I, Bill Koziol, in my capacity as President of Tidewater Patients Group, declare under penalty of perjury that I have personal knowledge of the information contained in this application. It is true and correct and is submitted under my supervision.

I will be the primary contact for this application and answer any questions the City may have. I can be reached at [redacted]

Sincerely,

Bill Koziol, President of the Tidewater Patients Group

3412695

MCD#11106

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 28 2011

ARTICLES OF INCORPORATION
OF
TIDEWATER PATIENTS GROUP

ARTICLE I

The name of the corporation is Tidewater Patients Group

ARTICLE II

A. This corporation is a nonprofit **Mutual Benefit Corporation** organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

B. The specific purpose of this corporation is to provide members with wellness services and alternative methods of healing.

ARTICLE III

The name and address in the State of California of this corporation's initial agent for service of process is:

Name: Laura Blair Esq.,

Address: 19 Embarcadero Cove

City: Oakland State: CALIFORNIA Zip Code: 94606

ARTICLE IV

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this corporation.

William Koziol

William Koziol, Incorporator

I hereby certify that the foregoing transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

SEP 28 2011

Date: _____

Debra Bowen

DEBRA BOWEN, Secretary of State

BY-LAWS
Of
Tidewater Patient's Group

ARTICLE I
Name, Purposes, Principal Office

1.1 **Name**. The name of this California nonprofit mutual benefit corporation formed September 28, 2011 under the Nonprofit Mutual Benefit Corporation Law, entity number **3412695** is "Tidewater Patient's Group" (referred to herein as "corporation").

1.2 **Purposes**. The purposes of the corporation are to:

(a) Operate a not-for-profit collective of qualified patients, persons with identification cards and primary caregivers (as such terms are defined in Health and Safety Code §11362.7), to collectively cultivate and distribute medical cannabis, and provide related services, to its members, as authorized by California Health and Safety Code §11362.5 (the Compassionate Use Act of 1996), Health and Safety Code §11362.7 *et seq.* (the Medical Marijuana Program Act), the August 2008 *Guidelines for the Security and Non-Diversion of Marijuana Grown for Medical Use* promulgated by the Attorney General pursuant to Health and Safety Code §11362.81(d), and related state and local laws, as such laws and guidelines may be amended from time to time;

(b) create a forum for the exchange of social, cultural and professional ideas and interests related to medical cannabis;

(c) serve as a resource for and promote the health and well-being of the members of the collective;

(d) benefit the collective's membership, local community and public at large through education about the laws regarding the legal uses of medicinal cannabis; and,

(e) benefit the collective's membership, local community and public through education about the history, science and beneficial uses of cannabis.

1.3 **Principal Office**. The principal office of the corporation shall be at such address within the State of California as shall be fixed from time to time by the board of directors.

1.4 **Other Offices**. The board of directors may at any time establish branch or subordinate offices at any place or places.

1.5 **Location and Inspection of Articles of Incorporation and Bylaws**. The corporation shall keep at its principal office in the State of California the original or a copy of its articles of incorporation and bylaws as amended to date, which shall be open to inspection by its members at all reasonable times during office hours.

ARTICLE II
Membership

2.1 **Individual Membership**. Membership in the corporation is limited to individuals without regard to age, race, disability, gender, nationality, sexual orientation or political affiliation, who meet the admissions policy of the corporation and support the purposes and objectives of the corporation in accordance with its articles of incorporation and these bylaws.

2.2 **Categories of Members**. The board of directors shall determine the categories of membership in the collective. Initially the only category of membership shall consist of active members. Active members may either be active members with voting rights or active members without voting rights, as defined in this Article II.

2.3 **Qualification for Active Membership**. To qualify for membership as an active member of the collective, an individual must meet all of the following criteria:

(a) Be 18 years of age or older.

(b) Be a resident of the State of California.

(c) Be at least one of the following:

(i) a "qualified patient" as defined by Health and Safety Code §11362.7(f), by holding a valid, written recommendation to use cannabis for his or her serious medical condition issued by a physician who is duly licensed to practice medicine or osteopathy in California by the Medical Board of California or the Osteopathic Medical Board of California, as the case may be;

(ii) a "person who an identification card" as defined by Health and Safety Code §11362.7(c), by being a "qualified patient" and holding a valid medical marijuana patient identification card issued by the State Department of Health Services through the county health department or its designee under the Medical Marijuana Program Act; or,

(iii) a "primary caregiver" as defined by Health and Safety Code §11362.7(d), by satisfying all of the following: (A) being designated in writing by a qualified patient or a person with an identification card as his or her primary caregiver, and that patient or person is a member of the collective in good standing, (B) consistently assuming responsibility for the housing, health, or safety of that patient or person, and (C) residing in the same county as every qualified patient or person with an identification card for whom he or she has been designated as a primary caregiver.

(d) Agree to all terms and conditions contained in the membership agreement approved by the board of directors for use by the collective, as such membership agreement may be modified or superseded from time to time.

The collective reserves the right to deny membership to any individual for any reason not prohibited by applicable law.

2.4 **Active Membership with Voting Rights**. Only the active members of the collective who are members of the board of directors shall have voting rights. All other active members are active members without voting rights.

2.5 **Rights of Membership**. Only active members of the collective shall have the following rights of membership:

(a) The right to serve on the board of directors;

(b) The right to obtain the medical cannabis which has been grown for that member based on that member's medical needs, in quantities established by the collective and in accordance with California law.

2.6 **Dues, Fees, and Assessments**. Each member must pay, within the time and on the conditions set by the board, the dues, fees (including production fees) and assessments in amounts to be fixed from time to time by the board. The dues, fees, and assessments may be based on the amount of medical cannabis that is grown for and distributed to a member of the collective, provided such dues, fees and assessments are consistent with the corporation's nonprofit status and purpose to facilitate the collaborative efforts of members (including the allocation of costs and revenues) to cultivate, process, transport, store and distribute medical marijuana in accordance with California and local laws, and the rates therefore are set at levels reasonably calculated to cover the collective's direct and indirect overhead costs and operating expenses, including but not limited to the amortized startup costs, capital costs, and maintenance of reasonable reserves.

2.7 **Good Standing**. Those members who have paid the required dues, fees and assessment in accordance with these bylaws, maintain the qualifications for active membership set forth in Section 2.3 of these bylaws and under applicable law, and who are not suspended, shall be members in good standing.

ARTICLE III
Termination and Suspension of Membership

3.1 **Causes of Termination**. A member shall be expelled and his or her membership shall terminate on occurrence of any of the following events:

(a) Expiration of medical recommendation to use marijuana for a serious medical condition as recognized by California law;

(b) Establishment of residency outside of the State of California;

(c) For violating any rule or policy adopted by the board, or for breaching any contract or lawful agreement between the member and the corporation;

(d) For acting in any way that is not in the best interest of the corporation.

3.2 **Suspension of Membership**. A member may be suspended, under Section 3.3 of these bylaws, in the absolute discretion of the board, if any of the circumstances set forth in Sections 3.1(a) through 3.1(d) exist. A member may be reinstated only upon approval by a majority vote of the board in its absolute discretion. A person whose membership is suspended shall not be a member during the period of suspension for any purpose.

3.3 **Procedure for Expulsion, Termination and Suspension**.

(a) If grounds appear to exist for expulsion or suspension of a member under Section 3.1 of these bylaws, the procedure set forth below shall be followed:

(i) The member shall be given notice fifteen (15) days before the proposed expulsion or suspension and the reason or reasons for the proposed expulsion or suspension. Notice shall be given by any method reasonably calculated to provide actual notice and may be sent electronically.

(ii) The member shall be given an opportunity to be heard, either orally or in writing, at least five (5) days before the effective date of the proposed action. The informal hearing shall be held, or the written statement considered, by the board, by a committee of the board, or by a person authorized by the board, to determine whether the expulsion or suspension should take place;

(iii) The board, such committee, or such person shall decide whether or not the member should be expelled or suspended, and notice of the decision shall be given to the person. The decision of the board, such committee, or such person shall be final;

(iv) Any judicial or administrative action challenging an expulsion or suspension of a member, including a claim alleging defective notice, must be commenced within one (1) year after the effective date of the expulsion, suspension, or termination.

(b) Oral notification of an intention to suspend or expel a member and the reason or reasons therefore given by any officer, director or authorized employee of the corporation, or other person authorized by the board for such purpose, shall be sufficient to temporarily suspend all privileges associated with membership, including the ability to obtain medical cannabis or to enter any facility operated by the collective, until the determination on such expulsion or suspension is made. Any reason or reasons provided in such oral notification shall not preclude the suspension or expulsion of the member on other grounds notice of which is given as provided in paragraph (a) of this section.

(c) A member may waive, expressly or by implication, any notice required or permitted to be given in connection with the member's expulsion or suspension.

ARTICLE IV
Meetings of Members
And
Actions of Voting Members Without a Meeting

4.1 **Place of Meeting**. Meetings of the members shall be held at any place within California designated by the board of directors, or by written consent of all persons entitled to vote at the meeting given before or after the meeting.

4.2 **Annual Meeting**. An annual members' meeting shall be held during the first calendar quarter of each year at a time to be fixed for that year by the board, provided that the board may fix a different date and notify the members as provided in Section 4.3 of these bylaws. Any proper business may be transacted at this meeting.

4.3 **Notice Requirements for Members' Meetings**.

(a) General Notice Requirements. For all annual meetings, notice of the meeting shall be given, in accordance with Section 4.3(b) of these bylaws, to each active member. The notice shall specify the place, date and hour of the meeting.

(c) Manner of Giving Notice. Notice of any meeting of members shall be given at least ten (10) days but no more than ninety (90) days before the meeting date. The notice shall be given by posting the notice thereof in the principal place of business of the corporation.

4.3 Voting.

(a) Eligibility to Vote. Subject to the provisions of the California Nonprofit Mutual Benefit Law, only active members with voting rights may vote on any and all issues.

(b) Manner of Casting Votes. Voting may be by voice or ballot.

(c) Voting. Each member entitled to vote shall be entitled to cast one vote on each matter submitted to a vote.

(d) Approval by Majority. The affirmative vote of a majority of the voting power represented at the meeting, entitled to vote, shall constitute approval by majority.

4.5 Action Without a Meeting. Unless otherwise prohibited by law, any action of the active members of the corporation entitled to vote on an item of business at a meeting may be taken by unanimous written consent of such active members with voting rights, without a meeting, in the manner described in Section 5.5. Actions by unanimous written consent of the active members with voting rights may be taken in lieu of or in addition to actions taken at a duly noticed meeting.

ARTICLE V
Directors

5.1 Powers of Directors.

(a) General Corporate Powers. Subject to the provisions and limitations of the California Nonprofit Mutual Benefit Corporation Law and any other applicable laws, and subject to any limitations in the articles of incorporation and bylaws regarding actions that require the approval of the members, the corporation's activities and affairs shall be managed, and all corporate power shall be exercised, by or under the direction of the board of directors.

(b) Specific Powers. Without prejudice to the general powers set forth in Section 5.1(a) of these bylaws, but subject to the same limitations, the directors may:

(i) Appoint and remove at the pleasure of the board all of the corporation's officers, agents, and employees, prescribe powers and duties for them that are consistent with the law, with the articles of incorporation, and with these bylaws; and fix their compensation and require from them security for faithful performance of their duties;

(ii) Change the principal office or the principal business office in California from one location to another; cause the corporation to be qualified to conduct its activities in any other state, territory, dependency, or country; conduct its activities within or outside California; and designate any place within or outside California for holding any meeting of members;

(iii) Adopt and use a corporate seal; prescribe the forms of membership certificates;

(iv) Borrow money and incur indebtedness on behalf of the corporation and cause to be executed and delivered for the corporation's purposes, in the corporate name, promissory notes, and other evidences of debt and security for such debt;

(v) Change dues, fees, or assessments.

5.2 Number of Directors; Term.

(a) Number of Directors. The board of directors shall consist of at least one (1) but not more than eleven (11) directors, until changed by amendment to these bylaws. The exact number of directors shall be fixed, within those limits, exclusively by a resolution adopted by the board of directors; provided, that the initial number of directors on adoption of these bylaws may be fixed, within those limits, by the incorporator.

(b) Term of Directors. Directors shall hold office for four years, unless a shorter term is specified in the resolution or other instrument approved by the active members entitled to vote on the election of the director, which shall be placed in the minute book of the corporation. The term of the initial director or directors appointed by the incorporator shall be one year.

5.3 Vacancies on Board.

(a) Events Causing Vacancy. A vacancy or vacancies on the board shall exist on the occurrence of the following: (i) the death or resignation of any director, (ii) the declaration by resolution of the board of a vacancy in the office of a director who has been declared by resolution of the board of a vacancy in the office of a director who has been declared to be incapacitated or otherwise unable to perform the duties of a director, (iii) the vote of a majority of the directors to remove any director(s), or (iv) the increase of the authorized number of directors.

(b) Resignations. Except as provided below, any director may resign by giving written notice to the chairperson of the board, if any, or to the president or the secretary of the corporation. The resignation shall be effective when the notice is given unless it specifies a later date for the resignation to become effective.

(c) Filling Vacancies. Persons will be selected to fill a vacancy on the board created by resignation, removal or death by the affirmative vote of a majority of the directors then in office, and the directors so chosen shall hold office for the remaining term of director whose resignation, removal or death created the vacancy.

(d) No Vacancy on Reduction of Number of Directors. No reduction of the authorized number of directors shall have the effect of removing any director before the expiration of that director's term, unless the director resigns, is removed as provided in subsection (a)(ii) or (iii) of this section, or dies, in which case the reduction in the authorized number of directors shall take effect immediately.

5.4 Directors' Meetings. Directors' meetings will be governed by the following provisions:

(a) Place of Meetings. Meetings of the board shall be held at any place within or outside California that has been designated by resolution of the board or in the notice of the meeting or, if not so designated, at the principal office of the corporation.

(b) Meetings by Telephone. Any meeting may be held by conference telephone or similar communication equipment, so long as all directors participating in the meeting can hear one another. All such directors shall be deemed to be present in person at such a meeting.

(c) Other Regular Meetings. Other regular meetings of the board may be held without notice at such time and place as the board may fix from time to time.

(d) Special Meetings.

(i) Authority to Call. Special meetings of the board for any purpose may be called at any time by the chairperson of the board, any vice chairperson, the president, the secretary, the treasurer, or any two directors.

(ii) Notice.

(A) Manner of Giving Notice. Notice of the time and place of special meetings shall be given to each director by one of the following methods: personal delivery of written notice; first-class mail, postage prepaid; telephone, either director to the director or to a person at the director's office who would reasonably be expected to communicate that notice promptly to the director; confirmed facsimile; telegram, charges prepaid; or electronic mail. All such notices shall be given or sent to the director's address, telephone number, facsimile number, or email address as shown on the records of the corporation.

(B) Time Requirements. Notices sent by first-class mail shall be deposited in the United States mails at least four (4) days before the time set for the meeting. Notices given by personal delivery, telephone, facsimile, electronic mail or telegraph shall be delivered, telephoned, transmitted or given to the telegraph company at least forty-eight (48) hours before the time set for the meeting.

(C) Notice Contents. The notice shall state the time of the meeting, and the place if the place is other than the principal office of the corporation. It need not specify the purpose of the meeting.

(e) Quorum. Two-thirds of the authorized number of directors shall constitute a quorum for the transaction of business, except to adjourn. Every action taken or decision made by a majority of the directors present at a duly held meeting at which a quorum is present shall be the act of the board, subject to any more stringent provisions of the California Nonprofit Mutual Benefit Corporation Law, including, without limitation, those provisions relating to (i) approval of the contracts or transactions between the corporation and one or more directors or between the corporation and any entity in which a director has a material financial interest, (ii) creation of and appointments to committees of the board, and (iii) indemnification of directors. A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of directors, if any action taken or decision made is approved by at least two-thirds of the required quorum for that meeting.

(f) Waiver of Notice. Notice of a meeting need not be given to any director who, either before or after the meeting, signs a waiver of notice, a written consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a party of the minutes of the meetings. Notice of a meeting need not be given to any director who attends the meeting and does not protest, before or at the commencement of the meeting, the lack of notice to him or her.

(g) A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

(h) Notice of Adjourned Meeting. Notice of the time and place of holding an adjourned meeting need not be given unless the original meeting is adjourned for more than24 hours. If the original meeting is adjourned for more than 24 hours, notice of any adjournment to another time and place shall be given, before the time of the adjourned meeting, to the directors who were not present at the time of the adjournment.

5.5 Action Without a Meeting. Any action that the board is required or permitted to take may be taken without a meeting if all members of the board consent in writing to that action. Such action by written consent shall have the same force and effect as any other validly approved action of the board. All such consents shall be filed with the minutes of the proceedings of the board. A written consent may, to the extent permitted by applicable law, be solicited and provided by electronic mail or facsimile, so long as the response contains an actual, facsimile or electronic signature clearly indicating the board member's assent to the proposition.

5.6 Compensation and Reimbursement. Directors may receive reasonable compensation for their services, and may receive such reimbursement of expenses, as may be determined by board resolution to be just and reasonable as to the corporation at the time the resolution is adopted.

5.7 Committees.

(a) Committees of the Board.

(i) Creation and Authority. The board, by resolution adopted by two-thirds of the directors then in office, provided a quorum is present, may create one or more committees, each consisting of two or more directors, to serve at the pleasure of the board. Appointments to committees of the board shall be by majority vote of the directors then in office. The board may appoint one or more directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee, to the extent provided in the board resolution, shall have all the authority of the board except that no committee, regardless of board resolution, may:

(A) Take any final action on any matter that, under the California Nonprofit Mutual Benefit Corporation Law, also requires approval of the members or approval of a majority of all members;

(B) Fill vacancies on the board or on any committee that has the authority of the board;

(C) Fix compensation of the director for serving on the board or on any committee;

(D) Amend or repeal bylaws or adopt new bylaws;

(E) Amend or repeal any board resolution that, by its express terms, may not be amended or repealed in such manner;

(F) Create any other committees of the board or appoint the members of committees of the board; or

(G) Expend corporate funds to support a nominee for director after more people have been nominated for director that can be elected.

(i) Meetings and Actions of Committees of the Board. Meetings and actions of committees of the board shall be governed by, held, and taken in accordance with, the provisions of these bylaws concerning meetings and other board actions except that the time for regular meetings of such committees and calling of special meetings of such committees may be determined either by board resolution or, if there is none, by resolution of the committee. Minutes of each meeting of any committee of the board shall be kept and shall be filed with the corporate records. The board may adopt rules for the governance of any committee that are consistent with these bylaws or, in the absence of rules adopted by the board, the committee may adopt such rules.

(b) Advisory Committees. The board may create by resolution one or more committees that do not exercise the power or authority of the board and are referred to in these bylaws as "advisory committees." Initial appointments to each advisory committee may be included with the resolution authorizing the creation of the committee or may be established through any other method designated by the board, and all subsequent changes to committee composition shall occur by resolution of the committee unless the board expressly provides otherwise by resolution at the time the committee is created or by subsequent resolution. The activities of each advisory committee shall at all times remain under the ultimate direction of the board.

ARTICLE VI
Officers

6.1 **Officers of the Corporation**. The officers of the corporation shall be a president, secretary, and treasurer. The corporation also may have, at the board's discretion, one or more vice presidents, assistant secretaries, assistant treasurers, and such other officers as may be appointed in accordance with Section 6.3 of these bylaws. Any number of offices may be held by the same person.

6.2 **Eligibility of Officers**. Except as specified with respect to individual officers in Section 6.7 below, each officer of the corporation may be elected from persons acting as a director of the corporation, persons who are active members of the corporation, or other persons that the board of

directors determines to be appropriate candidates provided that he or she is a qualified patient or caregiver. The officers of the corporation, except those appointed under Section 6.3 of these bylaws, shall be chosen from time to time by a majority vote of the board and shall serve at the pleasure of the board, subject to board resolution and except as provided with respect to individual officers in Section 6.7 below, each officer shall serve a term of two years and until his or her successor is elected and qualified.

6.3 **Other Officers**. The board may appoint and may authorize the chairperson of the board, the president, or other officer to appoint any other officers that the corporation may require. Each officer so appointed shall have the title, hold office for the period, have the authority, and perform the duties specified by the bylaws or determined by the board.

6.4 **Removal of Officers**. Without prejudice to any rights of an officer under any contract of employment, an officer may be removed with or without cause by the board and, also, if the officer was not chosen by the board, by any officer upon whom the board may confer that power of removal.

6.5 **Resignation of Officers**. Any officer may resign at any time by giving written notice to the corporation. The resignation shall take effect as of the date the notice is received or at any later time specified in the notice and, unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party.

6.6 **Vacancies in Office**. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to that office, provided, however, that vacancies need not be filled on an annual basis.

6.7 **Responsibilities of Officers**.

(a) President. The president shall be the chief executive officer of the corporation and, in the event of a vacancy in the position of president, the chairman or chairwoman of the board shall be the chief executive officer. The same person may also hold both positions. The president, under the direction of the board, shall supervise, direct and control the corporation's activities, affairs and other officers, and shall exercise and perform such other powers and duties as the board may assign from time to time.

(b) Secretary.

(i) Book of Minutes. The secretary shall keep or cause to be kept, at the corporation's principal office or such other place as the board ma direct, a book of minutes of all meetings, proceedings, and actions of the board, of committees of the board, and of members' meetings. The minutes of meetings shall include the time and place of holding, whether the meeting was annual, regular, or special and, if special, how authorized, the notice given, the names of those present at board and committee meetings, and the number of members present or represented at members' meetings. The secretary shall keep or cause to be kept, at the principal office, a copy of the articles of incorporation and bylaws, as amended to date.

(ii) Membership Records. The secretary shall keep or cause to be kept, at the corporation's principal office or at a place determined by the board resolution, a record of the corporation's members, showing each member's name, address, and class of membership.

(iii) Notices, Seal, and Other Duties. The secretary shall give, or cause to be given, notice of all meetings of members, of the board, and of committee of the board required by these bylaws to be given. The secretary shall keep the corporate seal in safe custody and shall have such other powers and perform such other duties as the board or the bylaws may prescribe.

(c) Treasurer.

(i) Books of Account. The treasurer is the chief financial officer of the corporation and shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the corporation's properties and transactions. The treasurer shall send or cause to be given to the members and directors such financial statements and reports as are required by law, by these bylaws, or by the board to be given. The books of account shall be open to inspection by any director at all reasonable times. The treasurer shall prepare, for review and approval of the board of directors and President, the annual report of the corporation required by the Corporations Code §8321.

(ii) Deposit and Disbursement of Money and Valuables. The treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositories as the board may designate, shall disburse the corporation's funds as the board may order, shall render to the president, chairperson of the board, if any, and the board, when requested, an account of all transactions as chief financial officer and of the financial condition of the corporation, and shall have such other powers perform such other duties as the board or the bylaws may prescribe.

(iii) Bond. If required by the board, the treasurer shall give the corporation a bond in the amount and with the surety or sureties specified by the board for faithful performance of the duties of the office and for restoration to the corporation of all its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the chief financial officer on his or her death, resignation, retirement, or removal from office.

ARTICLE VII
Indemnification

7.1 Indemnification by Corporation.

(a) Definitions. For the purposes of this Section 7.1, "agent" means any person who is or was a director, officer, employee or other agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust or other enterprise, or was a director, officer, employee or agent of a foreign or domestic corporation which was a predecessor corporation of the corporation or of another enterprise at the request of such predecessor corporation; "proceeding" means any threatened, pending or completed action or proceeding, whether civil, criminal, administrative or investigative; and "expenses" include without limitation attorneys' fees and any expenses of establishing a right to indemnification under paragraph (d) or paragraph (e)(2) of this Section 7.1.

(b) Indemnification. The corporation shall, to the fullest extent permitted by law, indemnify any person who was or is a party or is threatened to be made a party to any proceeding by reason of the fact that such person is or was an agent of the corporation, against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with such proceeding.

(c) Board of Directors. In the event entitlement to indemnification is required by law to be based upon a determination by the board of directors that the agent has met the standards of conduct prescribed by law, such body shall meet and shall reach a determination on the issue within a reasonable period of time after request for such body to meet is received by the corporation from the agent.

(d) Expenses Incurred. To the extent that an agent of the corporation has been successful on the merits in defense of any proceeding referred to in paragraphs (b) or (c) above, or in defense of any claim, issue or matter therein, the agent shall be indemnified against expenses actually and reasonably incurred by the agent in connection therewith.

(e) Authorization. Except as provided in paragraph (d) above, any indemnification under this Section 7.1 shall be made by the corporation only if authorized in the specific case, upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct set forth in paragraph (b) or (c) above, by:

(i) A majority vote of a quorum consisting of directors who are not parties to such proceeding; or

(ii) The court in which such proceeding is or was pending upon application made by the corporation or the agent or the attorney or other person rendering services in connection with the defense, whether or not such application by the agent, attorney or other person is opposed by the corporation.

7.2 **Restriction on Indemnification**. No indemnification or advance shall be made under Section 7.1, except as provided in paragraph 7.1(d) or paragraph 7.1.(e)(2) above, in a circumstance where it appears;

(a) That it would be inconsistent with a provision of the articles of incorporation, the bylaws, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred, which prohibits or otherwise limits indemnification; or

(b) That it would be inconsistent with any condition expressly imposed by a court in approving a settlement.

7.3 **Advancement of Expenses**. To the fullest extent permitted by law and expect as otherwise determined by the board in a specific instance, expenses incurred by a person seeking indemnification under Sections 7.1 of these bylaws in defending any proceeding covered by those sections shall be advanced by the corporation before final disposition of the proceeding, on receipt by the corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the corporation of those expenses.

7.4 **Insurance**. The corporation shall have power to purchase and maintain insurance on behalf of any agent of the corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against such liability under the provisions of this section; provided, however, that the corporation shall have no power to purchase and maintain such insurance to indemnify any agent of the corporation for a violation of the Corporations Code §5233 (relating to self-dealing transactions).

ARTICLE VIII

Records and Reports

8.1 **Maintenance of Corporate Records**. The corporation shall keep: (i) adequate and correct books and records of account; (ii) written minutes of the proceedings of its members, board, and committees of the board; and (iii) a record of each member's name, address, and class of membership.

8.2 **Maintenance and Inspection of Articles and Bylaws**. The corporation shall keep at its principal office, or its principal office is not in California, at its principal business office in this state, the original or a copy of the articles of incorporation and bylaws, as amended to date, which shall be open to inspection by the members at all reasonable times during office hours. If the principal office of the corporation is outside California and the corporation has no principal business office in this state, the secretary shall, on the written request of any member, furnish to that member a copy of the articles of incorporation and bylaws as amended to date.

8.3 **Inspection by Directors**. Every director shall have the absolute right of any reasonable time to inspect the corporation's books, records, documents of every kind, physical properties, and the records of each of its subsidiaries. The inspection may be made in person or by the director's agent or attorney. The right to inspection includes the right to copy and make extracts of documents.

ARTICLE IX
Amendments

9.1 **Amendment by Board**.

(a) Amendment. The board may by a majority vote adopt, amend, or repeal these bylaws.

(b) Membership Rights Limitation. Except as otherwise required by law or a final court order issued by a court of competent jurisdiction, any amendment, repeal or adoption of new or substitute bylaws the effect of which would grant voting rights to members who are not members of the board of directors shall require the unanimous vote of the members of the board of directors.

SECRETARY'S CERTIFICATE
OF ADOPTION OF BYLAWS

I, Alexis Parle, do hereby certify:

1. That I am the Secretary of Tidewater Patients Group, a California nonprofit mutual benefit corporation, No. **3412695**

2. That the foregoing bylaws were duly adopted by the unanimous written consent of the incorporator and board of directors of the corporation effective **September 28, 2011**.

IN WITNESS WHEREOF, I have subscribed my name this 28 day of September, 2011.

Secretary

Insurance Declaration

I, Bill Koziol, in my capacity as President of Tidewater Patients Group, declare that our collective will carry Liability and Workers Compensation Insurance while in operations. In addition we will provide medical insurance options for employees and Directors of the Dispensary.

Sincerely,

Bill Koziol, President of the Tidewater Patients Group

MCD#11106

MEDICAL CANNABIS DISPENSARY INFORMATION

(PLEASE PRINT)

Today's date: 10/12/11	**City ID #** MCD 11106
DISPENSARY INFORMATION:	
Legal name under which the Dispensary will be operating: Tidewater Patients Group	
Federal Tax ID#: 45-3437770	**State Employer ID#:**
Corp/LLC/LLP# (if applicable): 3412695	
Physical address of proposed Dispensary location (P.O. Box will not satisfy this requirement): 4709 Tidewater Ave.	
Physical description (e.g. one story commercial building) of proposed Dispensary location: one story commercial building	
Property Owner Name: Tidewater Group LLC	**Property Owner Telephone Number:** (510) 436-8057
Property Owner Address: 1840 Embarcadero Ave. Oakland, CA 94606	
Assessor Parcel Number: 034-2300-021	**Zoning District:** M-40

CHECK ONE: With regard to the above property, the Dispensary applicant:

☐ **Owns**	☐ **Has signed Lease on (date)** _____	☒ **Has option to lease**

Onsite Telephone Number (if one already exists):

FAX Number (if one already exists):

List information for person authorized to accept Service of Process on behalf of the Dispensary:

Name: Laura Blair Esq.

Address (PO Box(es) will not satisfy this requirement): 19 Embarcadero Cove Oakland, CA 94606

Phone Number(s) where person can be reached 24 hours a day:

Home: **Cell:** (510) 333-8407 **Work:**

MEDICAL CANNABIS DISPENSARY REGISTRATION FORM

OWNER / MANAGER INFORMATION

(PLEASE PRINT)

To be completed for each owner and manager—(as defined under Chapter 5.80 of the Oakland Municipal Code)

Today's date: 10/12/11			City ID #: 11106	
PARTNER/OWNER/MANAGER INFORMATION				
Last Name: Koziol		First: WILLIAM		Middle: LUCAS
Alias(es): Bill Koziol			Date of Birth: [redacted]	
Height: 185	Weight: 6'1"	Hair: Brn	Eyes: Brn	Gender: M
Mailing Address: [redacted]				
Residence Address (P.O. Box will not satisfy this requirement):				
City: [redacted]		State: [redacted]		Zip Code: [redacted]
Telephone number(s) (where individual can be reached 24 hrs a day):				
California DL/ID Number: [redacted]			Other Government Photo ID Number (if applicable):	
Attach copy of a valid government issued photo identification card of license				

RESIDENCE HISTORY

If at above residence is less than ten (10) years, list prior residence addresses you have had for the past ten (10) years. Attach additional pages if necessary.

Number and Street Name: [redacted]		
City: [redacted]	State: [redacted]	Zip: [redacted]
Length of Stay: 6 yrs		
Contact Person: Ada Ormsby		Phone: (510) 624-9411

Number and Street Name: [redacted]		
City: [redacted]	State: CA	Zip: [redacted]
Length of Stay: [redacted]		
Contact Person: Self		Phone:

Number and Street Name: [redacted]		
City: [redacted]	State: [redacted]	Zip: [redacted]
Length of Stay: 5 yrs		
Contact Person: Dave Koziol		Phone: [redacted]

EMPLOYMENT HISTORY

Beginning with you current employment, list your work history for the previous ten (10) years. Attach a separate sheet of paper to complete your list if necessary.

Company Name: Security Pacific Real Estate			
Address: 3223 Blume Drive			
City: Richmond	**State:** CA	**Zip:** 94806	
Phone Number: (510) 222 - 8340		**Supervisor/Contact Name:** Jack Burns Jr.	
Dates of Employment: 8/2001 - Present			
Description of Job Duties: Realtor			
Reason Left Employment? Still Employed			

Company Name:			
Address:			
City:	**State:**	**Zip:**	
Phone Number:		**Supervisor/Contact Name:**	
Dates of Employment:			
Description of Job Duties:			
Reason Left Employment?			

Company Name:			
Address:			
City:	**State:**	**Zip:**	
Phone Number:		**Supervisor/Contact Name:**	
Dates of Employment:			
Description of Job Duties:			
Reason Left Employment?			

CRIMINAL HISTORY

List all criminal convictions, other than infraction traffic violations, the jurisdiction of the conviction, and the circumstances thereof. Attach additional pages if necessary.

Crime: [redacted]	**Date of Crime:** [redacted]
Jurisdiction: [redacted]	
Circumstances: [redacted]	

Crime: [redacted]	Date of Crime: [redacted]
Jurisdiction: [redacted]	
Circumstances: [redacted]	

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

COLLECTIVE HISTORY

Using a separate sheet of paper, provide a detailed explanation of your involvement with any other Collective.

This includes, but not limited to: the name and address of the collective; the capacity in which you were involved with the collective; whether the collective is or was the subject of any criminal investigation or prosecution, civil investigation, administrative action or civil lawsuit; whether you or the collective with which you are or were associated has ever been denied, or is in the process of being denied, registration, a permit, a license or any other authorization to operate in any other city, county or state; and whether you or the collective with which you are or were associated has ever had a registration, license, permit or any other authorization to operate in any other city, county or state suspended or revoked, and the reasons therefore.

None

CITY OF OAKLAND

AFFIDAVIT

I, the undersigned, declare under penalty of perjury that to the best of my knowledge, the information contained in this application for Medical Cannabis Dispensary Registration, and its supporting documentation, is truthful, correct, and complete; and, the information contained in this application and its supporting documentation discloses all facts regarding the applicant and associated individuals necessary to allow the City Administrator to properly evaluate the applicant's qualifications for registration.

If the applicant is a business entity, I, as the person signing below do hereby represent and warrant that the business entity is authorized to do business in California and that I have full rights, powers and authority to sign on behalf of the applicant and carry out all actions contemplated by this application, and that any Notice of Completed Registration issued to the applicant constitutes valid, binding and enforceable obligations of the applicant and the applicant shall abide by the provisions of said Notice. Attached to this Affidavit is proof, reasonably satisfactory to the City Administrator, confirming the foregoing representations and warranties.

I, the undersigned, agree that any information subsequently submitted to the City Administrator in conjunction with this application or its supporting documentation meets the same standard as set forth above.

I, the undersigned, further agree and understand that this application will be classified as a public record and will be available for inspection by the public, except with regard to the release of information which is classified as controlled, private, or protected under the California Public Records Act or restricted by other law.

I, the undersigned, further agree and acknowledge that I may be required to provide additional information, as needed, for a complete investigation by the City Administrator.

I, the undersigned, further agree and recognize that I am responsible for obeying all Federal, State and local laws.

I, the undersigned, further agree and understand that any misrepresentations, omissions or falsifications in this application or any documents attached thereto or amendments thereto will be immediate grounds for the City Administrator to deny this request for registration and/or immediate grounds for revocation of the Notice of Completed Registration.

Print Name Here:	William Kozial
Title:	President
Signature:	William Kozial
Date:	10/12/11
Address:	[redacted]
City, State, Zip:	
Contact Phone No:	

CITY OF OAKLAND

AUTHORIZATION FOR RELEASE OF INFORMATION

I, the undersigned, declare that I am the applicant described and identified in this application for registration in the City of Oakland.

I authorize all persons, institutions, organizations, schools, governmental agencies, employers, references, or any others not specifically included in the preceding characterization, to release to the City Administrator for the City of Oakland any files, records, or information of any type regarding:

(If Applicant is Business Entity, Insert Legal Name of Business Entity Below:)

Tidewater Patients Group

ENTITY

(If Applicant is Individual, Insert Legal Name and Date of Birth Below:)

William Koziol [redacted]

NAME **DATE OF BIRTH**

The information is being requested by the City Administrator to properly evaluate my qualifications for registration as a Medical Cannabis Dispensary by the City of Oakland. A copy of this Authorization shall be as valid and provide the same authorization as the original.

Print Name of Individual or person authorized to sign on behalf of business entity:	William Koziol
Title: (if applicable)	President
Signature:	William Koziol
Date:	10/12/11
Address:	[redacted]
City, State, Zip:	
Cell Phone Number:	
Email Address:	
City ID #:	11106

MCD#11106

REQUEST FOR LIVE SCAN SERVICE

Applicant Submission

ORI: CA001090 (Code assigned by DOJ) Type of Application: LICENSE

Job Title or Type of License, Certification or Permit: MEDICAL CANNABIS DISPENSARY

Agency Address Set Contributing Agency:

OAKLAND POLICE DEPARTMENT
Agency authorized to receive criminal history information

04764
Mail Code (five digit code assigned by DOJ)

455 7TH STREET
Street No. Street or P.O. Box

SGT. D. DONOVAN
Contact Name (Mandatory for all school submissions)

OAKLAND CA 94607
City State Zip Code

(510) 238-2189
Contact Telephone No.

Complete

Name of Applicant: Koziol William L
(please print) Last First MI

Alias: Koziol Bill
Last First

Driver's License No. [redacted]

Date of Birth [redacted] Sex: [X] Male [ ] Female

Misc. No. BIL - 120181
Agency Billing Number

Height: 6'1" Weight: 185

Misc. No: N/A

Eye Color: brn Hair Color: brn

Home Address:
Street or P.O. Box

Place of Birth: [redacted]

City, State and Zip Code

SOC: [redacted]

Your Number:
OCA No. (Agency Identifying No.)

Level of Service [X] DOJ [ ] FBI

If resubmission, list Original ATI No.

Complete

Employer: (Additional response for agencies specified by statute)

Tidewater Patients Group
Employer Name

4709 ~~[illegible]~~ Tidewater Dr
Street No. Street or P.O. Box

N/A
Mail Code (five digit code assigned by DOJ)

Oakland CA 94601
City State Zip Code

( )
Agency Telephone No. (optional)

Live Scan Transaction Completed By: NORMA CRISTINA ACOSTA
Name of Operator

Date: 01/10/11

UPS Store #0578
Transmitting Agency

B283KOW846
ATI No.

$35
Amount Collected/Billed

BCII 8016 (Rev 04/01) ORIGINAL-Live Scan Operator; SECOND COPY-Requesting Agency;

Print Form

MEDICAL CANNABIS DISPENSARY REGISTRATION FORM

OWNER / MANAGER INFORMATION

(PLEASE PRINT)

To be completed for each owner and manager—(as defined under Chapter 5.80 of the Oakland Municipal Code)

Today's date: 10-12-11		**City ID #:**		
PARTNER/OWNER/MANAGER INFORMATION				
Last Name: Koziol	**First:** David		**Middle:** Floyd	
Alias(es):		**Date of Birth:** [redacted]		
Height: 5' 10"	**Weight:** 170	**Hair:** Gry	**Eyes:** Brn	**Gender:** M
Mailing Address: [redacted]				
Residence Address (P.O. Box will not satisfy this requirement):				
City [redacted]		**State:** [redacted]	**Zip Code:** [redacted]	
Telephone number(s) (where individual can be reached 24 hrs a day):				
California DL/ID Number: [redacted]		**Other Government Photo ID Number** (if applicable):		
***Attach copy of a valid government issued photo identification card of license**				

RESIDENCE HISTORY

If at above residence is less than ten (10) years, list prior residence addresses you have had for the past ten (10) years. Attach additional pages if necessary.

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

EMPLOYMENT HISTORY

Beginning with you current employment, list your work history for the previous ten (10) years. Attach a separate sheet of paper to complete your list if necessary.

Company Name: D & G Services			
Address: 733 Bolero Ct.			
City: Novato	**State:** CA	**Zip:** 94945	
Phone Number: (415) 328-4102		**Supervisor/Contact Name:** Darrin Parle	
Dates of Employment: 2007- Current			
Description of Job Duties: Supervisor			
Reason Left Employment? Still Employed			

Company Name: Marin Monument			
Address: 2468 5th St.			
City: San Rafael	**State:** CA	**Zip:**	
Phone Number: (415) 454-1620		**Supervisor/Contact Name:** John Cortez	
Dates of Employment: 2000 - 2007			
Description of Job Duties: Shop Manager			
Reason Left Employment? Business Closed			

Company Name:			
Address:			
City:	**State:**	**Zip:**	
Phone Number:		**Supervisor/Contact Name:**	
Dates of Employment:			
Description of Job Duties:			
Reason Left Employment?			

CRIMINAL HISTORY

List all criminal convictions, other than infraction traffic violations, the jurisdiction of the conviction, and the circumstances thereof. Attach additional pages if necessary.

NONE

Crime:	**Date of Crime:**
Jurisdiction:	
Circumstances:	

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

COLLECTIVE HISTORY

Using a separate sheet of paper, provide a detailed explanation of your involvement with any other Collective.

This includes, but not limited to: the name and address of the collective; the capacity in which you were involved with the collective; whether the collective is or was the subject of any criminal investigation or prosecution, civil investigation, administrative action or civil lawsuit; whether you or the collective with which you are or were associated has ever been denied, or is in the process of being denied, registration, a permit, a license or any other authorization to operate in any other city, county or state; and whether you or the collective with which you are or were associated has ever had a registration, license, permit or any other authorization to operate in any other city, county or state suspended or revoked, and the reasons therefore.

NONE

CITY OF OAKLAND

AFFIDAVIT

I, the undersigned, declare under penalty of perjury that to the best of my knowledge, the information contained in this application for Medical Cannabis Dispensary Registration, and its supporting documentation, is truthful, correct, and complete; and, the information contained in this application and its supporting documentation discloses all facts regarding the applicant and associated individuals necessary to allow the City Administrator to properly evaluate the applicant's qualifications for registration.

If the applicant is a business entity, I, as the person signing below do hereby represent and warrant that the business entity is authorized to do business in California and that I have full rights, powers and authority to sign on behalf of the applicant and carry out all actions contemplated by this application, and that any Notice of Completed Registration issued to the applicant constitutes valid, binding and enforceable obligations of the applicant and the applicant shall abide by the provisions of said Notice. Attached to this Affidavit is proof, reasonably satisfactory to the City Administrator, confirming the foregoing representations and warranties.

I, the undersigned, agree that any information subsequently submitted to the City Administrator in conjunction with this application or its supporting documentation meets the same standard as set forth above.

I, the undersigned, further agree and understand that this application will be classified as a public record and will be available for inspection by the public, except with regard to the release of information which is classified as controlled, private, or protected under the California Public Records Act or restricted by other law.

I, the undersigned, further agree and acknowledge that I may be required to provide additional information, as needed, for a complete investigation by the City Administrator.

I, the undersigned, further agree and recognize that I am responsible for obeying all Federal, State and local laws.

I, the undersigned, further agree and understand that any misrepresentations, omissions or falsifications in this application or any documents attached thereto or amendments thereto will be immediate grounds for the City Administrator to deny this request for registration and/or immediate grounds for revocation of the Notice of Completed Registration.

Print Name Here:	David Koziol
Title:	Board Member
Signature:	
Date:	10/12/11
Address:	3952 La Colina Rd.
City, State, Zip:	El Sobrante CA 94803
Contact Phone No:	(510) ~~797~~ 222-7798

CITY OF OAKLAND

AUTHORIZATION FOR RELEASE OF INFORMATION

I, the undersigned, declare that I am the applicant described and identified in this application for registration in the City of Oakland.

