's Garage
37	Radrods of NorCal
38	Vacant
39	Sonoma Co. California Hell's Angels
40	Vacant (Hells Angels?)
24.1	Joyeria
42	Precision Frame & Body Shop
43	Cheap Smog Test
44	Lazzini's Auto Body
45	CK Auto Exclusive
46	Depaz Auto Sales
14.5	Glamour Beauty Salon
24.2	Tamales Man
24.3	Bettys Taxes
14.1	Cash & Carry
14.2	Boost Mobile
14.3	Sam's Donuts
14.4	Novedades Blanqui
15.1	Vacant
15.2	GreenTech Automotive
15.3	Zoo
19.1	Sant Rosa Auto Parts
24.4	Floreria Romance
41	Vacant (Hells Angels?)

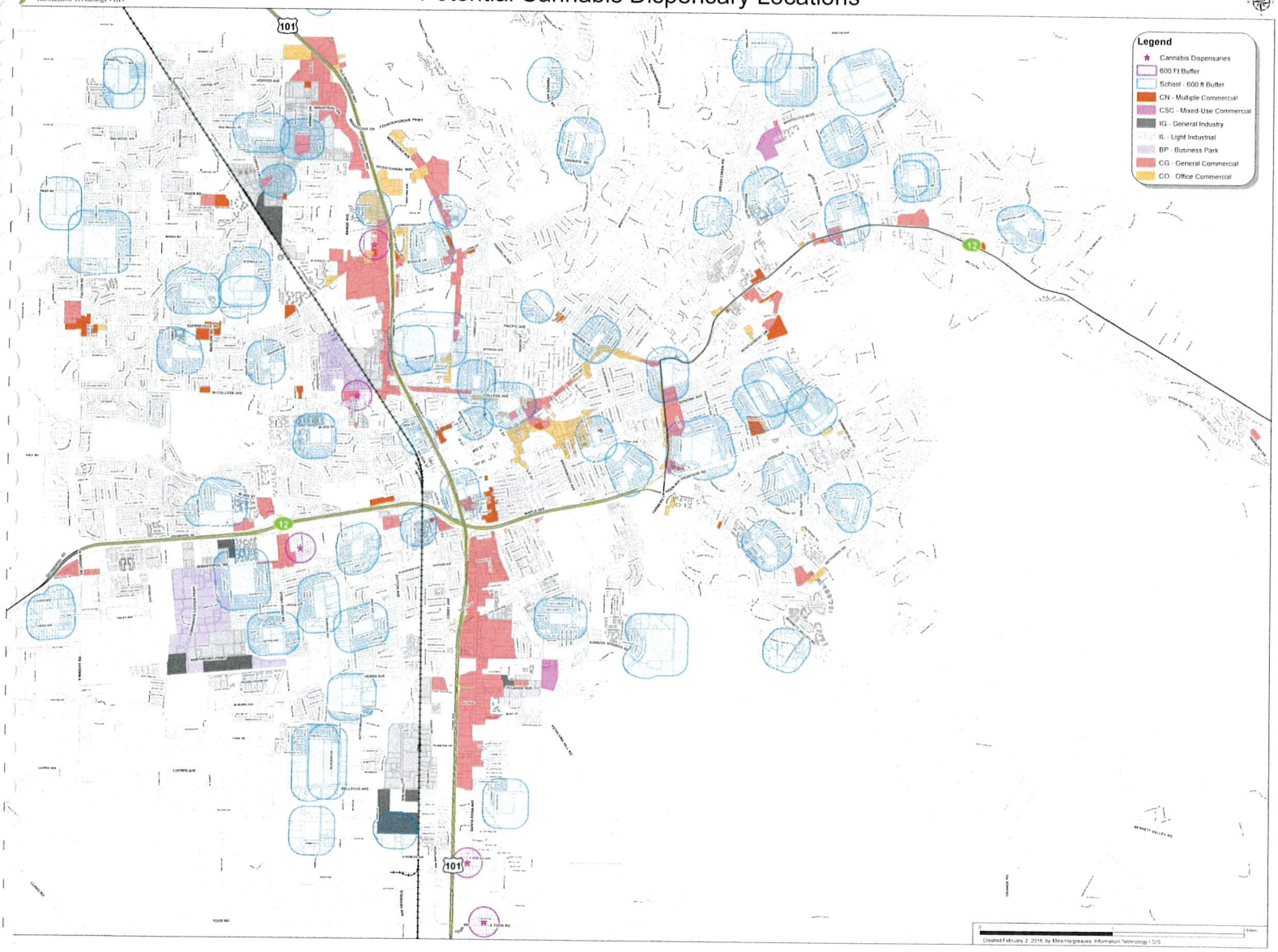
600 Feet Radius Map

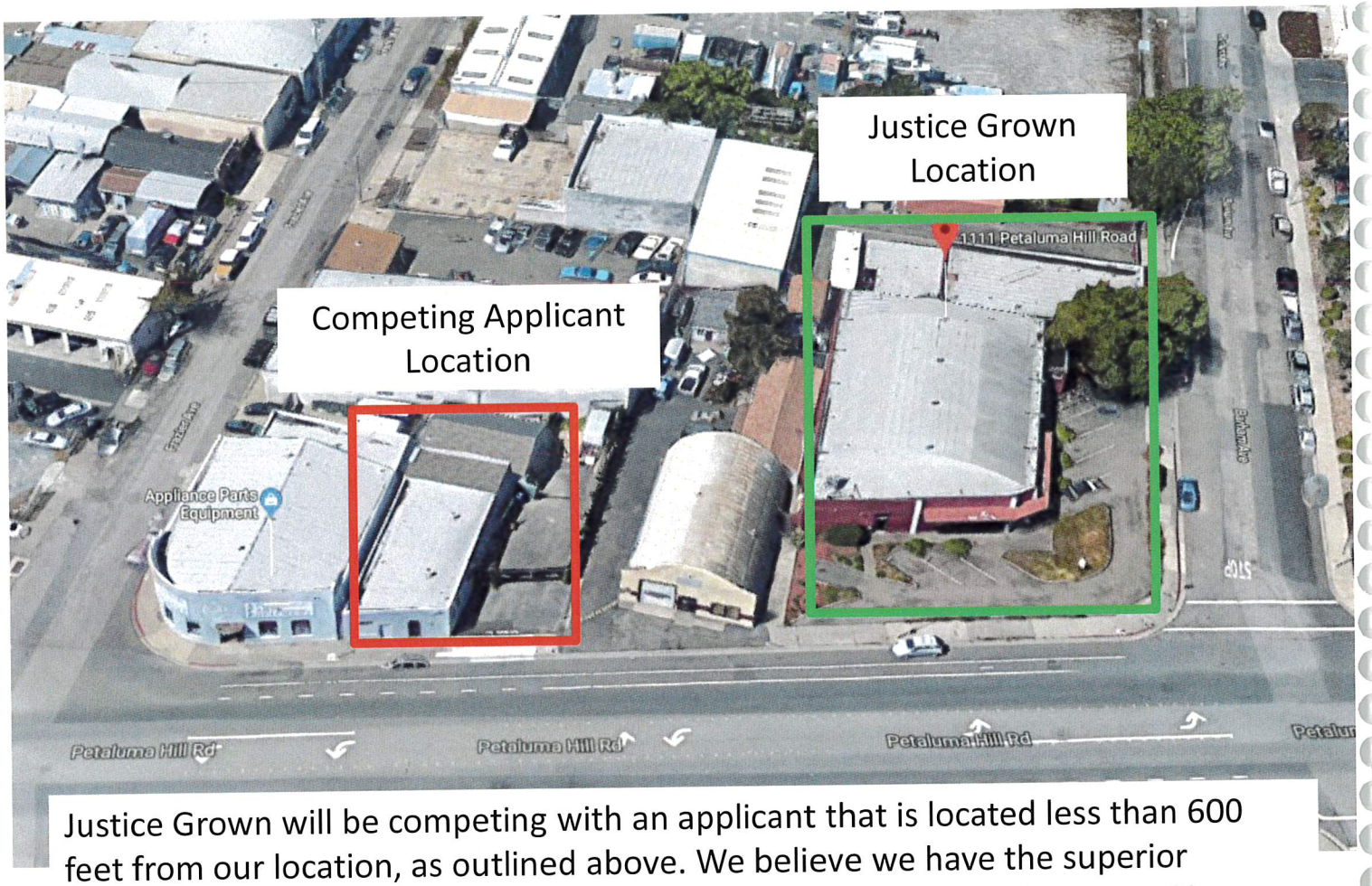


No School, daycare center or youth center is within 600 feet radius of 1111 Petaluma Hill Rd., Santa Rosa, CA

City of Santa Rosa
Information Technology - GIS

Potential Cannabis Dispensary Locations





Justice Grown will be competing with an applicant that is located less than 600 feet from our location, as outlined above. We believe we have the superior location as we have ample dedicated parking, a corner building for ease of better traffic flow, discreet receiving area in the rear and no abutting properties that can cause security issues.

Broad Scope Neighborhood Context Map for 1111 Petaluma Hill Road, Santa Rosa

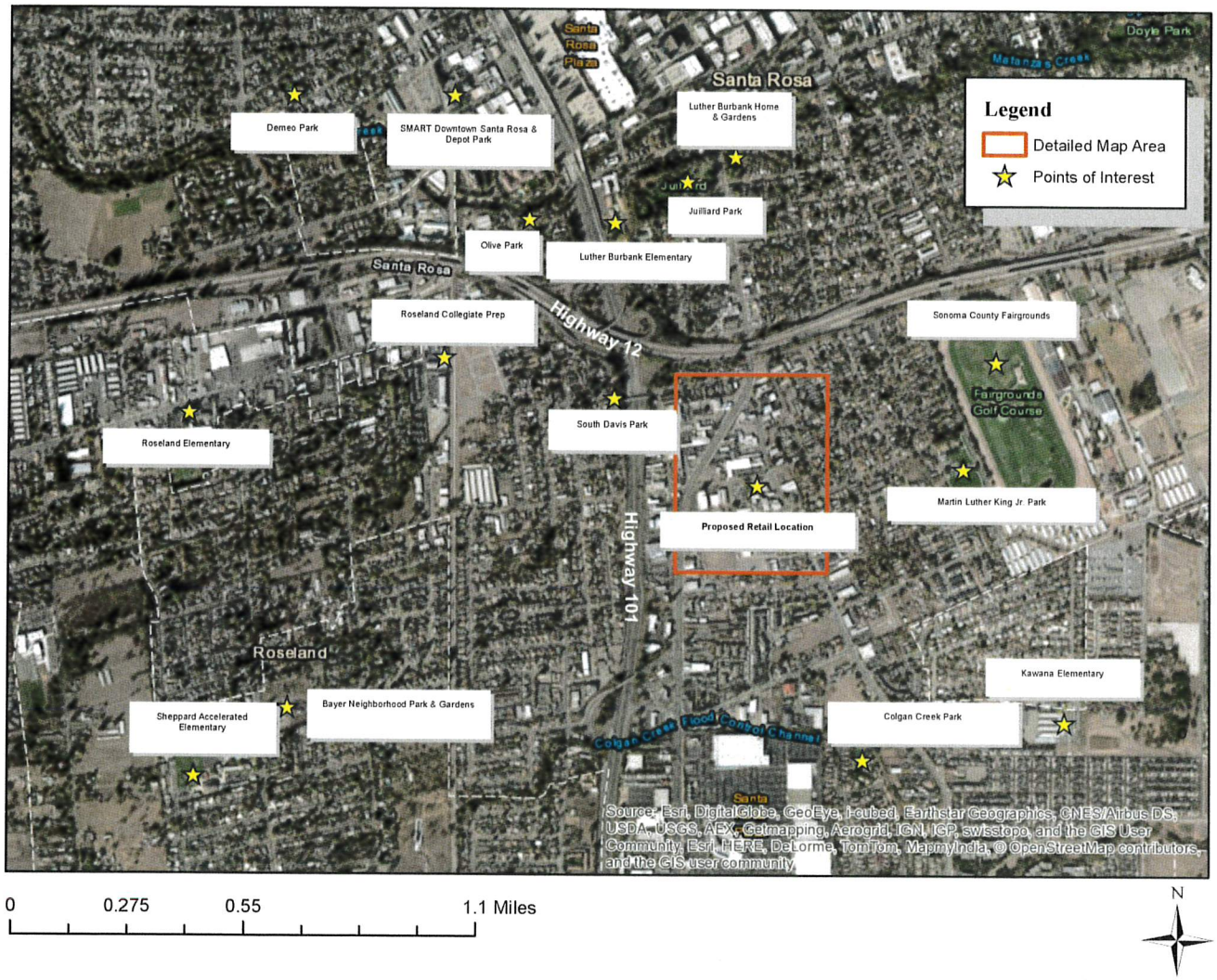


Exhibit VI.
Santa Rosa Bus Schedule – Petaluma Hill Rd Route 5

JUSTICE
-GROWN-

Santa Rosa CityBus

Petaluma Hill Road

Route/Ruta 5



Legend / Leyenda

TRANSIT FACILITIES

- Transit Station
- Bus Stop
- Bus Stop and Time Point
- CityBus Routes
- 15 Minute Frequency
- SCT - Sonoma County Transit
- GGT - Golden Gate Transit
- MTA - Mendocino Transit Authority
- SMART Station
- Rail Line
- Bike and Pedestrian Path
- Park and Ride

FACILITIES AND LANDMARKS

- Hospital
- Health Clinic
- Shopping Center
- Human Services Center
- Public Restroom
- Public Library
- Community Center
- Recreation Center
- Government Office
- Police Station
- Dept. of Motor Vehicles
- Free WiFi Service
- Point of Interest
- Elementary School
- Middle School
- High School
- College-University
- JG - proposed dispensary

5 Petaluma Hill Road

15 minute service when combined with route 3

Santa Rosa CityBus

WEEKDAYS / ENTRE SEMANA

Transit Mall	Petaluma Hill at Barham Ave	Petaluma Hill at Kawana Springs Rd	Yolanda Ave at Santa Rosa Ave	Kawana Springs Rd at Meadow Wy - Target	Petaluma Hill at Pressley	Transit Mall	Goes on to
6:15	6:19	6:24	6:27	6:30	6:36	6:41	5
6:45	6:49	6:54	6:57	7:00	7:06	7:11	5
7:15	7:19	7:24	7:27	7:30	7:36	7:41	10
7:45	7:49	7:54	7:57	8:00	8:06	8:11	5
8:15	8:19	8:24	8:27	8:30	8:36	8:41	1
8:45	8:49	8:54	8:57	9:00	9:06	9:11	5
9:15	9:19	9:24	9:27	9:30	9:36	9:41	10
9:45	9:49	9:54	9:57	10:00	10:06	10:11	1
10:15	10:19	10:24	10:27	10:30	10:36	10:41	9
10:45	10:49	10:54	10:57	11:00	11:06	11:11	10
11:15	11:19	11:24	11:27	11:30	11:36	11:41	5
11:45	11:49	11:54	11:57	**12:00**	**12:06**	**12:11**	12
12:15	**12:19**	**12:24**	**12:27**	**12:30**	**12:36**	**12:41**	5
12:45	**12:49**	**12:54**	**12:57**	**1:00**	**1:06**	**1:11**	5