I authorize all persons, institutions, organizations, schools, governmental agencies, employers, references, or any others not specifically included in the preceding characterization, to release to the City Administrator for the City of Oakland any files, records, or information of any type regarding:

(If Applicant is Business Entity, Insert Legal Name of Business Entity Below:)

Tidewater Patients Group

ENTITY

(If Applicant is Individual, Insert Legal Name and Date of Birth Below:)

David Koziol — 7-30-50

NAME — **DATE OF BIRTH**

The information is being requested by the City Administrator to properly evaluate my qualifications for registration as a Medical Cannabis Dispensary by the City of Oakland. A copy of this Authorization shall be as valid and provide the same authorization as the original.

Print Name of Individual or person authorized to sign on behalf of business entity:	David Koziol
Title: (if applicable)	Board Member
Signature:	
Date:	10/12/11
Address:	3952 La Colina Rd.
City, State, Zip:	El Sobrante, CA 94803
Cell Phone Number:	(510) 847-4305
Email Address:	navareena@sbcglobal.net
City ID #:	MCD11106

MCD#11106

REQUEST FOR LIVE SCAN SERVICE

Applicant Submission

ORI: CA001090 (Code assigned by DOJ) Type of Application: LICENSE

Job Title or Type of License, Certification or Permit: MEDICAL CANNABIS DISPENSARY

Agency Address Set Contributing Agency:

OAKLAND POLICE DEPARTMENT (Agency authorized to receive criminal history information)

04764 (Mail Code (five digit code assigned by DOJ))

455 7TH STREET (Street No. Street or P.O. Box)

SGT. D. DONOVAN (Contact Name (Mandatory for all school submissions))

OAKLAND (City) CA (State) 94607 (Zip Code)

(510) 238-2189 (Contact Telephone No.)

Complete

Name of Applicant: (please print) Kozlol (Last) David (First) F (MI)

Alias: (Last) (First)

Driver's License No. S0268962

Date of Birth: 7-30-50 Sex: ☑ Male ☐ Female

Misc. No. BIL - 120181 (Agency Billing Number)

Height: 5'10 Weight: 170 lbs

Misc. No: N/A

Eye Color: Brn Hair Color: Gry

Home Address: 3952 La Colina Rd (Street or P.O. Box)

Place of Birth: Oakland

El Sobrante CA 94803 (City, State and Zip Code)

SOC: 560 82 8097

Your Number: (OCA No. (Agency Identifying No.))

Level of Service ☒ DOJ ☐ FBI

If resubmission, list Original ATI No.

Complete

Employer: (Additional response for agencies specified by statute)

Tidewater Patients Group (Employer Name)

4709 Tidewater Dr. (Street No. Street or P.O. Box)

N/A (Mail Code (five digit code assigned by DOJ))

Oakland CA 94601 (City State Zip Code)

( ) (Agency Telephone No. (optional))

Live Scan Transaction Completed By: Shannon Castro (Name of Operator) Date: 10/12/2011

THE UPS STORE 1179
3020 ElCerrito Plaza
El Cerrito CA 94530
(Transmitting Agency)

B285K0D050 (ATI No.)

40.00 (Amount Collected/Billed)

BCII 8016 (Rev 04/01) ORIGINAL-Live Scan Operator; SECOND COPY-Requesting Agency; Print Form

MCD#11106

MEDICAL CANNABIS DISPENSARY REGISTRATION FORM

OWNER / MANAGER INFORMATION

(PLEASE PRINT)

To be completed for each owner and manager—(as defined under Chapter 5.80 of the Oakland Municipal Code)

Today's date: 10-12-11 City ID #: MCD 11106

PARTNER/OWNER/MANAGER INFORMATION

Last Name: Parle First: Alexis Middle: C.

Alias(es): Alexis Kim Date of Birth: [redacted]

Height: 5'1" Weight: 110 Hair: Black Eyes: Brown Gender: Female

Mailing Address: [redacted]

Residence Address (P.O. Box will not satisfy this requirement): [redacted]

City: [redacted] State: [redacted] Zip Code: [redacted]

Telephone number(s) (where individual can be reached 24 hrs a day): [redacted]

California DL/ID Number: [redacted] Other Government Photo ID Number (if applicable):

**Attach copy of a valid government issued photo identification card of license*

RESIDENCE HISTORY

If at above residence is less than ten (10) years, list prior residence addresses you have had for the past ten (10) years. Attach additional pages if necessary.

Number and Street Name: [redacted]

City: [redacted] State: [redacted] Zip: [redacted]

Length of Stay: [redacted]

Contact Person: Phone:

Number and Street Name: [redacted]

City: [redacted] State: [redacted] Zip: [redacted]

Length of Stay: 2 years

Contact Person: Phone:

Number and Street Name: [redacted]

City: [redacted] State: [redacted] Zip: [redacted]

Length of Stay: 5+ years

Contact Person: Phone:

EMPLOYMENT HISTORY

Beginning with you current employment, list your work history for the previous ten (10) years. Attach a separate sheet of paper to complete your list if necessary.

Company Name: Powerhouse Building, Inc.
Address: 4320 Redwood Hwy. # 200
City: San Rafael | State: CA | Zip: 94903
Phone Number: (415) 446-0188 | Supervisor/Contact Name: Jeannie Peters
Dates of Employment: March 2008 - March 2010
Description of Job Duties: Bookkeeper, Accounts Payables
Reason Left Employment? Continued educational schooling full-time

Company Name: SRI Mortgage, Inc.
Address: 100 Bush St. # 150
City: San Francisco | State: CA | Zip: 94104
Phone Number: (415) 608-7274 | Supervisor/Contact Name: Rachel Woldesclasie
Dates of Employment: June 2000 - June 2007
Description of Job Duties: Processing Manager, Doc drawer, Warehouse line management
Reason Left Employment? Company closed

Company Name:
Address:
City: | State: | Zip:
Phone Number: | Supervisor/Contact Name:
Dates of Employment:
Description of Job Duties:
Reason Left Employment?

CRIMINAL HISTORY

List all criminal convictions, other than infraction traffic violations, the jurisdiction of the conviction, and the circumstances thereof. Attach additional pages if necessary.

Crime: | Date of Crime:
Jurisdiction:
Circumstances:

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

COLLECTIVE HISTORY

Using a separate sheet of paper, provide a detailed explanation of your involvement with any other Collective.

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None

CITY OF OAKLAND

AFFIDAVIT

I, the undersigned, declare under penalty of perjury that to the best of my knowledge, the information contained in this application for Medical Cannabis Dispensary Registration, and its supporting documentation, is truthful, correct, and complete; and, the information contained in this application and its supporting documentation discloses all facts regarding the applicant and associated individuals necessary to allow the City Administrator to properly evaluate the applicant's qualifications for registration.

If the applicant is a business entity, I, as the person signing below do hereby represent and warrant that the business entity is authorized to do business in California and that I have full rights, powers and authority to sign on behalf of the applicant and carry out all actions contemplated by this application, and that any Notice of Completed Registration issued to the applicant constitutes valid, binding and enforceable obligations of the applicant and the applicant shall abide by the provisions of said Notice. Attached to this Affidavit is proof, reasonably satisfactory to the City Administrator, confirming the foregoing representations and warranties.

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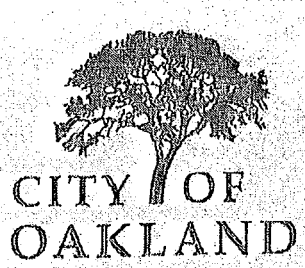
I, the undersigned, further agree and recognize that I am responsible for obeying all Federal, State and local laws.

I, the undersigned, further agree and understand that any misrepresentations, omissions or falsifications in this application or any documents attached thereto or amendments thereto will be immediate grounds for the City Administrator to deny this request for registration and/or immediate grounds for revocation of the Notice of Completed Registration.

Print Name Here:	Alexis Parle
Title:	Managing Member
Signature:	[illegible]
Date:	10-12-11
Address:	[redacted]
City, State, Zip:	
Contact Phone No:	

MCD#11106



AUTHORIZATION FOR RELEASE OF INFORMATION

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(If Applicant is Business Entity, Insert Legal Name of Business Entity Below:)

Tidewater Patients Group

ENTITY

(If Applicant is Individual, Insert Legal Name and Date of Birth Below:)

Alexis Parle [redacted]

NAME DATE OF BIRTH

The information is being requested by the City Administrator to properly evaluate my qualifications for registration as a Medical Cannabis Dispensary by the City of Oakland. A copy of this Authorization shall be as valid and provide the same authorization as the original.

Print Name of Individual or person authorized to sign on behalf of business entity:	Alexis Parle
Title: (if applicable)	Managing Member
Signature:	[illegible]
Date:	10-12-11
Address:	[redacted]
City, State, Zip:	
Cell Phone Number:	
Email Address:	
City ID #:	MCD 11106

MCD#11106

REQUEST FOR LIVE SCAN SERVICE

Applicant Submission

ORI: CA001090 (Code assigned by DOJ) Type of Application: LICENSE

Job Title or Type of License, Certification or Permit: MEDICAL CANNABIS DISPENSARY

Agency Address Set Contributing Agency:

OAKLAND POLICE DEPARTMENT — Agency authorized to receive criminal history information

04764 — Mail Code (five digit code assigned by DOJ)

455 7TH STREET — Street No. Street or P.O. Box

SGT. D. DONOVAN — Contact Name (Mandatory for all school submissions)

OAKLAND CA 94607 — City State Zip Code

(510) 238-2189 — Contact Telephone No.

Complete

Name of Applicant: Parle (Last) Alexis (First) C. (MI) (please print)

Alias: Kim (Last) Alexis (First)

Driver's License No. [redacted]

Date of Birth: [redacted] Sex: ☐ Male ☑ Female

Misc. No. BIL - 12018 (Agency Billing Number)

Height: 5'01" Weight: 111

Misc. No: N/A

Eye Color: Brn Hair Color: BLK

Home Address: [redacted] (City, State and Zip Code)

Place of Birth: San Francisco

SOC: [redacted]

Your Number: (OCA No. (Agency Identifying No.))

Level of Service ☒ DOJ ☐ FBI

If resubmission, list Original ATI No.

Complete

Employer: (Additional response for agencies specified by statute)

Tidewater Patients Group (Employer Name)

4709 Tidewater Dr. (Street No. Street or P.O. Box)

N/A (Mail Code (five digit code assigned by DOJ))

Oakland CA 94601 (City State Zip Code)

( ) (Agency Telephone No. (optional))

Live Scan Transaction Completed By: N. ACOSTA (Name of Operator) Date: 10/10/11

UPS Store #0578 (Transmitting Agency) B283PAA848 (ATI No.) $35 (Amount Collected/Billed)

BCII 8016 (Rev 04/01) ORIGINAL-Live Scan Operator; SECOND COPY-Requesting Agency; Print Form

MEDICAL CANNABIS DISPENSARY REGISTRATION FORM

OWNER / MANAGER INFORMATION

(PLEASE PRINT)

To be completed for each owner and manager—(as defined under Chapter 5.80 of the Oakland Municipal Code)

Today's date: 10.6.11 **City ID #:** 11106

PARTNER/OWNER/MANAGER INFORMATION

Last Name: STEWART **First:** MICHAEL **Middle:** W.

Alias(es): **Date of Birth:** [redacted]

Height: 6' **Weight:** 200 lbs **Hair:** GREY **Eyes:** BLUE **Gender:** M

Mailing Address: [redacted]

Residence Address (P.O. Box will not satisfy this requirement): SAME

City: [redacted] **State:** [redacted] **Zip Code:** [redacted]

Telephone number(s) (where individual can be reached 24 hrs a day):

California DL/ID Number: [redacted] **Other Government Photo ID Number** (if applicable):

Attach copy of a valid government issued photo identification card of license

RESIDENCE HISTORY

If at above residence is less than ten (10) years, list prior residence addresses you have had for the past ten (10) years. Attach additional pages if necessary.

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

EMPLOYMENT HISTORY

Beginning with you current employment, list your work history for the previous ten (10) years. Attach a separate sheet of paper to complete your list if necessary.

Company Name: GROUP F/29 INC (SELF-EMPLOYED)			
Address: [redacted]			
City: [redacted]	**State:** [redacted]	**Zip:** [redacted]	
Phone Number: [redacted]		**Supervisor/Contact Name:** MICHAEL	
Dates of Employment: 2003 → PRESENT			
Description of Job Duties: CONTRACTOR			
Reason Left Employment?			

Company Name: MICHAEL STEWART CONSTRUCTION			
Address: [redacted]			
City: [redacted]	**State:** [redacted]	**Zip:** [redacted]	
Phone Number: [redacted]		**Supervisor/Contact Name:** MICHAEL	
Dates of Employment: 1990 → 2003			
Description of Job Duties: CONTRACTOR			
Reason Left Employment? CHANGED OWNERSHIP FORM to CORPORATION			

Company Name:			
Address:			
City:	**State:**	**Zip:**	
Phone Number:		**Supervisor/Contact Name:**	
Dates of Employment:			
Description of Job Duties:			
Reason Left Employment?			

CRIMINAL HISTORY

List all criminal convictions, other than infraction traffic violations, the jurisdiction of the conviction, and the circumstances thereof. Attach additional pages if necessary.

Crime:	**Date of Crime:**
Jurisdiction:	
Circumstances:	

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

COLLECTIVE HISTORY

Using a separate sheet of paper, provide a detailed explanation of your involvement with any other Collective.

This includes, but not limited to: the name and address of the collective; the capacity in which you were involved with the collective; whether the collective is or was the subject of any criminal investigation or prosecution, civil investigation, administrative action or civil lawsuit; whether you or the collective with which you are or were associated has ever been denied, or is in the process of being denied, registration, a permit, a license or any other authorization to operate in any other city, county or state; and whether you or the collective with which you are or were associated has ever had a registration, license, permit or any other authorization to operate in any other city, county or state suspended or revoked, and the reasons therefore.

NONE.

CITY OF OAKLAND

AFFIDAVIT

I, the undersigned, declare under penalty of perjury that to the best of my knowledge, the information contained in this application for Medical Cannabis Dispensary Registration, and its supporting documentation, is truthful, correct, and complete; and, the information contained in this application and its supporting documentation discloses all facts regarding the applicant and associated individuals necessary to allow the City Administrator to properly evaluate the applicant's qualifications for registration.

If the applicant is a business entity, I, as the person signing below do hereby represent and warrant that the business entity is authorized to do business in California and that I have full rights, powers and authority to sign on behalf of the applicant and carry out all actions contemplated by this application, and that any Notice of Completed Registration issued to the applicant constitutes valid, binding and enforceable obligations of the applicant and the applicant shall abide by the provisions of said Notice. Attached to this Affidavit is proof, reasonably satisfactory to the City Administrator, confirming the foregoing representations and warranties.

I, the undersigned, agree that any information subsequently submitted to the City Administrator in conjunction with this application or its supporting documentation meets the same standard as set forth above.

I, the undersigned, further agree and understand that this application will be classified as a public record and will be available for inspection by the public, except with regard to the release of information which is classified as controlled, private, or protected under the California Public Records Act or restricted by other law.

I, the undersigned, further agree and acknowledge that I may be required to provide additional information, as needed, for a complete investigation by the City Administrator.

I, the undersigned, further agree and recognize that I am responsible for obeying all Federal, State and local laws.

I, the undersigned, further agree and understand that any misrepresentations, omissions or falsifications in this application or any documents attached thereto or amendments thereto will be immediate grounds for the City Administrator to deny this request for registration and/or immediate grounds for revocation of the Notice of Completed Registration.

Print Name Here:	MICHAEL STEWART
Title:	Board Member
Signature:	
Date:	10.13.11
Address:	[redacted]
City, State, Zip:	[redacted]
Contact Phone No:	MCD 11106

CITY OF OAKLAND

AUTHORIZATION FOR RELEASE OF INFORMATION

I, the undersigned, declare that I am the applicant described and identified in this application for registration in the City of Oakland.

I authorize all persons, institutions, organizations, schools, governmental agencies, employers, references, or any others not specifically included in the preceding characterization, to release to the City Administrator for the City of Oakland any files, records, or information of any type regarding:

(If Applicant is Business Entity, Insert Legal Name of Business Entity Below:)

Tidewater Patients Group

ENTITY

(If Applicant is Individual, Insert Legal Name and Date of Birth Below:)

MICHAEL STEWART [redacted]

NAME **DATE OF BIRTH**

The information is being requested by the City Administrator to properly evaluate my qualifications for registration as a Medical Cannabis Dispensary by the City of Oakland. A copy of this Authorization shall be as valid and provide the same authorization as the original.

Print Name of Individual or person authorized to sign on behalf of business entity:	Michael Stewart
Title: (if applicable)	Board Member
Signature:	
Date:	10.13.11
Address:	[redacted]
City, State, Zip:	
Cell Phone Number:	
Email Address:	
City ID #:	MCD 11106

MCD#11106

REQUEST FOR LIVE SCAN SERVICE

Applicant Submission

ORI: CA001090 (Code assigned by DOJ) Type of Application: LICENSE

Job Title or Type of License, Certification or Permit: MEDICAL CANNABIS DISPENSARY

Agency Address Set Contributing Agency:

OAKLAND POLICE DEPARTMENT
Agency authorized to receive criminal history information

04764
Mail Code (five digit code assigned by DOJ)

455 7TH STREET
Street No. Street or P.O. Box

SGT. D. DONOVAN
Contact Name (Mandatory for all school submissions)

OAKLAND CA 94607
City State Zip Code

(510) 238-2189
Contact Telephone No.

Complete

Name of Applicant: STEWART MICHAEL W
(please print) Last First MI

Alias: Last First

Driver's License No. [redacted]

Date of Birth [redacted] Sex: [X] Male [ ] Female

Misc. No. BIL - 120182
Agency Billing Number

Height: 6' Weight: 200

Misc. No: N/A

Eye Color: BLUE Hair Color: GRAY

Home Address [redacted]

Place of Birth: WASHINGTON DC

SOC: [redacted]

Your Number: OCA No. (Agency Identifying No.)

Level of Service [X] DOJ [ ] FBI

If resubmission, list Original ATI No.

Complete

Employer: (Additional response for agencies specified by statute)

Tidewater Patients Group
Employer Name

4709 Tidewater Dr.
Street No. Street or P.O. Box

N/A
Mail Code (five digit code assigned by DOJ)

Oakland, CA 94601
City State Zip Code

( )
Agency Telephone No. (optional)

Live Scan operator Info: Name: Norma Acosta Date: 10 / 13 /2011 LSID#: NS1

Transmitting Agency: The Ups Store/Certifix Live Scan ATI#: B28WJTM854 Amount Collected $ $35

909 Marina Village Pkwy, Alameda CA 94501 PH:510-769-8221/ 510-7 9-8222

BCII 8016 (Rev 04/01) ORIGINAL-Live Scan Operator; SECOND COPY-Requesting Agency; Print Form

MEDICAL CANNABIS DISPENSARY REGISTRATION FORM

OWNER / MANAGER INFORMATION

(PLEASE PRINT)

To be completed for each owner and manager—(as defined under Chapter 5.80 of the Oakland Municipal Code)

Today's date: 10/6/2011 **City ID #:** 11106

PARTNER/OWNER/MANAGER INFORMATION

Last Name: DODSON **First:** JAY **Middle:** Lezell

Alias(es): None **Date of Birth:** [redacted]

Height: 5'10" **Weight:** 210 **Hair:** Brown **Eyes:** Brown **Gender:** Male

Mailing Address: [redacted]

Residence Address (P.O. Box will not satisfy this requirement): [redacted]

City: [redacted] **State:** [redacted] **Zip Code:** [redacted]

Telephone number(s) (where individual can be reached 24 hrs a day): [redacted]

California DL/ID Number: [redacted] **Other Government Photo ID Number** (if applicable):

Attach copy of a valid government issued photo identification card of license

RESIDENCE HISTORY

If at above residence is less than ten (10) years, list prior residence addresses you have had for the past ten (10) years. Attach additional pages if necessary.

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

Number and Street Name:		
City:	**State:**	**Zip:**
Length of Stay:		
Contact Person:		**Phone:**

EMPLOYMENT HISTORY

Beginning with you current employment, list your work history for the previous ten (10) years. Attach a separate sheet of paper to complete your list if necessary.

Company Name: Mestizo construction		
Address: 19 Embarcadero cove		
City: OAKLAND	**State:** CA	**Zip:** 94602
Phone Number: 510-289-5758	**Supervisor/Contact Name:** owner of company self employed	
Dates of Employment: 10-1-2006 TO DATE		
Description of Job Duties: owner of construction company		
Reason Left Employment?		

Company Name: Spanish Speaking Unity Council		
Address: 1900 Fruitvale ave		
City: OAKLAND	**State:** CA	**Zip:** 94601
Phone Number: 510-489-4100	**Supervisor/Contact Name:** Avdalla Martinez	
Dates of Employment: 2-1-1998 TO 9/30/2006		
Description of Job Duties: Property Manager		
Reason Left Employment? TO start my own business		

Company Name:		
Address:		
City:	**State:**	**Zip:**
Phone Number:	**Supervisor/Contact Name:**	
Dates of Employment:		
Description of Job Duties:		
Reason Left Employment?		

CRIMINAL HISTORY

List all criminal convictions, other than infraction traffic violations, the jurisdiction of the conviction, and the circumstances thereof. Attach additional pages if necessary.

Crime: NONE	**Date of Crime:**
Jurisdiction:	
Circumstances:	

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

Crime:	Date of Crime:
Jurisdiction:	
Circumstances:	

COLLECTIVE HISTORY

Using a separate sheet of paper, provide a detailed explanation of your involvement with any other Collective.

This includes, but not limited to: the name and address of the collective; the capacity in which you were involved with the collective; whether the collective is or was the subject of any criminal investigation or prosecution, civil investigation, administrative action or civil lawsuit; whether you or the collective with which you are or were associated has ever been denied, or is in the process of being denied, registration, a permit, a license or any other authorization to operate in any other city, county or state; and whether you or the collective with which you are or were associated has ever had a registration, license, permit or any other authorization to operate in any other city, county or state suspended or revoked, and the reasons therefore.

None

CITY OF OAKLAND

AFFIDAVIT

I, the undersigned, declare under penalty of perjury that to the best of my knowledge, the information contained in this application for Medical Cannabis Dispensary Registration, and its supporting documentation, is truthful, correct, and complete; and, the information contained in this application and its supporting documentation discloses all facts regarding the applicant and associated individuals necessary to allow the City Administrator to properly evaluate the applicant's qualifications for registration.

If the applicant is a business entity, I, as the person signing below do hereby represent and warrant that the business entity is authorized to do business in California and that I have full rights, powers and authority to sign on behalf of the applicant and carry out all actions contemplated by this application, and that any Notice of Completed Registration issued to the applicant constitutes valid, binding and enforceable obligations of the applicant and the applicant shall abide by the provisions of said Notice. Attached to this Affidavit is proof, reasonably satisfactory to the City Administrator, confirming the foregoing representations and warranties.

I, the undersigned, agree that any information subsequently submitted to the City Administrator in conjunction with this application or its supporting documentation meets the same standard as set forth above.

I, the undersigned, further agree and understand that this application will be classified as a public record and will be available for inspection by the public, except with regard to the release of information which is classified as controlled, private, or protected under the California Public Records Act or restricted by other law.

I, the undersigned, further agree and acknowledge that I may be required to provide additional information, as needed, for a complete investigation by the City Administrator.

I, the undersigned, further agree and recognize that I am responsible for obeying all Federal, State and local laws.

I, the undersigned, further agree and understand that any misrepresentations, omissions or falsifications in this application or any documents attached thereto or amendments thereto will be immediate grounds for the City Administrator to deny this request for registration and/or immediate grounds for revocation of the Notice of Completed Registration.

Print Name Here:	JAY DODSON
Title:	Board Member
Signature:	
Date:	10-10-11
Address:	[redacted]
City, State, Zip:	[redacted]
Contact Phone No:	510-289-5758

AUTHORIZATION FOR RELEASE OF INFORMATION

I, the undersigned, declare that I am the applicant described and identified in this application for registration in the City of Oakland.

I authorize all persons, institutions, organizations, schools, governmental agencies, employers, references, or any others not specifically included in the preceding characterization, to release to the City Administrator for the City of Oakland any files, records, or information of any type regarding:

(If Applicant is Business Entity, Insert Legal Name of Business Entity Below:)

Tidewater Patients Group

ENTITY

(If Applicant is Individual, Insert Legal Name and Date of Birth Below:)

JAY L. DODSON [redacted]

NAME **DATE OF BIRTH**

The information is being requested by the City Administrator to properly evaluate my qualifications for registration as a Medical Cannabis Dispensary by the City of Oakland. A copy of this Authorization shall be as valid and provide the same authorization as the original.

Print Name of Individual or person authorized to sign on behalf of business entity:	Jay Dodson
Title: (if applicable)	Board Member
Signature:	
Date:	10-16-11
Address:	[redacted]
City, State, Zip:	
Cell Phone Number:	
Email Address:	
City ID #:	

MCD#11106

REQUEST FOR LIVE SCAN SERVICE

Applicant Submission

ORI: CA001090 (Code assigned by DOJ) Type of Application: LICENSE

Job Title or Type of License, Certification or Permit: MEDICAL CANNABIS DISPENSARY

Agency Address Set Contributing Agency:

OAKLAND POLICE DEPARTMENT (Agency authorized to receive criminal history information)

04764 (Mail Code (five digit code assigned by DOJ))

455 7TH STREET (Street No. Street or P.O. Box)

SGT. D. DONOVAN (Contact Name (Mandatory for all school submissions))

OAKLAND CA 94607 (City State Zip Code)

(510) 238-2189 (Contact Telephone No.)

Complete

Name of Applicant: (please print) DODSON (Last) JAY (First) L (MI)

Alias: None (Last First)

Driver's License No. [redacted]

Date of Birth [redacted] Sex: ☒ Male ☐ Female

Misc. No. BIL - 120187 (Agency Billing Number)

Height: 5'10 Weight: 210

Misc. No: N/A

Eye Color: Brown Hair Color: Brown

Home Address: [redacted]

Place of Birth: OAKLAND, CA

SOC: [redacted]

Your Number: (OCA No. (Agency Identifying No.))

Level of Service ☒ DOJ ☐ FBI

If resubmission, list Original ATI No.

Complete

Employer: (Additional response for agencies specified by statute)

Tidewater Patients Group (Employer Name)

4709 Tidewater Dr. (Street No. Street or P.O. Box)

N/A (Mail Code (five digit code assigned by DOJ))

Oakland CA 94601 (City State Zip Code)

( ) (Agency Telephone No. (optional))

Live Scan Transaction Completed By: N. AUSTA (Name of Operator) Date:

UPS Store #0578 (Transmitting Agency)

B283D0847 (ATI No.)

$ 35 (Amount Collected/Billed)

BCII 8016 (Rev 04/01) ORIGINAL-Live Scan Operator; SECOND COPY-Requesting Agency; Print Form

CITY OF OAKLAND

MEDICAL CANNABIS DISPENSARY REGISTRATION QUESTIONNAIRE

(Please Print)

NAME: Bill Koziol | **CITY ID #** MCD 11106

Next to each question, please answer "Yes" or "No." If you answer "Yes" to any of the questions, please attach a separate sheet of paper explaining your answer and providing all information necessary for the City Administrator to confirm the information you provided, including, but not limited to the jurisdiction where the activity occurred.

A "Yes" answer does not necessarily mean you will be denied registration. Additional documentation may be requested by the City Administrator if the information presented is deemed insufficient to complete the investigation.

THE FOLLOWING QUESTIONS MUST BE ANSWERED BY ALL APPLICANTS: For purposes of this questionnaire, "you" shall mean any person, firm, association, organization, partnership, business trust, company, corporation, public agency, school district, the State of California and its political subdivisions, and/or instrumentalities thereof.

1. NO	Have you ever applied for or received a license, certificate, permit, or registration to practice in a regulated profession under any name other than the name listed on this application?
2. NO	Have you ever had a license, certificate, permit, or registration to practice in a regulated profession denied, suspended or revoked, or in any way conditioned, curtailed, limited, or restricted in or by any jurisdiction including Oakland?
3. NO	Is any administrative, civil or criminal action pending against you now by any licensing or regulatory agency?
4. NO	Have you ever been party to a lawsuit as either a plaintiff or defendant where the lawsuit involves allegations of unlawful business practices, fraud, breach of contract, or unlawful detainer?
5. NO	Have you ever been convicted of a crime involving fraud, dishonesty or deceit?
6. NO	In the last five (5) years, have you been convicted of a felony?
7. NO	Have you ever applied for a permit to carry a concealed weapon?
8. NO	Have you ever been the restrained party or petitioner of a Restraining Order, Preliminary or Permanent Injunction?
9. NO	Have you owned or leased premises that have been the subject of an administrative, civil or criminal nuisance abatement action and court judgment or administrative determination finding the premises to be a nuisance within the last (5) years?
10. YES	If you are a corporation is the corporation in good standing and authorized to do business in California? If yes, please provide proof. – See AOI attached
11. NO	Are you currently on parole or probation for possession, sale, distribution or transportation of a controlled substance?
12. NO	Have you ever operated a Medical Cannabis Dispensary in the City of Oakland? If yes, please describe the circumstances surrounding that operation, including but not limited to: the dates of operation, the length of time the operation lasted, what permits or licenses were obtained for that operation, etc.)

CITY OF OAKLAND

MEDICAL CANNABIS DISPENSARY REGISTRATION QUESTIONNAIRE

(Please Print)

NAME: Alexis Kim	**CITY ID #** MCD11106

Next to each question, please answer "Yes" or "No." If you answer "Yes" to any of the questions, please attach a separate sheet of paper explaining your answer and providing all information necessary for the City Administrator to confirm the information you provided, including, but not limited to the jurisdiction where the activity occurred.

A "Yes" answer does not necessarily mean you will be denied registration. Additional documentation may be requested by the City Administrator if the information presented is deemed insufficient to complete the investigation.

THE FOLLOWING QUESTIONS MUST BE ANSWERED BY ALL APPLICANTS: For purposes of this questionnaire, "you" shall mean any person, firm, association, organization, partnership, business trust, company, corporation, public agency, school district, the State of California and its political subdivisions, and/or instrumentalities thereof.

1. No	Have you ever applied for or received a license, certificate, permit, or registration to practice in a regulated profession under any name other than the name listed on this application?
2. NO	Have you ever had a license, certificate, permit, or registration to practice in a regulated profession denied, suspended or revoked, or in any way conditioned, curtailed, limited, or restricted in or by any jurisdiction including Oakland?
3. No	Is any administrative, civil or criminal action pending against you now by any licensing or regulatory agency?
4. NO	Have you ever been party to a lawsuit as either a plaintiff or defendant where the lawsuit involves allegations of unlawful business practices, fraud, breach of contract, or unlawful detainer?
5. No	Have you ever been convicted of a crime involving fraud, dishonesty or deceit?
6. NO	In the last five (5) years, have you been convicted of a felony?
7. NO	Have you ever applied for a permit to carry a concealed weapon?
8. No	Have you ever been the restrained party or petitioner of a Restraining Order, Preliminary or Permanent Injunction?
9. NO	Have you owned or leased premises that have been the subject of an administrative, civil or criminal nuisance abatement action and court judgment or administrative determination finding the premises to be a nuisance within the last (5) years?
10. YES	If you are a corporation is the corporation in good standing and authorized to do business in California? If yes, please provide proof.
11. No	Are you currently on parole or probation for possession, sale, distribution or transportation of a controlled substance?
12. NO	Have you ever operated a Medical Cannabis Dispensary in the City of Oakland? If yes, please describe the circumstances surrounding that operation, including but not limited to: the dates of operation, the length of time the operation lasted, what permits or licenses were obtained for that operation, etc.)

CITY OF OAKLAND

MEDICAL CANNABIS DISPENSARY REGISTRATION QUESTIONNAIRE

(Please Print)

NAME: David Koziel	CITY ID # MCD 11106

Next to each question, please answer "Yes" or "No." If you answer "Yes" to any of the questions, please attach a separate sheet of paper explaining your answer and providing all information necessary for the City Administrator to confirm the information you provided, including, but not limited to the jurisdiction where the activity occurred.

A "Yes" answer does not necessarily mean you will be denied registration. Additional documentation may be requested by the City Administrator if the information presented is deemed insufficient to complete the investigation.

THE FOLLOWING QUESTIONS MUST BE ANSWERED BY ALL APPLICANTS: For purposes of this questionnaire, "you" shall mean any person, firm, association, organization, partnership, business trust, company, corporation, public agency, school district, the State of California and its political subdivisions, and/or instrumentalities thereof.

1. NO	Have you ever applied for or received a license, certificate, permit, or registration to practice in a regulated profession under any name other than the name listed on this application?
2. NO	Have you ever had a license, certificate, permit, or registration to practice in a regulated profession denied, suspended or revoked, or in any way conditioned, curtailed, limited, or restricted in or by any jurisdiction including Oakland?
3. NO	Is any administrative, civil or criminal action pending against you now by any licensing or regulatory agency?
4. No	Have you ever been party to a lawsuit as either a plaintiff or defendant where the lawsuit involves allegations of unlawful business practices, fraud, breach of contract, or unlawful detainer?
5. NO	Have you ever been convicted of a crime involving fraud, dishonesty or deceit?
6. No	In the last five (5) years, have you been convicted of a felony?
7. No	Have you ever applied for a permit to carry a concealed weapon?
8. NO	Have you ever been the restrained party or petitioner of a Restraining Order, Preliminary or Permanent Injunction?
9. No	Have you owned or leased premises that have been the subject of an administrative, civil or criminal nuisance abatement action and court judgment or administrative determination finding the premises to be a nuisance within the last (5) years?
10. YES	If you are a corporation is the corporation in good standing and authorized to do business in California? If yes, please provide proof.
11. No	Are you currently on parole or probation for possession, sale, distribution or transportation of a controlled substance?
12. NO	Have you ever operated a Medical Cannabis Dispensary in the City of Oakland? If yes, please describe the circumstances surrounding that operation, including but not limited to: the dates of operation, the length of time the operation lasted, what permits or licenses were obtained for that operation, etc.)

CITY OF OAKLAND

MEDICAL CANNABIS DISPENSARY REGISTRATION QUESTIONNAIRE

(Please Print)

NAME: Jay Dodson	CITY ID # MCD 11106

Next to each question, please answer "Yes" or "No." If you answer "Yes" to any of the questions, please attach a separate sheet of paper explaining your answer and providing all information necessary for the City Administrator to confirm the information you provided, including, but not limited to the jurisdiction where the activity occurred.

A "Yes" answer does not necessarily mean you will be denied registration. Additional documentation may be requested by the City Administrator if the information presented is deemed insufficient to complete the investigation.

THE FOLLOWING QUESTIONS MUST BE ANSWERED BY ALL APPLICANTS: For purposes of this questionnaire, "you" shall mean any person, firm, association, organization, partnership, business trust, company, corporation, public agency, school district, the State of California and its political subdivisions, and/or instrumentalities thereof.

1. No	Have you ever applied for or received a license, certificate, permit, or registration to practice in a regulated profession under any name other than the name listed on this application?
2. No	Have you ever had a license, certificate, permit, or registration to practice in a regulated profession denied, suspended or revoked, or in any way conditioned, curtailed, limited, or restricted in or by any jurisdiction including Oakland?
3. No	Is any administrative, civil or criminal action pending against you now by any licensing or regulatory agency?
4. No	Have you ever been party to a lawsuit as either a plaintiff or defendant where the lawsuit involves allegations of unlawful business practices, fraud, breach of contract, or unlawful detainer?
5. NO	Have you ever been convicted of a crime involving fraud, dishonesty or deceit?
6. No	In the last five (5) years, have you been convicted of a felony?
7. No	Have you ever applied for a permit to carry a concealed weapon?
8. No	Have you ever been the restrained party or petitioner of a Restraining Order, Preliminary or Permanent Injunction?
9. NO	Have you owned or leased premises that have been the subject of an administrative, civil or criminal nuisance abatement action and court judgment or administrative determination finding the premises to be a nuisance within the last (5) years?
10. YES	If you are a corporation is the corporation in good standing and authorized to do business in California? If yes, please provide proof.
11. No	Are you currently on parole or probation for possession, sale, distribution or transportation of a controlled substance?
12. No	Have you ever operated a Medical Cannabis Dispensary in the City of Oakland? If yes, please describe the circumstances surrounding that operation, including but not limited to: the dates of operation, the length of time the operation lasted, what permits or licenses were obtained for that operation, etc.)

CITY OF OAKLAND

MEDICAL CANNABIS DISPENSARY REGISTRATION QUESTIONNAIRE

(Please Print)

NAME: Michael Stewart	CITY ID # MCD 11106

Next to each question, please answer "Yes" or "No." If you answer "Yes" to any of the questions, please attach a separate sheet of paper explaining your answer and providing all information necessary for the City Administrator to confirm the information you provided, including, but not limited to the jurisdiction where the activity occurred.

A "Yes" answer does not necessarily mean you will be denied registration. Additional documentation may be requested by the City Administrator if the information presented is deemed insufficient to complete the investigation.

THE FOLLOWING QUESTIONS MUST BE ANSWERED BY ALL APPLICANTS: For purposes of this questionnaire, "you" shall mean any person, firm, association, organization, partnership, business trust, company, corporation, public agency, school district, the State of California and its political subdivisions, and/or instrumentalities thereof.

1. NO	Have you ever applied for or received a license, certificate, permit, or registration to practice in a regulated profession under any name other than the name listed on this application?
2. NO	Have you ever had a license, certificate, permit, or registration to practice in a regulated profession denied, suspended or revoked, or in any way conditioned, curtailed, limited, or restricted in or by any jurisdiction including Oakland?
3. NO	Is any administrative, civil or criminal action pending against you now by any licensing or regulatory agency?
4. No	Have you ever been party to a lawsuit as either a plaintiff or defendant where the lawsuit involves allegations of unlawful business practices, fraud, breach of contract, or unlawful detainer?
5. No	Have you ever been convicted of a crime involving fraud, dishonesty or deceit?
6. NO	In the last five (5) years, have you been convicted of a felony?
7. NO	Have you ever applied for a permit to carry a concealed weapon?
8. NO	Have you ever been the restrained party or petitioner of a Restraining Order, Preliminary or Permanent Injunction?
9. NO	Have you owned or leased premises that have been the subject of an administrative, civil or criminal nuisance abatement action and court judgment or administrative determination finding the premises to be a nuisance within the last (5) years?
10. YES	If you are a corporation is the corporation in good standing and authorized to do business in California? If yes, please provide proof.
11. NO	Are you currently on parole or probation for possession, sale, distribution or transportation of a controlled substance?
?. NO	Have you ever operated a Medical Cannabis Dispensary in the City of Oakland? If yes, please describe the circumstances surrounding that operation, including but not limited to: the dates of operation, the length of time the operation lasted, what permits or licenses were obtained for that operation, etc.)

3412695

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 28 2011

ARTICLES OF INCORPORATION
OF
TIDEWATER PATIENTS GROUP

ARTICLE I

The name of the corporation is Tidewater Patients Group

ARTICLE II

A. This corporation is a nonprofit **Mutual Benefit Corporation** organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

B. The specific purpose of this corporation is to provide members with wellness services and alternative methods of healing.

ARTICLE III

The name and address in the State of California of this corporation's initial agent for service of process is:

Name: Laura Blair Esq.,

Address: 19 Embarcadero Cove

City: Oakland State: CALIFORNIA Zip Code: 94606

ARTICLE IV

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this corporation.

William Koziol

William Koziol, Incorporator

MCD#11106

CITY OF OAKLAND

OFFICE OF THE CITY ADMINISTRATOR

SPECIAL BUSINESS PERMITS • 1 Frank H. Ogawa Plaza, 11th Floor • Oakland, CA 94612

Nancy Marcus, Administrative Assistant I
Email: nmarcus@oaklandnet.com

Phone: 510-238-3294
Fax: 510-238-7084

September 19, 2011

Applicant #MCD1106
4709 Tidewater Ave.
Oakland, CA 94601

Dear Applicant,

The Zoning division has notified us the results on mapping and research request for your location at: **4709 Tidewater Ave.**

It is in the approved zone which is clear of a public or private school or a public library or youth center (serving youth 18 and under), or parks and recreation facilities or residential zone. The proposed location is located in a commercial or industrial zone, or its equivalent as may be amended, of the City.

Should your application go forward to Phase II, a notification of the public hearing will be sent to all property owners within the 600' buffer zone. Friendly reminder, if you choose to go forward and submit your application, the application fee is non-refundable.

Please submit this letter with your application for proof of mapping & research.

Sincerely,

Nancy Marcus
Administrative Assistant I
Special Business Permits

Enclosure: Map

MCD#11106

1852 2002 OAKLAND Growing for Over 150 Years

SCHEDULE N-1
EQUAL BENEFITS DECLARATION OF NONDISCRIMINATION

For use by all city agencies and departments for procurement, professional services (including CFARs) and construction contracts. T
To be completed by the prime contractor/consultant.

Section A. Vendor/Contractor/Consultant/*CFAR Information

1 Name of Company Tidewater Patients Group

2 Name of Company Contact Bill Koziol

3 Phone Number [redacted] ax Number [redacted]

4 Vendor Number (If Known) _____ Federal ID or Social Security # 45-3437770

5 Approximate Number of Employees in the U.S. 24 (proposed)

6 Are any of your employees covered by a collective bargaining agreement or union trust fund ? Yes ☐ NO ☒

7 Union Name(s) _____

Section B Compliance Questions

1 Does your company provide or offer access to benefits for employees and their spouses.

Yes ☐ *or* No ☒ (please check one)

2 Does your company provide or offer access to benefits for employees and their domestic partners.

Yes ☐ *or* No ☒ (please check one)

Questions B1 & B2 should be answered YES, even if your employees must pay some or all of the cost of spousal or domestic partner benefits.

Section C Compliance Questions

3 Please check each benefit that applies to answers 1 & 2 above and list as "other" any additional benefits not listed below. Some benefits (i.e. bereavement leave) are provided to employees because they have a spouse or domestic partner. Other benefits (i.e. medical insurance) are provided directly to the spouse or domestic partner.