1:15	**1:19**	**1:24**	**1:27**	**1:30**	**1:36**	**1:41**	10
1:45	**1:49**	**1:54**	**1:57**	**2:00**	**2:06**	**2:11**	2B
2:15	**2:19**	**2:24**	**2:27**	**2:30**	**2:36**	**2:41**	10
2:45	**2:49**	**2:54**	**2:57**	**3:00**	**3:06**	**3:11**	10
3:15	**3:19**	**3:24**	**3:27**	**3:30**	**3:36**	**3:41**	10
3:45	**3:49**	**3:54**	**3:57**	**4:00**	**4:06**	**4:11**	5
4:15	**4:19**	**4:24**	**4:27**	**4:30**	**4:36**	**4:41**	10
4:45	**4:49**	**4:54**	**4:57**	**5:00**	**5:06**	**5:11**	5
5:15	**5:19**	**5:24**	**5:27**	**5:30**	**5:36**	**5:41**	2B
5:45	**5:49**	**5:54**	**5:57**	**6:00**	**6:06**	**6:11**	12
6:15	**6:19**	**6:24**	**6:27**	**6:30**	**6:36**	**6:41**	2B
6:45	**6:49**	**6:54**	**6:57**	**7:00**	**7:06**	**7:11**	5
7:15	**7:19**	**7:24**	**7:27**	**7:30**	**7:36**	**7:41**	12
7:45	**7:49**	**7:54**	**7:57**	**8:00**	**8:06**	**8:11**	~

SATURDAY/ SABADO

Transit Mall	Petaluma Hill at Barham Ave	Petaluma Hill at Kawana Springs Rd	Yolanda Ave at Santa Rosa Ave	Kawana Springs Rd at Meadow Wy - Target	Petaluma Hill at Pressley	Transit Mall	Goes on to
6:30	6:34	6:39	6:42	6:45	6:51	6:56	1
7:30	7:34	7:39	7:42	7:45	7:51	7:56	1
8:30	8:34	8:39	8:42	8:45	8:51	8:56	12
9:30	9:34	9:39	9:42	9:45	9:51	9:56	12
10:30	10:34	10:39	10:42	10:45	10:51	10:56	12
11:30	11:34	11:39	11:42	11:45	11:51	11:56	12
12:30	**12:34**	**12:39**	**12:42**	**12:45**	**12:51**	**12:56**	12
1:30	**1:34**	**1:39**	**1:42**	**1:45**	**1:51**	**1:56**	12
2:30	**2:34**	**2:39**	**2:42**	**2:45**	**2:51**	**2:56**	12
3:30	**3:34**	**3:39**	**3:42**	**3:45**	**3:51**	**3:56**	12
4:30	**4:34**	**4:39**	**4:42**	**4:45**	**4:51**	**4:56**	12
5:30	**5:34**	**5:39**	**5:42**	**5:45**	**5:51**	**5:56**	12
6:30	**6:34**	**6:39**	**6:42**	**6:45**	**6:51**	**6:56**	12
7:30	7:34	7:39	7:42	7:45	7:51	7:56	~

SUNDAY/ DOMINGO

Transit Mall	Petaluma Hill at Barham Ave	Petaluma Hill at Kawana Springs Rd	Yolanda Ave at Santa Rosa Ave	Kawana Springs Rd at Meadow Wy - Target	Petaluma Hill at Pressley	Transit Mall	Goes on to
10:30	10:34	10:39	10:42	10:45	10:51	10:56	4
11:30	11:34	11:39	11:42	11:45	11:51	11:56	4
12:30	**12:34**	**12:39**	**12:42**	**12:45**	**12:51**	**12:56**	4
1:30	**1:34**	**1:39**	**1:42**	**1:45**	**1:51**	**1:56**	4
2:30	**2:34**	**2:39**	**2:42**	**2:45**	**2:51**	**2:56**	4
3:30	**3:34**	**3:39**	**3:42**	**3:45**	**3:51**	**3:56**	4
4:30	**4:34**	**4:39**	**4:42**	**4:45**	**4:51**	**4:56**	~

FARES / TARIFAS

	CASH FARE FERIA EN EFECTIVO	24-HR DAY PASS PASE DE 24 HORAS
Adult Adulto	$1.50	$4.00
Youth ■ Jovenes	$1.25	$3.00
Half Price ● Mitad de Precio	$0.75	$2.00
Kids under 5 Niños menor de 5	Free / Gratis	Free / Gratis

■ 5-18 years of age with ID. Youth pass is discounted to $25 thanks to a Transportation Fund for Clean Air grant. Menores de 5-18 años con ID. Pase de jovenes es descontado a $25, gracias a una beca del Fondo de Transporte para el Aire Limpio.

● Qualify for Half Price Fare if you have a Medicare Card or are :
- 65 years or older with valid proof of age, or are
- Disabled with qualifying identification (ID) such as a:
  - › Regional Transit Discount Card, or a
  - › Department of Motor Vehicles Placard ID

Usted califica para feria de Mitad de Precio si tiene una tarjeta de Medicare, o
- Prueba validad de edad mayor de 65 años, o
- Es discapacitado con identificación de calificación como una
  - › Tarjeta de Transito Regional Descontado, o
  - › una placa de identificación obtenida por el Departo. de Vehículos Motorizados (DMV)

TICKET OFFICE & LOST AND FOUND
TAQUILLA DE BOLETOS & OBJETOS PERDIDOS

Located at the Downtown Transit Mall, on Second Street between Santa Rosa Avenue and B Street. Localizada en la Central de Transito en la Calle Segunda, entre Avenida Santa Rosa y Calle B.

TELEPHONE / TELÉFONO **707-543-3333**
for TTY service call 711 /para servicio TTY llame al 711

OFFICE HOURS / HORAS DE OFICINA
Monday - Friday Lunes a Viernes **8:00a - 5:00p**

srcity.org/CityBus

Exhibit VII.
Odor Mitigation Plan
(Engineered Approved)

JUSTICE
-GROWN-

15000 INC.

2901 cleveland ave., suite 204
santa rosa, ca 95403
phone: 707.577.0363
fax: 707.577.0364

4/5/2018

Dear Sir,

We have reviewed the attached odor mitigation plan for the Justice Grown Dispensary.

It is our understanding that the attached plan meets, or exceeds, the requirements of the city of Santa Rosa for cannabis odor mitigation.



Sincerely,
Matthew Torre, Registered Professional Engineer
15000 Inc

FACILITY INFORMATION

Date: April 5, 2018

Name of Facility: Justice Grown

Facility address: Petaluma, CA

Facility type: Dispensary

ODOR MITIGATION PLAN

We understand that cannabis odor could be a major concern for the residents of Santa Rosa. Justice Grown is prepared to take preventative measures to ensure that the dispensary does not disturb the environment or culture in the neighborhood. We will do our best to comply with Santa Rosa ordinance *ORD Chapter 20-46.050 (H)(1-3)*. This plan will outline the steps that will be taken to mitigate cannabis odors and establish a responsible plan of action if cannabis odors are detected outside our dispensary.

It is important to our management that our various community plans remain transparent so all community members understand the importance of mitigated cannabis odors. Thus, our mitigation plan and records will be made available to the public and documents can be requested at our dispensary.

We plan on presenting our findings and methods of prevention at regular community meetings. Communicating this plan to the neighbors and local community members is a key component to our neighborhood impact plan.

Establishing an Odor Observer Committee (OOC) will be tasked at the first community meeting. Volunteers from the community will be asked to participate in the detection and relay of odor observations. The OOC will volunteer and designate one of the local business / home owners, within 600 feet of our building, to be the individual that files formal complaints or comments to our facility and to the council. Please see exhibit A for an example of our Odor Detection Form.

Occasionally cannabis flowers will produce an odor, but under the new ordinance and state regulations all cannabis products we sell to patients will be pre-packaged at the cultivation / processing site and we will not package cannabis products on site. State regulations *CCR Code 5412. Packaging and Labeling* are explained below:

(a) A retailer shall not accept, possess, or sell cannabis goods that are not packaged as they will be sold at final sale, in compliance with this division.

(b) A retailer shall not package or label cannabis goods.