	Benefit	Yes, this benefit is offered to Employees only	Yes, this benefit is offered to Employees and their Spouses	Yes, this benefit is offered to Employees and their Domestic Partners	No this benefit is not offered at all	Yes, documents were submitted for this benefit.
a	Health	☒	☐	☐	☐	☐
b	Dental	☐	☐	☐	☒	☐
c	Vision	☐	☐	☐	☒	☐
d	Retirement (Pension, 401(k), etc)	☒	☐	☐	☐	☐
e	Bereavement	☒	☐	☐	☐	☐
f	Family Leave	☒	☐	☐	☐	☐
g	Parental Leave	☒	☐	☐	☐	☐
h	Employee Assistance Program	☐	☐	☐	☒	☐
I	Relocation & Travel	☐	☐	☐	☒	☐
j	Company Discount, Facilities & Events	☒	☐	☐	☐	☐
k	Credit Union	☐	☐	☐	☒	☐
l	Child Care	☐	☐	☐	☒	☐
m	Other	☐	☐	☐	☐	☐

* CFAR is a City Financial Assistance Recipient

** The term "Domestic Partner" is defined as same-or opposite-sex couples registered with a state or local government domestic partnership registry.

Section D. Submitting Documents to Support Compliance Determinations

EBO 1

Please remember: Copies of documents must be submitted to justify each benefit marked under Section B-3 above. Your

1852 2002
OAKLAND
Growing for the 150 Years

SCHEDULE N-1
EQUAL BENEFITS DECLARATION OF NONDISCRIMINATION

For use by all city agencies and departments for procurement, professional services (including CFARs) and construction contracts. T
To be completed by the prime contractor/consultant.

Please remember: Copies of documents must be submitted to justify each benefit marked under Section B-3 above. Your company can not be certified as complying with the City's Equal benefits Ordinance without proper documentation. For example, to document medical insurance, submit a statement from your insurance provider or a copy of the eligibility section from your plan document. To document leave programs, submit a copy of your company's employee handbook. If documentation of a particular benefit does not exist, attach an explanation. For more information please call the designated agency contract administrator or project manager.

Section E. Winning Compliance Through Reasonable Measures

Business owner, please note: If you can not offer a benefit in a nondiscriminatory manner because of reasons outside your control, (e.g., there are no insurance providers in your area willing to offer domestic partner coverage) you may be eligible for Reasonable Measures compliance. To comply on this basis, you must agree to pay a cash equivalent, submit a completed Reasonable Measures Application Form with all necessary attachments, and have your application approved by the City. For more information, the contract administrator or project manager holds the appropriate Reasonable Measures Application Form.
***Effective January 1, 2002, Assembly Bill 25, Domestic Partner Coverage requires carriers to offer domestic partner (DP) coverage to employer groups under the same terms and conditions as coverage provided to dependents of the employee.**

Section F. Substantial Compliance

A temporary compliance status is available for contractors that have indicated a willingness to comply but have requested additional time within which to fulfill all compliance requirements. Under this scenario, the contractor may enter into contracts with the City before the compliance process is completed. Substantial compliance status may be awarded to a contractor at the discretion of the City staff, within certain parameters.

Section G. Declaration of Non-Discrimination

① **Declaration:**
I hereby declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct, and that I am authorized to bind this entity contractually.

② **Date & Address**

October | 13 | 2011
Month Date Year

4709 Tidewater Ave
Address

Oakland | CA 94601
(City) (State)

③ **Signature** Bill Koziol

④ **Name of Signatory (please print)** Bill Koziol

Did you submit supporting documentation for each benefit offered? Yes ☐ No ☐ _____ (please check one)

Tidewater Patients Group
SENT VIA EMAIL

September 30, 2011

Dear Bill and Alexis,

It was good meeting with you and hearing your presentation on your proposal to build and operate the Tidewater Patients Group Medical Cannabis Dispensary. We enjoyed learning about your group and have had an opportunity to review your proposed building and site plans as well as your operational pro forma and other organizational planning documents.

On behalf of the Tidewater Group LLC, I agree to lease 1407 Tidewater to the Tidewater Patients Group for the use of a medical cannabis dispensary **contingent upon an issuance of a permit from the City of Oakland**. We also agree that your group may submit our address as the site of the dispensary in your application.

Further, we have reviewed your proposed plans for a building on the site and its interior Tenant Improvements. By evidence of this document, we agree to apply to provide the necessary funds to complete construction of the same, estimated to be [redacted] We agree that the cost of this construction will be repaid by Tidewater Patients Group, as an augmentation to your monthly rent.

To help your organization fund its operating costs until it becomes self-sustaining, (month 7 according to your proposal) we will provide you with a loan, based on the pro forma you provided us. This loan will be repaid in addition to the agreed-upon rent and repayment of construction costs discussed above.

These agreements shall be **null and void** in the event it is found that Tidewater Patients Group is not operating in **strict compliance** with state law, the Attorney General Guidelines, the Oakland Municipal 5.80, the City of Oakland Administrative Regulations and Performance Standards for Oakland Medical Cannabis and all other applicable regulations.

To ensure that you are in compliance with these regulations, you have agreed to meet with us on a monthly basis once the rent term begins. You will allow for us to have access to your books, records and accounts upon 24-hour notice so that we may ensure that you are operating as a non-profit.

I am providing you with a copy of a proof of funds for myself, as managing member of the LLC, and a copy of the funds in the Tidewater Group bank account, which shows a capacity to fund the construction of the building, the Tenant Improvements, and the loan for operational expenses plus 20%.

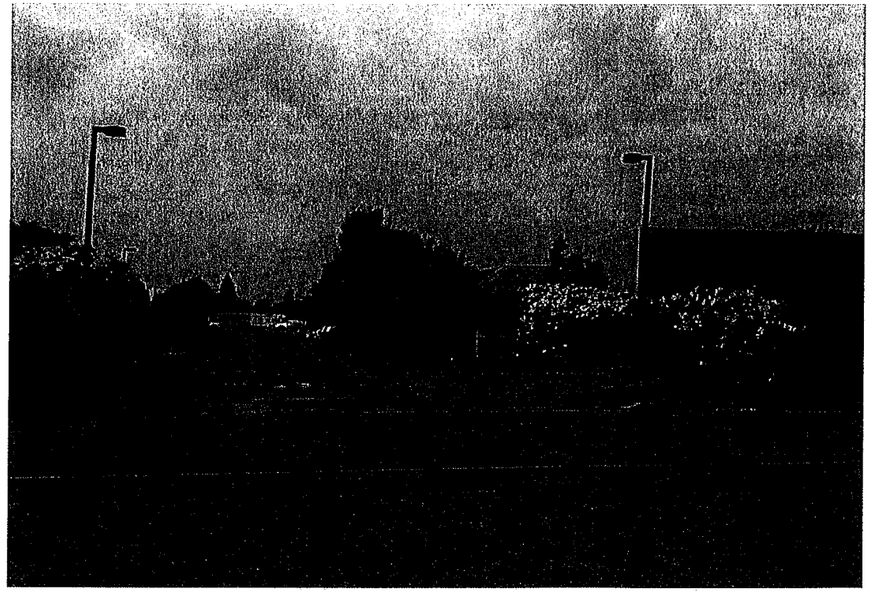
Best of luck on your application,

Ana Chretien, Managing Member,

Tidewater Patients Group, LLC

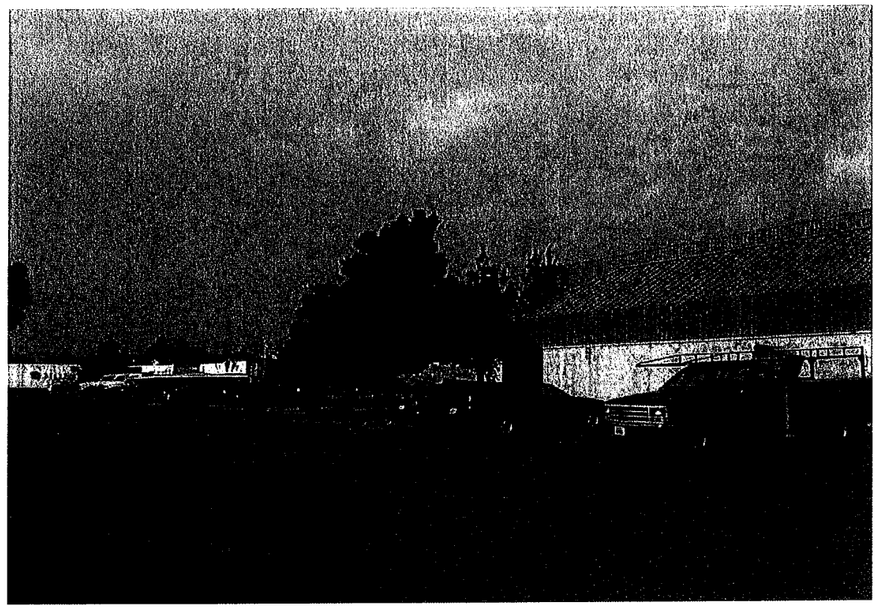
Location Photos for 4709, 4715, and 4719 Tidewater Avenue parcels

Aerial View of Tidewater Avenue/Lesser Street Area, with subject parcels and new building location

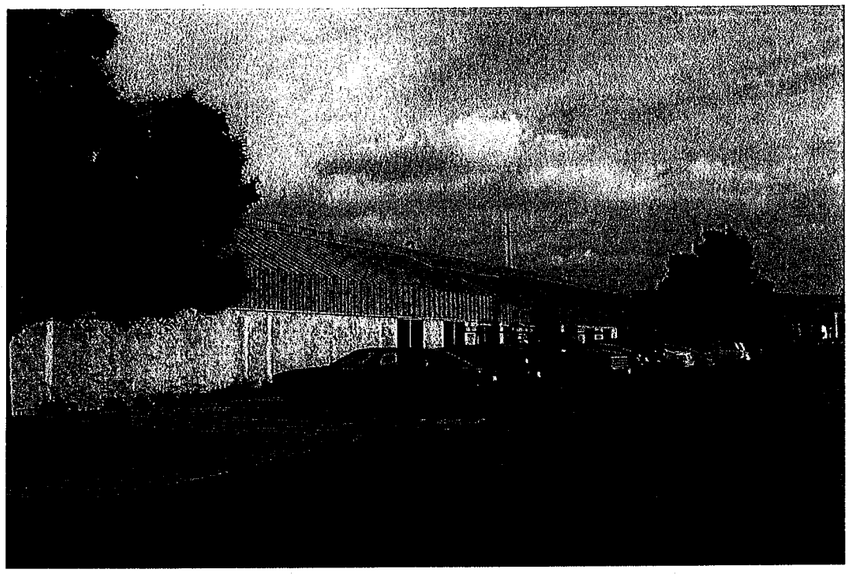


View of the entrance to the Tidewater Business Park. Subject Parcels and building site located to rear of Park.

Location Photos for 4709, 4715, and 4719 Tidewater Avenue parcels



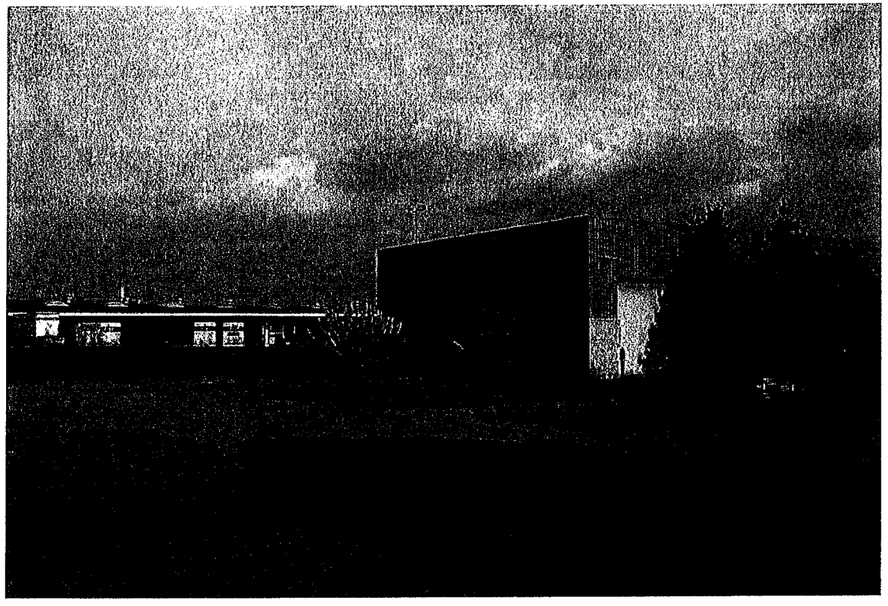
View of building adjacent to empty lot where Tidewater Patients Group's new building will be sited.



View of building adjacent to where new Tidewater Patients Group Building will be built.

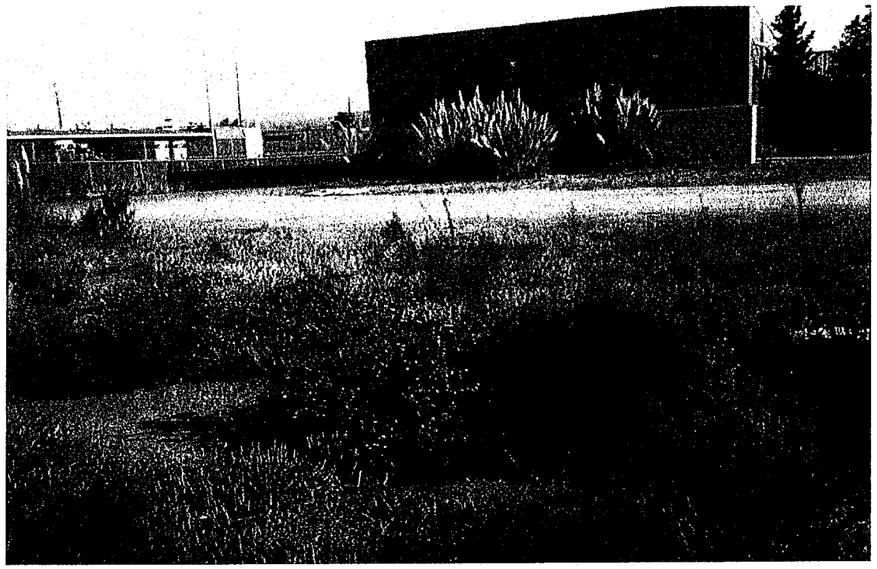
Location Photos for 4709, 4715, and 4719 Tidewater Avenue parcels

View of neighbor across driveway from proposed new building for Tidewater Patients Group—looking southeast.

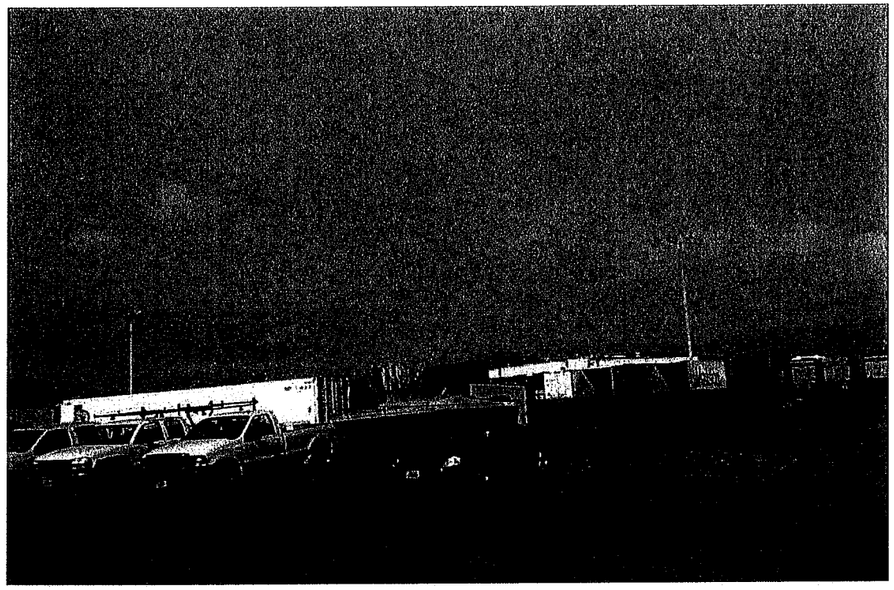


View of empty lot at 4709 Tidewater Avenue where new building will be built. Parking already installed.

Location Photos for 4709, 4715, and 4719 Tidewater Avenue parcels

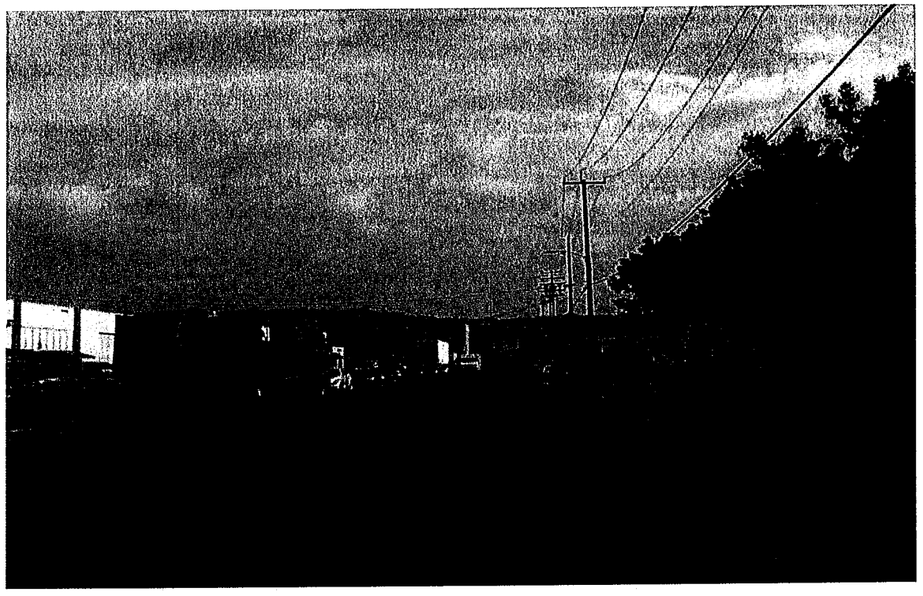


View of empty lot at 4709 Tidewater Avenue where new building will be built, looking toward adjacent neighbor.

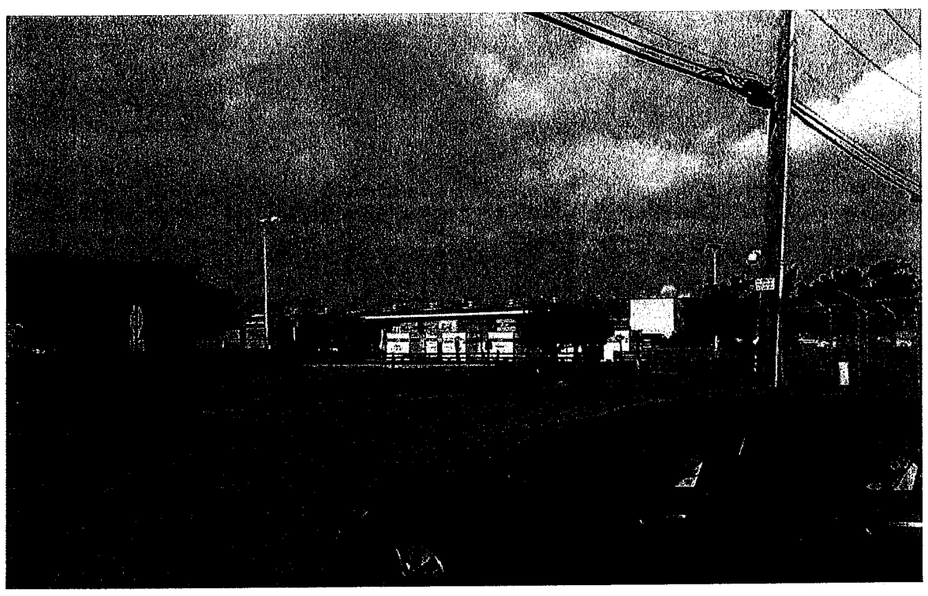


View of subject lot at 4709 Tidewater looking northwest toward neighbor ABF Trucking.

Location Photos for 4709, 4715, and 4719 Tidewater Avenue parcels



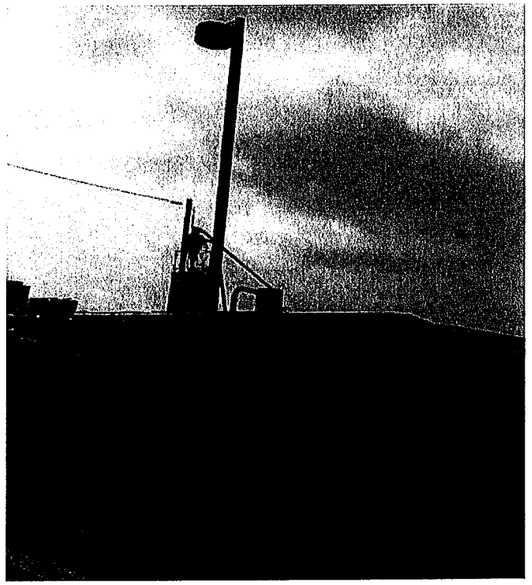
View looking north up Lesser Street from the entrance to the Tidewater Business Park



View from southeastern corner of Lesser/Tidewater looking toward neighbor ABF Trucking

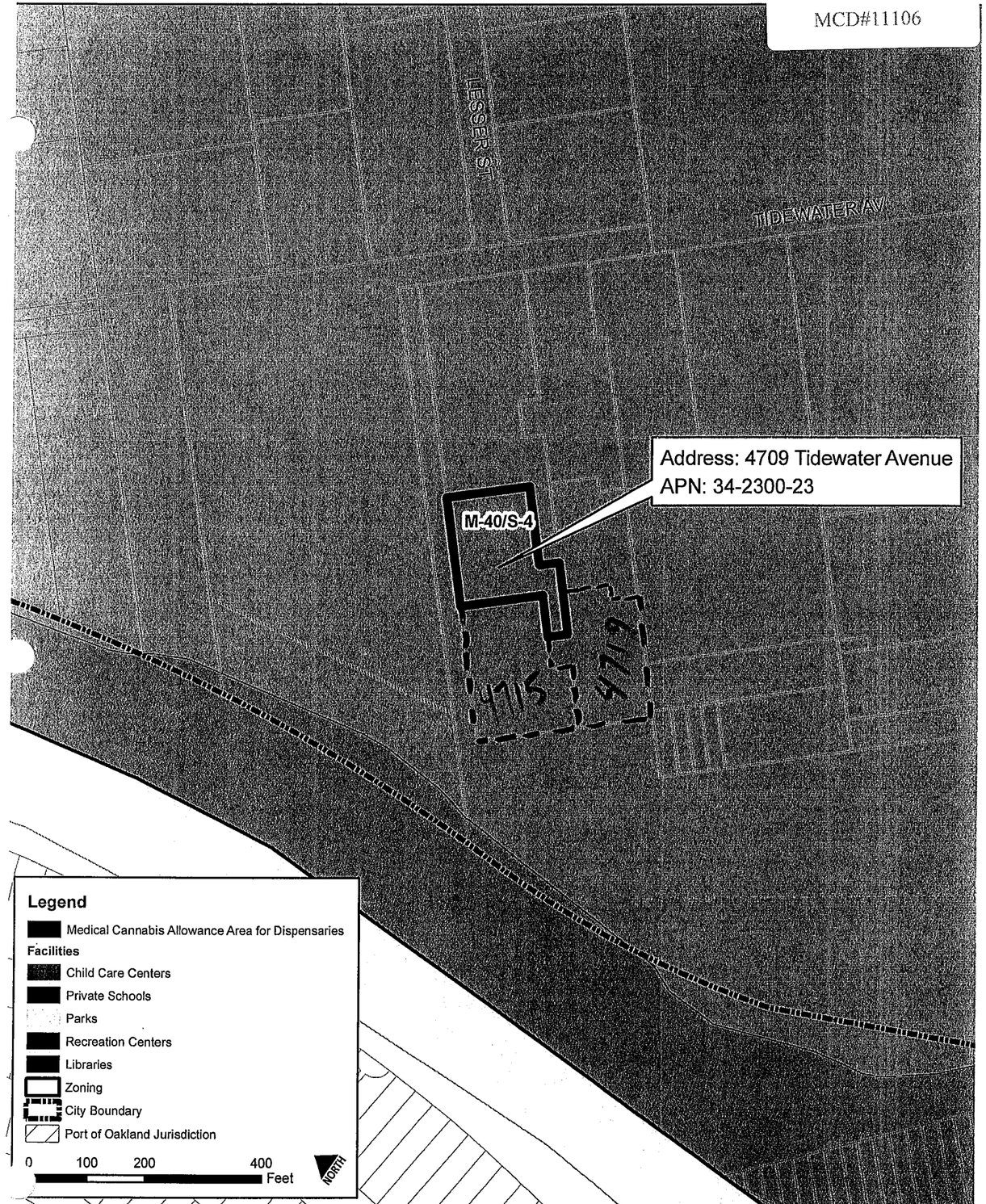
Location Photos for 4709, 4715, and 4719 Tidewater Avenue parcels

View of northwestern neighbor's property, ABF Trucking



View of neighbor to southeast of Tidewater Business Park—White Brothers Lumber Mill

MCD#11106



City of Oakland, CEDA, Strategic Plannin
September 19, 201

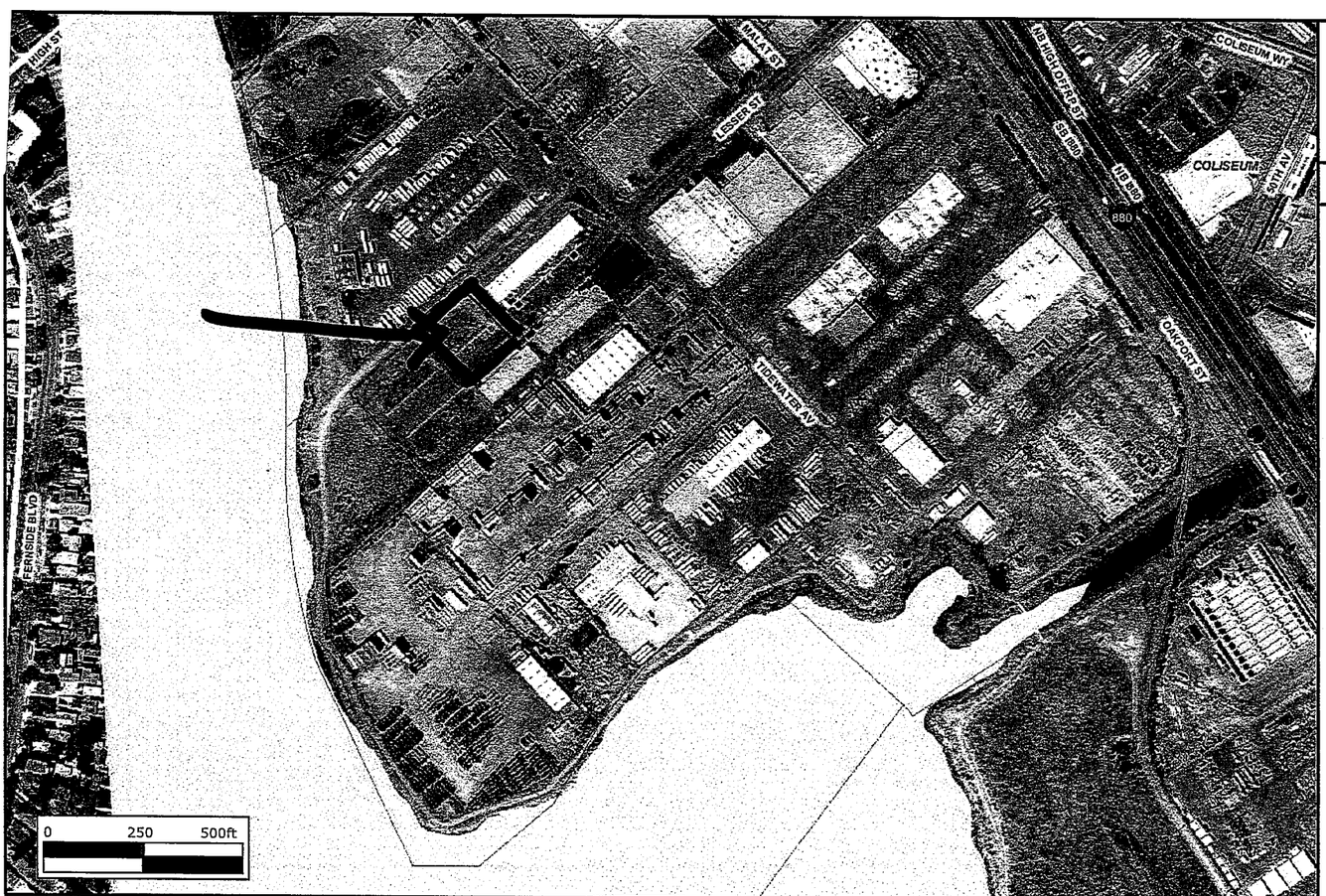
Community and Economic Development Agency

Medical Cannabis Dispensary Analysis

4709 Tidewater Avenue

MCD#11106

4709 Tidewater



Legend

- City Limits
- Parcels
- Freeways
- MajorSts
- Streets
- Water
- 2003 ORTHOPHOTOS

N W E S

It is imperative that you obtain BOTH the Zoning and General Plan designations for the property(s) you are searching for.

Questions? Contact a planner at (510)238-3911.

Printed: 9/16/2011 3:39:49 PM

City of Oakland

tidewater
PATIENTS GROUP

RFPA FOR MCD# 11106

4709 TIDEWATER AVE.
OAKLAND, CA 94601

OCTOBER 14, 2011

DELIVERED TO:

CITY ADMINISTRATOR'S OFFICE
SPECIAL BUSINESS PERMIT DIVISION
1 FRANK H. OGAWA PLAZA
11TH FLOOR
OAKLAND, CA 94612

MCD#11106

October 14, 2011

Mr. Arturo Sanchez
Assistant to the City Administrator
Special Business Permits Division
1 Frank H. Ogawa Plaza
11th Floor
Oakland, CA 94612

Re: Medical Cannabis Dispensary Permit Application for City ID # MCD11106

Dear Mr. Sanchez:

On behalf of the Tidewater Patients Group collective, please accept this application for a Medical Cannabis Dispensary Permit. We are excited about the opportunity to provide our members with a safe place to receive wellness services that will supplement their doctor's treatment plan, including the use of medical cannabis to treat their medical conditions.

The board members are a group of patients and primary caregivers who understand and believe that medical cannabis, if used under the direction of a doctor, can be lifesaving for patients facing serious medical conditions. We are committed to creating a wellness center for the Tidewater Patients Group collective members, where they can seek treatment and get healing services in addition to their medical cannabis. Along the water and away from traffic but close to BART and bus lines, our proposed site is the perfect place for our members to carry out and supplement their doctor's treatment plan without impacting our neighbors.

It is our first priority to comply with all applicable regulations and to strictly comply with the Attorney General Guidelines as well as the Performance Standards set by the City of Oakland. Therefore, we have included Draft Conditions of Approval in our application to be attached to out permit. We worked with our attorney, a former Deputy City Attorney, to draft these conditions so that they are specific and enforceable and in a format acceptable to the City. We have drafted these COAs to both show our commitment to our plans, as well as to assist the city in identifying such items to be included in the COAs as we understand how short-staffed the city can be.

We are excited about this opportunity to bring our vision to reality. To that end, please find the attached application materials.

Sincerely,

Bill Koziol, President of the Tidewater Patients Group

4709 Tidewater Ave ◊ Oakland, CA 94601

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EXECUTIVE SUMMARY

About Tidewater Patients Group

Tidewater Patients Group, ("TPG") is a nonprofit Mutual Benefit Corporation organized under the Nonprofit Mutual Benefit Corporation Law in the state of California. (*See Appendix A for Corporate Documents)*

Our Vision Statement

Our goal in submitting this application is to create a safe environment for our collective members to distribute safe medication and receive services that will supplement their doctor's treatment plan. We will always operate our collective in compliance with state law, the Attorney General Guidelines for the Security and Non-Diversion of Marijuana Grown for Medical Use, the Oakland Municipal 5.80, the City of Oakland Administrative Regulations and Performance Standards for Oakland Medical Cannabis and all other applicable regulations.

Our Practices

We are committed to creating a wellness center for Tidewater Patients Group collective members where they can seek treatment and get healing services, in addition to medical cannabis. We will employ best practice techniques and methods known in the medical cannabis community to reduce any concerns that the City may have regarding nuisance behavior, environment, and product safety. These best practices are described in the following business plan and attachments, including our efforts to have a dispensary that employs sustainable energy practices and waste solutions.

MANAGEMENT PLAN

Tidewater Patients Group ("TPG") is comprised of the following members and positions: Bill Koziol, President, Alexis Kim, Treasurer and Secretary, and board members Michael Stewart, Jay Dodson, and Dave Koziol. We have prioritized diversity and Oakland residency when creating the composition of our board: 40% of the board members are people of color and 40% are Oakland residents. (*See Appendix A for Corporate Documents)*

Bill Koziol, President

Bill received his B.A. in Business Economics from U.C. Santa Barbara. He began his professional career as an auditor for Ernst & Young, and in 2002, became a Certified Public Accountant. Bill worked as an Accounting Manager for an internet company and as an Internal Controls Consultant for Nextel communications until 2002. Since that time, he has been working as a financial consultant and real estate investment advisor, more recently focusing his business on foreclosure prevention and short sale education for his clients.

Bill had his first encounter with medical cannabis when he became the primary caretaker for his father who was diagnosed with Stage 3 cancer in his throat, tongue and tonsils. During the most trying days of chemotherapy, his father was able to have a cannabis extract injected through his stomach pump to promote appetite stimulation and to control nausea. Fortunately, his father's cancer is now in remission; however, his experience gave Bill insight into the need for safe access in our community.

Bill's wife Kirsten is a Registered Nurse who started her nursing career at the Oncology Department of St. Agnes Hospital. The intimate experience of working with terminally ill cancer patients was pivotal in forming her acceptance of cannabis as an effective treatment alternative. Kirsten now divides her time between motherhood and volunteering.

As President of the TPG Board, Bill is accountable for ensuring that the mission and vision of the organization are achieved, including that the organization continues to run as a non-profit for the benefit of its members, and will work with the rest of the board to ensure that TPG is in compliance with all applicable regulations.

Alexis Parle, Treasurer and Secretary

Alexis Parle was the middle child of three daughters to her first generation Korean parents and the second member of her family to graduate from college. Growing up in a Korean household in Corte Madera, she was able to experience a cross-cultural upbringing while maintaining the cultural roots of her heritage. Alexis' school and work experiences have enabled her to reside all around the Bay Area, from San Francisco to Marin and to the East Bay.

Alexis attended U.C. Davis and went on to graduate with a B.A. degree in Industrial/Organizational Psychology from San Francisco State University. She was able to obtain several years of retail experience while attending college, when she began working for a well-known women's retailer, bebe, starting out as a stock room associate, and working her way up to management within a couple of short years. Alexis then advanced her career in the banking and accounting industries at SRI, Inc. where she was promoted to processing manager. To broaden her horizons in the accounting field, Alexis is currently taking college courses towards obtaining her CPA. She will be attending evening courses at Dominican University, while dedicating her days to Tidewater Patients Group.

Alexis' personal experience in the medical marijuana field began when her husband suffered a back injury, which led them to their initial encounters with medicinal cannabis. While acting as a caregiver for her husband, she witnessed firsthand the positive therapeutic effects of medicinal cannabis. As a managing member of the Collective, Alexis will act as the community liaison for surrounding neighbors and assist to ensure compliance requirements are met. As Treasurer and Secretary of the Board, Alexis will ensure that the Board has the financial information it needs and that the Board's records and minutes are properly maintained. Her retail, administrative, and bookkeeping

experience will be a welcome addition to running the operational functions of the collective.

Michael Stewart, Board Member

Michael Stewart is an artist, contractor, and a resident of the City of Oakland. Michael moved to Oakland in 1978 to attend the California College of the Arts. He is a skilled artist, with a special interest in glass as a medium. In 1978, Michael also starting working in construction, and became a licensed contractor in 1982, becoming a master carpenter, a skilled plumber, and is currently being certified as a green building professional through Build It Green and an energy use auditor with the Building Performance Institute. Michael's dual passions for building and art have manifested themselves in his neighborhood of Jingletown in Central East Oakland, just five blocks from the Tidewater area, where he has built a beautiful four unit residential building where he resides, and has helped lead and support the blossoming artist movement of the neighborhood. Before moving to the Jingletown, Michael lived in Dogtown. And before moving to Dogtown, Michael lived in Oakland's Temescal neighborhood.

Several years ago, a good friend of Michael's family was diagnosed with terminal cancer. In the last days of his life, the friend needed to use medical cannabis to encourage his appetite to keep up his strength in his final days. Michael witnessed this and became a supporter of medicinal cannabis. Soon after this, a good friend of Michael's was diagnosed with AIDS. Needing to take a cocktail of pills to stay alive, the friend used medicinal cannabis to encourage his appetite. Michael is a supporter of medicinal cannabis as a necessary "arrow in the quiver" of options for patients, and is excited to help advance the cause of medicinal cannabis in Oakland. Beyond his support of the Tidewater Patients Group as a member of the board of directors, Michael will be providing pro bono construction and green building support to the project.

Jay Dodson, Board Member

Jay Dodson was born in Oakland and has either lived or worked here virtually all of his life. He is also the owner of Oakland based Mestizo Construction, which is a small residential rehab contractor, working mostly on homes in east and West Oakland.

Mestizo Construction has successfully completed around a dozen City of Oakland Residential Lending Rehab projects and takes great pride in helping Oakland seniors rehabilitate their homes.

Jay was previously employed as a Property Manager for the Spanish Speaking Unity Council and was General Manager of the Oakland based Peralta Service Corporation, both located in the Fruitvale district. He was on the staff to Arabella Martinez and worked on the building of the Fruitvale Bart Transit Village. He was also the in-house contractor that constructed the Fruitvale Public Market. Prior to that he was an Executive Director to a non-profit serving the indigent of Alameda County and in 1970's was a contract compliance manager working to include minorities and women on construction projects in Alameda County.

Jay's volunteer activities date back well over 30 years. In the 1970's he was appointed by then Governor Jerry Brown to the California State Commission on Youth. Also in the 1970's, he was a founding member of the Hispanic Community Affairs Council and continues to volunteer his services to the HCAC in their Latino Scholarship Program. He has served on the United Way selection committees and was appointed by the Alameda County Board of Supervisors to the Social Services Commission. Jay currently volunteers on the Executive Committee to the Hispanic Chamber of Commerce of Alameda County Board.

During the 1980's, Jay had two close friends and one relative that died of AIDS. It was a long and painful experience which happened well before the current California laws we have on medical cannabis. Some of these friends took cannabis to help with the side effects of their medications, all done illegally at the time. Jay saw that his friends not only had to endure a long drawn out death, but they also had to worry about whether they would be arrested for using cannabis as medicine. So when the cannabis laws were proposed, many years later, Jay became a strong supporter of medical cannabis and continues today to support its medical use.

Jay brings his experience as a contractor and property manager to the board, which will help them ensure that the building remains in compliance with all applicable regulations. As a person of color and life-long Oakland resident, Jay will help the board remain sensitive to TPG's surrounding community.

Dave Koziol, Board Member

Dave is a single father of 3 children, including Bill Koziol, President of TPG. He spent 30 years working as a roofing contractor and is now a supervisor at D & G Services, a construction and maintenance company that focuses on curing blighted properties throughout the East Bay. A battle with cancer nearly 10 years ago gave him a renewed vigor and appreciation for life. At 63 years old, Dave still enjoys working out daily and spending time with his grandchildren. Maintaining a balance between physical and spiritual wellness is integral to his lifestyle. A Bay Area native, Dave has lived locally his entire life including the last 40 years in the same home where he raised his family.

In 2002 Dave was diagnosed with throat cancer and was immediately put through a concurrent treatment of chemotherapy and radiation. The destructive nature of the treatment resulted in significant collateral damage to his body which eventually prevented him from eating or drinking. A stomach pump was installed to allow nutrition to be forced in. Using a medical cannabis extraction, Dave was able to significantly increase his appetite and curb serious bouts of nausea. Without this medication, it is doubtful he would have survived the experience. Since that time, Dave has been an advocate for the medical use of Cannabis.

As a survivor of cancer, Dave understands that medical cannabis saves lives and also is a palliative for those patients undergoing painful medical procedures. His experience brings a sensitivity to the board and will inform their decision making process, especially those choices which impact access and the safety of medicine.

TIDEWATER PATIENTS GROUP BUSINESS PLAN

Location Information

Building Site

The new building for the Tidewater Patients Group will be situated on an existing, parcel in the Tidewater Industrial Business Park complex at 4709 Tidewater Avenue, *denoted as Parcel 5 in the attached Parcel Map 6825. (See Appendix A for Parcel Map)* Currently, this parcel--and the other two parcels that are part of this application--are unimproved lots and are leased to a company that stores truck chassis and storage containers at 4709, 4715, and 4719 Tidewater Avenue.

Parcels 4 and 3 of Parcel map 6825 (4715 and 4719 Tidewater) are part of this application for purposes of Phase 2 construction, which envisions expansion of the green houses, development of experimental cultivation stations, storage facilities, composting stations, additional office space, and other ancillary uses to the building at 4709 Tidewater, which will take place in future years (*Year-3 and beyond).* These three parcels are APN 034-2300-021, 034-2300-022, and 034-2300-023.

TPG Facility

The owner of the property has agreed to construct certain improvements on the property in accordance with the building plans presented by TPG. Phase 1 construction will consist of a new 10,565 square-foot-building at 4709 Tidewater Avenue, as well as sixteen parking spaces and site lighting. The TPG facility will occupy approximately 7,500 square feet of the building and have access to all 16 parking spaces for its patients and employees. The new site lighting will be installed in accordance with our presented plans. (*See Appendix A for Building Site Plan)* Plans to construct this building were approved by the building department in 1992, under the 1988 Uniform Building Code. If we are chosen as one of the ten finalists for a MCD permit, we will retain the services of structural, mechanical, electrical, and plumbing engineers to update our plans for a building permit submittal throughout the months of November, December, 2011, and January 2012. (*See Appendix A for Approved Building Permit*

Set) Should we be selected as one of the four permit recipients, we will be ready to apply for a building permit within three weeks of receiving notification.

Tidewater Industrial Business Park

The Tidewater Industrial Business Park complex consists of 6 lots, three of which are already improved and under separate ownership; the other three unimproved parcels are identified in this application. The parcels in this application are the only unimproved parcels, and are all owned by the Tidewater Group, LLC. There is an association of owners, all of whom contribute to the security, maintenance, and management of the entire complex. There is a security gate at the northern end along Tidewater Avenue, which closes after 6 PM. After 6 PM, the gate can only be opened with a security card. During work hours, the gates are open and the site is accessible to the public. The remaining perimeter of the site is well-secured by high fencing. We will work with the property management team to extend the operating hours of the complex, and ensure the gates remain open during the operating hours of TPG.