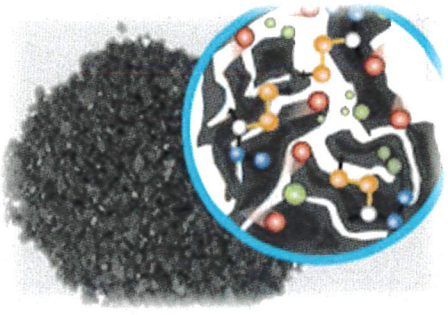
If products are pre-package and sealed during our possession, strong orders will be mitigated during bulk storage. To be on the safe side, Justice Grown will take extra measures to prevent undesirable odors by utilizing various bio-filtration systems to reduce the odor, air-sealed storage techniques and monitoring tools.

Prevention

Justice Grown is an experienced cannabis dispensary operator, having designed, built and operated cannabis dispensaries across many regulated markets. In all cases we have designed our facility and put procedures in place to prevent the smell of cannabis odors from escaping our premises. We will take the following steps to prevent and mitigate cannabis odors in our dispensary, therefore preventing odors in the public.

Controlled Storage: All cannabis products will be securely stored in our vault room. The vault room will be comprised of floor to ceiling, double layer cement powder, stone and metal shavings to resist penetration of walls and complete with steel framing. The vault room will be temperature controlled between 55%-65% degrees. All cannabis flower products will be vacuum sealed, per 25 counts, and placed on shelves for final inventory. We believe in vacuum sealing our inventory to prevent cannabis odors, meanwhile keeping the product fresh from oxidation and easier to keep track of large inventory batches.

Charcoal Air Filters and HVAC: We will design our facility with a new HVAC system. The system will include charcoal air filters and monitoring tools that will be utilized to clean and reduce smells as well as alert our employees when odor ratios increase beyond normal range.



A charcoal air purifier or charcoal filter, also commonly known as an activated carbon air filter, works by absorbing the gases and odors in the air. The charcoal pellets are activated carbon that has been treated with oxygen to open up millions of pores in between the carbon atoms. This works so well because the millions of tiny cells that are in the charcoal in addition to being very porous also attract and capture odors and gases. Charcoal filters help clean air of particles as to reduce airborne odors, all the while our HVAC will consist of a carbon filtration system to circulate and remove odors and toxic chemicals.

Per *ORD Chapter 20-46.050(H)(1)(2)*, we will ensure our odor mitigation system is in good working order with monthly inspections of odor filters.

Building Pressure Control: The HVAC system will be designed and balanced to maintain a negative pressure inside the building. This will help ensure any odors in the dispensary will not leak out.

Best Available Technology: The combination of charcoal air filtration and building pressure control represent the current best available technology.

Packaging: All cannabis products we purchase will be pre-packaged and sold in pre-packaged form per states rules and regulations *CCR Code 5412 (a)*. We will not sell "loose flower" in jars and all cannabis display containers will enclosed.

Design: Our dispensary will have non-operable windows, meaning they cannot be opened. All our doors will be sealed with proper weather stripping, keeping air circulating and filtered inside our facility. We will not have onsite usage of cannabis products, which we believe helps mitigate cannabis odors to our surrounding neighbors.

Monitor, Detection and Remediate: Method for Assessing Odor Impacts

We fully understand the importance of cannabis odor mitigation and will do our best to prevent the issue, but if odors were to be detected outside our facility we have a plan to monitor, detect and remediate.

Monitor: Each day the manager or supervisor on duty will assess the on-site and off-site odors for potential release of objectionable odors. While driving in the facility each day we will be able to physically monitor odors from outside the dispensary. The manager on duty will be responsible for assessing and documenting odor impacts daily. To enhance our odor detection, we will purchase the Nasal Ranger. The Nasal Ranger is a device, based on a scientific method, which can quantify odor strength in terms of Dilution to Threshold (D/T) ratios.

Detect: Studies have determined that a 7:1 D/T ratio was a detectable level of cannabis odor. Justice Grown will use a 6:1 D/T ratio for a measurable maximum threshold. The Nasal Ranger also has a subscription web-based application that provides electronic repository for all odor data.

For example the Odor Track'r™ permanently stores odor inspection data, such as date/time; location code numbers, descriptions, and GPS data; odor strength as D/T from the Nasal Ranger, butanol intensity or word scale intensity; odor character descriptors; and meteorological data (temperature, humidity, barometric pressure, wind direction, wind speed, precipitation and sky cover). If we decide to use the subscription web-based application, the City Council and the Bureau can visually track and monitor cannabis odor outside our facility.

The most effective way to detect the smell of cannabis outside our facility will be: customers, patients, outside personnel, delivery drivers, the public and other neighboring businesses.

The closest neighboring businesses include; Cash and Carry, Cheap Smog Test, The Zoo, Appliance Parts Equipment, Asian Market, Sam's Donuts, Boost Mobile Premier Store, Carquest Auto Parts, Rosenbaum's Restaurant Equipment, Vaugh's Transmission, Demigods & Dames Tattoo & Piercing and The Garden Spout, all within a 600 feet radius.

Remediate: If highly questionable or objectionable off-site cannabis odors are detected by the public, the following protocols will take place:

1. Investigate the likely source of the odor.
2. Utilize on site management practices to resolve the odor event including monitoring tools to document D/T.
3. Take steps to reduce the odor-generating source.
4. Determine if the odor traveled off-site by surveying the perimeter and making observations of existing wind patterns.
5. Document the event for further operational review.

If employees are not able to take steps to reduce the odor-generating source, they are to immediately notify the Dispensary Manager, who will then notify the COO. All communication will be documented and our team will come up with a proper solution, if applicable. If necessary we will engage our certified engineer to review the problem and make recommendations for corrective action.

Staff Training: All employees will be trained on how to detect, prevent and remediate odors outside our dispensary and the proper steps outlined.

Community Involvement

We believe the detection of cannabis odors from outside our dispensary will be a team effort with our neighbors. As experienced cannabis operators, many times we become "nose-blind" to the odor of cannabis. By forming the OOC, we will be able to record if our neighbors detect cannabis odors from outside our dispensary.