The Tidewater Area

Tidewater Avenue is located within the aging industrial area between High Street and Oakport, along the Oakland estuary. From 2006 through 2010, the city completed a rezoning analysis of this area, known as the Central Estuary Plan. As part of the study, an infrastructure study was completed[1]. The study found that the streets, curbs, gutters, sewers, storm drains, and street lights, were out-of-date, deteriorating, and in serious need of repairs or upgrades. (*See our Community Benefits section for information on our plan to contribute to the infrastructure repair efforts of the Tidewater area.*)

The area is zoned M-40, which allows for an array of commercial, industrial, retail, warehousing, transportation, and Light Industrial uses. It is a hub for Port-related transport activities, and serves as well as a manufacturing area for wood- and metal-related products.

[1] See http://www2.oaklandnet.com/oakca/groups/ceda/documents/report/dowd007454.pdf

The Tidewater Business Park is a newer development, built in the mid-1990s as flexible retail/warehousing/manufacturing space. The site is surrounded by commercial and industrial uses so our proposed use would cause only minimal, yet manageable, land use impacts to neighbors (*See our Community Benefits section for information on our plan to manage and minimize any potential land use impacts.)* The site is easily accessible from the 880 Freeway from the High Street off-ramp in either direction. It is 11 blocks from the Fruitvale BART station, and a short, scenic walk from the AC Transit 98 line, and four blocks from the AC Transit 51A line. We will also be offering a shuttle to and from the BART station for our members and employees.

Hours of Operation

In accordance with the City of Oakland Administrative Regulations and Performance Standards for Oakland Medical Cannabis, the dispensary will close from at least 7:59 pm to 7:01 am daily. Operating hours will vary during the year based on changing seasons, but our normal hours will be from 10:00 am until 7:59 pm daily. We will be open every day, except for the following Holidays: New Year's Day, Easter, Thanksgiving, and Christmas. Management and security personnel will be on site to supervise both the opening and the closing of operations. Cultivation activities will take place during operating hours only.

Neighborhood Complaints

Tidewater Patients Group has designated an on-site community liaison, who will be responsible for providing the City Administrator, Chief of Police, and neighbors located within fifty feet of the premises with her contact information to handle all community queries and complaints. All parties will be given contact information for the community liaison to include at minimum: the name of contact, 800 phone number, and facsimile number. The community liaison will be responsible for creating and encouraging an open communication system with neighbors. We will ensure a good faith effort to resolve any issues before complaints are forwarded to the City Administrator or Police Department. Managing Member Alexis Parle will be an on-site, full-time liaison with a trained alternate to fill the position in her absence.

Legal Compliance:

TIDEWATER PATIENTS GROUP WILL OPERATE AS A COLLECTIVE IN COMPLIANCE WITH ALL STATE AND LOCAL REGULATIONS

Under California law, medical marijuana patients and primary caregivers may "associate within the State of California in order to collectively or cooperatively cultivate marijuana for medical purposes." (Health and Safety Code Section 11362.775) In August 2008, the Attorney General on behalf of the Department of Justice developed Guidelines for the Security and Non-Diversion of Marijuana Grown for Medical Use, "Guidelines". Close adherence to the Guidelines helps collectives ensure that marijuana grown for medical purposes remains secure and does not find its way to non-patients or illicit markets. Tidewater Patients Group will also closely follow the City of Oakland Performance Standards for Oakland Medical Cannabis and any other conditions attached to its permit. To demonstrate our commitment to our policy of strict compliance to all applicable regulations, we have drafted proposed Conditions of Approval. *(See Appendix I for Draft Conditions of Approval)*

Operating as a Non-Profit Collective

The Board Members of the Tidewater Patients Group have developed their operating practices in strict compliance with all applicable regulations. Tidewater Patients Group will be operated as a non-profit and is organized as a Nonprofit Mutual Benefit Corporation in the state of California Tidewater Patients Group will be operated collectively by its members, for the mutual benefit of its members. (See Appendix A for Corporate Documents)

Membership Application and Verification

Application Process: Only members of Tidewater Patients Group may enter its facility, with the exception of our security guards. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #4)* Membership in our collective is more than just paperwork. When a patient or primary caregiver wishes to join our collective, they must complete a written membership application, pay a membership fee, and commit to our community service requirement which may involve a donation of their time to the operation of our collective or our other community service projects. We will

offer a wide variety of health and wellness related services, including massage, acupressure and yoga classes. All potential members must agree in writing that they will not distribute marijuana to non-members and not to use marijuana for other than medical purposes.

Membership Acceptance Process: After a member submits their application, we will verify their status as a qualified patient or primary caregiver through their valid state medical marijuana identification card, or by making personal contact with their recommending physician, and verifying that physician's identity, and licensing status. We will also confirm that they meet our other membership qualifications. Potential members must come to our facility to apply, meeting with a member of the collective, so that we may make personal contact with them prior to acceptance into the Tidewater Patients Group Collective. Only individuals who can meet all of our requirements will be admitted as members.

Membership verification: Membership in our collective will be verified every time a member enters our facility. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #4)* Tidewater patients group will maintain membership records on-site and track when members' medical marijuana recommendation and/or identification cards expire. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #18)* Any members caught diverting marijuana for non-medical use will be expelled from the collective. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #18)*

Tidewater Patients Group Will Only Operate in a Closed Loop

We will only acquire marijuana from our certified member providers, because only marijuana grown by a qualified patient or his or her primary caregiver may lawfully be transported by, or distributed to, other members of a collective or cooperative. (Health and Safety Code §§ 11362.765, 11362.775.) *(City of Oakland Performance Standards for Oakland Medical Cannabis, #2)* All members of the collective responsible for the handling, dispensing, providing and cultivation of marijuana will be members of our collective. Prior to employment, employee members will be fingerprinted for the purposes of conduction a background check in compliance with *City of Oakland Performance Standards for Oakland Medical Cannabis, #17.*

Comprehensive List of Green Business Practices

TPG is committed to implementing and innovating green business practices, from our operations, to our construction/building efforts, to our systems. Below is a description of our commitments.

Green Operations

Tidewater Patients Group will be adopting a green management plan that goes above and beyond legal standards to reduce pollution and waste, increase recycling, and conserve natural resources such as water, energy, and raw materials. In our effort to conserve and protect the environment, we have developed the following guidelines that we will train our entire staff to adhere to:

- Encourage employees to carpool to work.
- Purchase materials from suppliers who take back packaging materials for reuse.
- Turn off equipment when it's not being used, which can reduce energy by 25 percent.
- Turn off all equipment at the end of the day.
- Communicate via email and e-fax in an effort to reduce paper waste.
- Be conscientious when purchasing office supplies, such as buying only recycled paper products.
- Purchase environmentally friendly cleaning products that are biodegradable and do not contain high levels of toxins.
- Recycle all printer cartridges.
- If printing is necessary, print on both sides of a piece of paper.
- Limit the use of the air conditioner and heater when at all possible.
- Install energy efficient lighting.
- Require employees to bring their own cups or mugs from home to use for water drinking, rather than utilizing paper cups.
- Recycle all recyclable materials whenever possible.

Green Building

Since we will be building a new structure it will be quite easy to incorporate green concepts and features into the building. Our plan is to pay strict attention to some of the following details to assure that the building will be as green as we can possibly make it.

1) It will be designed and built to save energy. This will include insulation, properly installed, which will be designed to exceed CA standards, as well as lighting and HVAC that will use the latest technology and energy saving designs. This will include attention to Manual J and Manual D for proper HVAC layout and design. Passive design ideas will minimize the heating and cooling loads.

2) Waste will be minimized in both the construction and operation of the facility, with attention paid to optimizing material usage so that little waste is generated.

3) Low impact materials will be used as much as possible in construction and operation. Pollution causing materials will be avoided (Low or no VOC's, HCFC's produced during manufacture and/or use). Materials with a low embodied energy will be sought out and used. Materials produced from waste and/or recycled materials will be specified.

4) The design will incorporate water-saving features inside and out. This means the grow operation will be water conscious and use enough water for the plants but not waste it. Toilets will be the latest water saving devises. Outside the landscaping will be native plants that are drought-tolerant, using little water.

5) The design will be built for durability and longevity with an eye towards adaptability. This will assure a long service life with the ability to adapt and change if future needs change.

6) We will also place solar on the roof to provide for some of the power needs of the business.

7) The building will be designed to be "healthy", providing the occupants of the structure with no or low VOC's, healthy air, natural light and moisture control.

7) Construction waste will be minimized through recycling and re-use.

8) Thought will be given to minimize automobile usage. Bicycle parking will be provided indoors for security. Since the facility is near transportation routes we should be able to cut down on required automobile trips.

Rooftop Greenhouse

The building design will include Phase II plans for a rooftop greenhouse of 4,000 square feet. It will be blocked from view by a 4-5 foot parapet wall, which will effectively shield the structure from all points on the ground and surrounding business. Additionally, the exterior material is translucent, and will further aid in disguising the contents of the structure in an effort to avoid negative impact to surrounding community. The greenhouse will utilize 95% natural energy in the growing phases, with minimal venting and odor sequestration equipment being the only man-made power used. The end result is an environmentally-friendly and cost-reducing means of production. The Bay Area is afforded one of the best outdoor growing environments with mild climate and an abundance of sunshine, which we plan to utilize to maximize in-house medicine production.

Start Up Expense Detail

Dispensary

Accessories, Decorations	$	[redacted]
Cash Registers		
Computers		
Counters & Display Cases		
Desks, Chairs, etc.		
Furniture		
Marketing & Advertising		
Office Supplies		
Packaging & Labeling		
POS System		
Printers		
Safe, lockboxes, cart, etc.		
	$	

Cultivation

Eco-pots	$	[redacted]
Medium (cocofiber)	$	
Miscellaneous Supplies	$	
Nutrients	$	
Water Tanks	$	
Fans	$	
Controllers	$	
	$	
	$	

DRAFT CONDITIONS OF APPROVAL FOR TIDEWATER PATIENTS GROUP MEDICAL CANNABIS DISPENSARY

TPG has drafted these proposed Conditions of Approval to attach to our permit to demonstrate that we are sincere in offering each commitment in this application response. We have taken great care to include every commitment we've made in the application. If we have missed any such commitments, it was an oversight. We welcome the city's edits, additions, and revisions as it is our goal to operate in full compliance with all applicable regulations and never be a drain on staff time or city resouces.

Organizational Structure

1. At least 40% of our board will be Oakland residents.
2. At least 40% of our board will be people-of-color, representing Oakland's broad diversity.
3. TPG will be incorporated as a mutual benefit not-for-profit entity with the State of California to ensure compliance with state and local regulations.
4. TPG will publish the salaries of our executive managers and the highest paid members of the collective.

Operations

5. Consumption of medical cannabis in any form will not be allowed on-site.
6. Primary caregivers will not be allowed to purchase medicine for themselves unless they are also registered as members with the Collective.
7. Anyone entering the facility must be a member of the TPG Collective, with the exception of security staff.
8. TPG will hold monthly membership meetings.
9. One of our board members will act as a Membership Liaison.

Regulatory Compliance

10. The Board will retain an attorney to review their policies and procedures on a regular basis, and to keep the organization in compliance with all regulations.
11. We will hire an accounting supervisor to perform our accounting and retain a C.P.A. to prepare our taxes.

Member Services

12. TPG will provide scheduled pick-up and drop-off services for members to the Fruitvale BART Station and the A/C transit bus stop at the corner of Fernside Blvd. and High St.
13. TPG will offer our members a variety of auxiliary membership services to promote wellness, educational opportunities, and special programs.
14. We will implement a membership fee to subsidize the price of medical cannabis for other members who are disabled or in any way unable to afford it.

Medication Safety and Controls

15. TPG will contract with a third-party laboratory to test flowers, edibles, and concentrates for THC levels (Cannabinoid Profile) and chemical/toxin residues.
16. TPG will contract with an independent laboratory to ensure that all of our medicine is safe for consumption and tested for quality.

Cultivation Practices

17. The cultivation space will be monitored via CCTV system, with every plant and medicine batch being monitored 24 hours a day. The CCTV system will be under constant supervision by security staff.
18. The cultivation facility will adhere to all local and state building and fire code regulations.
19. The cultivation facility will not share any air with the dispensary.
20. The entire cultivation facility will be monitored and maintained by trained, experienced personnel. Daily visual inspections of each room will be conducted on a thorough basis and daily maintenance will also be executed. Visual inspections will include a daily check for pests, mold and overall health and growth of plants.

Employment and Labor

21. TPG will ensure that upon hire, each employee shall receive an employment contract, an employer-employee supplemental agreement, and an employee handbook.
22. Employees with the Tidewater Patients Group will receive:
    - A Living Wage per the Living Wage Ordinance
    - Health Benefits
    - Participation in a 401k program after the third year of employment
    - Paid sick leave
    - Paid vacation
    - Holiday pay for full time employees
    - Leave of Absence opportunities
    - Training workshops twice a year for each employee, provided/paid for by TPG
    - Advancement opportunities
23. TPG will hire at least 80% of its employees from Oakland.
24. TPG will purchase at least 50% of our products, equipment, and materials from Oakland businesses.
25. TPG will only utilize the services of Oakland-based contractors and sub-contractors for any construction-related needs.
26. TPG anticipates the need to hire 30 employees by the end of year one.
27. Prior to being hired by Tidewater Patients Group, all employee applicants will have to submit to a LiveScan prepared by the Oakland Police Department. The background investigations will review the last five years of an applicant's criminal history and results will be reviewed by the City Administrator. If the background check determines that the applicant has been convicted of any of the criminal offenses deemed unacceptable by the City, he or she will not be hired by Tidewater Patients Group.

Green Practices

28. TPG will exercise great effort to conserve and protect the environment, including

implementing the following practices that we will train our staff to adhere to:

- Purchase materials from suppliers who take back packaging materials for reuse.
- Be conscientious when purchasing office supplies, such as buying only recycled paper products.
- Purchase environmentally friendly cleaning products that are biodegradable and do not contain high levels of toxins.
- Recycle all printer cartridges.
- Install energy efficient lighting.
- Recycle all recyclable materials whenever possible.
- Encouraging members and employees to use BART and bus by providing shuttles to these sites

29. TPG will incorporate green building practices in the construction of the new facility, both in the shell build-out and the tenant improvements. These will include:

    - Designing the building to save energy, including properly installing insulation, which will be designed to exceed CA standards, as well as lighting and HVAC that will use the latest technology and energy saving designs. This will include attention to Manual J and Manual D for proper HVAC layout and design.
    - Passive design ideas will minimize the heating and cooling loads.
    - Waste will be minimized in both the construction and operation of the facility, with attention paid to optimizing material usage so that little waste is generated.
    - Using low impact in construction and operation.
    - Incorporating water-saving features inside and out.
    - Designing the building for durability and longevity with an eye towards adaptability. This will assure a long service life with the ability to adapt and change if future needs change.
    - Placing solar panels on the roof to provide for some of the power needs of the business.

- Creating a healthy interior, providing the occupants of the structure with no or low VOC's, healthy air, natural light and moisture control.

Building Compliance and Schedule

30. If TPG is selected as one of the top-ten finalists, we will immediately retain the services of structural, electrical, mechanical, and plumbing engineers to bring the building permit set up to current code.
31. Upon receiving a permit, TPG will facilitate the construction of a 10,565 SF building, and will occupy 7500 SF of improved office/warehouse space.
32. The Tidewater Patients Group will utilize the service of a licensed general contractor experienced with industrial/commercial construction, and licensed electrical, mechanical, plumbing, fire, and paving subcontractors.
33. TPG will obtain Building, Mechanical, Electrical, Plumbing, Sewer, and Public Works Permits to complete the construction of the building.
34. The construction of the building will be completed by Sept 1, 2012.
35. All building and tenant improvement will comply with ADA requirements.
36. TPG will retain the services of a fire engineer in the design of the building, and during construction to ensure all fire safety and emergency planning needs are met.

Records Management

37. TPG will maintain membership records using either the State of California Medical Marijuana Identification Card number or copy of a written physician's recommendation. Membership records will track the expiration date of the recommendation and all records shall be maintained on site.
38. Using the member's identification number, TPG will retain an accurate account of member visits made per month and per year.
39. At the end of the calendar quarter, TPG will provide the City Administrator with the following: its total number of members and the number of visits made during the previous calendar quarter; a listing of the medical cannabis products for sale, the prices of such products, end of quarter current inventory; general ledger of

cash transactions, members' contribution of labor, resources, or money to the Collective; and a log of patient complaints.

Security

40. TPG will contract with ABC Security Services, Inc. to uphold the following primary security measures:
    a. Ensure the safety of all individuals on the premises
    b. Safeguard access to medication
    c. Prevent risks of diversion and theft
    d. Provide staff with comprehensive emergency procedures
41. The basic responsibilities of the security officers will be to:
    e. Assure the safety of all persons on the TPG property, including members, employees, guests, and visitors.
    f. Assure the safety, security, and protection of all TPG property, including buildings, grounds, equipment, and other assets of TPG, as well as property located temporarily or permanently on TPG property.
    g. Respond to emergency situations or conditions and provide assistance or take actions appropriate to the crisis situation within the legal limits of the law, ordinances, and regulations.

Capitalization

42. TPG has obtained sufficient capital commitments to 1) complete construction of the building, 2) complete tenant improvements, and 3) to pay for the first 6 months of operation, including paying the required city permit fees.

Community Benefits

43. TPG commits to mitigate any negative impacts associated with, but not limited to, the following:
    - Traffic and parking related issues
    - Odor
    - Security
    - Visual/aesthetic

- Litter
- Noise/Loitering
- Waste production

44. TPG commits to contribute 2.5% of gross revenue by the end of year one, 3.5% of gross revenue by the end of year two, and 5% of gross revenue by the end of year three to non-profit organizations specializing in the delivery of effective services to two specific groups:
    - Formerly incarcerated individuals currently residing in Oakland, and
    - At-risk youth in Oakland
45. TPG commits to contribute 2.5% of gross revenue by the end of year one, 3.5% of gross revenue by the end of year two, and 5% of gross revenue by the end of year three toward a city-managed escrow or capital holding account to be used for infrastructure improvements in the Tidewater area, or toward completing the waterfront trail which currently terminates at High Street.
46. TPG further commits to:
    - Create up to thirty (30) jobs with living wages by the end of year one.
    - Provide a free shuttle to pick up and return patients to the nearest BART and AC Transit line
    - Hold regular volunteer events and to require that members provide at least 10 hours per year of volunteer service
    - Subsidize medicine for low-income members
    - Provide medicine drop off services to the most-ill patients

Product Safety

47. All medical cannabis medication provided at TPG will undergo stringent testing by a third party laboratory and records will be made available to members and the City Administrator. TPG will employ the following product safety and testing standards:
    - Cannabinoid Profiling – quantification of delta-9 tetrahydrocannabinol (THC), cannabidiol (CBD), and cannabinol (CBN) in dried flowers, kief, hash, oils, tinctures, and butters.

- Chemical Residue Screening – three independent enzyme-linked immunosorbent assays (organophosphate and carbamate pesticides, pyrethroid pesticides, and avermectins) to verify the presence of pesticide classes.
- Microbiological Screening – surveys the general numbers of bacteria present on a given sample.
- Edible Screening & Labeling – develops nutritional labels for edible products including serving size analysis, calculation of caloric content, ingredient disclosures, and accurate disclosure of cannabinoid content.

Informational Packet for New Member

What does marijuana do and what are the benefits?

Marijuana is primarily a psychoactive or consciousness-altering drug. Therapeutically, its effects are wide-ranging and substantial, while physical side effects are modest and often negligible. Marijuana acts primarily through a family of chemicals known as cannabinoids, the most prominent and psychoactive of which is delta-9-tetrahydrocannabinol or THC. THC's primary site of action is the brain, particularly the higher brain centers that affect consciousness. Cannabinoid receptors are concentrated especially in the hippocampus, which affects the higher functions of memory, feelings, and action. By acting on these higher brain systems, marijuana produces some of its most striking medicinal benefits, affecting perception of pain, mood, hunger, and muscle control. Marijuana may also produce more subtle medical effects through direction action on bodily tissues, such as immune system cells.

What is the difference between a hybrid, indica, and sativa plant?

Hybrid Plants

Marijuana is usually divided into two broad categories: indicas and sativas. These two broad groups are often hybridized and referred to as sativa-indica or indica-sativa hybrids depending on the dominance of either type. Originally, the names sativa and indica designated two different naturalized species or landraces with distinct growing patterns from different parts of the world. These landraces have now been so interbred that the basis for the original distinction has become highly dubious. The distinction is further confused by the fact that there remains no scientifically agreed-upon definition for sativa or indica, nor any definitive analysis of their respective biochemical, pharmaceutical and genetic properties.

Indica Plants

Indica plants originated around the 30th parallel in the Hindu Kush region of the Himalayan foothills, including Afghanistan, Pakistan, Tajikstan, Northern India, and Nepal. In these areas, the weather is quite variable from year to year, which resulted in plants of the same variety having a range of variability. These plants tend to be fairly short, usually less than 5 feet tall. They are characteristically bushy with compact branching and short internodes and range in shape from a rounded bush to a pine-like shape with a wide base. The leaves are short, very wide and a darker shade of green than most equatorial sativas because they contain larger amounts of chlorophyll. Indica buds are dense and tight, forming several shapes depending on variety. They are all chunky or blocky and sometimes form continuous clusters along the stem. They have intense odors, ranging from acrid, skunky, or musky to equally pungent aromas. Indica smoke is dense, lung-expanding and cough-inducing with a heavy, body-oriented and lethargic high.

Sativa Plants

Sativa plants grow between the equator and the 50th parallel, including both marijuana and hemp varieties. The majority of plants that marijuana growers are interested in come from the equator, between the 20th parallel North and South, such as Colombia, Jamaica, Nigeria, Congo, Thailand, and Sumatra. Sativas grow 5-15 feet tall, symmetrical, pine-shaped plants. The space between the leaves on the stem, the internode, is longer on sativas than on indicas, giving them a taller stature. Because the branches grow opposite each other, plant diameters may reach 6 feet with leaves that are long, slender and finger-like. The plants are usually a lighter green as they contain less chlorophyll. Sativa buds are not as dense as indica buds. Some strains grow buds along the entire branch, developing a thin compact cola, while others grow large formations of very light buds. The smoke is sweet, spicy or fruity and the highs have been described as soaring, psychedelic, thoughtful and spacy.

What about other forms of cannabis?

Plant and Flower Medicines

The most common herbal form of cannabis consists of the flowers and leafy materials of the cannabis plant. The flowers can be consumed by different methods including, smoke, vapor or extraction.

Edibles

Many medical marijuana patients are not smokers and prefer to consume cannabis in food form. Edibles are prepared using butters, oils or syrups that have been infused with cannabis and vary in potency.

Kief

Kief refers to the resin glands or trichomes of cannabis, which may accumulate in containers or be sifted from loose, dry cannabis buds with a screen or sieve. It contains a much higher concentration of desired psychoactive ingredients, primarily THC, than other preparations of cannabis buds from which it is derived. It is typically pressed and baked into cakes or left in loose, powder form.

Extractions

Extracts, also referred to as hash, are the resinous substances of cannabis that are extracted by various methods. Due to the higher concentration levels, the dosages can be regulation more efficiently.

Tinctures

A tincture is a medicinal extract in an alcohol solution. The alcohol is used to extract and preserve the resins and other soluble material from the plant. Cannabis tinctures are an excellent way to utilize the plant's medicinal ingredients, and a perfect alternative for those who find smoking difficult.

Topical Treatments

Topical treatments are usually oils or lotions that contain carefully prepared levels of cannabis and are used to treat muscle pains or skin problems. They are only topical and do not have any psychoactive effects.

Resources

Please see the list below for medical cannabis organizations that offer information on patient rights, dispensary and collective locations, legal sources, etc.:

California NORML
www.canorml.org

Americans for Safe Access
www.americansforsafeaccess.org

Patient ID Center
www.patientidcenter.org

Oakland Cannabis Club Network
www.oaklandcannabisclubs.com

West Coast Leaf
www.westcoastleaf.com

SERVICES OFFERED AT TIDEWATER PATIENTS GROUP

Health & Nutritional Consultations

Jeremy Mayfield, a certified physical trainer, will teach members about nutrition, exercise and rehabilitation. He will custom-tailor a proper diet and exercise program for each individual based on responses from a detailed questionnaire provided to all interested members.

Nurse Consultations

Our members will be able to consult with one of our licensed registered nurses (RN) by appointment for confidential advice via phone, email, or in person. We will have two RNs on staff that has 20 years combined experience in the medical field.

Massage Therapy

Our licensed massage therapist will provide members with healing benefits for the musculoskeletal, circulatory-lymphatic, nervous, and other systems of the body.

Acupressure

Members will experience the ancient healing art of acupressure, which is a treatment where a practitioner skillfully presses key points that stimulate the body's natural self-curative abilities.

Yoga

Besides being a practice that helps strengthen and tone the body, yoga can also help people eliminate stress and ease chronic pain. Our classes will include instruction on breathing, call-and-response chanting, meditation, and/or an inspirational reading by our teacher.

Substance Abuse Counseling

The substance abuse counselor at Tidewater Patients Group will see people in both group and private sessions. Crisis intervention demands a sympathetic, non-judgmental attitude and a supportive approach no matter what situation the member is in. We will provide ongoing support for members who wish to seek help.

Membership Educational Opportunities:

Vaporizing Basics Class

We strongly encourage our members to utilize a vaporizer method for taking medicinal cannabis. It is a much healthier alternative to smoking, yet still allows for immediate relief of symptoms for most members. During the class, a harmless substitute for medicinal cannabis will be used during the demonstration portion of the instruction.

Make Your Own Edibles at Home Class

This course is designed to teach members the basic methods for converting medical cannabis into edible forms in their own home, another practice we encourage as a healthier alternative to smoking. Members will be shown the most effective extraction techniques and taught different mediums that can be used. Safe handling of medicine and proper disposal of waste will be emphasized in the course. No baking or food preparation will occur during the course.

Organic Growing Class

Our knowledgeable and experienced horticulturists will teach members the basics of organic growing from vegetative to bloom cycles. All instructors of this course are experienced in both hydroponic and organic growing. They will answer questions regarding health and maintenance issues as well as more in-depth questions such as pest control, pH balance, and curing.

Alternative Medicine

This course will examine the traditions and recent developments within the field of alternative medicine and will include a comparison of Western and Eastern diagnostic systems. Through a highly interactive and experiential format, participants will receive an overview of the comprehensive range of physical, psychological, and energy therapies resulting in insight, awareness, and appreciation for diverse approaches to medicine.

Foreclosure Prevention

William Koziol, managing member and a licensed real estate agent, has worked extensively with foreclosed home and short sales. His training and experience have shaped his presentation and will provide members with pertinent information regarding foreclosure

prevention. His seminars will include tips on avoiding unnecessary foreclosures, foreclosure "rescue" scams, and will offer members solutions for making their mortgage payments.

Women's Self Defense

Our instructor, Vince Villareal, owner of *Chinese Martial Arts Hei – Long Shou Shu, i*n this course, members will receive education based on real-life scenarios and will be taught various self-defense techniques.

Special Membership Programs

Financial Assistance Program

Some of our members will have special circumstances such as those with economic hardships or those who have severe physical ailments that prevent them from earning a living. In light of this, we will offer free and low-cost medicine to those receiving Social Security Income, Social Security Disability or (documentation required), as well as to disabled veterans and senior citizens. The collective's membership fees will be used to subsidize these costs.

Community Involvement Resource Center and Membership Activism Program

We will strongly encourage our members to get involved in our community even beyond their community service commitment of ten hours. Our Community Involvement Resource Center will provide members with information regarding our community cleanups and other volunteer opportunities so that they can meet their community service hours.

Medicine Drop-Off Service

For those patients who are too ill for travel, we will provide a medicine drop off service in which we will courier member medication directly to their home. Our goal is to provide patients who have the greatest needs with access regardless of their physical mobility limitations.

Shuttle Service

We will provide scheduled pick-up and drop-off services to the Fruitvale BART Station which is approximately 1 mile from the dispensary location. Additionally, we will service the A/C transit bus stop at the corner of Fernside Blvd. and High St.

Green Business Practices

Tidewater Patients Group will be adopting a green management plan that goes above and beyond legal standards to reduce pollution and waste, increase recycling, and conserve natural resources such as water, energy, and raw materials. In our effort to conserve and protect the environment, we have developed the following guidelines that we will train our entire staff to adhere to:

- Encourage employees to carpool to work.
- Purchase materials from suppliers who take back packaging materials for reuse.
- Turn off equipment when it's not being used, which can reduce energy by 25 percent.
- Turn off all equipment at the end of the day.
- Communicate via email and e-fax in an effort to reduce paper waste.
- Be conscientious when purchasing office supplies, such as buying only recycled paper products.
- Purchase environmentally friendly cleaning products that are biodegradable and do not contain high levels of toxins.
- Recycle all printer cartridges.
- If printing is necessary, print on both sides of a piece of paper.
- Limit the use of the air conditioner and heater when at all possible.
- Install energy efficient lighting.
- Require employees to bring their own cups or mugs from home to use for water drinking, rather than utilizing paper cups.
- Recycle all recyclable materials whenever possible.
- Encouraging members and employees to use BART and bus by providing shuttles to these sites

Implementing these conservation practices will have the mutual benefits of saving both the environment and our costs. We intend to continually search for new and innovative ways to do our part to help protect and conserve our natural resources. *(See Appendix H for Comprehensive List of Green Business Practices)*

Building Compliance and Schedule

In 1992, a set of building permit plans were approved by the City of Oakland for a 10,565 SF building at 4709 Tidewater Avenue under the 1988 Uniform Building Code. These plans are for a structure similar in design to the other existing one story office/industrial buildings currently located in the Tidewater Business Park. The plans include not only the building structure, but also exterior paving, parking, and lighting plans (See Appendix B for Building Site Plans) Most of the parking spaces for 4709 are already installed, as is some perimeter lighting, as well as the foundation support piers that were installed when the adjacent buildings were built. We will utilize these existing piers to construct our foundation per the original soil/structural engineers' designs for the foundation.

If TPG is selected as one of the top-ten finalists, we will immediately retain the services of structural, electrical, mechanical, and plumbing engineers to bring the building permit set up to current code. Our architect, Matt Baran, has provided a design set, based on the approved 1992 designs, which will serve as the basis for the building permit set (See Appendix B for Building Site Plans)

Of the 10,565 SF of building space, TPG proposes to occupy approximately 7500 SF, the other 3,000 has already been identified by a prospective tenant, unrelated to TPG, interested in occupying the space, and is comfortable with TPG as a neighbor.

The Building Structure and Systems:

Since the original plans were developed in the early 90's, we anticipate the need to bring a number of items into compliance with current building and safety codes. This will include revamped structural aspects, Title 24 compliance, handicap compliance etc. The building structure will be reinforced concrete which will provide safety from earthquakes as well as making the site more secure from break-in. Since it will be a newly built structure it will allow us to build in many of the features that would be difficult to do in a renovated structure. This will include items added for safety (structural as well as operational), and to assure low energy and water use. We will be using the original plans as a starting point so the building will fit in architecturally in a seamless context. We anticipate needing to get the following permits: 1) Building, 2) Plumbing, 3) Electrical, 4) Mechanical, 5) Sewer, and 6) Public Works (if any tie-ins or work is in the public right-of-way).

The Tidewater Patients Group will utilize the service of a licensed general contractor experienced with industrial/commercial construction, and licensed electrical, mechanical, plumbing, fire, and paving subcontractors. Builders Control Real Estate Services (BCRES), an Oakland-based and locally-owned real estate development services company in existence since 1936, has generously agreed to donate their services pro bono and will be the lead project manager, obtaining bids and interviewing contractors and subcontractors, conducting audits of their past experience, and ensuring on-time, and on-budget delivery of the project. (See Appendix B for Letter of Commitment from BCRES) BCRES has broad experience in the real development industry, conducting construction workout, entitlement services, inspections, and funds control for lenders and builders throughout the western United States. Currently, BCRES provides funds control inspections for the Oakland Business Development Corporation ("OBDC"), for example, ensuring that funded construction projects have made adequate progress before funds are disbursed They have signed an exclusive contract to conduct development services to in development of the TPG site. Their website can be found at www.BCRESinc.com.

Dispensary Layout and Description of Walk-Through

The layout design of Tidewater Patients Group's dispensary will be comfortable, inviting, and functional. After checking in with security outside of the facility, members are directed to enter into a designated *in door*, where they are greeted by a member services coordinator who will either direct new members to the new member services area or current members to the receptionist desk for check-in. The new member services' office will house member services personnel and the necessary office equipment to verify new members, enter their member profiles, and provide new members with all of the information for becoming a member at TPG. New members are then provided a full tour of the facilities by the new member services coordinator. The reception area will consist of a reception desk where the receptionist will check-in returning members.

Upon verification, members will be led into the main dispensary area, which facilitates a counter for displaying and purchasing medication, as well as a separate area for purchasing medicinal cannabis clone plants. The entire dispensary will be clean, well-lit, and designed to accommodate all of the needs of our members. Ergonomic mats will be placed around the counters for member comfort, art work from local artists will dress the walls, and friendly member employees will greet and consult with members. During consultations, our trained wellness consultants will take as much time as each member needs. Medicine will be kept in sample jars so members can inspect the medicine prior to making a purchase. Though members will never be allowed to handle medicine themselves, they will be given an opportunity to visually inspect the samples with hand-held magnifiers, while a wellness consultant uses prongs to hold the medicine. When a member makes their choice, the sample will be immediately returned to the shelf. The member's selection will then be taken from pre-packaged medicine and rung through our point- of-sale system to accurately complete and document the medicine exchange.

There will be two private rooms off of the main dispensary room, which will be dedicated to private consultations for services such as nurse consultations, massage therapy appointments, substance abuse counseling, etc. To accommodate other services, there is also a larger, classroom-sized area for conducting group classes including yoga, health and nutrition, organic growing, women's self-defense. The dispensary will also have a separate men's and women's restroom for member use. (*See Appendix B for Dispensary Layout in Building Site Plans)*

The facility will also contain areas for member employee and security use and will not be accessible to all members. Beyond the walls of the dispensary area, security personnel will be able to access the video surveillance room and management will retain an office, as well as access to the Safe Room. All rooms and offices have been strategically placed to ensure security, accessibility for member employees, and functionality.

Rooftop Greenhouse

The building design will include year two plans for a rooftop greenhouse of 4,000 square feet. A 4-5 foot parapet wall will effectively shield the structure from all viewpoints on the ground and surrounding business. Additionally, the exterior material is translucent, and will further aid in disguising the contents of the structure in an effort to avoid negative impact to surrounding community.

Green Building

Since we will be building a new structure it will be quite easy to incorporate green concepts and features into the building, as follows:

1. The building will be designed and built to save energy. This will include insulation, properly installed, which will be designed to exceed CA standards, as well as lighting and HVAC that will use the latest technology and energy saving designs. This will include attention to Manual J and Manual D for proper HVAC layout and design. Passive design ideas will minimize the heating and cooling loads.
2. Waste will be minimized in both the construction and operation of the facility, with attention paid to optimizing material usage so that little waste is generated.
3. Low impact materials will be used as much as possible in construction and operation. Pollution causing materials will be avoided (Low or no VOC's, HCFC's produced during manufacture and/or use). Materials with a low embodied energy will be sought out and used. Materials produced from waste and/or recycled materials will be specified.
4. The design will incorporate water-saving features inside and out. This means the grow operation will be water conscious and use enough water for the plants but not waste it. Toilets will be the latest water saving devises. Outside the landscaping will be native plants that are drought-tolerant, using little water.
5. The design will be built for durability and longevity with an eye towards adaptability. This will assure a long service life with the ability to adapt and change if future needs change.
6. We will also place solar on the roof to provide for some of our power needs.
7. The building will be designed to be "healthy", providing the occupants of the structure with no or low VOC's, healthy air, natural light and moisture control.
8. Construction waste will be minimized through recycling and re-use.
9. Thought will be given to minimize automobile usage. Bicycle parking will be provided indoors for security. Since the facility is near transportation routes we should be able to cut down on required automobile trips. *(See Appendix H for*

Comprehensive List of Green Business Practices)

ADA Compliance

All building and tenant improvements will comply with ADA requirements.

Fire and Emergency Planning

We have retained the services of The Fire Consultants, Inc., engineers in fire services and fire safety. Brian Gagnon, an engineer at Fire Consultants, Inc. has reviewed our building designs, interior layout, and read out construction plan and provided a Preliminary Building Code Evaluation for Fire Safety and Emergency Planning for the building (See Appendix B for Letter of Commitment from Fire Consultants)

Proposed Construction Schedule

Task Description	Date
Completion of Preliminary Conceptual Designs	*10/14/2011*
Completion of Design Review (or exemption) and building-permit-ready set	*11/23/2011 -1/5/2012*
Complete plan check and acquire building, mechanical, plumbing, and electrical permits	*1/20/2012*
Construction begins	*1/30/2012*
Completion of construction, including tenant improvements	*8/30/2012*
Operations begin	*9/1/2012*

Site Plans & Drawings

We have included floor plans, site plans, exterior elevations, and a 3D model of the proposed new building. (Please see Appendix D)

Photo Addendum

This photo addendum includes pictures of site and site surroundings as context for the application. (Please see Appendix D)

Lease Agreements

The Tidewater Partners Group, LLC, have committed to leasing 4709, 4715, 4719, Tidewater to our collective contingent on issuance of a permit. (Please see Appendix D)

Record Management Systems and Policies

Tidewater Patients Group will maintain an organized and efficient recordkeeping system for membership files, bookkeeping, employee files, and lab results. All records will be maintained by appropriate staff members and forwarded to the City Administrator upon request.

Membership Records

Tidewater Patients Group will maintain accurate membership records and input pertinent data into the member's profile using our comprehensive membership system. Our membership system will allow us to upload a digital copy of the member's State of California Medical Marijuana Identification Card or copy of the written recommendation by their licensed physician and to input the expiration date of the card or recommendation. If a member's card or recommendation has expired, they must provide the Collective with updated information and will not be granted entry into the dispensary until it has been received, verified, and updated. Any member who is caught diverting cannabis for non-medical use will be excluded from the Collective immediately.

All member visits will be tracked daily, using the member's identification number and within thirty days of the end of the calendar quarter, the number of visits per quarter and / or per permit year, will be provided to the City Administrator, as well as the total number of members. We shall also provide to the City Administrator, a list of all medical cannabis medication for sale during the previous calendar quarter, the prices of the medication, and the end of quarter quantity on hard, listed in unit for each type of medication. In addition, the dispensary manager will maintain a log of member complaints, which will also be made available to the City Administrator. The log will include but not be limited to the following: date of complaint, member's identification number, nature of the complaint, and action taken by Tidewater Patients Group to the address the complaint.

Medicine Testing Records

Lab test results for all medication available will be disclosed to members of the Collective as well as the City Administrator. We shall disclose the percentage level of delta-9 tetrahydracannabinol, cannabidiol, and cannbinol found in each batch of

medication sold at the dispensary. We have a Zero-Tolerance policy for our medicine, whereby will not certify any medicine which comes back positive for any level of residue, whether chemical or biological. If any medical cannabis is found to be non-compliant with our zero tolerance threshold, Tidewater Patients Group will return the medication to the Member Provider, unless the medicine tested positive for pesticides or other contaminant at a level which exceeds local, state or federal regulatory or statutory standards, in which case it will be destroyed. On a quarterly basis, we will provide the City Administrator with a list of all medication tested at our facility.

Security Plan

Purpose and Mission

Tidewater Patients Group strives to create a healing and restorative environment in which Collective members can safely access their medication.

With this goal in mind, we contracted with ABC Security Service, Inc., a local, minority-owned business, to develop a security plan that meets the needs of our membership, our neighbors, and the City of Oakland.

ABC Security Services employs certified, experienced security professionals. ABC Security has provided valuable insight into the specific needs of a dispensary in the Oakland community.

There were four key areas that were assessed in the development of this security plan:

1. Ensure the safety of all individuals on the premises
2. Safeguard access to medication
3. Prevent risks of diversion and theft
4. Provide staff with comprehensive emergency procedures

ABC Security endorses this security plan and will provide training and staff for the security positions described below. ABC Security Service will continue to consult with TPG for our day-to-day security needs.

Ensuring the Safety of All Persons on the Premises

The safety of our members and staff is of the highest priority and paramount to the Collective.

On-Site Security Officers

TPG will contract with ABC Security Service, Inc. a licensed and bonded security firm to provide on-site security officers. There will be at least two on-site security officers during business hours with shifts starting 30 minutes before opening and 30 minutes after closing: 9:30 am — 8:30 pm daily. There will also be security patrols of the complex

and site on a regular basis through the night to expand on security presence and bolster deterrent efforts.

The basic responsibilities of the security officers will be to:

- Assure the safety of all persons on the TPG property, including members, employees, guests, and visitors.
- Assure the safety, security, and protection of all TPG property, including buildings, grounds, equipment, and other assets of TPG, as well as property located temporarily or permanently on TPG property.
- Respond to emergency situations or conditions and provide assistance or take actions appropriate to the crisis situation within the legal limits of the law, ordinances, and regulations.

In fulfilling these three primary responsibilities (protection of persons, protection of property, and emergency-response services), the duties of security officers will include, but will not be limited to, the following:

- Patrolling the TPG premises, either on foot or in an authorized ABC security vehicle.
- Patrol Parking areas to monitor vehicles and suspicious persons or activities to include but not be limited to Prevention of loitering, loud music, use of medication while on property, alcohol and drug use, insure that patients and visitors maintain a quiet and peaceful atmosphere while on and around the facility
- Conducting regular checks and inspections to ensure building safety and security.
- Reporting damage, malfunctions, faulty equipment or utilities, or any unusual, questionable, dangerous, or suspicious conditions or activities anywhere on the property, indoors or outdoors.
- Assisting all persons to comply with City regulations and rules of conduct, including loitering, traffic, parking and age-related compliance.
- Responding to requests for routine security services (e.g., unlocking/locking a room, building, gate, etc. by an authorized member of TPG).

- Entering each building on an hourly basis to confirm security presence to members present.

Requirements for Site Entry

Entry into the site is only possible through the front door, which is locked from the inside by an automatic locking mechanism. Only the receptionist and manager will be equipped with a remote to unlock the door. The door will only be opened upon a verbal request from a membership verification/security officer stationed outside of the front door who will validate documents required prior to entry. Verbal communication between the exterior and interior will be conducted via portable communications devices. The receptionist will also be able to view the exterior of the building via a video system that will enable him or her to visually corroborate any entry request.

ABC Security officers are authorized and required to request the identification of any person in or on TPG premises, whether that person is an employee, member, potential member, or visitor. Any visitor to the site must have an appointment with management in order to be allowed entry. No entry to the site will be granted to any person who does not have a valid California identification.

Membership verification:

ABC security personnel will be trained extensively on how to properly check for a member or prospective member's doctor recommendation or state medical marijuana identification card and on how to identify expired or forged documents. When checking the doctor's recommendation, security personnel must ensure the following:

- The member/prospective member have their original doctor recommendation or state medical marijuana identification card.
- The expiration date of the recommendation/card must be current.
- The name of the patient or caregiver on the recommendation must match the identification of the individual.