Proactive communication through the OOC is an excellent way to promote the emergence of communication between the employees of the dispensary and nearby businesses and residents. In the process of setting up the OOC, a group of volunteers from the community are trained to recognize and quantify odors and how to report odors in a consistent manner. The OOC provides an effective communication channel between members of the community and the dispensary employees.

This helps to convey the odor mitigation plans objectives and odor observations relevant for environmental monitoring and management operations. On a regular basis, members of the OOC are invited to review the results of their participatory monitoring and actions implemented by Justice Grown

The Odor Detection Form will be provided to undesirable odor observers. The form can be submitted by email or in person at the office or by mail to our California headquarters located at 3541 Regional Parkway, Santa Rosa CA 95403.

[Exhibit A]
Odor Detection Form

Name of Reporting Party _____

Phone Number ( ) -
Email Address

Date _____

Location of odor observation

_____

_____

_____

Date and Time of odor observation_____

Weather conditions (wind direction, speed)

_____

_____

_____

Date/Time in which company was notified

_____

Company personnel were notified via (circle one)

Phone Email Web Social Media In Person

For Administrative Use Only

Response

Exhibit VIII.
Competing Applicant Cannabis Locations

JUSTICE
-GROWN-



Justice Grown will be competing with an applicant that is located less than 600 feet from our location, as outlined above. We believe we have the superior location as we have ample dedicated parking, a corner building for ease of better traffic flow, discreet receiving area in the rear and no abutting properties that can cause security issues.

Exhibit IX.
Labor Peace Agreement

JUSTICE
-GROWN-

SWORN STATEMENT ON
BEHALF OF MATANZAS ALLIANCE LLC

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

The undersigned affiant, being first duly sworn, on oath says as follows:

1. Matanzas Alliance LLC, a California limited liability company, is in the process of applying for various cannabis related licenses in the State of California; and

2. Matanzas Alliance LLC shall enter into and abide by the terms of a labor peace agreement (as may be required by applicable California laws, rules and/or regulations) and a copy of said agreement shall be sent to the California Department of Public Health (and any other required governmental entities).

MATANZAS ALLIANCE LLC, a
California limited liability company

By: _____
Michael Kanovitz, Member

Subscribed and sworn to before me
this 29 day of December 2017,

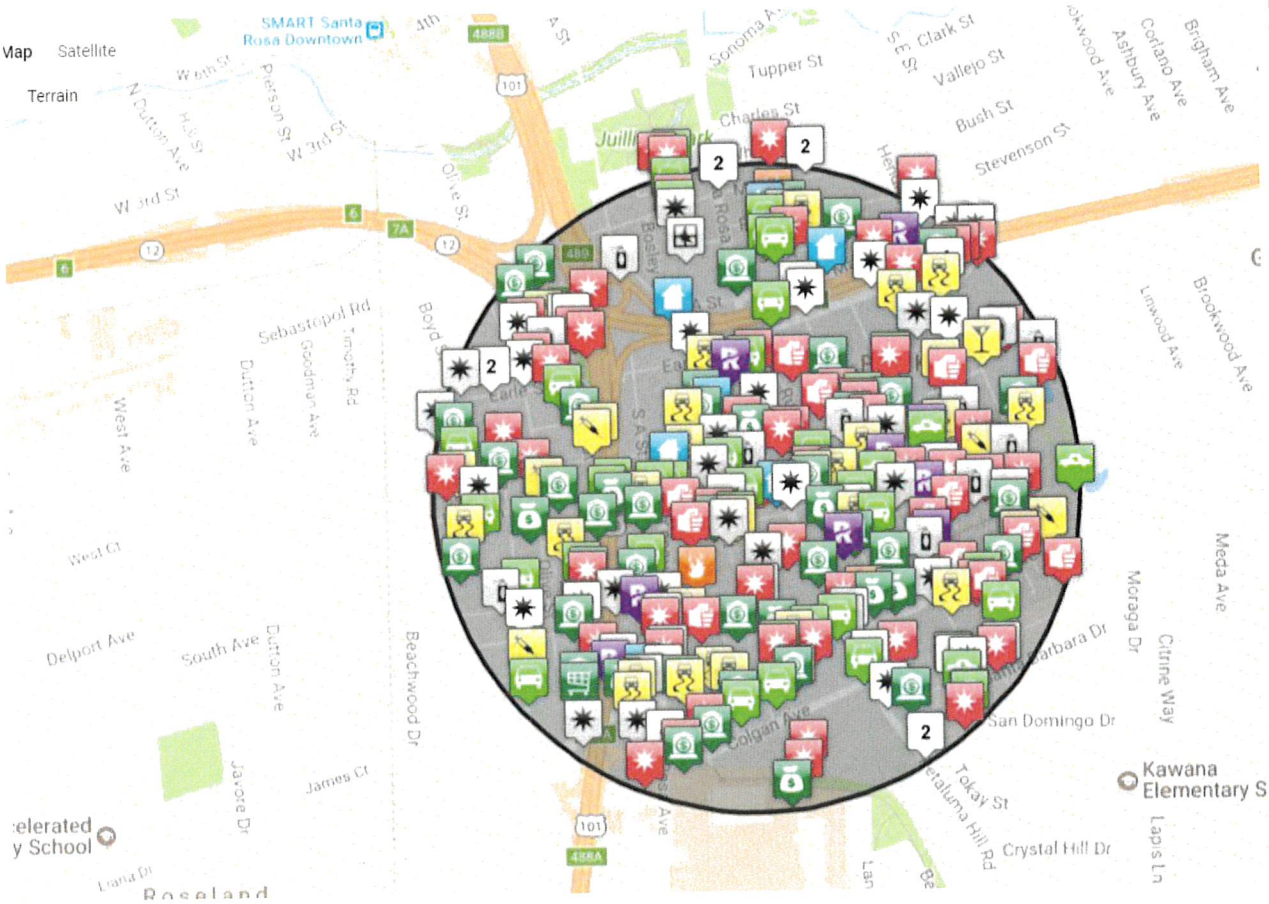
_____
Notary

OFFICIAL SEAL
MONICA FUENTES
Notary Public - State of Illinois
My Commission Expires Jun 4, 2019

Exhibit X.
Crime Rates

JUSTICE
-GROWN-

1111 Petaluma Hill Rd
Crime Rate Map
(0.5 mile radius)



- Homicide
- Attempted Homicide
- Death Investigation
- Sexual Assault
- Sexual Offense - Other
- Robbery - Commercial
- Robbery - Individual
- Aggravated Assault
- Assault - Other
- Burglary - Commercial
- Burglary - Residential
- Theft
- Fraud
- Shoplifting
- Theft - Other
- Motor Vehicle Theft
- Burglary from Motor Vehicle
- Arson
- DUI
- Alcohol Violation
- Drugs / Narcotics Violation
- Disorderly Conduct
- Traffic Incident
- Vandalism
- Weapons Violation
- All Other - Non-Criminal
- All Other - Criminal

1111 Petaluma Hill Rd
Crime Class Pie Chart
(0.5 mile radius)

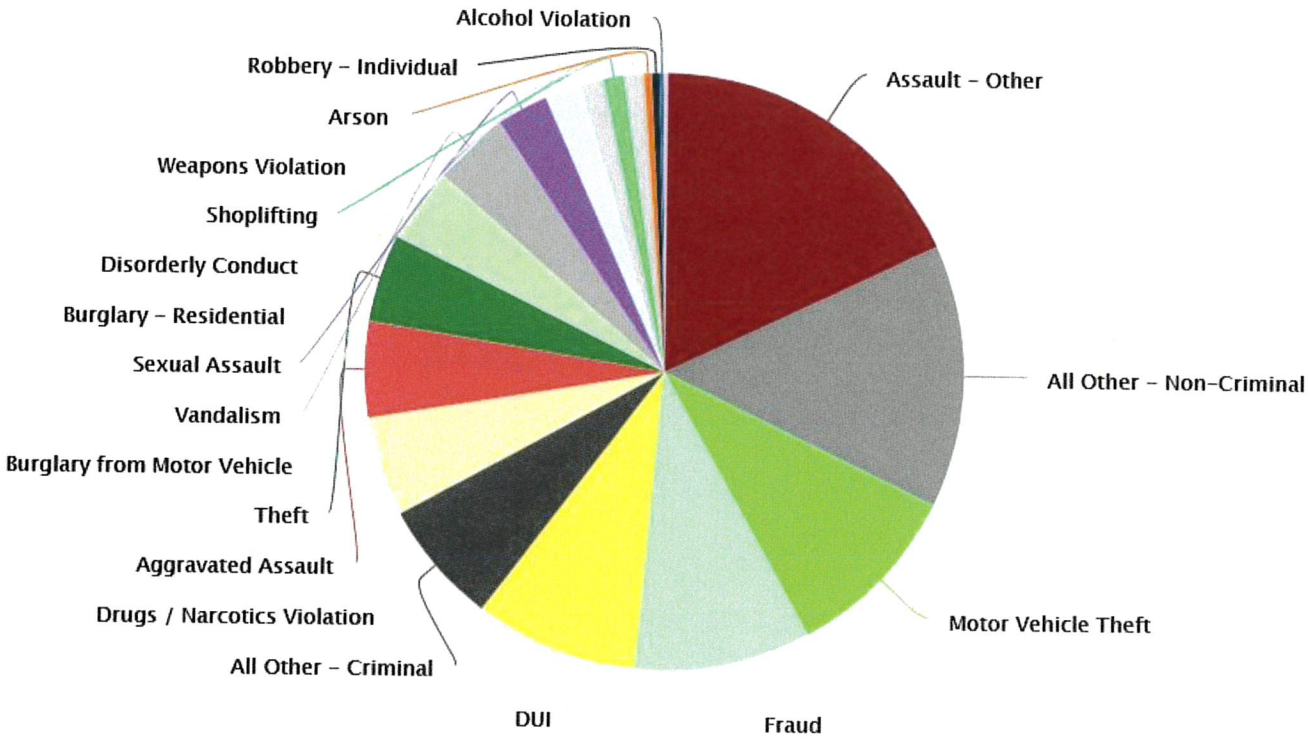


Exhibit XI.
Dispensary Membership Registration Agreement

JUSTICE
-GROWN-

Code of Conduct and Membership Form

1. Always bring your state or government issued I.D. with you to access the Dispensary.
2. No one under the age of 18 is allowed in our facility at any time. You must be at least 21 years of age to access our adult use products and at least 18 years of age with a valid verifiable doctor's recommendation to access medical use products.
3. To protect client privacy, no audio, video, photographic recording or any use of cell phones or other electronic devises is permitted without the express consent of staff as well as any and all subjects involved.
4. Please NO SMOKING of cannabis in public, it violates the current state and local regulations.
5. All clients must agree to the limits on amounts of cannabis available for purchase for Adult and/or Medical use pursuant to state and local regulations.
6. Please be a good neighbor in our community, no loitering is allowed in front or around our building, please do not double park and refrain from loud music or other noise disturbances that may affect our neighbors. Our parking lot is limited to the time it takes for you to complete your dispensary visit, please be courteous to other clients that would like to access our services.
7. Absolutely no alcohol, illegal drugs or weapons are allowed in or around Justice Grown premises.
8. No Children or pets may be left unattended in (or outside) a vehicle on or near the premises.
9. No pets are allowed in the premises with the exception of service dogs. Note that therapy animals are not legally considered service animals.
10. All clients are to treat each other with respect, honesty and courtesy at all times. Threatening, abusive, disrespectful or unethical behavior is strictly prohibited and may result in expulsion and restriction from accessing dispensary services.
11. Per California law tobacco use is not permitted within 50ft of any building entrance.
12. For your safety, please leave all cannabis products in the required sealed packaging while leaving the premises.
13. In the event of an emergency, please follow the instructions of the staff.
14. We reserve the right to refuse service to anyone not complying with our guidelines.