If all of the above criteria are met, the ABC security officer will request that the member or prospective member entering the reception area keep their identification and doctor's recommendation/state ID card out for a secondary verification by the receptionist. Current members will be checked against our member database to ensure the updated recommendation is on file and then allowed into the dispensary area. All prospective members will be referred to the new member coordinator for verification and orientation as detailed in the *Verification Process* section.

Any person who refuses to comply with a security officer's request for identification will be directed to leave the premises and will have their membership privileges revoked. If a member does not have proper photo identification as well as a current and original copy of their doctor's recommendation, entrance into the dispensary will be denied. (*Please see Member Code of Conduct for regulations regarding membership check-in procedures at Appendix C)*

Site Surveillance Camera Plan

Our security camera system will be professionally installed by ADT Security System. It

The camera recording equipment will have a local server in a locked cabinet and an off-site backup every fifteen minutes. There will be a battery backup in case of power failure.

Alarm Systems

The facility shall have a centrally monitored fire and security alarm system in operation within the fiscal and practical boundaries. The security contract company that will be used by TPG is ADT Security System.

The security alarm shall be engaged upon each closing of the facility whether it is overnight or for a short period of time during normal operating hours. Upon activation of the security alarm, ADT will contact the appropriate persons of contact, which include the Oakland Fire Department, the Oakland Police Department, ABC Security Service and the managing members of TPG. The managing members or security personnel will file an Incident Report upon investigation of the site for any alarm activation even if falsely tripped. If the Police Department or Fire Department is also called, the above reports will be attached to a copy of the Police Report and kept on file.

[redacted]

Key Tracking System and Securing of Facilities

Each facility is secured by a departmental-issued key that is maintained and replaced only by TPG management. Keys shall be issued at the discretion of TPG Managing Members to manager-level employees. In the event of a lost, misplaced or stolen key, the employee shall notify the managing members immediately. If any key is not accounted for, all the locks affected will be changed immediately and new keys issued. No key may be duplicated by any employee or person, with the exception of managing members.

Each facility shall be secured and locked upon the closing of the facility whether it is for overnight or a period of time during normal operating hours when the facility will not be staffed or supervised. The following procedures will be performed daily:

- All doors secured and locked
- Rolling bars moved into a position which covers all windows and the front door upon closing of the facility
- A perimeter check of the building performed by a security officer.
- In the event a door will not lock or is unable to be secured, the ABC security officer shall notify the managing members immediately and remain at the facility until the situation is corrected.

Security Gate

The complex has a security gate which is normally locked after 6pm and remains closed until 6am. Due to TPG having anticipated operating hours that extend past the other businesses in the complex, we will keep the gate open until closing time and have a security guard stationed near the entrance to more closely monitor entering vehicles. The guard will ensure that no unwanted vehicles enter the grounds. The gate will be locked after 8pm daily, only accessible with remote control issues by complex owner's association. During routine patrol during afterhours, our ABC security Patrol team will enter complex and drive around all buildings to ensure no illicit activities or unwanted visitors remain.

Internal Operation Features & Protocols

Storage of Medication

[redacted]

Preventing Diversion

Medication Leakage Prevention

It is essential to the Collective that all medication be safeguarded with limited access to members and personnel. Diligent medication tracking protocol will mitigate all risk of leakage outside of an outright theft. Each level of medication handling is coupled with manager oversight and a verification process to ensure all medicine is accounted for at all times. A detailed medication module in our point-of-sale system will run automatic reconciliation reports hourly to determine any potential areas of shortage, and we will also perform manual medication counts. Quick response investigations will be launched in the event of a shortage. *Please see the Medication Control section for a detailed explanation of medication control procedures from intake to sale to disposal.*

Asset / Monetary Leakage Prevention

In order to prevent monetary leakage, strict cash-handling protocols will be followed. As a frontline effort, we will encourage the use of credit and debit cards by all members. The registers will undergo hourly cash drops to lock boxes held within the safe in the manager's office as well as hourly cash reconciliations. Any discrepancies will be immediately investigated and resolved. [redacted]

Response Plan Protocols

Internal Incidents

ABC Security officers shall report to the ABC security supervisor any and all information that comes to their attention indicating or suggesting that any member of the department has violated or intends to violate any law, rule, regulation, or directive. The Supervisor may direct the reporting officer to submit a written report or to keep the matter confidential to allow the supervisor to consult with super-ordinates. All ABC Security personnel will document activity on Daily Activity Reports (DAR's).

External Incidents

Any suspicious incident of infraction committed by any persons violating guidelines, procedures, or ordinances shall be addressed by an ABC Security officer and incident report submitted. Depending on the nature of the incident, violators will be issued warnings, requested to vacate the premises, have their membership revoked, or will be approached by the Oakland Police Department in cases of extreme circumstance. ABC Security has developed a well-established rapport and protocols with the Oakland Police Department.

Code words will be implemented for employees and security personnel to unobtrusively report varying levels of incidents. The receptionist, consultants, managers, and security officers will be able to utilize these code words to signal the need for assistance either with hostile members or to report more significant situations.

ABC Security officers shall prepare incident reports on all matters commonly accepted as "suspicious" or infractions of law, ordinances, regulations, and procedures. Examples include, but are not limited to, unauthorized persons found on site after normal closing; vehicles left unattended on TPG premises for extended periods of time; employees or members discovered in restricted areas or other facilities without authorization or without having logged in with TPG; facilities found unsecured that previously had been secured. These incidents will be logged in the DAR for review.

ABC Security is licensed to perform preliminary investigations and shall be responsible for securing information on incidents of loss, vandalism, injury, and potential or actual hazards on TPG premises. If the incidents are found to be criminal, the Oakland Police department will be notified expeditiously at the most safe and convenient time allowed.

Emergency Response Protocol

In the event of any emergency, the safety and security of our staff and members supersedes any and all protocols listed below. ABC Security officers shall be thoroughly familiar with the on-site procedures and shall be versed in their roles during

emergencies or crises. Any criminal incidents will be reported to the appropriate city enforcement agencies. In the event of an extreme hostile situation (e.g., armed robbery), our protocol consists of:

- Locking down and securing facility as quickly and efficiently as possible,
- Implementing emergency procedures (code words) to relay the circumstances to all staff within the building and outside of the building,
- [redacted]r calling local authorities,
- Never attempting to engage an armed individual,
- Cooperating as necessary to prevent violence or vandalism/damage,
- Utilizing the manager's office as a "safe room" to contact authorities,
- Notifying all pertinent parties, including local authorities, managing members, ABC security supervisor, etc.

All of these features have been designed to provide safety for our members and employees. Even with all of the preventive measures in place, giving an assailant what he or she wants in order to prevent harm to members and employees takes precedence over all protocol.

Capitalization, Accounting and Controls

TPG has secured sufficient financing commitments to cover the cost of the permit, should we receive one, the cost of construction, the cost of Tenant Improvements (TIs), and the cost of operations during the initial 6 months when the collective is not yet self-sufficient. The total amount needed for these purposes is [redacted]

Our letter of commitment and proof of funds are for $[redacted] Appendix F)

Cost of Application: $60,000

Cost of Construction: We retained the services of a third party development services firm to provide us an independent estimate of the cost to construct a 10,565 SF Office/Warehouse similar to the others that exist in the Tidewater Business Park, but with the appropriate HVAC, electrical, security, and plumbing systems. The piers required for the foundation are already in place at the site, having previously been constructed by the former owner. The cost of ground up, tilt-up construction is [redacted]

Cost of Tenant Improvements (See Appendix F for cost breakout): Dispensary: Office Improvements: [redacted] Cultivation Start-Up Costs: [redacted] Total: [redacted]

Cost of Operations for 6 months of Operation: [redacted] Start-up costs will be [redacted] (See Appendix F for first year budget projections)

TIDEWATER BUSINESS PARK
10/5/11 BUDGET ESTIMATE

10,565 SF Building

NO.	COMPONENT	DESCRIPTION	UNIT	UNIT COST		SQ. FT COST
3.06	FOUNDATION	CONCRETE SLAB	SF	[redacted]		$ [redacted]
4.11	EXTERIOR WALL	CONCRETE TILT UP	SF	[redacted]		$ [redacted]
4.12	WINDOWS & GLAZING	METAL	EACH	[redacted]	7	$ [redacted]
4.13	EXTERIOR DOORS	OVERHEAD DOORS	EACH	[redacted]	7	$ [redacted]
4.21	ROOF COVER	ROOF (TAR & GRAVEL)?	SF	[redacted]		$ [redacted]
5.12	INTERIOR DOORS	HOLLOW METAL	EACH	[redacted]	2	$ [redacted]
5.22	FLOOR FINISH	CONCRETE SEAL & VINYL	SF	[redacted]		$ [redacted]
6	SPECIALTIES	ELEVATOR TO ROOF TOP		[redacted]	1	$ [redacted]
10.1	PLUMBING	1 FIXTURE PER 1180 SQ. FT.	FIX	[redacted]	9	$ [redacted]
10.17	FIRE PROTECTION	SPRINKLERS	SF	[redacted]		$ [redacted]
10.2	HVAC	CLEAN AIR SYSTEM	SF	[redacted]		$ [redacted]
11	ELECTRICAL	POWER /LIGHTING	SF	[redacted]		$ [redacted]
11.05	COMMUNICATION/SECURITY	CLOSED C/SURVEILLANCE	SF	[redacted]		$ [redacted]
		SUBTOTAL				*$* [redacted]
		CONTINGENCY			5%	$ [redacted]
		TOTAL CONSTRUCTION COST				**$** [redacted]

The information above is based on general estimates. No completed plans or specification were reviewed for this budget estimate.

Certified Public Accountant

Tidewater Patients Group currently has a relationship with a CPA firm that has over 15 years of experience working with medical cannabis dispensaries and who came highly recommended by Americans for Safe Access. This firm will be in charge of filing the federal and state income taxes for Tidewater Patients Group.

QuickBooks Accounting System / Staff Accountant

Tidewater Patients Group will use Intuit QuickBooks for our accounting system. Daily bookkeeping will be performed by a staff accountant. The accountant will ensure that recordkeeping is current and that all sales, medicine on hand, and expenses are managed efficiently. Daily bookkeeping procedures will entail: computing sales reports; medicine-on-hand reports and physical counts; input of expenditures; payroll tracking; reconciliations; accounts receivables; accounts payables; etc. All quarterly sales tax payments will be filed and paid on time to the Board of Equalization, as well as the Measure V payments to the City of Oakland, and year end taxes.

Cash Control Procedures:

- Each cash register starts with a set amount of change per day which is verified by both Manager and Wellness Consultant before shift begins.
- Cash drops will be performed as needed and stored in Safe Room until after shift end.
- Each cash drawer will be counted and added to cash drop totals at the end of a Wellness Consultant's shift. This Cash amount is then reconciled to both sales report and inventory on hand.
- Any discrepancy in cash count is immediately investigated with Wellness Consultant present. Reconciliation is not complete until difference is explained.
- If difference is not resolved, an incident report is written and subsequently investigated by security and management.
- After Reconciliation, cash is stored in safe room until bank deposit.
- Cash deposits will be made to the bank Monday through Saturday by armored transport

Internal Control Procedures:

- Tidewater Patients Group will utilize all management and accounting staff to implement a process that includes separation of duties and requires that multiple people are involved in any one process and/or transaction ensuring that there are adequate internal control procedures.
- Checks will be kept in a locked drawer that is accessible only to the Director of Finance and accounting manager.
- Logs will be maintained to track medicine on hand.
- Logs will be kept on petty cash expenditures as well as the cash in our safe.
- All accounting transactions are to be approved by the Director of Finance to include reconciliation logs and forms.
- We will be using a point-of-sale system in an effort to better ensure the accurate counting of all medicine items. This will be reconciled on a daily basis.

Accounts Receivable:

- Manager will export all sales from point-of-sale system, which will then be uploaded to QuickBooks by accounting staff every morning.
- Credit card sales and cash sales will be audited daily.
- Cash deposits will be made to the bank twice weekly by the dispensary manager who will be accompanied by an armed guard. Deposit times and days will vary to ensure staff safety.

Accounts Payable:

- All invoices are to be reviewed and approved by the staff accountant after which they will be entered into QuickBooks to be paid by the accounting manager once a week.
- All account payable checks will be signed by the Director of Finance.
- All certified member provider payments will be recorded into QuickBooks on a weekly basis by the accounting manager.

Certified Member Providers:

- Payment of certified member providers will be arranged after positive lab tests are confirmed.
- The manager or assistant manager will schedule payment of the negotiated

price.

- All transactions are to be recorded by the manager on the daily safe log.

Bank Reconciliations:

- Monthly bank reconciliations will be done by the 15th of the following month by the staff accountant.

Monthly Financial Reports:

- Every month, the accountant will run a profit-and-loss statement, balance sheet, pertinent sales reports and other reports as requested to board of directors to be discussed during monthly accounting meeting.

Payroll:

- We will be utilizing computerized time clocks.
- All payrolls to be processed on a weekly basis by the staff accountant.

Reconciliations

Reconciliatory procedures will be put in place in order to closely monitor medicine on hand. By merely regulating computerized accounting controls, there will still be room for internal or external theft, so physical records must be put in place as well. On a daily basis, management and/or a managing director will need to do a physical count of the medicine on hand and record all figures on a daily log. These logs will then be reconciled against accounting reports to ensure all medicine is accounted for. With security measures and controls in place, both internal and external theft will be limited or eliminated. (See Appendix D for Accounting Forms)

Compensation

The directors who manage the day to day operations of Tidewater Patients Group will be paid reasonable compensation for their services. The determination of the salaries for the managing members was based on prior education, work experience, and earnings history. The salary determination will be reviewed annually by the Board of Directors and this information will be made available to all of our members. All other expenses for Tidewater Patients Group will be paid before managing members will receive their salaries.

Community Benefits Plan

Mitigating Nuisance or Negative Impacts

TPG is committed to being a good neighbor. We recognize the need to ensure surrounding businesses have no complaints about our activities or related impacts. Based on our research and advice from land use consultants, we believe the following are potential impacts from ***any*** dispensary/cultivation operation:

1. Traffic and parking related issues
2. Odor
3. Security
4. Visual/aesthetic
5. Litter
6. Noise/Loitering
7. Waste production

We propose the following mitigations to ensure there are no such negative impacts associated with our operation, though we remain open to work with the City of Oakland to incorporate other impact-control methodologies:

1. Traffic and Parking related mitigation efforts:

Parking: TPG anticipates 300 to 350 member-visits per day at the peak of our collective expansion (end of year 1 of operation). We assume that 60% of our daily visits, or about 210 visits, will occur during peak operating hours (Thursdays and Fridays 3-7, and Saturday 11 AM to 4 PM). We further assume that, based on previous experience, 70% of visits will result in individual cars; the remaining 30% of visitors will either arrive as passengers, via transit, or via our shuttle service. This means a total of 147 car visits over the peak hours of operation on any given peak day. We know that each member usually stays for no more than 20 minutes, so each of our 16 assigned parking spaces can serve 3 cars per hour.

On Thursdays and Fridays, during peak hours, we will have 48 parking spaces per hour available for members (16 spaces rotated 3 times). For the four hours of peak

operation, there will be 192 spaces available given the rotation assumptions, more than enough to meet the anticipated 147 car visits.

On Saturdays, our other peak day, we will be disbursed throughout a five hour period (11 AM to 4 PM), so there will be adequate parking spaces.

Because the other surrounding businesses generally operate from 6 AM to 5 PM, there will be a staggering in parking needs. During their peak hours in the AM, our spaces will be available for their clients. During a portion of our peak hours (Thursday and Friday from 5 to 7 PM, and all day Saturdays), we will not be competing with their clients for parking. Therefore, parking issues should not be a problem. We have also been assured by the Managing Member of the Tidewater Group LLC that additional parking spaces can be provided on adjacent parcels, if needed.

Traffic related impacts: Tidewater Avenue and Lesser Streets are known to have existing significant traffic impacts with large trucks serving the existing businesses. However, these impacts are most acute between the hours of 6 AM and 9 AM when the trucks line up to pick up or deliver goods. Our business operations will not begin until after these hours, and our peak hours will not generally coincide with the peak hours of surrounding businesses, so traffic impacts will not be a problem. In fact, our operations are very symbiotic with the surrounding operations in that none of our potential impacts exacerbate any of the pre-existing issues in the Tidewater/Lesser area, but rather can help alleviate pre-existing issues and impacts (such as security, illegal dumping, and infrastructure needs).

2. Odor Sequestration

We will implement state-of-the-art odor-capturing technologies. There will be no noticeable odors around the exterior of the building in which we operate. The interior cultivation facility and greenhouse will be equipped with a carbon-filtered heating and cooling system that does not exchange air to the outside. All air will be recycled through the heating/cooling element, which will prevent any smell from escaping into the surrounding area. In addition, we will add “in-line” carbon filters to the existing return ducts which will constantly pull odor from the system. Any air that is released from the

building will be treated and filtered again to ensure there is no odor. The cultivation facility will not share any air with the dispensary. As an added precaution, we will run independent charcoal and HEPA filters to the dispensary to assist with keeping the air clean in and around the building.

3. Security

As is pointed out in our Security Plan, the existence of the TPG will lead to a reduction in security concerns in the area because we will provide regular security service using ABC Security. Our security provider will have a direct line of communication with the Oakland Police Department. Currently, along Tidewater and Lesser Street, there is little vigilance against theft, prostitution, illegal dumping, or vandalism after 6 PM. In fact, the Tidewater area becomes somewhat of a "no-man's land" environment in the evening hours, becoming a magnet for illegal activity that then becomes an irritant for surrounding business the following morning as business owners arrive to find graffiti, vandalism, illegal dumping, condoms, and other signs of illicit activity. Our operation will remedy this significant problem by creating permanent eyes in the community.

4. Visual/Aesthetic

Some dispensary operations are known to be somewhat blighted or are regularly compared to "check-cashing" operations with bullet proof glass, rough exteriors, etc. Our operation, as is evidenced by our enclosed elevation plans, will be highly attractive, creating a welcoming and warm environment for our members. From the exterior, it will appear much as the other businesses do in the Tidewater Business Park. Anyone observing the buildings of the business park from the exterior will have a difficult time determining which is the TPG, with the exception of the signage identifying our building as such. Our grounds will be landscaped. Our building will be well-kept. And our surrounding grounds will be free of litter.

5. Litter

Our staff person in charge of general maintenance will be responsible for walking the grounds every 2-4 hours to ensure the site remains free of litter.

6. Noise/Loitering

TPG recognizes the importance of being a good neighbor and the potential for our members to create noise that can disrupt the surrounding businesses. We recognize

that the surrounding business rely upon a quieter business environment, as opposed to an active thriving retail environment. To this end, we will ensure every member signs a "house rules" agreement, paramount among the rules being to ensure there is no loitering or noise activity occurring in the parking lot. Our parking lot security staff will ensure the rules are followed. Among the rules will be that no one will be allowed to loiter outside, and no one will be allowed to talk on their cell phones in the parking lot. Members will be required to enter the building upon exiting their vehicles or walking into the lot, and to leave immediately after exiting the building.

The dispensary facility will be designed with sufficient insulation to minimize audible noise levels. To resolve noise issues, the building will be enclosed within a housing constructed of materials having high sound transmission loss values. The insertion of an acoustically absorbent material to the inside of the enclosure will reduce sound transmission. In addition, the design will sufficiently enclose the noise source without air gaps to prevent sound leakage.

7. Waste Production

A dispensary/cultivation facility has the potential to create a high amount of vegetative and other waste, which can become a visual and odor nuisance for neighbors. All of our waste will be contained within our building footprint, away from the view of neighbors. Additionally, as is pointed out in our "Green Plan" section, much of our waste will be recycled or treated before it leaves the site. There will be no impact from waste production to our neighbors.

Contributions to Our Members, Our Neighbors and Oakland

In 2002, Bill Koziol, co-founder of the Tidewater Patients Group, became the caregiver for his father during his father's bout with throat cancer. Bill's wife, a nurse, assisted with the caregiving, and is now an active volunteer to dispensary collectives. It is in this spirit of caring and support that the TPG was created. As a not-for-profit, the TPG sees its role in the community as a legitimate vehicle for providing medicinal cannabis to needing patients while maximizing the benefits to the patient community, the immediate community, and the Oakland community. Our budget allocations reflect this commitment. The list of community benefits include:

1. The creation of 30 jobs by the end of year one, at least 80% of which will be reserved for Oakland residents. These jobs will come with strong benefit packages, training and advancement opportunities. (See our Employment and Labor section).
2. Sizable contributions to Oakland re-entry programs, and sports and educational enhancement opportunities for at-risk Oakland youth.
3. Sizable contributions to improve the aging infrastructure in the area along Tidewater Avenue and Lesser Street (or as an alternative, should the city of Oakland choose, we will direct these infrastructure budget allocations toward improving the waterfront trail from High Street to connect the trail to the existing trail, creating a link to the Martin Luther King Shoreline trail).
4. A free member shuttle service to BART and the nearest AC Transit line during peak hours.
5. Member volunteer events, including annual "Estuary Clean-up" efforts on Earth Day, and in collaboration with the City of Oakland Creek to Bay Day, as well as other volunteer efforts such as "Keep Tidewater Clean!" –a mobilization effort that will occur once per quarter to clean up illegal dumping along Tidewater Avenue and Lesser Streets.
6. Subsidizing of medicine for low-income collective members
7. Medicine Drop-off Service

1. Job Creation:

TPG recognizes that for families in Oakland to thrive, living wages must be paid to the bread-winners in the household. For too long, major retailers have been reducing the net earnings of households, causing stress and poverty among too many households. While TPG can't solve this global challenge, we can be a contributor to the local solution. We will comply with Oakland's living wage ordinance. We will provide health benefits to our employees, as well as decent wages, regular trainings, educational opportunities, and advancement opportunities from within (See employment section).

We anticipate creating 30 jobs by the end of year one. We will work closely with local non-profits such as Men of Valor, the Spanish Speaking Citizens Foundation, Allen

Temple Baptist Church, Volunteers of America, and others to find local Oakland residents ready for employment. Our commitment is to hire at least 80% of our employees from Oakland by the end of year 1.

2. Local Contribution Program:

TPG is committed to allocating 2.5% of annual gross revenues to local non-profits by the end of year one of operation. This amount will increase to 3.5% of gross revenue by the end of year two of operation, and to 5% of gross revenue by the end of year three of operation. Every subsequent year thereafter will remain at 5% of gross revenue. For year one, this translates into a contribution of about $73,069. Year two will be approximately $187,110, and year three will be approximately $291,600 under our current revenue projections.

These contributions will go to local non-profits providing re-entry programs for formerly incarcerated residents of Oakland, or sports and educational opportunities for at-risk youth.

In our research, we learned that many of these programs are concerned about receiving contributions from medical cannabis related sources due to concerns from their board, their members, or their existing funders. To avoid these concerns, and still provide these funds where they are most needed, TPG will provide the funds directly to a third-party grant-making organization such as the East Bay Community Foundation. The funds can be identified as anonymous, if needed, to protect the recipient organizations from concerns, but these funds will be specifically designated for "Oakland re-entry programs serving former and current Oakland residents that were formerly incarcerated", and "sports programs and educational-enhancement programs for at-risk youth of Oakland, as "at-risk" is defined by Oakland's Measure Y program, with special priority given to programs that need matching funds under Oakland's Measure Y funding program."

3. Contributions to improving the aging infrastructure:

In the 2008 report "City of Oakland Industrial District Strategy Support, Public Infrastructure Assessment and Recommendations" completed by BKF Engineers,

Planners, Surveyors, for the Central Estuary Area Plan study (attached at Appendix B), it was found that the public infrastructure from High Street to Hegenberger, from 880 to the estuary, is out-of-date and in dire need of upgrades and enhancements in order to inspire economic revitalization and investment into this area.

The authors of the report identified three Tiers of improvements necessary for the Tidewater/Lesser Street area needed to modernize the existing infrastructure. Tier 1, which consists of Gateway improvements, as well as storm drain, sewer improvements, and surface/streetscape improvements, will cost approximately [redacted]. Tier 2, which consists of storm drain and sanitary sewer modifications, as well as additional surface/streetscape improvements, will cost approximately [redacted] Tier 3, which consists of additional storm drain, sanitary sewer, surface and streetscape improvements, will cost approximately $[redacted]

We at TPG recognize our unique position to be able to partner with the City of Oakland, and with other surrounding businesses of the Tidewater/Lesser Street area to help catalyze the infrastructure improvement effort. While we cannot conceivably generate all the needed revenues to pay for the Tier 1 through Tier 3 improvements identified for the Tidewater Area, we can, and will, make significant contributions to create the seed-money needed to leverage additional capital.

Given the city of Oakland's increasingly limited budget, and the challenges faced by local business due to the recession, there are few sources of capital available to make these repairs unless a capital reserve account is created that enables the city and other private business entities to leverage against. We will work with the city of Oakland to create this escrow or capital reserve account into which we will make annual contributions.

TPG believes that by contributing 2.5% of our gross revenue in year one, 3.5% in year two, and 5% in year three and subsequent years, that within five years we can raise [redacted] toward an infrastructure improvement holding account, or capital reserve

account. The city and area businesses can then leverage these funds to raise the remaining capital to complete the area infrastructure improvement needs, thereby driving economic growth and investment in this aging, yet vital, industrial/commercial area of Oakland. We anticipate that with a vigorous effort, the improvements can be achieved within 5-10 years. We commit to actively participating to move this effort forward.

As an alternative use of the community benefit funds designated for infrastructure improvements, the city may want to consider using the funds to complete the waterfront trail section from High Street to connect to the Martin Luther King Shoreline. The Tidewater Patients Group is open to this option, and to following the direction of the City of Oakland leadership on the use of the infrastructure funds.

4. Free Shuttle Service to Fruitvale BART and the nearest AC Transit lines

TPG recognizes the need to minimize the use of fossil fuels and to reduce the number of vehicle trips to the Tidewater Business Park, especially during peak hours. While many members of the TPG will car pool or even walk or bike to the facility, there are many senior or disabled patients who will need the support of a shuttle service.

Each day, during peak hours of operation, TPG will run a shuttle service to the Fruitvale BART station and to the nearest transit lines. This shuttle service will run every half hour and be free to all members. It is anticipated that these peak hours will be:

Monday through Friday: 5 PM to 8 PM

Saturday: 11 AM to 4 PM

Sunday: 11 AM to 3 PM

5. TPG Member Volunteer efforts

Members of TPG will be encouraged to volunteer. TPG will organize and coordinate volunteer clean-up efforts around two specific areas: estuary/ clean-up days and Illegal dumping clean-up days. TPG commits to being a staging-site for Oakland's annual Creek-to-Bay/Earth Day celebrations and clean-up efforts. On these days, TPG will provide food, beverages, materials, organization, and coordination, and guide its member-volunteers and other volunteers in the clean-up of the estuary, San Leandro Bay shoreline, Damon Slough, and the Martin Luther King shoreline. All members will

commit to performing 10 community service hours/a year upon application into our collective.

Tidewater Avenue is currently a magnet for illegal dumping. TPG commits to coordinating efforts to clean-up illegal dumping along Tidewater Avenue and Lesser Streets at least once per quarter, or more if needed. We believe it is imperative that our members are surrounded by cleanliness and a healthy environment. This will be our primary motivation for ensuring that the Tidewater area sees less illegal dumping and that the estuary ecosystems are free of litter.

6. Subsidy of Medicine

As previously described, to ensure and enhance legal compliance to the closed-loop system, members of TPG will be required to pay a membership fee. These fees will be used exclusively by TPG to subsidize medicine for low-income members. TPG believes medicine should be accessible to everyone, so those least able to afford their medicine will not be excluded from receiving it, as no one will be turned away due to lack of funds.

7. Medicine Drop-Off Service

For those patients who are too ill for travel, we will provide a medicine drop off service in which we will courier member medication directly to their home. Medicine will be donated free of charge, or payment will be taken over the phone to eliminate any monetary exchange outside of the dispensary walls. Our goal is to provide patients who have the greatest needs with access regardless of their physical mobility limitations.

Acquiring Medication: The collective will not purchase marijuana from outside the collective; instead, we will operate as a closed circuit of marijuana cultivation and consumption with no purchases or sales to or from non-members. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #3)*To help prevent diversion of medical marijuana to nonmedical markets, we will also track and record the source of marijuana taken in by the collective.

Cultivating Marijuana On-Site: We will be able to provide our members with an affordable treatment option by growing medical marijuana on site. Marijuana grown at the collective will be provided free or on a sliding scale to those members of the collective who cannot afford the cost of their medication, in exchange for services members have rendered to the collective, or allocated based on fees that are reasonably calculated to cover overhead costs and operating expenses. (See *Guidelines,* "Guidelines for the Lawful operation of a Cooperative or Collective", paragraph 6, Permissible Reimbursements and Allocations.) We will not be preparing, packaging or manufacturing medical marijuana in the form of edibles on-site.

Possession of Marijuana: The collective will only dispense, store and transport marijuana in aggregate amounts tied to its membership numbers in compliance with the City of Oakland Performance Standards for Oakland Medical Cannabis basic possession guidelines allowing the collective to possess to 8 oz. of marijuana, and grow up to 6 mature and 12 immature plants. Exceptions may be made for those qualified patient-members who have a doctor's recommendation that exceeds these amounts. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #6)*

Distribution of Marijuana: The collective will only acquire and distribute marijuana from certified member-providers or marijuana grown on-site in compliance with the Health and Safety Code §11362.765, §11362.775 at the property identified and approved as the location for the Dispensary on the permit application. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #2, 3)* We will then allocate it to other members of the collective, keeping all exchange of marijuana within a closed-circuit of marijuana cultivation and consumption with no purchases or sales to, or from, non-members. Any monetary reimbursement that members provide to the collective will only be the amount necessary to cover overhead costs and operating expenses. (Health

and Safety Code § 11362.765(c).) *(City of Oakland Performance Standards for Oakland Medical Cannabis, #5)* Any marijuana provided to our members will be properly labeled in strict compliance with state and local laws, regulations, and policies. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #11)* To help prevent diversion of medical marijuana to nonmedical markets, we will document each member's contribution of labor, resources, or money to the enterprise and track and record the source of their marijuana. Our extensive verification procedures and security of the facility will help us ensure that the collective will not distribute medical marijuana to any person who is not a member in good standing of the organization.

Consumption of medical cannabis in any form will not be allowed on-site.

Transparent Operation of the Collective

Transparency in our operation will help our members and the City ensure that we are in compliance with all applicable regulations and give our general membership additional opportunities to participate in our operations. The City of Oakland Performance Standards contains specific requirements for record-keeping, and we will follow those protocols precisely:

- We will maintain records of our members using either their California Medical Marijuana Identification card number (or an assigned membership number if they have a written recommendation from a doctor instead.) *(City of Oakland Performance Standards for Oakland Medical Cannabis, #18)*
- Tidewater patients group will maintain membership records on-site and track when members' medical marijuana recommendation and/or identification cards expire. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #18)*
- All membership records will remain on-site and will only be used for dispensing purposes. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #18)*
- We will keep an accurate account of the number of members that visit our facility on a monthly and yearly basis (using their identification number.) *(City of Oakland Performance Standards for Oakland Medical Cannabis, #19)*

- Within thirty days of the end of the calendar quarter, we will provide the City Administrator with a count of the total number of members in our collective and the number of visits to our facility for the previous calendar quarter. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #19)*
- Within thirty days of the end of the calendar quarter, we will also provide the City Administrator with a listing of medical marijuana products for sale during the previous calendar quarter, their prices, and the amount of the product on hand. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #19)*
- We will keep accurate records, follow accepted cash handling practices and maintain a general ledger of cash transactions. We will also keep records of our members' contribution of labor, resources or money. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #22)*
- We will allow the City Administrator to access the books, records, accounts, and all data relevant to our operation for the purposes of conducting an audit or examination to determine compliance with the Municipal Code, the City of Oakland Administrative Regulations and Performance Standards for Oakland Medical Cannabis and other applicable laws. Books records, accounts and all relevant data shall be produces no later than twenty-four hours after receipt of the City Administrator's request. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #23)*
- We will maintain a log of member complaints and will make the log available to the City Administrator upon request. The log will contain at minimum the date of the complaint, the complaining member's identification number, the nature of the complaint, and the action taken to address the complaint. *(City of Oakland Performance Standards for Oakland Medical Cannabis, #24)*

In addition to the strict regulations proscribed by the City, Tidewater Patients Group will take the following measures to ensure transparency in our operation of the collective:

- We will publish the salaries of our executive managers and the highest paid members of the collective
- We will hold monthly membership meetings

- One of our board members will act as a Membership Liaison
- We will hire an accounting supervisor to perform our accounting and retain a C.P.A. to prepare our taxes

Internal Controls

Compliance with all applicable regulations is the highest priority and a mandate for our Board of Directors. To ensure complete regulatory compliance, we will have additional controls in place:

- Transparency with our books and other relevant information will give the City the ability to review our accounting at any time *(City of Oakland Performance Standards for Oakland Medical Cannabis, # 18-24)*
- The Board of Directors will hire an attorney on retainer to consult and advise on compliance with applicable regulations
- The dispensary will provide the City Administrator, the Chief of Police, and all neighbors located within fifty feet of the premises with the name, phone number, and facsimile number of an on-site community relations staff person. We will make a good-faith effort to encourage neighbors to call this staff person before contacting the City.

Membership Services

It is important to us to provide a safe and comfortable facility to our members. The dispensary is located in a scenic environment, along the estuary between Oakland and Alameda, away from freeway noise and city traffic.

During consultations, our trained Wellness Consultants will take as much time as each member needs to ensure that they have a satisfying experience. Medicine will be kept in sample jars so members can inspect the medicine prior to making a purchase. Members will never be allowed to handle medicine until purchased, but will be given an opportunity to inspect the samples with hand-held magnifiers. We will work with our certified member providers to guarantee that we can offer a wide variety of medical cannabis strains and products to address our members' concerns and ailments. We will work with our wellness staff to educate our members about their treatment options, including vaporizing, edible products, and organic varieties.

We will strongly encourage our members to investigate alternatives to smoking their medication, such as edible cannabis or vaporizing. As part of our educational services, we will offer courses that teach members how to make their own edible cannabis at home and vaporize. We will also carry a variety of edible options for members to purchase, including edible medicines suitable for diabetics. All medicine sold will be made from laboratory-tested cannabis and packaged according to state and local requirements. The packaging will display nutritional facts and accurate dosage information. The edibles must be produced in a commercial grade kitchen that operates with approval from their local health and safety enforcer. We will require all providers to supply us with evidence that they are in compliance with these rules, and we will retain those records for a minimum of five years. There will be no baking of edible cannabis on-site.

More than Just Medicine

Only verified members of the collective may enter the Tidewater Patients Group storefront. As a part of our membership requirements, members must pay a membership fee and commit to a minimum of ten community service hours.

Membership Requirements

It is important to us that our collective's storefront be more than just a place to distribute medicine, but rather a place where our members can take classes, receive services, and become active members of the community. Our membership requirements will meet and exceed those contained in California Health & Safety Code Sections 11632.5 and 11362.7, the Attorney General Guidelines, the Oakland Municipal 5.80, the City of Oakland Administrative Regulations and Performance Standards for Oakland Medical Cannabis and all other applicable regulations.

In order to become a member of our Collective, an individual must demonstrate the following:

- That they are 18 years of age or older.
- Have a California-issued ID.
- Possess a valid state medical marijuana identification card OR
- Possess a valid doctor's recommendation or be the primary caregiver of a qualified patient with a valid doctor's recommendation.
- Sign our Membership Agreement Form.
- Attend our New Member Orientation.
- Adhere to our Member Code of Conduct.
- Pay a membership fee upon their first purchase
- Commit to performing 10 community service hours each year

(See Appendix C for Membership Forms)

Membership Fee: The membership fees will go towards subsidizing the price of medical cannabis for other members who are disabled or in any way unable to afford it. Members who can demonstrate a financial hardship will not be required to pay this fee and may qualify for a reduction in the price of medication.

Community Service: We see the community service commitment as a way for our members to become active participants in the community and an opportunity for our membership to give back to the city of Oakland. We also view these community service hours as an important part of our member's medical treatment plan. A growing body of research indicates that volunteering provides individual health benefits in addition to social benefits: those who volunteer have lower mortality rates, greater functional ability, and lower rates of depression—all things we want for our members. We will provide our membership with a wide variety of opportunities to volunteer, allowing for their different abilities and limitations. Waivers of this requirement will be granted to our most ill and end-of-life patients, unable to perform this service.

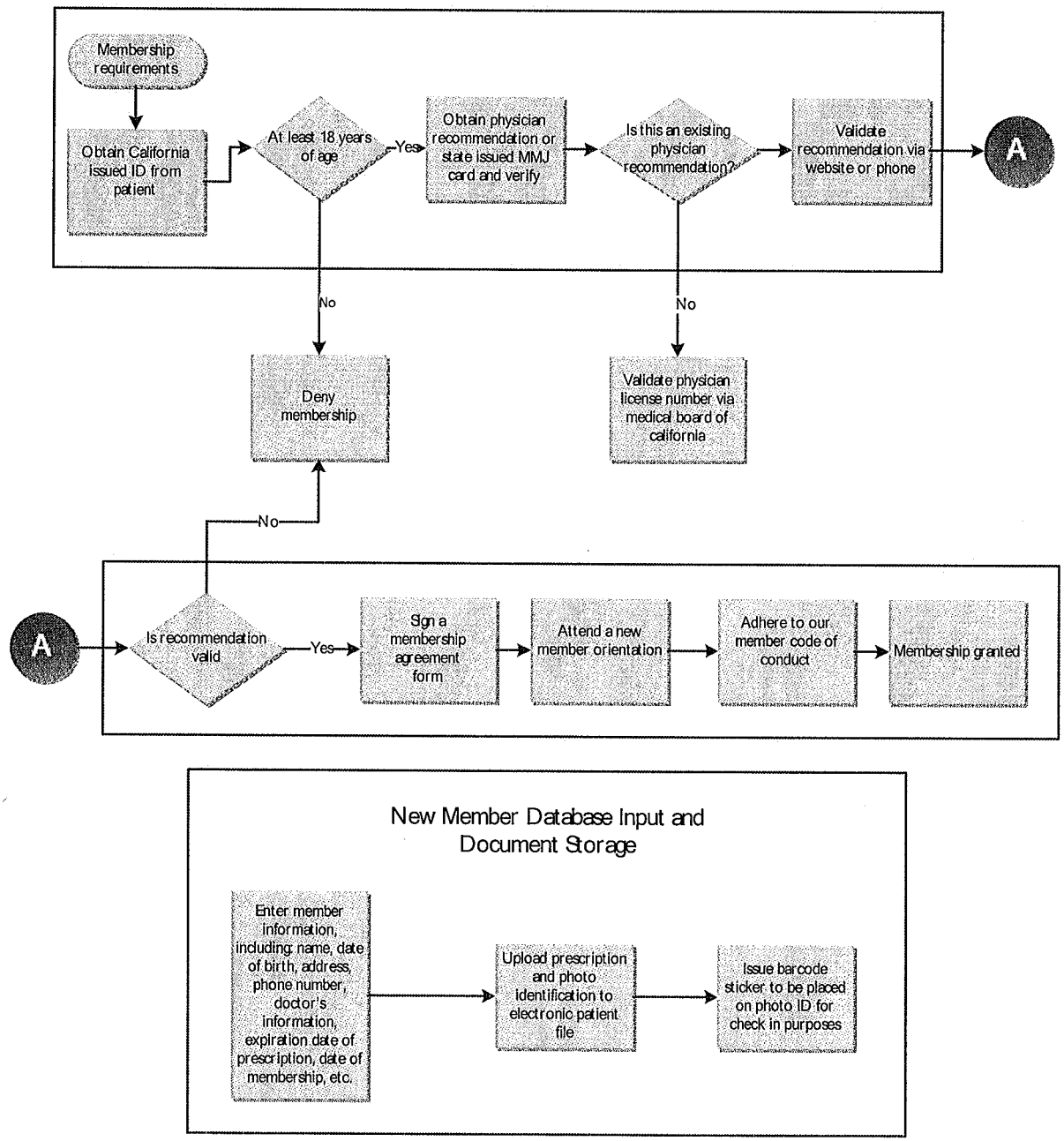
New Member Handbook: All new members of Tidewater Patients Group will be provided with a new member handbook that will outline our member code of conduct, collective policies, and services they can access at the site. Individual consultations are always encouraged and offered to new members. (See Appendix C for our New Member Handbook)

Member Verification Process

Each individual's status as either a qualified patient or primary caregiver must be verified before we allow them to become a member of our Collective. Qualified members and primary caregivers will provide our staff with a valid photo ID, as well as an original doctor's recommendation or state-issued medical marijuana program identification program. All doctor's recommendations will be confirmed by trained membership personnel. All issuing doctors must be in good standing with the Medical Board of California. The verification must be complete before qualified members or primary caregivers are allowed into the dispensing area. If we are unable to verify recommendations, the individual's membership application will be denied, and they will not be granted access to our dispensing area. *See Figure 1 for Verification Process.*

VERIFICATION PROCESS

Figure 1



Membership Tracking System

Anyone entering the facility must be a member of our Collective, with the exception of our security staff. We will be able to track each time a member enters our facility by using a barcode system. This system will also allow us to track total number of visits to our facility and ensure that our members' prescription has not expired.

Primary Caregiver Policy

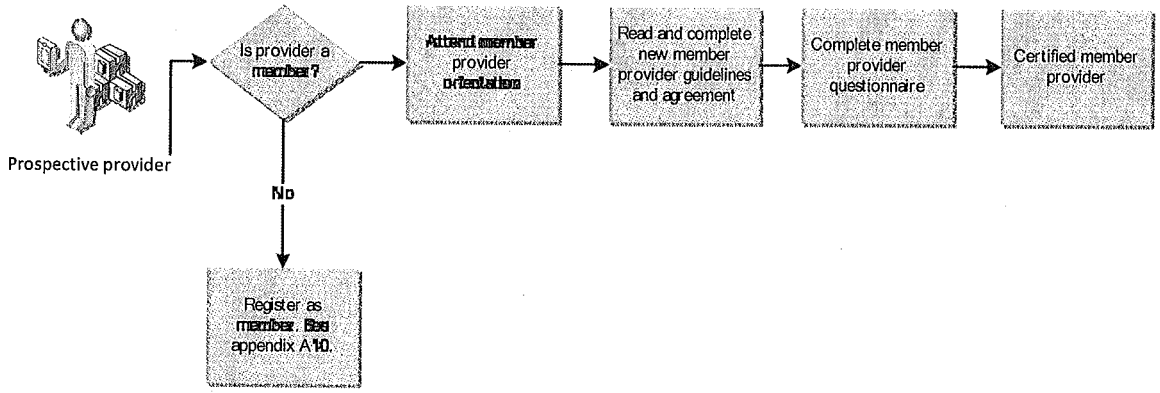
A primary caregiver is an individual who has consistently assumed responsibility for the housing, health, or safety for a qualified patient. Primary caregivers will not be allowed to purchase medicine for themselves unless they are also registered as patients with the Collective.