Prop 65 warning: *smoking cannabis and cannabis related products may produce marijuana smoke a chemical which is known to the State of California to cause cancer.*

- I have read, understand and will abide by the facilities guidelines set forth.
- I certify under penalty of perjury that the information provided is true and accurate, and I am not seeking access for any fraudulent purpose.
- If seeking access to medical use cannabis products, I authorize my recommending physician to verify his/her or their recommendation of approval for the use of medical cannabis.

X_____ Print name X_____ Signature

Date: _____ email address:_____ phone:_____ zip code: _____

Staff Use Only

Medical Use Recommendation

Verified date: _____ Expiration date: _____ Staff initials: _____

Exhibit XII.
Traffic Study (Proof)

JUSTICE
-GROWN-

Shivawn Brady <shivawn@emf.solutions>

Traffic Impact Study for the Justice Grown Project

message

Cameron Nye <cnye@w-trans.com> Thu, Apr 19, 2018 at 3:38 PM
To: "smurray@srcity.org" <smurray@srcity.org>
Cc: Shivawn Brady <shivawn@jgrown.com>

Hi Susie,

I understand that you are the City planner assigned to the subject project to be located at 1111 Petaluma Hill Road. I just wanted to reach out and let you know that W-Trans is under contract to prepare the traffic impact study with an estimated completion time around the end of May. We are currently working on the Memorandum of Assumptions to be reviewed by City staff and plan to submit that to you sometime next week. Please do not let the pending traffic study hold up any other aspects of the project.

If you have any questions at all, feel free to reach out.

Thank you,

Cameron Nye

Assistant Engineer

W-Trans

Office 707.542.9500
490 Mendocino Avenue, Suite 201 Santa Rosa, CA 95401

www.w-trans.com

April 17, 2018

Ms. Shivawn Brady
Justice Grown California
3541 Regional Parkway
Santa Rosa, CA 95403

Proposal to Prepare a Traffic Impact Study for the Justice Grown Project

Dear Ms. Brady:

W-Trans is pleased to provide this proposal to evaluate the potential trip generation associated with the Justice Grown project to be located at 1111 Petaluma Hill Road in the County of Sonoma. It is understood that the project includes a dispensary within a 9,400 square-foot building. Based on application of standard trip generation rates as published in 2017 for this land use, the project would be expected to generate more than 50 trips during the p.m. peak hour; note that the trip generation you prepared and submitted addressed only trips by employees and suppliers, so substantially understates the project's likely trip generation. Because the project would generate more than 50 peak hour trips a full traffic study is required under the City's guidelines. The following scope of services is suggested based on our experience with numerous trip generation studies for cannabis projects in the City of Santa Rosa and elsewhere.

Study Area and Periods

The study area for the traffic study will include the intersections below as well as the segment of Arnold Drive fronting the project site. Conditions during the weekday evening peak hour will be evaluated.

1. Santa Rosa Avenue/Petaluma Hill Road
2. Santa Rosa Avenue/Barham Avenue
3. Petaluma Hill Road/Barham Avenue

Tasks

1. Information will be confirmed regarding the currently permitted uses at the project site, its current land use designation, and the proposed use (the "project" for purposes of this evaluation). More details regarding the allocation of space for the proposed project will be needed if the building is to be used for functions other than sales of cannabis products.

2. The trip generation for the project will be determined based on standard rates published by ITE in *Trip Generation Manual*, 10th Edition, 2017. Distribution patterns will be estimated based on anticipated travel patterns for site patrons. This information, along with the scope of services, will be provided to City staff in a memorandum of assumptions for review and comment. Should their comments result in either a reduction or expansion of the scope, the contract amount would be adjusted accordingly.

3. A field visit of the project site and study area will be conducted. Specific attention will be paid to sight distance for both exiting and entering movements at the site's driveways. Appropriate field notes and photos will be taken.

4. Traffic counts for Petaluma Hill Road will be obtained for a period of 24 hours. Turning movement counts will be collected at the study intersections.

5. Existing conditions will be documented based on the counts obtained and observations during the site visit. The results of the analysis of all scenarios will be presented in text, summary tables, and volume figures.

6. Collision records for the study intersections will be reviewed for any trends or patterns, and the intersection collision rates calculated.

7. A list of other approved projects that would contribute traffic to the study intersections will be requested from City staff, and used to determined Baseline (Existing plus Approved) traffic volumes and operating conditions.

8. Future volumes at the study intersections as developed by the SCTA model will be used to project future operating conditions.

9. Project trips will be distributed to the roadway network and operating conditions at the study intersections evaluated under Existing plus Project, Baseline plus Project and Future plus Project conditions. The distribution will be presented graphically as well as in text.

10. Adequacy of facilities for pedestrians, bicyclists, and transit riders will be evaluated. Figures indicating existing and proposed bicycle facilities near the project site and transit routes will be included.

11. Trips from the project will be used to evaluate potential need for improvements at the project driveway to accommodate project-generated traffic. The need for improvements will be evaluated in terms of volume, adequacy of sight distance and safety considerations.

12. The required parking supply will be estimated based on agency requirements as well as standard parking demand rates. If the parking supply as proposed is insufficient to meet the estimated demand, we will work with you to determine what changes would need to be made to the project to achieve an adequate supply for the estimated demand.

13. Recommendations to address any impacts identified will be provided and presented graphically, if appropriate.

14. A draft report that provides details of the analysis and findings, together with tables and figures, will be prepared and submitted for your review.

15. Your comments will be addressed and an updated draft report submitted to City staff for their review. Copies of the calculations will be included in the City's draft report.

16. It is anticipated that the City will refer the report to Caltrans for comment. A response-to-comments letter will be prepared and included in an appendix, if received before the report is finalized, or submitted as a separate product if not received soon enough.

17. Comments from City (and Caltrans) staff will be addressed and a final report submitted. Comments that require analysis not included in the original scope of work will be considered beyond the scope of our contract.

Exclusions – The scope of services includes only those items that are specifically identified above. Any additional services, such as meetings or hearings, further analysis, or multiple rounds of comments, if needed could be provided on a time and materials basis after receiving written authorization for the extra work.