Certified Member Provider Policies

Members who have grown excess medication may exchange that excess to the collective and be reimbursed for their expenses. All prospective member providers will be required to attend a New Certified Member Provider Orientation. During this orientation, staff will review our provider policies and guidelines. Prospective member providers will be required to complete our "New Certified Member Provider Agreement" and "Certified Member Provider Questionnaire." (See Appendix G for Certified Member Provider Forms) Once complete, the certified member provider's file will be reviewed by a manager before they can be designated a "*Certified Member Provider*" and provide our collective with excess medication. *See Figure 2 for New Member Provider Registration Process.* All medication cultivated on-site will be held to the same standard of testing that member providers are. Each batch of medicine will be sampled and sent to our Lab partner for analysis. Our aim is to cooperatively grow and exchange medication that is safe and predictable in its therapeutic benefits. We seek to provide our members with a wide-variety of strains and ingestion options. We will hold ongoing growing seminars to allow for input and guidance on growing higher quality medicine. We encourage organic growing practices and will not tolerate the use of pesticides. Due to the wide variety of strains available, and the differing effects on members, it is essential to provide the broadest selection of medication possible. Our working with Member Providers will supplement in-house cultivation and adds variety.

NEW MEMBER PROVIDER REGISTRATION PROCESS

Figure 2



Auxiliary Membership Services

At Tidewater Patients Group, we believe that our commitment to our members goes beyond simply providing medicine; we believe it extends to healthy life practices as well. We will offer a variety of services to improve our members' overall health and well-being. Our instructors include registered nurses, a licensed massage therapist, a certified physical trainer, and yoga instructors. All services will be complimentary for members.

Membership Wellness Services:

Health & Nutritional Consultations

Jeremy Mayfield, a certified physical trainer, will teach members about nutrition, exercise and rehabilitation. He will custom-tailor a proper diet and exercise program for each individual based on responses from a detailed questionnaire provided to all interested members.

Nurse Consultations

Our members will be able to consult with one of our licensed registered nurses (RN) by appointment for confidential advice via phone, email, or in person. We will have two RNs on staff that has 20 years combined experience in the medical field.

Massage Therapy
Our licensed massage therapist will provide members with healing benefits for the musculoskeletal, circulatory-lymphatic, nervous, and other systems of the body.

Acupressure
Members will experience the ancient healing art of acupressure, which is a treatment where a practitioner skillfully presses key points that stimulate the body's natural self-curative abilities.

Yoga
Besides being a practice that helps strengthen and tone the body, yoga can also help people eliminate stress and ease chronic pain. Our classes will include instruction on breathing, call-and-response chanting, meditation, and/or an inspirational reading by our teacher.

Substance Abuse Counseling
The substance abuse counselor at Tidewater Patients Group will see people in both group and private sessions. Crisis intervention demands a sympathetic, non-judgmental attitude and a supportive approach no matter what situation the member is in. We will provide ongoing support for members who wish to seek help.

Membership Educational Opportunities:

Vaporizing Basics Class
We strongly encourage our members to utilize a vaporizer method for taking medicinal cannabis. It is a much healthier alternative to smoking, yet still allows for immediate relief of symptoms for most members. During the class, a harmless substitute for medicinal cannabis will be used during the demonstration portion of the instruction.

Make Your Own Edibles at Home Class
This course is designed to teach members the basic methods for converting medical cannabis into edible forms in their own home, another practice we encourage as a healthier alternative to smoking. Members will be shown the most effective extraction techniques and taught different mediums that can be used. Safe handling of medicine and proper disposal of waste will be emphasized in the course. No baking or food preparation will occur during the course.

Organic Growing Class

Our knowledgeable and experienced horticulturists will teach members the basics of organic growing from vegetative to bloom cycles. All instructors of this course are experienced in both hydroponic and organic growing. They will answer questions regarding health and maintenance issues as well as more in-depth questions such as pest control, pH balance, and curing.

Alternative Medicine

This course will examine the traditions and recent developments within the field of alternative medicine and will include a comparison of Western and Eastern diagnostic systems. Through a highly interactive and experiential format, participants will receive an overview of the comprehensive range of physical, psychological, and energy therapies resulting in insight, awareness, and appreciation for diverse approaches to medicine.

Foreclosure Prevention

Bill Koziol, managing member and a licensed real estate agent, has worked extensively with foreclosed home and short sales. His training and experience have shaped his presentation and will provide members with pertinent information regarding foreclosure prevention. His seminars will include tips on avoiding unnecessary foreclosures, foreclosure "rescue" scams, and will offer members solutions for making their mortgage payments.

Women's Self Defense

Our instructor, Vince Villareal, owner of *Chinese Martial Arts Hei – Long Shou Shu, in* this course, members will receive education based on real-life scenarios and will be taught various self-defense techniques.

Special Membership Programs

Financial Assistance Program

Some of our members will have special circumstances such as those with economic hardships or those who have severe physical ailments that prevent them from earning a living. In light of this, we will offer free and low-cost medicine to those receiving Social

Security Income or Social Security Disability as well as to disabled veterans and senior citizens. The collective's membership fees will be used to subsidize these costs.

Library Program

We will offer a range of books on cannabis that our members will be able to check out from our reception desk. Our books will be on topics such as legal rights of members, cannabis cultivation, cooking, strain information, etc.

Community Involvement Resource Center and Membership Activism Program

We will strongly encourage our members to get involved in our community even beyond their community service commitment of ten hours. Our Community Involvement Resource Center will provide members with information regarding our community cleanups and other volunteer opportunities so that they can meet their community service hours.

Medicine Drop-Off Service

For those patients who are too ill for travel, we will provide a medicine drop off service in which we will courier member medication directly to their home. Our goal is to provide patients who have the greatest needs with access regardless of their physical mobility limitations.

Shuttle Service

We will provide scheduled pick-up and drop-off services to the Fruitvale BART Station which is approximately 1 mile from the dispensary location. Additionally, we will service the A/C transit bus stop at the corner of Fernside Blvd. and High St.

Medication Safety and Controls

Medicine Intake Procedures & Quality Control

We will adhere to the highest quality control standards for all forms of medicine we provide to our members. We will set high quality and safety standards for medication that is exchanged at our facility, ensuring that the medicine is free of pesticides, mold or other harmful elements. We will contract with a third-party laboratory to test flowers and concentrates for THC levels ("Cannabinoid Profile") and chemical/toxin residues.

Our intake process will involve a rigorous overview of all medication, including:

1. Investigation of the medication's handling prior to entering our facility.
2. Thorough inspection of the medicine by our experienced and trained staff.
3. Third-party laboratory testing for chemical residue, biological impurities, and comprehensive cannabinoid profiling.

Laboratory Testing

We will contract with an independent laboratory, CW Analytical, to ensure that all of our medicine is safe for consumption and tested for quality. (See Appendix G for information regarding CW Analytical). On pre-scheduled days, the lab will send a courier to pick up testing samples. (Pre-scheduled pick-ups ensure timely test results). Inventory will remain in "*pre-test status*" until testing is complete. When test results are provided by CW Analytical, the dispensary manager will print out the results and keep one copy in a master file, a second copy with the certified member provider file, and a third copy with the medicine. Medicine will then be removed from the pre-test inventory safe and transferred into the bulk inventory safe, which will be located in the manager's office.

If the medicine passes our criteria, the certified member provider will be called to confirm a follow-up appointment for reimbursement. If the medication does not meet our quality standards or was found to have any toxic or biological residue, the provider will be notified. If the medicine tested positive for pesticides or other contaminant at a level which exceeds local, state or federal regulatory or statutory standards, it will be destroyed. During a failure debrief with the provider, we will clearly explain the reason

for rejection and issue a write-up. The write-up will be placed prominently in the certified member provider file. If two write-ups are issued, the provider will lose his/her certification and will be suspended from the exchange for 90 days. He/she must then be re-certified before exchanging medicine with Tidewater Patients Group again. If the certified member provider receives a second failure, he/she will be barred from providing medicine to Tidewater Patients Group. *See Medicine Tracking & Medicine Separation for further explanation of the flow and tracking of medication from intake to point-of-sale; See Product Safety Bonus Section for more information about reporting testing standards and results to the City of Oakland on a quarterly basis*

Intake Process

The intake process will be managed by a trained intake supervisor. We only exchange medicine with certified member providers (*See Certified Member Provider Policies and Laboratory Testing for information on our certification process)* during pre-scheduled appointments in our designated intake room. The appointment system allows Tidewater Patients Group to manage our medication supply, ensuring that we are able to offer a variety of medication options to members.

At the start of any appointment, the intake supervisor will verify the member is certified with Tidewater Patients Group and that his/her certified member provider file contains updated and accurate information. All certified member provider files will be stored in the intake room in a locked filing cabinet that only supervisors and managers may access. Once the certified member provider paperwork is verified, the medicine will be visually inspected. The intake supervisor will complete an intake form for any medicine that enters our pre-test safe. (See Appendix G for Intake Form)

During the visual inspection, the supervisor will examine physical attributes of the medicine and assign ratings based on color, aroma and physical quality, which will all be noted on the intake form. The medicine will then be weighed and logged on the intake form, tracking sheet and pre-test log. (See Appendix G for Pre-Test Log & Tracking Sheet.)

A price will then be calculated by the supervisor based on the overall grade for the medicine and a pre-determined pricing schedule. If the certified member provider is agreeable, a hold ticket will be issued that details the amount of medicine held and the total compensation to be allocated. The medicine, intake form, and a copy of the hold ticket will then be stored together in our pre-test safe while the provider is escorted out. A third copy of the hold ticket will be returned to the dispensary manager for later review during the daily reconciliation of new medicine. *See Figure 4 for Intake Process.*

Intake Reconciliation

When all intake appointments for the day are complete, the dispensary manager will enter the intake room and reconcile medicine on hand to the hold tickets, tracking sheets and the pre-test log. All amounts will be re-weighed to ensure accuracy. During this phase, the dispensary manager will remove a testing sample from each new medicine, label it, and secure it in our testing pick-up box. Our contracted testing company, CW Analytical, will then be responsible for transporting the medicine to their lab.

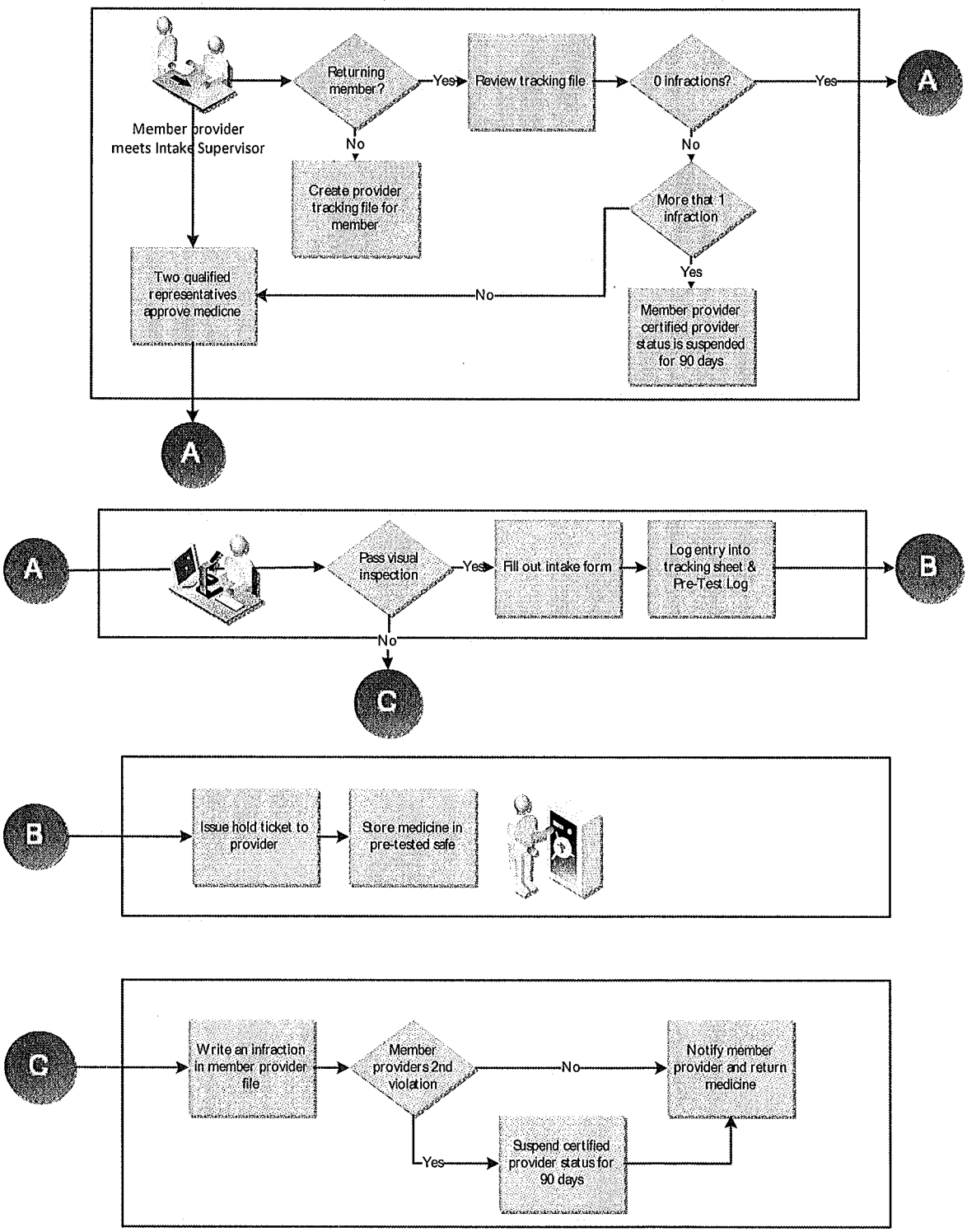
Testing Equipment

Microscopes

Visual inspection of the medicine will be enhanced with the use of several magnifying glasses of differing strengths. Use of a standard hand-held, 5x magnifier will assist the intake supervisor in spotting larger bug remnants and powdery mildew. The mounted light/magnifier combo is designed as an aid for all kinds of applications from health care to precision engineering. It comes with a 5-dioptre lens (magnification 2.25 x) Light is provided by a circular fluorescent tube of 22W that encircles the glass. In the final stage of inspection we will use an electronic microscope called the Dino-Lite Microscope, which focuses from 50x to 200x. In addition, the Dino-Lite provides live imaging, allows us to take photos, including stills, video and even time-lapse.

INTAKE PROCESS

Figure 4



Scales

We will use two different models of scientific scales in our operation. One will be located in the intake room; the other will be located in the manager's office. The Acculab VIC-612 and the Mettler PM200 feature readability up to 0.001 grams, integrated external calibration weights, durable design and various applications such as counting, percent weighing, totaling, display hold, specific gravity, and mass unit conversion.

Medicine Control & Leakage Prevention

Once a certified member provider provides the Collective with medicine to exchange, we will follow strict procedures to ensure that we avoid contamination or loss. Whenever our trained intake supervisors take in new medicine, initial amounts will be carefully weighed and logged into the pre-test log, tracking sheet, and on the intake form. The intake form and tracking log will remain with the medicine until broken down into sellable weights, which will be packaged and labeled with bar codes. At each step of the process, the medicine and tracking sheet will be reviewed by management, and the weight will be re-checked to safeguard against shrinkage. All sales will be recorded and reconciled against the tracking sheet. Such records will be available for review by the City

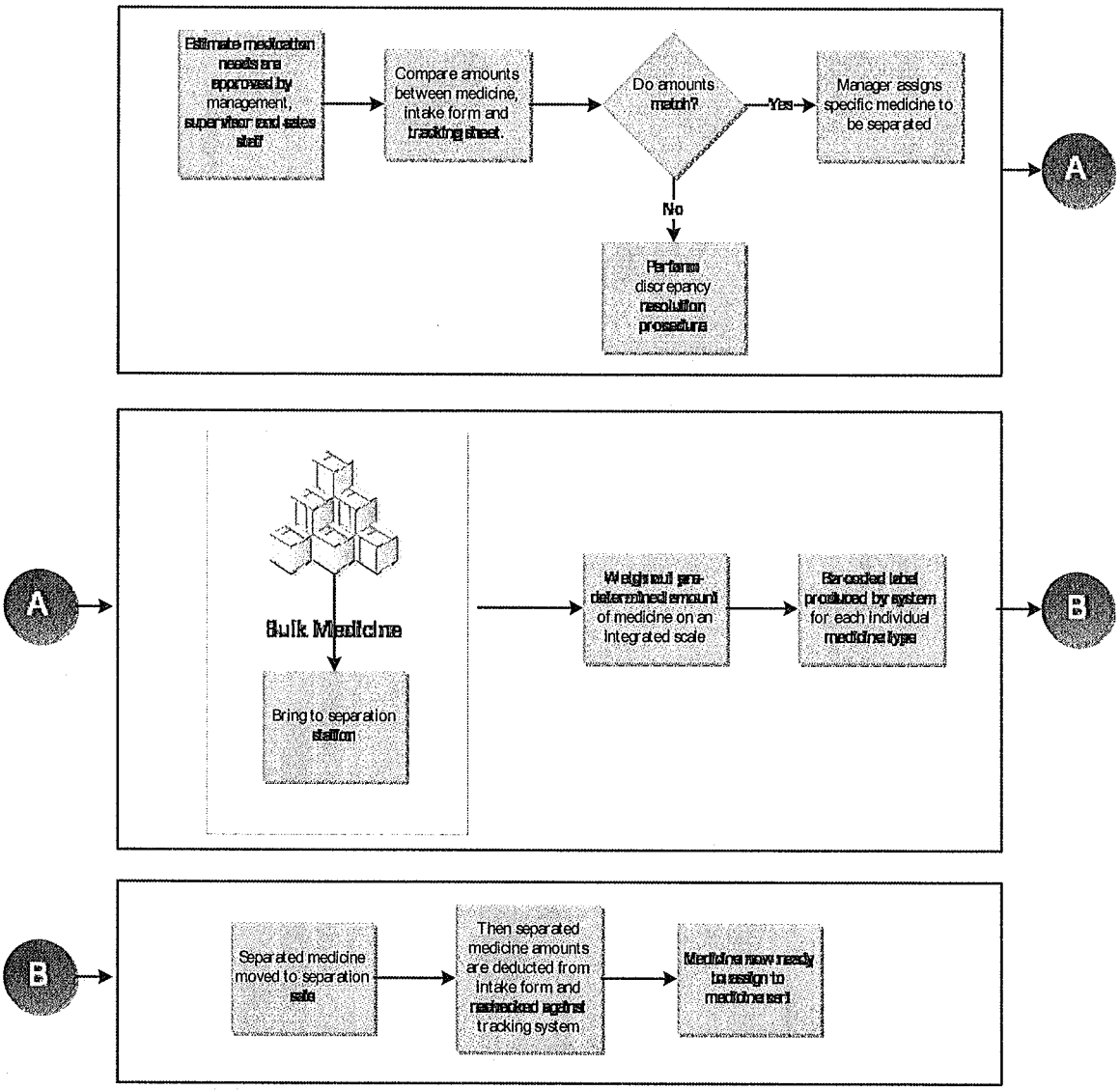
Medicine Tracking & Separation

After medicine enters the bulk safe, it will be ready to enter the medicine separation phase. This phase will be carefully planned during bi-weekly planning meetings, which will be held every Monday and Thursday morning. During the planning meeting, anticipated member needs will be calculated, and medicine from the bulk list will be selected for separation. After a plan is approved by management, supervisors, and sales staff, the dispensary manager will be responsible for transitioning all target medicine from bulk storage to the separation phase. One type will be worked at a time to avoid confusion. The first step will be to re-weigh selected medicine and verify matching amounts between medicine, intake form and tracking sheet forms. If all numbers are corroborated, the medicine will be assigned to the assistant manager, without the intake form or tracking log, so they are working without specific knowledge of total weight. The "Medicine Separation" phase involves the following steps:

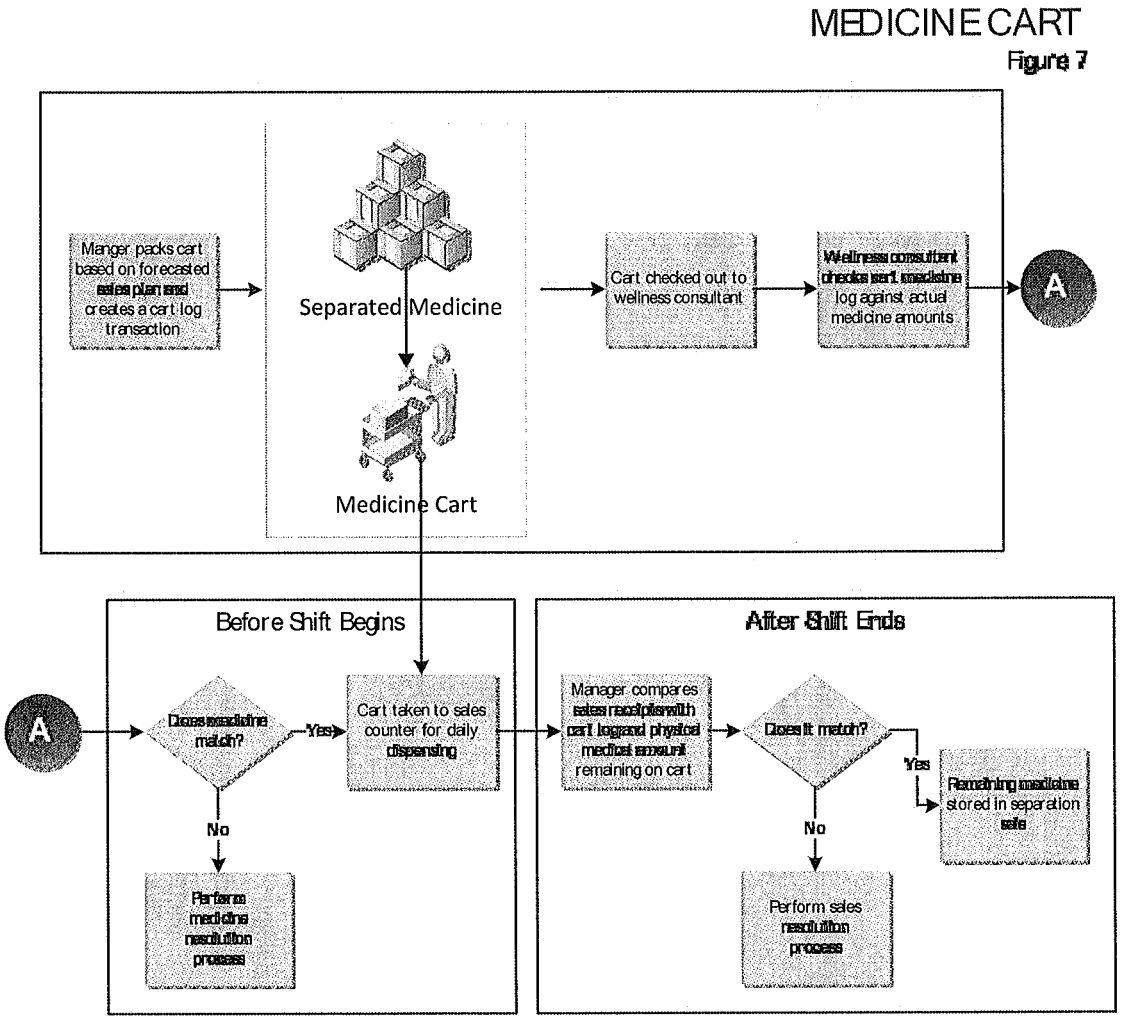
1. Assistant manager will weigh sellable units from bulk medication on a scale linked to our accounting and sales system.
2. Barcode labels will be created from the system for each unit weighed.
3. The point-of-sale system will automatically adjust the accounting system during this process.
4. Upon reaching target amount of medicine, the remaining portion will be returned to the bulk safe.
5. Dispensary manager will verify remaining bulk amount to tracking system to insure proper amount was separated and no loss occurred. *See Figure 6 for Medicine Separation.*

MEDICINE SEPARATION

Figure 6



Once the medicine is broken down into units, the medicine will be stored in the separation safe. Prior to each shift, a cart will be stocked and a cart log completed by the dispensary manager or assistant manager. (*See Appendix G for Cart Log)* At the beginning of each shift, the wellness consultant will be assigned a cart. The associate must check his/her cart before starting work to ensure the cart log matches actual medicine. He/she will be responsible for all inventories after leaving the manager's office with his/her cart. Upon completion of his/her shift, the cart will be returned to the manager's office for reconciliation between sales and remaining medicine. When an item is purchased, the total accounting system will be automatically adjusted in the point-of-sale system. All sales will be tracked through the point-of-sale system and immediately checked against cash count and credit sales for each associate at the close of his/her shift. In order to ensure the reliability of the system, manual medicine counts and reconciliation must also be performed at the beginning and end of each shift. *See Figure 7 for Medicine Cart.*

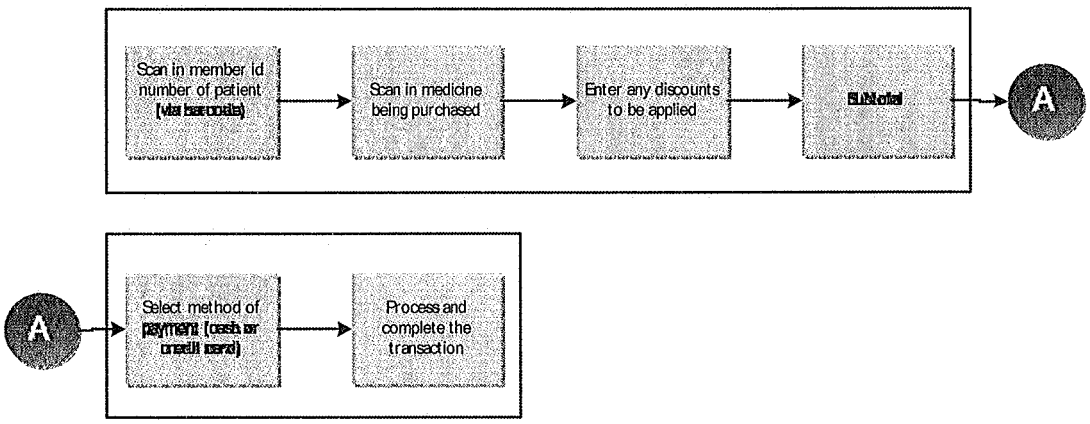


Point-of-Sale System

We will implement an all-inclusive point-of-sale system called Café Cartel Systems that integrates sales functions and bookkeeping in one program. Through this system, our dispensary will be able to upload member documentation; track membership (including member visits to the collective); control and monitor medicine on hand; execute and track promotional campaigns; run analytical reports; and schedule and track payroll. The member monitoring system has the capability of setting limitations on the amount that each member is able to purchase per day. Because this system has integrated weight controls into its medicine processing, it has the ability to track down to 1/4 of a gram. *See Figure 8 for Point-of-Sale Transaction.*

POINT OF SALE TRANSACTION

Figure 8



Credit Card Processing

In order to keep less cash on hand and to offer convenience for our members, we will offer credit card processing as part of our point-of-sale system. There will be no extra charge to our members for using a credit card.

Cultivation Practices

We have dedicated 4,000 square feet of our building to cultivation, secured behind the dispensary. Additionally, in year two of operation, we will build a 4,000 square foot rooftop greenhouse, visually hidden from the street or parking lot by a 4 to 5 foot parapet. Our goal is to provide fifty-percent of member medication from on-site cultivation activities, while obtaining surplus medication from certified member providers to make up for remaining needs and supply additional strains and medication options for our members.

Medication Production

Amounts and Limits

As plants move through the processing stages, they will be assigned and labeled with individual member names and will comply with the City of Oakland Performance Standards for Oakland Medical Cannabis basic possession guidelines allowing the collective to possess to 8 oz. of marijuana, and grow up to 6 mature and 12 immature plants.

Medicine Grown In-House

Our in-house cultivation philosophy is based on the concept of "*one plant, one patient*", wherein each plant on the premises will be attributed to and labeled with an individual member's name throughout the growing cycle. Upon becoming a member of the collective, each member agrees to allow the collective to cultivate on their behalf and share any medicine produced in their name with the entire collective membership. This in-house cultivation process is the core of our closed-loop system and will significantly reduce medicine costs for all members.

Member Growth Projections

Member growth estimates will largely depend on the number and distances of other dispensary locations. Our research shows that the three currently permitted dispensaries in the city collectively see approximately 2,500 members per day. With an additional four dispensaries, we estimate that each dispensary would accommodate an average of 357 members per day. This does not account for an influx of patients

coming from surrounding areas who may be drawn to the new dispensaries, nor does it account for current dispensary member retention. It is our goal to reach approximately 300 members per day within the first year of operation.

Plant Tracking System

Labeling of Plants

Each plant will have a label containing the member's name, a unique Identifier Number and barcode. The tag will remain with the plant from vegetative propagation until harvesting and will not be re-used. When a plant is mature and ready for the processing phase, it will change from having an individual Identifier Number and barcode to being grouped into batches, with Batch ID numbers and a new barcode. All Batch ID numbers will be unique and will be associated with the individual member's names that were used to track individual plants in the batch. Using this labeling and tracking method, individual members are attributed to specific medicine from start to finish, with no individual member ever exceeding 8 ounces of dried flowers.

Recordkeeping

All plant Identifier Numbers and Batch ID numbers will be tracked in the Medical Inventory and Accounting System and will be considered inventory. All growing plants will be classified as Work In Progress (WIP) until in completed medicine form. To eliminate diversion, we have redundant processes in place to accurately track the progression of each plant throughout the growth cycle from vegetative propagation to dried flower. In addition, the cultivation space will be monitored via CCTV system, with every plant and medicine batch being monitored 24 hours a day. The Cultivation Specialist will be responsible for generating and reviewing daily inventory reports with the Dispensary Manager. The CCTV system will be under constant supervision by security staff.

Cultivation Site Specifications

Grow Room Configuration

The building design includes a 4,000 square feet cultivation facility inside the secure warehouse portion of the building and a discreet greenhouse built on the rooftop, hidden from view from the street or parking lot by a 4 to 5 foot parapet. The interior facility will be divided into five sections. The separate areas include designated rooms for the various developmental stages of plant growth. These rooms will include the following areas and occupy the following percentages of space: a work area 20%, cloning station 5%, vegetative growth room 25%, bloom room 45%, and curing room 5%. The greenhouse will be one open room in which plants will cycle through both the vegetative and bloom phases. Harvested medicine will be dried and stored inside the cultivation facility. (*See Cultivation Site Layout in the Building Site Plans at Appendix item B)*
The cultivation facility will adhere to all local and state building and fire code regulations. In addition to the minimum regulations, we will use non-toxic paint to cover all walls and surfaces, hermetically seal the floors, and create an enclosed-ecological system for both. This system will produce nearly zero waste from the operation with growing medium and green waste being reused or composted and nutrient discharge being treated and reused as detailed in the Waste Disposal Setting. This closed system will prevent contagions from entering our clean, safe, and sterile environment and eliminate 90% the sewage discharge and land fill impact from cultivation.

Odor Sequestration

The interior cultivation facility and greenhouse will be equipped with a carbon-filtered heating and cooling system that does not exchange air to the outside. All air will be recycled through the heating/cooling element, which will prevent any smell from escaping into the surrounding area. In addition, we will add "in-line" carbon filters to the existing return ducts which will constantly pull odor from the system. Any air that is released from the building will be treated and filtered again to ensure there is no odor. The cultivation facility will not share any air with the dispensary. As an added precaution, we will run independent charcoal and HEPA filters to the dispensary to assist with keeping the air clean in and around the building.

Noise Mitigation

The dispensary facility will be designed with sufficient insulation to minimize audible noise levels. To resolve noise issues, the building will be enclosed within a housing constructed of materials having high sound transmission loss values. The insertion of an acoustically absorbent material to the inside of the enclosure will reduce sound transmission. In addition, the design will sufficiently enclose the noise source without air gaps to prevent sound leakage.

Rooftop Greenhouse

The building design will include Year Two plans for a rooftop greenhouse of 4,000 square feet. It will be blocked from view by a four to five foot parapet which will effectively shield the structure from all points on the ground and surrounding business. Additionally, the exterior material is translucent, and will further aid in disguising the contents of the structure in an effort to avoid negative impact to surrounding community. The greenhouse will utilize 95% natural energy in the growing phases, with minimal venting and odor sequestration equipment being the only man-made power used. The end result is an environmentally-friendly and cost-reducing means of production. The Bay Area is afforded one of the best outdoor growing environments with mild climate and an abundance of sunshine, which we plan to utilize to maximize in-house medicine production.

Cultivation Methods & Maintenance

Hydroponic Method

The cultivation method that will be implemented in all of our cultivation practices will be based on the hydroponic growing method. Hydroponics is the method of using nutrient-based minerals, without the use of soil. With hydroponics the plants are grown in an inert growing medium and a perfectly balanced, pH adjusted nutrient solution is delivered to the roots in a highly soluble form. Waste production is significantly reduced when implementing this process.

Cultivation Techniques

All cultivation techniques and processes will vary depending on strain and type of medication. The following stages incorporate our cultivation process in cyclical order:

1. *Vegetative Propagation* Vegetative propagation is the process of taking a leaf cutting from a plant and growing it into a new plant. By *cloning* the original plant, the new plant has the same genetic makeup as the donor plant. Vegetative propagation procedures will be performed in the designated cloning station area where plants are exposed to 24 hours of low-output light.

2. *Vegetative Growth* Vegetative growth is the second stage in the life of a plant after it completes vegetative propagation and begins photosynthesis. During this phase, the plants are transplanted into small planting pots where they will spend the next two weeks of their life cycle. They are then transplanted into reusable Geopots™ and are kept under 18 hours of light where they will spend approximately four more weeks before being moved into the bloom room.

3. *Bloom Growth* The bloom cycle is the final stage of the life of the plant. During this phase, the flowers will reach maximum growth and maturity under 12 hours of light per day. Careful maintenance and consistent attention is required during bloom growth as plants must be meticulously manicured, structurally supported to allow for optimal growth, and monitored closely for moisture control, ph balance and possible biological contaminants.

4. *Harvesting* Harvesting is the process of gathering the mature crop by cutting down the plant, trimming excess material, and preparing it for the curing process. The window of peak maturity is when trichrome development and the level of THC production in the plants have reached their maximum point. This phase will be executed in the work area of the facility.

5. *Curing* Curing is the final stage of the entire process. During this stage, the remaining flowers are hung up to dry in a well-ventilated, dry curing room where they will sit in the dark for up to one week, depending on dryness levels. To assist in the drying process, use of a dehumidifier may be implemented to control humidity levels.

6. *Storage* Once all medication has reached proper dryness levels, the flowers can be separated from any excess stems and stored within air-tight, odor absorbing containers. All stored medication will be kept in secured safes.

Pesticide Prevention & Plant Maintenance

The entire cultivation facility will be monitored and maintained by trained, experienced personnel. Daily visual inspections of each room will be conducted on a thorough basis and daily maintenance will also be executed. Visual inspections will include a daily check for pests, mold and overall health and growth of plants. Daily maintenance will include watering, manicuring, inventory reconciliation (nutrients, supplies), cleaning, and other necessary functions that occur throughout the horticultural process.

To prevent the occurrence of harmful pests, such as spider mites, aphids, or thrips, a strict, closed ecological system must be maintained, as well as a clean, sterile environment with a quarantine section in case a pests is found. In the quarantine section, an organic, pesticide regime will be administered before plants are introduced into the system. If there is a pest issue inside the grow space, it will be resolved using non-toxic pesticides only, such as AzaMax™, which does not use hard chemical solvents, Pyrethrin, which contains pyrethrins extracted from flowers of the pyrethrum daisy flower are among the safest pesticides known world-wide, and Orange oil, which is an essential oil produced by cells inside the rind of an orange fruit..

Waste Disposal

Waste disposal is an integral step in maintaining the cleanliness and sterility of the cultivation facility. Our first step is to separate out any recyclable material, then sort by type (glass, plastic, metal, etc.) and store for weekly drop-off to recycling plant. 95% of all waste generated is re-usable or recyclable. Any non-recyclable material will be disposed of in sealed receptacles. There will be no hazardous waste disposal, with all nutrient waste being captured before reentering sewage system and treated as detailed below. Both growing medium and green waste will be recycled as explained below. The majority of waste will be from nutrient containers, which are 100% recyclable.

Wastewater Disposal

All wastewater will be expelled from the process of cultivating. We have selected a pilot waste water treatment system by Integrated Engineers, Inc. The industrial wastewater treatment incorporates the mechanisms and processes used to treat waters that have been contaminated in some way by anthropogenic industrial or commercial

activities prior to its release into the environment or its re-use. The portable waste water treatment plant of the unit is equipped with a 25 gallon batch reaction tank made of polypropylene where the Floccin™ is dispensed through the mounted Floccin Feeder located on the top of the unit. The mixing motor is then turned on and the mixing will continue for a few minutes or until flocculation occurs. The resulting sludge takes approximately 30 minutes to settle as the clear water can then be decanted through the pilot press. ½" diaphragm pumps facilitate the flow of sludge that will filter through the 250 mm pilot press to complete the final stages of liquid/solid separation. The effluent water can be discharged to the sewer or water reuse system. The system is able to remove contaminants from wastewater meeting and often exceeding EPA discharge standards.

Green Waste Disposal

It is important to dispose of discarded plant matter properly. Composting offers the obvious benefits of resource efficiency and creating a useful product from organic waste that would otherwise have been land filled The Sun-Mar Garden Composter 400 contains a rotating composter that will help to create compost that is healthier for our plants. The patented double-drum design allows materials to go in the top while the compost exits automatically out the end as the drum rotates. The compost discharges automatically, and there is no waiting for batches to finish and it loads and turns easily. This composter features an 11 bushel/100 gallon capacity, is made of high-quality polyethylene, and measures 36" tall, 42" long. The rotating drum will add oxygen to the compost and adds water when the compost gets dry.

BONUS SECTION: EMPLOYMENT AND LABOR PRACTICES

TPG recognizes its responsibility to provide living wages, a healthy and safe work environment, good benefits, and support services to its employees. As such we have created an Employment Contract, an Employment Contract Addendum, and an Employee Handbook which reflect our commitments. The job-specific classifications and wages are identified as an See (Appendix E for the Employment Addendum)

As per our projections TPG will begin operations with 24 employees and end Year One with approximately 30 employees. (See Appendix F for Budget Projections) This will stay constant through the end of year two. TPG commits to hire at least 80% of its employees from Oakland, utilizing the services of resources of non-profits such as Men of Valor, the Spanish Speaking Citizen's Foundation, Youth Employment Partnership, the Unity Council, Allen Temple Baptist Church, local hiring halls, and other institutions with constituents seeking employment.

Each of our employees must be a medical cannabis patient, and will be required to have a medical cannabis card and to become a member of TPG so that we will be in compliance with all local and state laws. We commit to hiring employees that represent Oakland's rich ethnic and income diversity. Employees will be given opportunities for advancement and receive regular (at least twice per year) training in retail management, accounting, cultivation methods, non-profit management, strategic planning, and other fields related to the industry. These training opportunities will be paid for, and provided by, TPG.

Summary of Employee Benefits:

Upon hire, each employee shall receive:

- An employment contract
- An employer-employee supplemental agreement, as described below
- An employee handbook

Employees with the Tidewater Patients Group will receive:

- A Living Wage per the Living Wage Ordinance
- Health Benefits
- Participation in a 401k program after the third year of employment
- Paid sick leave
- Paid vacation
- Holiday pay for full time employees
- Leave of Absence opportunities
- Training workshops
- Advancement opportunities

Beyond our commitment to our employees, TPG recognizes the need to support Oakland based business and institutions in order to help build a stronger local economy. To this end, we commit to purchasing at least 50% of our products, equipment, and materials from Oakland businesses, and to using only Oakland-based contractors and sub-contractors for any construction-related needs. (See Appendix D for Letter of Commitment)

Criteria for Employees

Prior to being hired by Tidewater Patients Group, all employee applicants will have to submit to a LiveScan prepared by the Oakland Police Department. The background investigations will review the last five years of an applicant's criminal history and results will be reviewed by the City Administrator. If the background check determines that the applicant has been convicted of any of the criminal offenses deemed unacceptable by the City, he or she will not be hired by Tidewater Patients Group.

All employees must be members of the Collective and we will be looking to hire from the local community and strive to maintain a diverse workplace that is representative of the demographic population of the city. It is our goal to hire 80% of our employees from within the city of Oakland by the second year of operations.

BONUS SECTION: PRODUCT SAFETY

Testing Standards

Tidewater Patients Group will employ a variety of stringent testing standards, which all of our medication including flowers, edibles, oils, etc., will be subject to. We will work closely with our contracted independent laboratory, CW Analytical, to ensure these testing standards are met. Through rigorous scientific testing procedures, CW Analytical ensures the safety and quality of medical cannabis products sold at Tidewater Patients Group for improved patient safety. They will provide us with important information regarding the safety, quality, and potency of our medicinal cannabis products. As required, will provide a report to the City Administrator on a quarterly basis regarding the testing results of all medication dispensed. CW Analytical also works with manufacturers of medical cannabis edibles to ensure dosage and label accuracy while also providing microbiological testing for quality assurance.[2]
Our testing methods will include tests for the following:

Cannabinoid Profiling: At least 85 cannabinoids have been identified in the cannabis plant. Tetrahydrocannabinol (THC), cannabidiol (CBD) and cannabinol (CBN) are the most prevalent. CW Analytical offers accurate quantification of THC, CBD, and CBN in dried flowers, kief, hash, oils, tinctures, and butters. Cannabinoids occur naturally in significant quantity in the cannabis plant, and are concentrated in a viscous resin that is produced in glandular structures known as trichomes. In addition to cannabinoids, the resin is rich in terpenes, which are largely responsible for the odor of the cannabis plant.

Tetrahydrocannabinol- is the main psychoactive compound produced by the cannabis plant. THC has mild to moderate analgesic effects, can stimulate appetite, and reduce nausea.

Cannabidiol- is a non-psychoactive compound. It has proven effective in treating inflammation, pain, anxiety and spasms without the euphoria or lethargy often associated with cannabis.

[2] http://www.cwanalytical.com/

Cannabinol- is a product of THC degradation and can therefore indicate the age of cannabis.

Chemical Residue Screening: CW Analytical tests for some of the most commonly available pesticides, including pyrethrins and pyrethroids as well as some less common but highly toxic pesticides, such as Avid. They use a combination of enzyme-linked immuno assays and gas chromatography to screen samples for pesticide residues. All samples are first subjected to three independent enzyme-linked immunosorbent assays to verify the absence or presence of pesticide classes. The three assays screen for organophosphate and carbamate pesticides, pyrethroid pesticides, and avermectins (Avid). Samples are then analyzed by gas chromatography / mass spectrometry (GC/MS) to verify results and in some cases identify the actual pesticide residue detected by the immuno assays. Their GC/MS is calibrated regularly using known standards to ensure the accuracy of our test results.

Microbiological Screening: Specific microbiological tests are performed to assure products are safe for patient consumption.

Bacterial testing (Aerobic Plate Count, APC)- This is a general test to survey the general numbers of bacteria present on a given sample. Aerobic bacteria are a general class of organisms that use atmospheric oxygen and are considered ubiquitous contaminants. In most cases, this is the only bacteriological test needed to be performed on raw material. Under normal hygienic conditions low colony numbers are recorded. In the unlikely event of a positive (large numbers of bacterial colonies being present) test, subsequent specific tests for coliforms, and E. coli would be recommended.

Coliforms- Generally speaking, the spore-forming bacteria fall into the coliform bacteria group. These spore forming bacteria are used as indicator organisms for poor hygiene conditions as they are commonly found in the gut of animals.

E. coli- This test, specific for Escherichia coli, is only performed following high APC counts and is indicative of human and animal waste contaminations.

Yeast/Mold- This is a very general test for the presence of a number of yeast and fungal species. This test provides a medium specific for a variety yeast and fungal species and serves as an indicator based on total number growing colonies recorded. Under normal hygienic conditions low colony numbers are recorded. Since fungal species are somewhat more common on Cannabis flowers and some of them can be pathogenic to humans causing aspergillosis and other lung diseases, this test provides an important safeguard prior to patient consumption.

Edible Screening & Labeling: CW Analytical offers expert and reliable consultation on developing nutritional labels for all of our edible products. Label development includes serving size analysis, calculation of caloric content, ingredient disclosures, and accurate disclosure of cannabinoid content.

Our management team will work with CW Analytical to ensure comprehensive medication testing on all of our medication and keep updated on current procedures and methods. Our Intake Supervisor will be a trained and knowledgeable individual who will be responsible for submitting samples to the laboratory, receiving and compiling results, tracking member provider profiles, and maintaining inventory.

All test results will be submitted to the City Administrator on a quarterly basis, and all protocols or instructions put forth by the City will be strictly adhered to. *See Record Management section for more information.* Test results will include Cannabinoid Profiling, Chemical Residue Screening, Microbiological Screening, and Edible Screening & Labeling, as mentioned above. Results are emailed from CW Analytical for convenient filing and handling. In addition, all members will have access to testing results for all available medication. Results will be displayed at the counter in the dispensary for accessibility to interested members. THC and cannabinoid levels will be clearly indicated on the medication package as well. Edible medical cannabis products will also contain labels with percentage information, cannabis identity content, as well as other nutritional content. (*See Appendix G for Example of Edible Label*)

Organic Foods Production Act of 1990 & National Organic Program

It is important to Tidewater Patients Group that all of our medication is cultivated from an organic certification program, and produced and handled without the use of synthetic

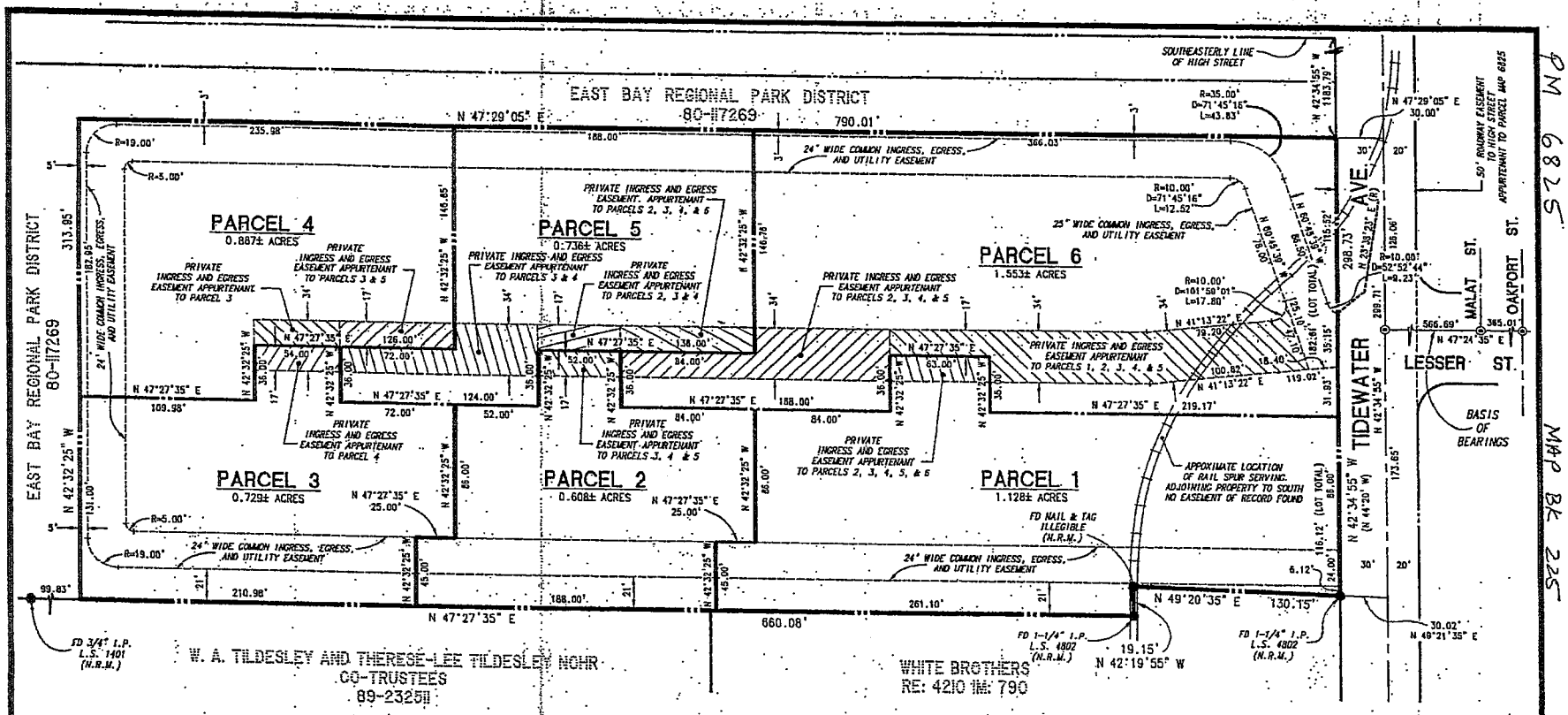
chemicals. To comply with the many detailed requirements set forth by the OFPA and NOP, we will enlist the service of a qualified consultant who is experienced in the organic agricultural and medical cannabis field to ensure compliance and develop standards to which our providers may adhere to.

MCD#11106

PM 6825

MAP BK 225

PG. 30



LEGEND

———	BOUNDARY LINE
P.S.D.E.	PRIVATE STORM DRAIN EASEMENT
P.S.S.E.	PRIVATE SANITARY SEWER EASEMENT
P.U.E.	PRIVATE UTILITY EASEMENT
P.W.L.E.	PRIVATE WATER LINE EASEMENT
⊙	FOUND STANDARD STREET MONUMENT
●	FOUND AS NOTED
R	RADIUS
D	DELTA
L	LENGTH
(N.R.M.)	NO RECORD OF MONUMENT FOUND

NOTES

1. ALL DISTANCES SHOWN HEREON ARE IN FEET AND DECIMALS THEREOF.

BASIS OF BEARINGS

THE MONUMENT LINE OF LESSER STREET TAKEN AS NORTH 47°24'35" EAST AS SHOWN ON THE MAP OF TRACT 2660 FILED FOR RECORD ON JUNE 25, 1965 IN BOOK 50 OF MAPS AT PAGES 28 AND 29, ALAMEDA COUNTY RECORDS, AND AS SHOWN HEREON.

PARCEL MAP 6825

FOR CONDOMINIUM PURPOSES

BEING A SUBDIVISION OF THAT CERTAIN PARCEL OF LAND DESCRIBED IN THE ASSIGNMENT OF LEASE TO TIDEWATER INVESTORS, A CALIFORNIA LIMITED PARTNERSHIP RECORDED APRIL 20, 1994 AS INSTRUMENT NO. 94-154883 ALAMEDA COUNTY RECORDS

CITY OF OAKLAND ALAMEDA COUNTY CALIFORNIA

SCALE: 1" = 40' JUNE 1995

KIER & WRIGHT
CIVIL ENGINEERS & SURVEYORS, INC.
5850 West Las Positas Boulevard, Suite 34
Pleasanton, California 94588

BOUNDARY & PARCEL LINE DATA, INGRESS AND EGRESS EASEMENTS & COMMON INGRESS, EGRESS & UTILITY EASEMENT

SHEET 2 OF 4 SHEETS

Z:\DRAW\660417PM.DWG

Order No. 815-295
UPDATE
Version 4

EXHIBIT "A"
LEGAL DESCRIPTION

THE LAND DESCRIBED HEREIN IS SITUATED IN THE STATE OF CALIFORNIA, COUNTY OF ALAMEDA, CITY OF OAKLAND, AND IS DESCRIBED AS FOLLOWS:

PARCEL ONE:

PARCELS 3, 4 AND 5, PARCEL MAP 6825, FILED SEPTEMBER 10, 1996, IN BOOK 225 OF PARCEL MAPS, PAGE 29, ALAMEDA COUNTY RECORDS.

EXCEPTING FROM PARCEL ONE:

A. ALL OIL, GAS AND OTHER HYDROCARBONS, WATER (AND STEAM) AND ALL OTHER MINERALS, WHETHER SIMILAR TO THOSE HEREIN SPECIFIED OR NOT, WITHIN OR THAT MAY BE PRODUCED FROM SAID PARCEL, PROVIDED HOWEVER, THAT THE SURFACE OF SAID PARCEL SHALL NEVER BE USED FOR THE EXPLORATION, DEVELOPMENT, EXTRACTION, REMOVAL, OR STORAGE OF ANY THEREOF, AS RESERVED IN THE DEED FROM STANDARD OIL COMPANY OF CALIFORNIA, A DELAWARE CORPORATION, TO NAVAJO TERMINALS, INC., AN INDIANA CORPORATION, RECORDED OCTOBER 28, 1968, SERIES NO. BA119019, REEL 2281,IMAGE 300, OFFICIAL RECORDS.

B. THE SOLE AND EXCLUSIVE RIGHT FROM TIME TO TIME TO DRILL AND MAINTAIN WELLS OR OTHER WORKS INTO OR THROUGH SAID PARCEL BELOW A DEPTH OF 500 FEET AND TO PRODUCE, INJECT, STORE, AND REMOVE FROM AND THROUGH SUCH WELLS OR WORKS OIL, GAS, WATER, AND OTHER SUBSTANCES OF WHATEVER NATURE, INCLUDING THE RIGHTS TO PERFORM ANY AND ALL OPERATIONS DEEMED NECESSARY BY STANDARD OIL COMPANY OF CALIFORNIA OR CONVENIENT FOR THE EXERCISE OF SUCH RIGHTS AS RESERVED IN THE DEED FROM STANDARD OIL COMPANY OF CALIFORNIA, A DELAWARE CORPORATION, TO NAVAJO TERMINALS, INC., AN INDIANA CORPORATION, RECORDED OCTOBER 28, 1968, SERIES NO. BA-119019, REEL 2281, IMAGE 300, OFFICIAL RECORDS.

PARCEL TWO:

A NON-EXCLUSIVE, PERPETUAL EASEMENT AND RIGHT-OF WAY, FOR USE AS A ROADWAY FOR VEHICLES OF ALL KINDS, PEDESTRIANS AND ANIMALS, FOR WATER, GAS, OIL AND SEWER PIPELINES, AND FOR TELEPHONE, ELECTRIC LIGHT AND POWER LINES, TOGETHER WITH THE NECESSARY POLES OR CONDUITS TO CARRY SAID LINES, OVER THE FOLLOWING DESCRIBED PARCEL OF LAND:

BEGINNING AT THE POINT OF INTERSECTION OF THE SOUTHWESTERN LINE OF JENSEN STREET, FORMERLY COMMERCE STREET, WITH THE SOUTHEASTERN LINE OF HIGH STREET; RUNNING THENCE ALONG THE SAID LINE OF HIGH STREET THE TWO FOLLOWING COURSES AND DISTANCES: SOUTH 46 MINUTES 00 MINUTES WEST, 853.40 FEET TO AN ANGLE POINT THEREON; AND THENCE CONTINUING SOUTH 41 DEGREES 32 MINUTES WEST, 24.68 FEET TO THE ACTUAL POINT OF BEGINNING; THENCE CONTINUING ALONG THE SAID SOUTHEASTERN LINE OF HIGH STREET, SOUTH 41 DEGREES 32 MINUTES WEST, 50.15 FEET TO THE DIRECT EXTENSION NORTHWESTERLY OF THE COURSE DESIGNATED AS "NORTH 44 DEGREES 20 MINUTES WEST, 1061.22 FEET" IN THE DEED BY PACIFIC TANK & PIPE COMPANY, TO PACIFIC GAS AND ELECTRIC COMPANY, DATED DECEMBER 23, 1925, AND RECORDED DECEMBER 30 1925, IN BOOK 1208, PAGE 174, OFFICIAL RECORDS; RUNNING THENCE

Order No. 815-295
UPDATE
Version 4

EXHIBIT "A"
LEGAL DESCRIPTION continued

ALONG SAID EXTENDED LINE AND ALONG SAID DESIGNATED COURSE, SOUTH 44 DEGREES EAST, 2210.01 FEET TO THE SOUTHEASTERN LINE OF SAID LAND DESCRIBED IN SAID DEED TO PACIFIC GAS AND ELECTRIC COMPANY; THENCE ALONG THE LAST NAMED LINE, NORTH 47 DEGREES 35 MINUTES 30 SECONDS EAST, 50.02 FEET TO A LINE DRAWN SOUTH 44 DEGREES EAST FROM THE ACTUAL POINT OF BEGINNING; THENCE NORTH 44 DEGREES WEST, 2215.56 FEET TO THE ACTUAL POINT OF BEGINNING.

APN: 034-2300-021, 034-2300-022 AND 034-2300-023

PLACER TITLE COMPANY

ANA G. CHRETIEN
[redacted]
BERKELEY, CA 94708

July 19, 2004

Order No.: 815-295
Reference:

Property Address:

4709, 4715 AND 4719 TIDEWATER AVENUE , OAKLAND, CA 94601

Enclosed are the reports you requested on the above referenced property. Thank you for letting us be of service to you. If you have any questions concerning this report, please contact the office shown on the first page of the report.

MCD#11106

UPDATE
Version 4

PLACER TITLE COMPANY

CUSTOMER DISTRIBUTION

Date: 07-19-2004

Order Number: 815-295
Cust. Ref.:

Property Address:
4709, 4715 AND 4719 TIDEWATER AVENUE , OAKLAND, CA 94601

DELIVERY

Tidewater Patients Group
SENT VIA EMAIL

September 30, 2011

Dear Bill and Alexis,

It was good meeting with you and hearing your presentation on your proposal to build and operate the Tidewater Patients Group Medical Cannabis Dispensary. We enjoyed learning about your group and have had an opportunity to review your proposed building and site plans as well as your operational pro forma and other organizational planning documents.

On behalf of the Tidewater Group LLC, I agree to lease 1407 Tidewater to the Tidewater Patients Group for the use of a medical cannabis dispensary **contingent upon an issuance of a permit from the City of Oakland**. We also agree that your group may submit our address as the site of the dispensary in your application.

Further, we have reviewed your proposed plans for a building on the site and its interior Tenant Improvements. By evidence of this document, we agree to apply to provide the necessary funds to complete construction of the same, estimated to be [redacted] We agree that the cost of this construction will be repaid by Tidewater Patients Group, as an augmentation to your monthly rent.

To help your organization fund its operating costs until it becomes self-sustaining, (month 7 according to your proposal) we will provide you with a loan, based on the pro forma you provided us. This loan will be repaid in addition to the agreed-upon rent and repayment of construction costs discussed above.

These agreements shall be **null and void** in the event it is found that Tidewater Patients Group is not operating in **strict compliance** with state law, the Attorney General Guidelines, the Oakland Municipal 5.80, the City of Oakland Administrative Regulations and Performance Standards for Oakland Medical Cannabis and all other applicable regulations.

To ensure that you are in compliance with these regulations, you have agreed to meet with us on a monthly basis once the rent term begins. You will allow for us to have access to your books, records and accounts upon 24-hour notice so that we may ensure that you are operating as a non-profit.

I am providing you with a copy of a proof of funds for myself, as managing member of the LLC, and a copy of the funds in the Tidewater Group bank account, which shows a capacity to fund the construction of the building, the Tenant Improvements, and the loan for operational expenses plus 20%.

Best of luck on your application,

Ana Chrètien, Managing Member,

Tidewater Patients Group, LLC

MCD#11106

*From plans approved in 1992

TIDEWATER BUSINESS PARK

TIDEWATER ST. & LESSER ST.

OAKLAND, CA 94601

TIDEWATER PROPERTIES DEVELOPMENT

6352 RIDGEMONT DRIVE OAKLAND, CA 94611

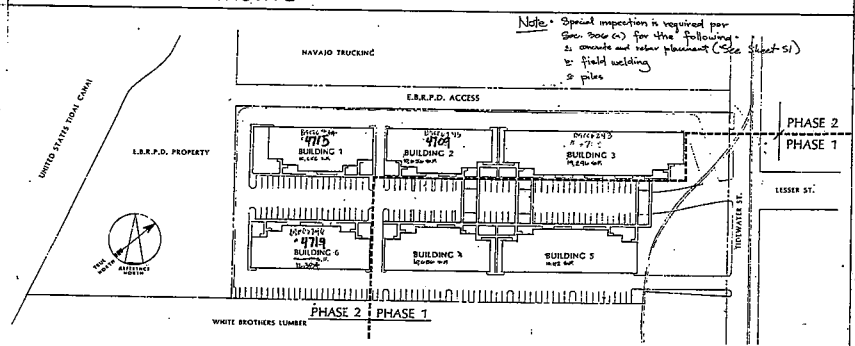
VICINITY MAP

ABBREVIATIONS

NOTE:
THIS LIST IS FOR CONVENIENCE ONLY AND DOES NOT INDICATE THAT ALL ABBREVIATIONS ARE USED.

&	And	NIC	Double	FT.	Foot or Feet	M.O.	Masonry Opening	SIM.	Similar
∠	Angle	DEPT.	Department	FTG.	Footing	MTD.	Mounted	S.L.D.	See Landscape Drawings
@	At	D.F.	Drinking Fountain	FURR.	Furring	MUL.	Mullion	S.M.D.	See Mechanical Drawings
℄	Centerline	DET.	Detail	FUT.	Future			S.R.D.	Sanitary Napkin Dispenser
ø	Diameter or Round	DIA.	Diameter			[N]	New	S.N.R.	Sanitary Napkin Receptacle
#	Pound or Number	DIM.	Dimension	GA.	Gauge	N.	North	S.P.D.	See Plumbing Drawings
		DISP.	Dispenser	GALV.	Galvanized	N.I.C.	Not In Contract	SPEC.	Specification(s)
ACOUS.	Acoustical	DN.	Down	G.B.	Grab Bar	NO.	Number	SQ.	Square
A.D.	Area drain	D.O.	Door Opening	GL.	Glass	NOM.	Nominal	S.S.D.	See Structural Drawings
ADJ.	Adjustable	DR.	Door	GND.	Ground	N.T.S.	Not To Scale	S.ST.	Stainless Steel
A.F.F.	Above Finish Floor	DWR.	Drawer	GOVT.	Government			S.SK.	Service Sink
AGGR.	Aggregate	D.L.	Downspout	GLB	Glue-Laminated Beam	O.A.	Overall	STD.	Standard
AL.	Aluminum	D.S.P.	Dry Standpipe	GR.	Grade	OBS.	Obscure	STL.	Steel
APPROX.	Approximate	DWG.	Drawing	G.S.M.	Galvanized Sheet Metal	O.C.	On Center	STOR.	Storage
ARCH.	Architectural					O.D.	Outside Diameter	STRU.	Structural
ASB.	Asbestos	(E)	Existing	GYP.	Gypsum	OFF., OFCI, OFCI	Office, Owner furnished, Contractor installed	S.T.S.	Self-Tapping Screw
ASPH.	Asphalt	E.	East	H.B.	Hose Bibb	O.H.	Overhead	SUSP.	Suspended
		EA.	Each	H.C.	Hollow Core	OPNG.	Opening	SYM.	Symmetrical
BD.	Board	E.J.	Expansion Joint	HCP.	Handicapped	OPP.	Opposite		
BITUM.	Bituminous	EL.	Elevation	HDWR.	Hardwood	P.A.	Planting Area	TFR.	Tread
BLDG.	Building	ELEC.	Electrical	HDWT.	Hardware	PAV.	Paving	T.B.	Towel Bar
BLK.	Block	ELEV.	Elevator	H.M.	Hollow Metal	PL.	Plate	T.O.B.	To be determined
BLKG.	Blocking	EMER.	Emergency	HORIZ.	Horizontal	P.LAM.	Plastic Laminate	T.O.C.	Top of Curb
				HR.	Hour	PLAS.	Plaster	TEL.	Telephone
				H.D.	Handrail	PLYWD.	Plywood	T.O.W.	Top of Wall
				HT.	Height	PR.	Pair	T.W.	Tempered Glass
BM.	Beam	ENCL.	Enclosure	I.D.	Inside Diameter	PR	Prepaint Argument	TYP.	Typical
BOT.	Bottom	E.P.	Electrical Panelboard	IN.	Inch(es)	PRCST.	Pre-cast	U.O.N.	Unless Otherwise Noted
B.U.	Built-up	EQ.	Equal	INSUL.	Insulation	PREFAB.	Prefabricated	UR.	Urinal
CAB.	Cabinet	EQPT.	Equipment	INT.	Interior	PT.	Paint		
C.B.	Catch Basin	E.W.C.	Electric Water Cooler	JAN.	Janitor	P.T.D.	Paper Towel Dispenser	V.A.T.	Vinyl Asbestos Tile
		EXPO.	Exposed	JT.	Joint	P.T.D/R.	Combination Paper Towel Dispenser and Receptacle	V.C.T.	Vinyl Composition Tile
CEM.	Cement	EXP.	Expansion	KIT.	Kitchen	PTN.	Partition	VERT.	Vertical
C.G.	Corner Guard	EXT.	Exterior			R.	Riser	VEST.	Vestibule
C.I.	Cast Iron	F.A.	Fire Alarm	LAB.	Laboratory	RAD.	Radius	V.I.F.	Verify in Field
CLG.	Ceiling	F.E.	Fire Ext	LAM.	Laminate	R.C.P.	Reflected Ceiling Plan	V.W.C.	Vinyl Wall Covering
CLKG.	Caulking	F.D.	Floor Drain	LAV.	Lavatory	R.D.	Roof Drain		
CLO.	Closet	FDN.	Foundation	LKR.	Locker	REF.	Reference	W.	West
CLR.	Clear	F.E.	Fire Extinguisher	LT.	Light	REFR.	Refrigerator	W/	With
CMP	Color-formed Metal Framing			MACH.	Machine	REGIST.	Register	W.C.	Water Closet
C.M.U.	Concrete Masonry Unit	F.H.C.	Fire Hose Cabinet	MAX.	Maximum	REINF.	Reinforce or Reinforcing	WD.	Wood
C.O.	Cased Opening	F.M.V.S.	Flat Head Wood Screw	M.B.	Machine Bolt	REQ.	Required	W.D.	Window Dimension
CO	Change Order	FIN.	Finish	M.C.	Medicine Cabinet	RESIL.	Resilient	W.O.	Where Occurs
COL.	Column	FL.	Floor	MECH.	Mechanical	RM.	Room	W/O	Without
CONC.	Concrete	FLASH.	Flashing	MEMB.	Membrane	R.O.	Rough Opening	WP.	Waterproof
CONN.	Connection	FLUOR.	Fluorescent	MET.	Metal	R.R.	Roof Rain Machine Bolt	W.R.	Water Resistant
CONSTR.	Construction	F.O.	Field Order	MFR.	Manufacturer			WSCT.	Wainscot
CONT.	Continuous	F.O.B.	Face of Building	M.H.	Manhole	S.	South	WT.	Weight
CORR.	Corridor	F.O.C.	Face of Concrete	MIN.	Minimum	S.C.	Solid Core	W.V.P.	Vinyl Wire Fabric
CTSK.	Countersunk	F.O.F.	Face of Finish	MIR.	Mirror	S.C.D.	Soap Cover Dispenser		
CNTR.	Counter	F.O.S.	Face of Stud	MISC.	Miscellaneous	SCHED.	Schedule		
C.T.	Ceramic Tile	F.O.W.	Face of Wall			S.D.	Soap Dispenser		
CTR.	Center	FPRF.	Fireproofing						
		F.R.T.	Fire Retardant Treated						

SITE PLAN & PHASING



Note: Special inspection is required per Sec. 306 (a) for the following:
1. concrete and rebar placement (See Sheet S1)
2. field welding
3. piles

SYMBOLS

- COLUMN GRID LINE
- Dimension to COLUMN GRID LINE
- Dimension to CENTERLINE of Construction
- Dimension to FACE OF FINISH
- DRAWING NOTE
- ROOM IDENTIFICATION (Room Number, Room Finishes: Floor/Baseboard/Wall-Ceiling, Ceiling Height)
- ROOM MARK
- PLAN, EL., SECTION OR DETAIL WHERE DRAWN
- REVISION NUMBER (Cloud around Revision revision)
- PROPERTY LINE
- DATUM POINT
- SECTION (Section Identification, Sheet where drawn)
- ELEVATIONS (Elevation Identification, Sheet where drawn)
- DETAILS KEY IN DRAWINGS (Detail Identification, Sheet where drawn)
- DETAILS KEY IN MATERIALS (Key for detail drawn on same sheet)
- DETAILS KEY IN NOTATIONS (Sheet where drawn, Detail Identification)
- STOREFRONT TYPE
- MATCH LINE
- EXISTING SPOT ELEVATION
- NEW SPOT ELEVATION

DRAWING INDEX

ARCHITECTURAL

T0.1	TITLE SHEET
C1.0	SURVEY
C1.01	PLOT PLAN
C1.1	STORM SEWER OUTFALL & DETAILS
C1.2	NOT USED
C1.3	SITE PLAN - HORIZONTAL CONTROL
C1.4	SITE PLAN - HORIZONTAL CONTROL
A2.0	FLOOR PLAN & ROOF PLAN BLDG. 6
A2.1	FLOOR PLANS BLDG 1, BLDG 2, BLDG 4
A2.2	FLOOR PLANS BLDG. 3, BLDG. 5
A2.3	NOT USED
A2.4	ROOF PLANS BLDG 1, BLDG 2, BLDG. 4
A2.5	ROOF PLANS BLDG 3, BLDG 5
A3.0	NOT USED
A3.1	TYPICAL BUILDING SECTIONS, BLDG 1 THRU BLDG 6
A3.2	EXTERIOR ELEVATIONS BLDG. 6
A3.3	EXTERIOR ELEVATIONS BLDG. 1, BLDG. 2, BLDG. 4
A3.4	EXTERIOR ELEVATIONS BLDG. 3
A3.5	EXTERIOR ELEVATIONS BLDG. 5
A5.0	DETAILS
A5.1	DETAILS

MECHANICAL

M1.0	MECHANICAL SITE PLAN & LEGEND
M1.1	MECHANICAL PLAN PLAN BLDG. 1 & 6
M1.2	MECHANICAL PLAN PLAN BLDG. 2 & 4
M1.3	MECHANICAL PLAN PLAN BLDG. 3 & 5

STRUCTURAL

S-1	STRUCTURAL NOTES AND TYPICAL DETAILS
S-2.1	FOUNDATION PLAN BUILDINGS #1 & #6
S-2.2	SLAB ON GRADE REINF. PLAN BUILDING #4 & #5
S-2.3	ROOF FRAMING PLAN, BUILDING #4 & #5
S-2.4	FOUNDATION PLAN
S-3.1	WALL PANEL ELEVATIONS & DETAILS
S-3.2	WALL PANEL DETAILS
—	—
—	—
S-5.1	CONCRETE DEPTH SCHEDULE AND DETAILS
S-7.1	ROOF FRAMING DETAILS

ELECTRICAL

E-1	[illegible]
E-2	[illegible]
E-3	[illegible]
E-4	[illegible]
E-5	[illegible]

LANDSCAPE

L1.0	PLANTING PLAN
L1.1	PLANTING PLAN
L2.0	IRRIGATION PLAN
L2.1	IRRIGATION PLAN
L3.0	DETAILS

Where Conceptual Plans have been reviewed by Mechanical & Electrical Engineers, the conceptual plans which they have reviewed are the Electrical Layout & Mechanical Layout Drawings. Additional comments have been added and are held by Architect responsible. Since we have not seen the Electrical or Mechanical Drawings we have the Engineer of Record responsibility for the design. Architect will coordinate all the drawings.
by [illegible] Date: 1-6-92

Received [illegible] 2:30 pm
City of Oakland
Building Services
SEE REV. IN A5

IDG ARCHITECTS

TIDEWATER BUSINESS PARK
TIDEWATER ST. AND LESSER ST.
OAKLAND, CA 94601

CONSULTANT

STRUCTURAL
PETER CHILLY & ASSOCIATES
322 - Second Street, Suite 500
San Francisco, CA 94107
(415) 543-5500

MECHANICAL
H & M CONSULTING ENGINEERS

ELECTRICAL
PACIFIC ENGINEERING

LANDSCAPE
Chris Pattillo
IRRIGATION CONSULTANT

1/6/92	PERMIT REVISED
12/20/91	AGENCY REVIEW
11/22/91	90%
11/08/91	50%
10/11/91	PRELIMINARY REVIEW

DRAWING TITLE: TITLE SHEET

PLOT DATE: 1/6/92
DRAWN BY: J.C.D.
CHECKED BY:
JOB NUMBER: T.B.C.
DRAWING No.: T0.1

SHEET OF

MCD#11106

Environmental Transaction Screen
and
Phase I Assessment Update
of
4709, 4715, 4719 Tidewater Avenue
Oakland, California

Performed For:
Mr. A.A. Batarse, Jr.
C/o Mr. Les Rich
10550 International Blvd.
Oakland, California 94603

Prepared By:
PIERS Environmental Services, Inc.
1330 S. Bascom Avenue, Suite F
San Jose, CA 95128

September 2006
Project: 6304

MCD#11106

PIERS
Environmental Services, Inc.

1330 S. Bascom Ave., Suite F
San Jose, CA 95128

Tel (408) 559-1248 Fax (408) 559-1224

September 18, 2006

Mr. A.A. Batarse, Jr.
C/o Mr. Les Rich
10550 International Blvd.
Oakland, California 94603

RE: Environmental Transaction Screen and Phase I Update
4709, 4715, 4719 Tidewater Avenue
Oakland, California

Dear Mr. Batarse:

PIERS Environmental Services, Inc. is pleased to provide you with the attached Environmental Transaction Screen (ETS) and Phase I update for the property located at 4709, 4715, and 4719 Tidewater Avenue, in Oakland, California (hereinafter referred to as the "Property"). The work performed for this project included a search and review of regulatory database information; visual reconnaissance of the Property; review of selected historical and regulatory records, and review of a questionnaire completed by a representative of the Property owner.

If you have any questions regarding this report, please do not hesitate to contact our office. It has been a pleasure working with you on this project and we look forward to working with you again in the near future.

Sincerely,
PIERS Environmental Services, Inc.

REGISTERED ENVIRONMENTAL ASSESSOR
CRAIG R. BRANTING
No. 02850
Expires 7/07
STATE OF CALIFORNIA

Craig R. Branting
Project Manager
REA # 02850

REGISTERED ENVIRONMENTAL ASSESSOR - II
NORMA K. PANNELL
No. 20236
Expires 5/07
STATE OF CALIFORNIA

Kay Pannell
Chief Operations Officer
REP #5800, REA-II #20236

CLEANERS

Neither that Property nor any adjacent parcels were listed on the CLEANERS database.

HAZNET

Neither that Property nor any adjacent parcels were listed on the HAZNET database.

REGULATORY RESEARCH

Alameda County Environmental Health Department (ACEHD)
Inquiry Date – September 6, 2006

On September 6, 2006, PIERS requested the file for the Property at the ACEHD. PIERS was informed that there were no files for the Property at the ACEHD.

Oakland Fire Department (OFD)
Inquiry Date – September 6, 2006

On September 6, 2006, PIERS requested the file for the Property at the OFD. As of the date of this report, no response has been received from the OFD. When the response is received, and the file has been reviewed, PIERS will prepare and submit an addendum to this report, if the file review indicates significant environmental concerns to the Property.

Regional Water Quality Control Board (RWQCB)
Inquiry Date – September 6, 2006.

On September 6, 2006, PIERS requested the files for the sites surrounding the Property at the RWQCB. PIERS was informed that there were no files for the sites surrounding the Property at the RWQCB.

CONCLUSIONS AND RECOMMENDATIONS

PIERS has completed this ETS and Phase I ESA Update for the Property located at 4709, 4715, and 4719 Tidewater Avenue, Oakland, California.

In April 2004, a Phase I Environmental Site Assessment (ESA) for the Property was conducted by PIERS; the ESA concluded the following:

- No hazardous materials or other chemicals were observed at the Property, except for a discarded refrigerator.
- No evidence was observed of improper usage, storage, or disposal of hazardous materials or other chemicals.

- One pad-mounted transformer is located on the Property. Based on the relatively new appearance, it is unlikely to contain PCBs.

- There is at least one storm drain within the asphalt-paved portion of the Property, and other drains located near the perimeter. No unusual staining or odors were observed at the drain locations.

- No evidence of water supply, irrigation, oil, injection, or dry wells was observed on the Property. No storage tanks were observed on the Property.

- No stained soil was observed at the Property. No significant staining was observed on the exterior paved surfaces.

- The regulatory agency database search for the Property and surrounding area did not identify any sites of concern; the adjacent parcel to the northwest is a Leaking Underground Storage Tank (LUST) case. This case involves two underground oil storage tanks, which were removed in 1986 and 1987. Following these tank removals, analyses of soil and groundwater samples did not show any significant environmental impacts, and no further work was recommended. While this case is not formally closed, there are no documents in the file requiring any further work.

- No evidence was discovered during the assessment to indicate that activities currently or historically conducted on the Property have resulted in recognized environmental concerns.

- No further work regarding the status of the subsurface environmental conditions at the Property was recommended.

- An environmental assessment of nearby parcels was conducted by Aqua Science Engineers in May 1998. This assessment, entitled *Phase I Environmental Site Assessment, 4703, 4721 and 4723 Tidewater Avenue, Oakland, California*, did not identify any significant environmental concerns at the Property, and no further assessment was recommended.

Consistent with the findings of the previous ESA, PIERS has found no evidence of confirmed environmental impairment from on-site Property activities. Based on research conducted for this update and the previous ESA, it appears unlikely that the Property has been adversely impacted by contaminants originating on other nearby, agency-listed chemical use or release sites.

No further investigation of the subsurface environmental conditions at the Property is recommended at this time.

MCD#11106

CITY OF OAKLAND

INDUSTRIAL DISTRICT STRATEGY SUPPORT

PUBLIC INFRASTRUCTURE ASSESSMENT AND RECOMMENDATIONS

WOODLAND-81ST AVENUE / MELROSE-COLISEUM / TIDEWATER INDUSTRIAL ZONES

October 8, 2008

Prepared For:

Community and Economic Development Agency (CEDA)

City of Oakland, CA

Prepared By:

BKF
ENGINEERS / SURVEYORS / PLANNERS

2737 North Main
Walnut Creek, CA 94597-2714
Phone: 925.940.2200

Contact:
Dan Schaefer, PE – Principal
Chris Mills, PE – Project Manager
Kevin Wong, PE – Project Engineer

BKF

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City of Oakland
Industrial District Strategy Support
Public Infrastructure Assessment and Recommendations

I. INTRODUCTION AND FRAMEWORK

The City of Oakland, through its Community and Economic Development Agency (CEDA), seeks to encourage economic growth in selected industrial areas by developing and implementing an Industrial District Strategy. Three focused areas that have been targeted for study at this stage include:

- Woodland-81st Avenue Industrial Zone,
- Melrose-Coliseum Industrial Zone, and
- Tidewater Industrial Zone

These areas comprise industrial areas near the Oakland Coliseum Complex. CEDA has defined the limits of each zone based on existing land uses, roadway networks and circulation (Figures 1.0, 4.1, 4.14 and 4.23).

This Public Infrastructure Assessment and Recommendations Report provides groundwork for implementing the Industrial District Strategy. The report first focuses on determining the ability of the existing infrastructure to support the core growth element of the Industrial District Strategy. Next, gateway and streetscape opportunities to enhance the zones are examined, and order of magnitude estimates for the improvements are provided. Finally, priorities for implementing the improvements are established.

This report serves as the foundation to developing an overall framework for the districts' formation and implementation. Further refinement of the recommendations and priorities will be developed as the plan is implemented.

Tidewater Industrial Zone

Tier 1	*Cost*
Level 1 - Gateway Modifications Level 2 - Storm Drain and Sanitary Sewer Modifications Level 3 - Surface/Streetscape Improvements 25% Contingency	[redacted]
Total	

Tier 2	*Cost*
Level 2 - Storm Drain and Sanitary Sewer Modifications Level 3 - Surface/Streetscape Improvements 25% Contingency	[redacted]
Total	

Tier 3	*Cost*
Level 2 - Storm Drain and Sanitary Sewer Modifications Level 3 - Surface/Streetscape Improvements 25% Contingency	[redacted]
Total	

Tidewater Industrial Zone Total [redacted]

BKF
ENGINEERS / SURVEYORS / PLANNERS

Oakland Industrial Districts
Oakland, CA

Unit Costs

Pavement Rehabilitation	$/SF	$/TON	$/BAR
Slurry Seal	$0.60		
AC Grind/Overlay (Minimum 2")	$2.50		
Remove AC/Recompact Base Material	$9.00		
Pavement Section Replacement (7" AC/23.5" AB)	$11.50		
Mill Pavement	$0.20		
AC Overlay		[redacted]	
Dowel Bar Retrofit			[redacted]
Note: $30 / Bar includes installation			

Railroad Crossing Rehabilitation	$/Crossing
AC Grind	[redacted]

Miscellaneous	$/SF	$/EA	$/LF	$/TIER
Concrete Sidewalk	$8.00			
Street Light		[redacted]		
Street Tree				
Signage				[redacted]
Striping			$1.75	
Trafffic Signal Modifications		[redacted]		
Landscaping	$5.00			

Right-of-Way Separation	$/LF
Wrought Iron Fence	[redacted]
Note: Assume 50% of total linear footage needs fencing. Sections with buildings, parking lots, driveways, etc. do not need fencing	

Prepared 08/29/2008

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Walnut Creek, CA 94597

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Oakland Industrial District
Tidewater Industrial Zone
Oakland, CA

Tier 1
High Street
Lesser Street
Oakport Street
Tidewater Avenue

ENGINEER'S OPINION OF PROBABLE CONSTRUCTION COST

TIER 1

LEVEL	DESCRIPTION		UNIT COST	QTY.	UNIT	AMOUNT
1	***GATEWAY MODIFICATIONS***					
	LESSER / OAKPORT STREET GATEWAY		[redacted]	1	EA	[redacted]
					GATEWAY MODIFICATIONS SUBTOTAL	[redacted]
2	***STORM DRAIN AND SEWER***					[redacted]
	STORM DRAIN MODIFICATIONS					[redacted]
	SEWER MODIFICATIONS					[redacted]
					STORM DRAIN AND SEWER SUBTOTAL	[redacted]
3	***SURFACE / STREETSCAPE***					[redacted]
	GRIND / AC OVERLAY		$ [redacted]		SF	[redacted]
	REMOVE AC / RECOMPACT BASE		$ [redacted]		SF	[redacted]
	PAVEMENT SECTION REPLACEMENT		$ [redacted]		SF	[redacted]
	CONCRETE SIDEWALK	x50%	$ [redacted]		SF	[redacted]
	NOTE:ASSUME 50% SIDEWALKS NEED RECONSTRUCTION					[redacted]
	STREET LIGHTS		$ [redacted]		EA	[redacted]
	SIGNAGE		$ [redacted]		TIER	[redacted]
	STREET TREES		$ [redacted]		EA	[redacted]
	LANDSCAPING		$ [redacted]		SF	[redacted]
	STRIPING		$ [redacted]		LF	[redacted]
	WROUGHT IRON FENCING		$ [redacted]		LF	[redacted]
					SURFACE / STREETSCAPE SUBTOTAL	[redacted]
	TIER 1					[redacted]
	LEVEL 1					[redacted]
	LEVEL 2					[redacted]
	LEVEL 3					[redacted]
					25% Contingency	[redacted]
					TIER 1 TOTAL	[redacted]

Prepared 08/29/2008

2737 North Main Street, Suite 200
Walnut Creek, CA 94597

MCD#11106

BUILDERS CONTROL
REAL ESTATE SERVICES

Asset management for all aspects of the Real Estate Life Cycle

October 11, 2011

To whom it may concern,

This letter should serve as evidence of our commitment to provide pro bono construction-related services to the Tidewater Patients Group on the design and construction of a new 10,565 SF building on Tidewater Avenue. These services will include assisting with obtaining bids on the work, providing key oversight and funds control services during construction, and assisting with vetting and retaining of effective general contractors and sub-contractors.

BCRES has over 70 years of experience in the construction industry. We provide funds control, construction completion, entitlement, receivership, and inspection services for the development and lending community.

BCRES supports the city of Oakland's efforts to help regulate the use of medicinal cannabis, and is pleased to offer these pro bono services to the Tidewater Patients Group.

John Bohannon
Director of Construction Services
Builders Control Real Estate Services

The Fire Consultants, Inc.

October 11, 2011

VIA E-MAIL: bill.koziol@gmail.com

Mr. Bill Koziol
Tidewater Patients Group
19 Embarcadero Cove
Oakland, CA 94606

TIDEWATER BUSINESS PARK
PRELIMINARY BUILDING CODE EVALUATION

Dear Carlos:

This letter summarizes fire protection and building code related comments from our preliminary review of the proposed Tidewater Industrial Business park facility in Oakland, CA. We reviewed the architectural floor plan drawing information that you e-mailed to me on October 7, 2011, and the proposed building description. The facility is being evaluated for use as a medical cannabis dispensary as part of the City of Oakland's Medical Cannabis Dispensary Request for Permit Application project. The proposed building will be about 10,500 square feet and will be one story tall with a non-occupied roof structure. You indicated that the building is proposed to be of non-combustible construction, and that it will house a greenhouse type roof for the interior bloom and vegetation spaces. We have evaluated the proposed building relative to the fire protection and means of egress related requirements of 2010 California Building Code (CBC), based on the proposed use of the industrial building.

1. Based on the building height and area, the facility could be of virtually any construction type outlined in the CBC. To limit the potential combustible loading and the hazard, we recommend that the building be of Type II-B construction. This will require that the building be of non-combustible construction. However, this permits the structural elements to be non-rated.

2. The building will be a combination of Group B (office/administration areas), Group F-1 (industrial area and vegetation and bloom rooms), Group M (Mercantile areas), and Group S (Storage areas) occupancy. Based on the recommended construction type and the building area, the design can apply the non-separated use provisions in CBC Section 508.2.3 to allow for the elimination of fire-resistive rated occupancy separations between the different building areas.

3. The current building design proposal includes two separate tenant areas. If the building is of Type II-B construction, then no rated separation is required between the two tenant areas. However, we recommend that the wall between the two

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www.thefireconsultants.com

tenant areas be constructed as a 1-hour rated fire barrier, to allow the tenant spaces to be considered as separate control areas. This will maximize the potential use and storage of hazardous materials within each space under the 2010 CBC, while maintaining separation between the control areas in accordance with CBC Section 414.2.4.

4. The amount of hazardous materials stored and used within each tenant space is required to be limited to the quantities identified in the attached tables. We have outlined the code permitted storage and use quantities depending on whether automatic sprinkler protection is provided throughout the building, or not.

5. To limit the potential fire size and to maximum protection for the building occupants and responding fire department personnel, we recommend that automatic sprinkler protection be provided throughout the building. The sprinkler system should be designed in accordance with the 2010 Edition of NFPA 13, Standard for the Installation of Sprinkler Systems. We recommend that the sprinkler protection for the bloom and vegetation rooms, the cloning room, and the associated work area be designed to protect an Ordinary Group 2 hazard. This is based on the NFPA 13 hazard classification requirements for agricultural facilities, loading dock spaces, and typical storage type space (storage less than 12 feet). The sprinklers protecting the office areas and counter space can be designed to protect a Light Hazard. If the building will include any high piled storage areas, with storage heights greater than 12 feet then these spaces will need to be designated as high piled storage and the building protection enhanced in accordance with California Fire Code (CFC) Chapter 23.

6. Unless required due to delayed egress door locking hardware, the building would not typically require a fire alarm system. However, a fire alarm control unit is required to electronically supervise all valves controlling the water supply for the automatic sprinkler system. Alarm, supervisory, and trouble signals from the fire alarm control unit monitoring the sprinkler system valves are required to be automatically transmitted to an approved supervision station. The building is also required to include on exterior approved audible device that will activate upon the equivalent flow of one sprinkler. Additionally, if a fire alarm system is provided, then the activation of the automatic sprinkler protection is required to initiate the occupant notification devices provided as part of the fire alarm system.

7. The back of house building areas including the bloom and vegetation room are accessed through a security monitoring room. As the design progresses, the inclusion of any locked egress doors as part of the building security system should be reviewed. The CBC typically requires that egress doors be unlocked to allow for free egress travel out of occupied building areas (doors can be locked to prevent unauthorized access to building areas). However, CBC Section 1008.1.9.7 does permit delayed egress locks on doors in buildings protected

throughout by an approved automatic sprinkler system and an approved automatic smoke detection system. Additionally, CBC Section 1008.1.9.8 allows for the installation of listed electromagnetically locked egress door from Group B and M occupancy areas, which could potentially be used in the front of house building areas, if compliance with the conditions listed in this code section is maintained. The use of these types of locking hardware should be reviewed in future design phases based on the security approach for the facility.

8. The general means of egress system for the building will be required to comply with CBC Chapter 10. The overall occupant load for the building areas is limited. The front of house dispensary areas can be treated as a mercantile type use with an occupant load factor of 30 square feet per occupant. This space is provided with access to two exits. The back of house work area, bloom room, and vegetation room are currently accessed from a single security monitoring room. The space is about 1,250 square feet in total building area. We recommend that this space be assigned a gross occupant load factor of 100 square feet per occupant, resulting in a calculated occupant load of 13. This would permit access to a single exit as long as the common path of egress travel for all areas within the back of house space is less than 100 feet in accordance with CBC Section 1014.3, exception 1. This assumes that automatic sprinkler protection is provided. The current layout maintains compliance with this requirement.

This letter summarizes general fire protection and egress related comments and recommendations for the proposed Tidewater Patients Group facility in Oakland, CA. As the design of the project continues, and additional details regarding the architectural layout and design of the building are determined, we can review the overall fire protection and building code compliance design approach in greater detail. Please contact me with any questions regarding the information outlined in this letter.

Sincerely

Brian D. Gagnon, P.E.

BDG/JAM:bg
11-1478LT Tidewater Preliminary Evaluation

MCD#11106

Amount of Hazardous Materials Permitted in Storage or in Open Use in Control Areas on the first floor in Gallons (except where noted), based on CBC Sections 307 and 414.				
Hazardous Material Type	Amount in Storage		Amount in Open Use	
	Not Sprinklered	Sprinklered	Not Sprinklered	Sprinklered
Combustible Liquid, Class II	120	240	30	60
Combustible Liquid, Class IIIA	330	660	80	160
Flammable Cryogenics	45	90	10	20
Oxidizing Cryogenics	45	90	10	20
Flammable Gas (liquified)	150	300	N/A	N/A
Flammable Liquid (Class I-A)	30	60	10	20
Flammable Liquid (Class I-B and I-C	120	240	30	60
Flammable Solid (Cubic Feet)	125	250	25	50
Organic Peroxide, Unclassified Detonable	N/A	1	N/A	0.25
Organic Peroxide, Class I	5	10	1	2
Organic Peroxide, Class II	50	100	10	20
Organic Peroxide, Class III	125	250	25	50
Oxidizer, Class 4	N/A	1	N/A	0.25
Oxidizer, Class 3	10	20	2	4
Oxidizer, Class 2	250	500	50	100
Oxidizing Gas, Liquified	150	300	N/A	N/A
Pyrophoric Material	N/A	4	0	0
Unstable (reactive), Class 4	N/A	1	N/A	0.25
Unstable (reactive), Class 3	5	10	1	2
Unstable (reactive), Class 2	50	100	10	20
Water reactive, Class 3	5	10	1	2
Water reactive, Class 2	50	100	10	20

4.4 TELEPHONE USE

Tidewater Patients Group's telephones are intended for the use of serving our customers and in conducting the Company's business.

Personal usage during business hours is discouraged except for extreme emergencies. All personal telephone calls should be kept brief to avoid congestion on the telephone line.

To respect the rights of all employees and avoid miscommunication in the office, employees must inform family members and friends to limit personal telephone calls during working hours.

If an employee is found to be deviating from this policy, he/she will be subject to disciplinary action (See Section 3.12, Corrective Action).

4.5 PUBLIC IMAGE

A professional appearance is important anytime that you come in contact with customers or potential customers. Employees should be well groomed and dressed appropriately for our business and for their position in particular.

- Consultants will be required to wear designated lab coats or company t-shirts, which will be provided by Tidewater Patients Group

- Security Officers will be required to wear the appropriate attire for their position, including security t-shirts, jackets, long pants and durable shoes.

If management occasionally designates "casual days," appropriate guidelines will be provided to you.

Consult your supervisor if you have any questions about appropriate business attire.

4.6 SUBSTANCE ABUSE

The Company is committed to providing a safe and productive workplace for its employees. In keeping with this commitment, the following rules regarding alcohol and drugs of abuse have been established for all staff members, regardless of rank or position, including both regular and temporary employees. The rules apply during working hours to all employees of the Company while they are on Company premises or elsewhere on Company business.

> The manufacture, distribution, possession, sale, or purchase of controlled substances of abuse on Company property is prohibited.

Being under the influence of illegal drugs, alcohol, or substances of abuse on Company property is prohibited.

Working while under the influence of prescription drugs that impair performance is prohibited.

So that there is no question about what these rules signify, please note the following definitions:

Company property: All Company owned or leased property used by employees.

Controlled substance of abuse: Any substance listed in Schedules I-V of Section 202 of the Controlled Substance Act, as amended.

Drug: Any chemical substance that produces physical, mental, emotional, or behavioral change in the user.

Drug paraphernalia: Equipment, a product, or material that is used or intended for use in concealing an illegal drug, or otherwise introducing into the human body an illegal drug or controlled substance.

Illegal drug:
a. Any drug or derivative thereof whose use, possession, sale, transfer, attempted sale or transfer, manufacture, or storage is illegal or regulated under any federal, state, or local law or regulation.
b. Any drug, including – but not limited to – a prescription drug, used for any reason other than that prescribed by a physician.
c. Inhalants used illegally.

Under the influence: A state of not having the normal use of mental or physical faculties resulting from the voluntary introduction into the body of an alcoholic beverage, drug, or substance of abuse.

Consistent with the rules listed above, any of the following actions constitutes a violation of the Company's policy on drugs and may subject an employee to disciplinary action, up to and including immediate termination.

Using, selling, purchasing, transferring, manufacturing, or storing an illegal drug or drug paraphernalia, or attempting to or assisting another to do so, while in the course of employment.

Working or reporting to work, conducting Company business or being on Company property while under the influence of an illegal drug or alcohol, or in an impaired condition.

4.7 TOBACCO PRODUCTS

The use of tobacco products is not permitted anywhere on the Company's premises except in authorized and designated locations. The designated smoking areas are located in the rear of the unit around the corner from the parking lot. Employees must follow all rules posted in designated smoking areas and adhere to all policies associated with this policy (See Sections 3.6, Break Periods and 3.14, Safety).

4.8 INTERNET USE

Tidewater Patients Group employees are allowed use of the Internet and e-mail when necessary to serve our customers and conduct the Company's business.

Employees may use the Internet when appropriate to access information needed to conduct business of the Company. Employees may use e-mail when appropriate for Company business correspondence.

Use of the Internet must not disrupt operation of the company computer network. Use of the Internet must not interfere with an employee's productivity. Employees are responsible for using the Internet in a manner that is ethical and lawful.

Internet messages are public and not private. Tidewater Patients Group reserves the right to access and monitor all files and messages on its systems.

SECTION 5

WAGE AND SALARY POLICIES

5.1 WAGE OR SALARY INCREASES

Each employee's hourly wage or annual salary will be reviewed at least once each year. The employee's review date will usually be conducted on or about the anniversary date of employment or the date of the previous compensation review. Such reviews may be conducted more frequently for a newly created position, or based on a recent promotion.

Increases will be determined on the basis of performance, adherence to company policies and procedures, and ability to meet or exceed duties per job description and achieve performance goals (See Section 3.10, Performance Review/Planning Sessions).

Although the Company's salary ranges and hourly wage schedules will be adjusted on an ongoing basis, Tidewater Patients Group does not grant "cost of living" increases. Performance is the key to wage increases in the Company.

5.2 TIMEKEEPING

Accurately recording time worked is the responsibility of every non-exempt employee. Time worked is the time actually spent on a job(s) performing assigned duties.

Tidewater Patients Group does not pay for extended breaks or time spent on personal matters.

The time clock is a legal instrument. Altering, falsifying, tampering with time records, or recording time on another team member's time record will result in disciplinary action, including termination of employment.

Authorized personnel will review time records each week. Any changes to an employee's time record must be approved by his/her supervisor or appropriate person. Questions regarding the timekeeping system or time cards should be directed to management personnel.

> **Time Cards** – Non-exempt employees will be issued a time card on their first day of employment. The employee will be given thorough instructions on usage and instructions on what to do should a problem occur.

5.3 OVERTIME

Tidewater Patients Group is open for business 57 hours per week. Overtime compensation is paid to non-exempt employees in accordance with federal and state wage and hour restrictions. Overtime is payable for all hours worked over 40 per week at a rate of one and one-half times the non-exempt employee's regular hourly rate. Time off on personal time, holidays, or any leave of absence will not be considered hours worked when calculating overtime. In addition, vacation time does not constitute hours worked.

All overtime work performed by an hourly employee must receive the Human Resources Manager prior authorization. Overtime worked without prior authorization from the Human Resources Manager may result in disciplinary action. The Human Resources Manager's signature on a timesheet authorizes pay for overtime hours worked.

5.4 PAYDAYS

All employees are paid weekly. In the event that a regularly scheduled payday falls on a weekend or holiday, employees will receive pay on the next day of operation.

If a regular payday falls during an employee's vacation, the employee's paycheck will be available upon his/her return from vacation.

If the employee is not at work when paychecks are distributed and does not receive the paycheck, the paycheck will be kept at the manager's desk through the rest of the payday. If an employee is unable to pick up his or her check on payday, he or she will need to see the company Bookkeeper or Human Resources Representative.

Paychecks will not, under any circumstances, be given to any person other than the employee without written authorization. Paychecks may also be mailed to the employee's address or deposited directly into an employee's bank account upon request.

SECTION 6

BENEFITS AND SERVICES

Tidewater Patients Group does not currently offer benefits and / or insurance. Any change(s) to the currently policy will be announced to all employee.

6.1 GROUP INSURANCE

Tidewater Patients Group offers the following health and life insurance programs for REGULAR FULL-TIME employees (as determined by the carrier of the policies).

HEALTH INSURANCE

- [when coverage begins]
- [percentage of premium your company pays]
- [percentage of premium employee pays]
- [how employee pays premium, i.e., payroll deduction]

The employee's portion of the premium deduction for health insurance begins on the pay period prior to coverage start date.

This Manual does not contain the complete terms and/or conditions of any of the Company's current insurance benefit plans. It is intended only to provide general explanations. If there is ever any conflict between the Manual and any documents issued by one of the Company's insurance carriers, the carrier's guideline regulations will be regarded as authoritative.

6.2 COBRA BENEFITS

The Federal Consolidated Budget Reconciliation Act (COBRA) gives employees and their qualified beneficiaries the opportunity to continue health insurance coverage under Tidewater Patients Group's health plan when a "qualifying event" would normally result in the loss of eligibility.

Some common qualifying events are resignation, termination of employment, or death of an employee; a reduction in an employee's hours or leave of absence, divorce or legal separation and a dependent child no longer meeting eligibility requirements.

Under COBRA, the employee or beneficiary pays the full cost of coverage at Tidewater Patients Group's group rates plus an administration fee. Tidewater Patients Group

provides each eligible employee with a written notice describing rights granted under COBRA when the employee becomes eligible for coverage under Tidewater Patients Group's health insurance plan. The notice contains important information about the employee's rights and obligations.

6.3 SOCIAL SECURITY/MEDICARE

Tidewater Patients Group withholds income tax from all employees' earnings and participates in FICA (Social Security) and Medicare withholding and matching programs as required by law.

6.4 SIMPLE IRA

The Simple Investment Retirement Account (Simple IRA) plan offers Tidewater Patients Group employees a unique opportunity for savings, financial growth and favorable tax treatment.

The IRA plan helps contributors save in several ways:

- Gross taxable income is reduced
- Tidewater Patients Group makes a matching contribution of the employees' contributions
- Convenience of payroll deduction (amount you choose)

The Simple IRA plan is administered through an Investment firm and managed internally by Tidewater Patients Group. Tidewater Patients Group makes matching contributions equal to 100% of Elective Deferrals that does not exceed 3% (and not less than 1%) of annual compensation. Each year Tidewater Patients Group chooses the percentage of matching funds for the year (between 1% and 3%). For any year, a Contributing Participant's Elective Deferrals shall not exceed $6,000 (indexed for cost-of-living increases according to law). Please see the Human Resources Manager for the current percentage.

Eligibility occurs after 12 months of continuous employment for regular full-time and regular part-time employees.

6.5 VACATION

Paid vacation is available to regular full-time and regular part-time employees following their first-year anniversary with Tidewater Patients Group and is provided based on the following calculations:

During the first 2 (two) years of employment, vacation time will be earned at the rate of .0192 hours per hour worked. Earned vacation can be taken after 1 (one) year continuous employment.

During the 3rd (third) through 5th (fifth) years of employment, paid vacation time will be earned at the rate of .0384 hours per hour worked.

During the 6th (sixth) and following years of employment, vacation time will be earned at the rate of .0586 hours per hour worked.]

NOTES:

The vacation policy applies to all regular full-time [and part-time] employees.

Paid vacation time of regular [part-time] employees will be earned on a fractional basis. Fractional vacation weeks will correspond to the average number of hours worked during the preceding year.

Example: Employee "A" works 25 hours per week for 52 continuous weeks
25 x 52 = 1,300 hours
Earned vacation equals 1,300 hours worked x .0192 = 25 hours

Earned vacation leave cannot be taken before it is accrued and approved.

Vacation may be taken in half-day increments of time.

Upon termination, unused earned vacation will be paid in a lump sum in the employee's final paycheck.

A maximum of one week paid vacation may be carried over from one calendar year to the next. However, no more than one week of vacation may be taken at one time, except under extraordinary circumstances. Requests for more than one week of vacation should be in writing at least ninety [90] days prior to the beginning of the requested vacation period.

Tidewater Patients Group encourages all employees to make the most of their vacation time. Regular breaks from daily work make everyone more productive. However, because circumstances do not always permit everyone to take vacation time when it is requested, Tidewater Patients Group will offer employees the option of taking the dollar equivalent of their earned vacation hours at their regular hourly rate. Arrangements to take earned vacation pay should be made at least (1) one payroll period in advance.]

6.6 RECORD KEEPING

Each employee is responsible for verifying his/her pay stub to make sure the correct amount of hours appear.

6.7 HOLIDAYS

Tidewater Patients Group observes the following non-paid holidays per year for all non-exempt employees:

New Year's Day
Memorial Day
Independence Day
Labor Day
Thanksgiving Day
Day after Thanksgiving Day
Christmas Day

6.8 JURY DUTY/MILITARY LEAVE

Employees will be granted time off to serve on a jury or military leave without pay. However, all regular employees both full-time and / or part-time will be kept on the active payroll until their civic duties have been completed. A copy of the jury duty summons and all other associated paperwork are required for the personnel file.

6.9 EDUCATIONAL ASSISTANCE

Tidewater Patients Group recognizes that the skills and knowledge of its employees are critical to the success of the Company. Tidewater Patients Group offers educational assistance programs to encourage personal development improve job-related skills and enhance an employee's ability to compete for reasonably attainable jobs in the Company.

6.10 TRAINING AND PROFESSIONAL DEVELOPMENT

Tidewater Patients Group recognizes the value of professional development and personal growth for employees. Therefore, Tidewater Patients Group encourages its employees who are interested in continuing education and job specific training to research these further and get approval before signing up for the seminars or courses.

We would therefore like to offer our employees the following educational and training opportunities, paid for by Tidewater Patients Group:

Wellness Consultants ~ Oaksterdam University Certification
Management ~ NMI Management & Training courses
Accounting Manager ~ various accounting courses

At Tidewater Patients Group, we are open to various other training opportunities at the suggestion of our employees. Please speak with our Human Resources Manager regarding any additional courses you feel may be valuable to your particular field.

SECTION 7

EMPLOYEE COMMUNICATIONS

7.1 STAFF MEETINGS

Staff meetings will be held occasionally at the appointment of management. These informative meetings allow employees to be informed on recent company activities, changes in the workplace and employee recognition.

7.2 BULLETIN BOARDS

Bulletin boards placed in the employee lounge provide employees access to important posted information and announcements. The employee is responsible for reading necessary information posted on the bulletin boards.

7.3 SUGGESTION BOX

Tidewater Patients Group encourages employees who have suggestions that they do not want to offer orally or in person to write them down and leave them in the suggestion box located in the employee lounge. If this is done anonymously, every care will be taken to preserve the employee's privacy. A member of the Executive Staff checks the box on a regular basis.

7.4 PROCEDURE FOR HANDLING COMPLAINTS

Under normal working conditions, employees who have a job-related problem, question or complaint should first discuss it with their immediate supervisor. At this level, employees usually reach the simplest, quickest, and most satisfactory solution. If the employee and supervisor do not solve the problem, Tidewater Patients Group encourages employees to contact the Human Resources Representative.

I have read and agree to abide by this Employee Manual.

_____ _____

Employee Signature Date

Witnessed by:

_____ _____

Business Representative Date

Attachment A: Employment Agreement Addendum

Upon hire, each employee shall receive:

- An employment contract
- An employer-employee supplemental agreement, as described below
- An employee handbook

Employees with the Tidewater Patients Group will receive:

- A Living Wage per the City of Oakland's Living Wage Ordinance (Schedule?)
- Health Benefits
- Participation in a 401k program after the third year of employment
- Paid sick leave
- Paid vacation
- Holiday pay for full time employees
- Leave of Absence opportunities
- Training workshops
- Advancement opportunities

Classifications, Wages and hours

A. All employees shall be paid a living wage as defined by the city of Oakland's living wage ordinance for employees *with* benefits.
B. Wages and hours for the various classifications shall be set forth in "Exhibit A".
C. Work time shall be computed in units of one-tenth (1/10) hour or more.
D. Schedules for employees shall be posted every Wednesday. In the event that the regular schedule of an employee changes, that employee will receive adequate advance notice.
E. An employee who is regularly scheduled in a budgeted position to work eight (8) hours per day and not less than one hundred forty (140) hours per calendar month, shall be considered a full-time employee and shall be entitled to receive full benefits
F. Part Time employees will be paid for all hours worked on the following holidays at the rate of time and one-half (1-1/2):

New Year's Eve	July Fourth
New Year's Day	Labor Day
Martin Luther King Jr. Birthday	Thanksgiving Day
Memorial Day	Christmas Day

G. For all part-time employees with more than three hundred (300) hours service, paid vacation and sick leave benefits shall be the same as full time employees, with the payments pro-rated based upon hours worked.

H. All full time employees will be guaranteed eight (8) hours per day. All full-time employees shall work not more than five (5) consecutive days followed by two (2) consecutive days off.

Working Conditions

A. The employer agrees to furnish and maintain appropriate uniforms required for employees covered by this Agreement. The Employer will take a fifty dollar ($50.00) deposit from employees. If these employees leave their employment the Employer will return the deposit upon return of the uniform.

B. Employees covered by this Agreement shall receive a paid ten (10) minute break plus an unpaid 30 minute lunch.

C. The Employer agrees to maintain a safe and healthful place of work and to maintain safety as well as sanitary conditions in accordance with the laws applicable hereto. When an unsafe condition or a hazardous job is found to exist, the Employer shall take the necessary steps and measures to correct or eliminate it. Employees failing to observe safety rules shall be subject to discipline. Employees shall immediately report any and all work related injuries/accidents to the immediate supervisor in charge.

D. Employees shall be required to attend mandatory training related direction to the job requirements of the specific classifications. Training may be completed while employee is on duty. Employees will be paid for any non-work hour training called by the Employer. Employees who fail to complete training shall be removed from availability until completion of the training.

Holidays for Full-Time Employees

A. The following holidays shall be observed with pay for all full-time employees:

New Year's Day	Labor Day
Martin Luther King Jr. Birthday	Veteran's Day
President's Day	Thanksgiving Day
Memorial Day	Day after Thanksgiving
July Fourth	Christmas Cay
Employee's Birthday	

To be eligible for the Employee's Birthday holiday, the employee shall have completed one (1) year of full-time employment.

B. Holidays shall be observed on the calendar days on which they fall. Employees shall not have their work schedules changed during a week in which a holiday occurs to avoid the payment of holiday pay.

C. When a holiday falls during an employee's scheduled workweek and he/she is not required to work, he/she shall be paid for the day at his regular rate of pay. If an employee works on a holiday falling during his/her scheduled workweek, he/she shall be paid at the rate of time and one-half (1-1/2) for that shift.

D. When a holiday falls on an employee's day off and he/she is required to work on that day, he/she shall be paid for all hours worked at double time; that is at two (2x) times his regular rate of pay.

Vacations For Employees

A. Full time employees (regularly scheduled to work for (40) hours per week) shall accrue one (1) week of vacation per annum. All full time employees shall accrue two (2) weeks vacation per annum after three (3) years of service. All full time employees after five (5) or more years continuous employment shall accrue vacation at a rate of three (3) weeks per annum. The maximum amount of vacation that any employee may accrue is three (3) weeks. Vacation accrual shall be pro-rated for employees regularly scheduled to work less than forty (40) hours per week.

B. An employee's vacation pay shall be at the hourly rate effective when he/she takes the vacation.

C. Pro-rated vacation shall be paid to all employees who have been employed a minimum of six (6) months, and whose employment is terminated by layoff, quit or discharge.

D. An employee, with the approval of his/her supervisor, may use any portion of his vacation up to the total amount carried at various times, provided that no employee shall be eligible to use his/her vacation before completion twelve (12) months of employment.

E. An additional day of vacation shall be granted with pay when a holiday falls during the vacation period.

F. All time lost from employment because of absence up to sixty (60) days through sickness, layoff or leave of absence approved by the Employer shall be considered as time worked for the purpose of determining the length of employment.

G. If the Employer sells, transfers or merges its business, it shall pay its employees who have been employed for six (6) months or more their pro rata earned vacation pay up to the time of the change of ownership.

Health Benefits

A. Full time employees who have been continuously employed for more than six (6) months shall qualify for health benefits provided by the employer under an HSA, Kaiser, or other health plan.
B. Health benefits for part-time employees with more than fivee hundred (500) hours shall be pro-rated from the benefits specified above, based on the hours worked or paid in the year preceding each anniversary date of employment.

401K Plan

A. Immediately following the third year of employment, full time employees will qualify for participation in a company 401k program.
B. Part time employees with continuous employment for three (3) years will also quality for participation in a company 401k program, on a prorated basis.

Sick Leave

Any future full time employee will start accumulating sick leave hours as they become employed with the new Employer.

A. Full-time employees who have been continuously employed by the Employer for a period of at least ninety (90) days shall thereafter be eligible for paid sick leave of three (3) days cumulative to a maximum of twenty (20) days, accumulated as one day per month of employment. A doctor's certificate or other reasonable proof of illness may be required by the Employer where there is a reasonable doubt as to illness or for illness of three (3) days or more. Such sick leave with pay shall apply only in cases of bona fide illness or accident.

B. Sick leave, up to a minimum of four (4) hours per incident, shall also apply for hours directly associated with medical and dental appointments, provided that the employee gives the Employer twenty-four (24) hours advance written notice of the appointment and supplies written verification that the appointment was kept.

C. Sick benefits are not convertible to a cash bonus.

D. When a death occurs in the immediate family of a full-time employee, the employee is entitled to a sick leave of three (3) days, such leave is to be deducted from his accrued sick leave. Immediately family is defined as spouse, registered domestic partner, sister, brother, daughter, son, mother, father, mother-in-law, father-in-law, sister-in-law, brother-in-law, grandparent and grandchild. At the request of the Employer, the employee shall furnish a death certificate as proof of relationship.

E. Sick leave benefits for part-time employees with more than three hundred (300) hours shall be pro-rated from the benefits specified above, based on the hours worked or paid in the year preceding each anniversary date of employment.

Paid Jury Duty and Court Appearance

A. Full-time employees required to serve on a jury, or required to report to court in person to respond to a jury duty summons or required to report for jury duty shall not be compensated. Reasonable proof of appearance shall be provided to the Employer.

B. Employees required to appear in court as a witness or a complainant involving an incident at work shall be paid at their normal rate of pay for a minimum of four (4) hour. Employees shall also be reimbursed for reasonable parking costs and tolls upon presentation of appropriate documentation of such costs. Reasonable proof of appearance shall be provided to the Employer.

Just Cause Discipline

The Employer shall have the right to discipline, suspend or discharge any employee only for just cause. A discharged employee shall be given a notice in writing stating the specific grounds for discharge. The Employer recognizes that the principle of progressive discipline will be applied where appropriate.

Supervisors have the responsibility of preparing incident reports to document observed employee performance deficiencies.

Leave of Absence

A. Leaves of absence without pay for medical reasons, including maternity/paternity leave, may be granted to employees for the period of disability provided that the employee makes the request for said leave in writing to the Employer accompanied by an acceptable physician's certificate. Such leaves of absence shall be as provided by applicable State and Federal laws. Leaves of absence may be granted with a minimum of seven (7) days advance notice.

B. Personal Leave of Absence: An unpaid leave of absence for personal reasons may be granted to employees with more than one (1) year of service with the employer. Leave is limited to no more than thirty (30) calendar days but the employee may request an extension. Employees must request such a leave by a minimum of the same amount of time for which said leave is required. For example, two (2) weeks' advance notice for a two (2) week absence and thirty (30) days in advance for thirty (30) day absence. In case of emergency however, such advance notice is not necessary.

C. When the employee returns to duty from an authorized leave of absence, he/she shall be, in so far as possible, reinstated in the same classification provided that the employee must provide the Employer two (2) weeks notice of intent to return from leave.

D. Full-time employees shall not accrue benefits while on leave of absence but shall not loose any previously accrued benefits and shall continue to accrue seniority.

E. Part-time employee's seniority date shall not be altered due to use of this section.

Training and Advancement Opportunities:

A. It shall be a general policy of the Tidewater Patients Group to promote from within the organization.

B. To ensure employees are given an opportunity for advancement, regular trainings will be provided to employees to assist with advancement or upon their request.

C. Trainings shall include seminars in retail management, accounting, cultivation methods, non-profit management, strategic planning, and other fields.

Terms of Agreement

This Agreement shall be effective immediately upon formal hiring of an employee and shall remain in effect in perpetuity for the duration of employment of the employee. The board of directors of the Tidewater Patients Group shall have the authority to amend or update this agreement as needed to comply with local, state, or federal changes in requirements or restrictions.

Employment Contract

This agreement is made and takes effect on ***MM/DD/YYYY*** between Tidewater Patients Group, a California corporation, hereafter called "Company" and (employee), hereafter called "Employee".

The Company employs Employee and Employee hereby agrees to be employed on the following terms and conditions, as outlined below, and as further described in **Attachment A: Employment Agreement Addendum**.

1. Employment shall commence on the date of this agreement.

2. During the Employee's employment he/she will:

   A. Devote such time and effort as may be reasonably required by the Company to perform his/her duties.

   B. If Full-Time, not engage in any other employment or business activity without the Company's written consent.

   C. Perform such duties as may reasonably be required of him/her by the Company.

3. For services rendered by the Employee, the Company shall pay him/her as follows:

   A. The annual/hourly sum of ***$X***, calculated as follows ***(insert compensation formula)***

   B. Non-payroll benefits to include health insurance, and other items specified in Attachment A.

4. Employee understands that he/she will acquire confidential information of business value to the Company during the course of his/her employment. Employee hereby agrees not to divulge such confidential information to any other party.

5. Employee's employment shall terminate upon his/her death; inability or failure to perform the duties required by his/her employment; or his/her written notice of resignation given to the Company.

6. Following termination of employment, all obligations under this agreement shall end except for the provisions of item 4, and any causes of action which may arise from the circumstances of the termination.

7. This agreement constitutes the entire agreement between Company and Employee.

8. This agreement shall be interpreted and, if necessary, adjudicated in accordance with the laws of California, County of Alameda.

9. Until written notice of other addresses are exchanged between the parties, all notices legally required shall be deemed delivered by the sending of registered mail to the following addresses:

Tidewater Patients Group	***Employee address***
4709 Tidewater Drive	***City State Zip***
Oakland, CA 94601	

In witness to their agreement to these terms, the ***Director of Operations*** and ***Employee*** affix their signatures below:

_____	_____
Employee	Date
_____	_____
Director of Operations	Date

MCD#11106

MEDICINE CART LOG

Cart Number: _____ Date: _____

CHECK OUT					CHECK IN				
MED #	NAME	QTY	MGR	WC	MED #	NAME	QTY	MGR	WC

tidewater
PATIENTS GROUP

LETTER OF COMMITMENT
OF
TIDEWATER PATIENTS GROUP

Tidewater Patients Group will commit to buying at least 50% of our products, equipment, and materials from Oakland businesses and hire only local firms for construction.

Bill Koziol, President

4709 Tidewater Avenue ◊ Oakland, CA 94601

NCTO

FILED
Secretary of State
State of California
AUG 07 2014

A0759359

3412695

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF TIDEWATER PATIENTS GROUP

The undersigned certify that:

1. They are the President and Secretary, respectively, of Tidewater Patients Group, a California Mutual Benefit corporation.
2. Article I of the Articles of Incorporation of the corporation is amended to read as follows:

ARTICLE I

The name of this corporation is *Telegraph Patients Group*

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The amendment has been approved by the required vote of the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: July 24, 2014

William Koziol, President

Alexis Parle, Secretary

I hereby certify that the foregoing transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

AUG 1 2 2014

Date: CPO

DEBRA BOWEN, Secretary of State

#11106

Name	Clear/Record	OPD/NON-OPD	PAID
Alexis Parle	C	Non-OPD	Yes
William Koziol	R	Non-OPD	Yes
David Koziol	R	Non-OPD	Yes
Jay Dodson	C	Non-OPD	Yes
Michael Stewart	C	Non-OPD	Yes

Will check with Sgt. Donovan regarding ATI: 283PAA848 (10/10/11)

Paid $160 #954576

Todd, Amber

From: Marcus, Nancy
Sent: Tuesday, September 27, 2016 10:41 AM
To: Marcus, Nancy
Subject: FW: Board Member Updates - Telegraph Health Center

Board update without attachment

Nancy Marcus
Special Business Permits
Office of the City Administrator
1 Frank H. Ogawa Plaza – 11th Fl.
Oakland, CA 94612
510-238-3294
510-238-7084 (fax)

HOME OF THE 2015 NBA CHAMPIONS – WARRIORS

City offices will be closed November 11, 24 & 25, 2016

From: Bill Koziol [mailto:bill.koziol@gmail.com]
Sent: Wednesday, March 09, 2016 7:09 PM
To: Marcus, Nancy; Minor, Gregory
Cc: Ignacio De La Fuente (idelafuente2012@gmail.com); ana@abcsecurityservice.com; Alexis0203; Scot Candell; Rick Munoz
Subject: Board Member Updates - Telegraph Health Center

Nancy & Greg,

We have made the following changes to our Board of Directors:

Appointed:

Ricardo Munoz
Ana Chretien
Ignacio De La Fuente

Resigned/Removed:

David Koziol
Jay Dodson
Michael Stewart

Alexis Parle and I remain as board members and directors. No other changes to management have occurred. Attached are the new members' Registration Forms and other required documents. They have all completed their live scan, results should be to you already or on their way.

Enclosed are the following:

Medical Cannabis Dispensary Registration Form
Medical Cannabis Dispensary Registration Questionnaire
Authorization for Release of Information
Affidavit

Our board remains compliant with residency requirements and is comprised of 60% - Hispanic, 20% - Asian and 20% - White.

Please advise is you need any other documents for your files or call if you have any questions.

Have a great day.

Bill

Todd, Amber

From: Bernard, Paul
Sent: Thursday, February 25, 2016 9:44 AM
To: Medina, Jacqueline; Marcus, Nancy
Subject: Permit

Ricardo Munoz 3/12/74 is good for Cannabis

Todd, Amber

From: Minor, Gregory
Sent: Tuesday, May 03, 2016 10:25 PM
To: Bill Koziol
Cc: Marcus, Nancy
Subject: RE: Expanding the Dispensary Footprint at 3007 Telegraph

Is it the same legal address?

From: Bill Koziol [mailto:bill.koziol@gmail.com]
Sent: Tuesday, May 03, 2016 12:22 PM
To: Minor, Gregory
Cc: Marcus, Nancy
Subject: Expanding the Dispensary Footprint at 3007 Telegraph

Greg,

We would like to expand the "back office" space used in our building. The actual dispensary space accessible by patients will not be expanded at this time, only staff areas.

Do we need to file anything with your office to properly documents this?

Attached is the additional square footage we are intending to use. There are some repairs that need to be made, which will occur over the next few months with building permits.

Please advise if there is anything we need to do.

Regards,

Bill

Todd, Amber

From: Bernard, Paul
Sent: Wednesday, May 25, 2016 1:27 PM
To: Marcus, Nancy
Subject: RE: Missing Live Scan results

Ms. Marcus,

I talked to Ms. Burrows a few minutes ago. I don't think it is a mail code problem. When we type in the billing code for the permits, our mail code automatically populates. The same happens when Recruiting's billing code is used; there mail code populates She and I will make sure the results are going to the right place. It will be a matter of sending them there, which I think the results are just often slow.

From: Marcus, Nancy
Sent: Tuesday, May 24, 2016 2:46 PM
To: Bernard, Paul
Subject: FW: Missing Live Scan results

Sgt. Bernard,

Can you call since I'm not authorized!!!

Nancy Marcus
Special Business Permits
Office of the City Administrator
1 Frank H. Ogawa Plaza – 11th Fl.
Oakland, CA 94612
510-238-3294
510-238-7084 (fax)

HOME OF THE 2015 NBA CHAMPIONS -- WARRIORS

From: Kelly Spillner [mailto:Kelly.Spillner@doj.ca.gov]
Sent: Tuesday, May 24, 2016 12:59 PM
To: Marcus, Nancy
Cc: Medina, Jacqueline; Bernard, Paul
Subject: RE: Missing Live Scan results

Hi Nancy,

I spoke to someone in the Authorizations Unit; she is requesting you call her – Tara Burrows-Yates; 916-227-6395. She needs updated contact information for City of Oakland/Oakland PD for this mail code and believes the transition from one person to the other may have caused issues with not getting results at the 04764 mail code.

Thanks,

Kelly Spillner, SSA
Live Scan Support Section

Phone: (916) 227-1938

From: Marcus, Nancy [mailto:NMarcus@oaklandnet.com]
Sent: Thursday, May 19, 2016 3:01 PM
To: Kelly Spillner
Cc: Medina, Jacqueline; Bernard, Paul
Subject: RE: Missing Live Scan results

Thanks for your assistance.

Nancy Marcus
Special Business Permits
Office of the City Administrator
1 Frank H. Ogawa Plaza – 11th Fl.
Oakland, CA 94612
510-238-3294
510-238-7084 (fax)

HOME OF THE 2015 NBA CHAMPIONS -- WARRIORS

From: Kelly Spillner [mailto:Kelly.Spillner@doj.ca.gov]
Sent: Thursday, May 19, 2016 2:42 PM
To: Marcus, Nancy
Cc: Medina, Jacqueline; Bernard, Paul
Subject: RE: Missing Live Scan results

Hi Nancy,

I've been looking into this with a few other people – I am reaching out to other sections for guidance. I will keep you posted.

Thanks,

Kelly Spillner, SSA
Live Scan Support Section
Phone: (916) 227-1938

From: Marcus, Nancy [mailto:NMarcus@oaklandnet.com]
Sent: Thursday, May 19, 2016 12:32 PM
To: Kelly Spillner
Cc: Medina, Jacqueline; Bernard, Paul
Subject: Missing Live Scan results

Hi Kelly,

Thanks for your assistance. The date listed below the ATI # is the date they had the live scan performed.

Delwin Franklin
ATI: G217FRD720
8/5/2015

Kalu Elendu
ATI: G091ELK191
03/31/2016

Alhemiari Mohamed
ATI: B265MDAD90
03/22/2015

Behailu Betaw
ATI: G309BEB950
11/05/2015

Ibrahim Abdulkader
ATI: G099ABI216
04/08/2016

Sanjeev Gupta
ATI:G048GUS108
02/17/2016

Robert Francis
ATI: G348FRR978
12/14/2015

Nazif Rahimi
ATI: G021RAN021
01/21/2016

Farghaly Shakour
ATI: B28ISHF236
10/08/2015

Daniel Seid
ATI: G0785ED167
03/18/2016

Tesfaw Ketsla
ATI: G064KET140
03/04/2016

Ahmed Akasha
ATI:B149AKA847
05/29/2015

Hassan Taha
ATI: B254TAH993
09/11/2015

Nancy Marcus
Special Business Permits
Office of the City Administrator

1 Frank H. Ogawa Plaza – 11th Fl.
Oakland, CA 94612
510-238-3294
510-238-7084 (fax)

HOME OF THE 2015 NBA CHAMPIONS -- WARRIORS

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From:	Bernard, Paul
To:	Marcus, Nancy
Subject:	FW: Live Scan
Date:	Wednesday, May 25, 2016 3:12:13 PM

From: Bernard, Paul
Sent: Friday, April 08, 2016 12:34 PM
To: Medina, Jacqueline
Cc: Marcus, Nancy
Subject: RE: Live Scan

Ignacio De La Fuente and Ana G Chretien are good for cannabis.

[redacted]

Sorry I didn't get to these sooner. I was off the last two days.

From: Medina, Jacqueline
Sent: Friday, April 08, 2016 12:03 PM
To: Bernard, Paul
Cc: Medina, Jacqueline; Marcus, Nancy
Subject: FW: Live Scan

Still need results for :

[redacted]

Thanks,
Nancy Marcus for Jackie Medina

From: Bernard, Paul
Sent: Friday, January 22, 2016 11:46 AM
To: Medina, Jacqueline; Marcus, Nancy
Subject: RE: Live Scan

I will check on him.

[redacted]

From: Medina, Jacqueline
Sent: Friday, January 22, 2016 11:26 AM

To: Bernard, Paul
Subject: Live Scan

Hi Sgt. Bernard,

Can you check on these Live Scan results for taxi drivers?

[redacted]

Thank you,

Jackqueline Medina

Taxi Detail

510.777.8527

City Of Oakland

One Frank H. Ogawa Plaza 11th Floor

Oakland, Ca 94612

CITY OF OAKLAND
Office of the City Administrator

SPECIAL ACTIVITY PERMITS • 1 Frank H. Ogawa Plaza, 11th Floor • Oakland, CA 94612 • 510-238-3294

PERMIT NUMBER: M16-003
DATE ISSUED: June 14, 2016
EXPIRES: June 20, 2017

TELEGRAPH PATIENTS GROUP
3003 Telegraph Avenue
Oakland, CA 94609

SPECIAL ACTIVITY PERMIT FOR: **TELEGRAPH PATIENTS GROUP (William Koziol, President, Alexis Parle, Secretary, Ana Chretien, Secretary, Ricardo Munoz, Ignacio de La Fuente)**

To: **OPERATE A MEDICAL CANNABIS DISPENSARY**

At: **3003 Telegraph Ave.**

Under the name of: **TELEGRAPH HEALTH CENTER**

Conditions of Approval: **In accordance with the provisions of existing city ordinances, this permit is issued with the following conditions:**

1. The permittee shall comply with the attached Conditions of Approval.
2. The permittee shall comply with the attached City Administrator's Regulations for Cannabis Dispensaries and any revisions or additions thereto.

Greg Minor, Assistant to the City Administrator
For
Sabrina Landreth, City Administrator

cc: Office of the Mayor
City Council
City Administrator
OPD Area Captains
Fire Marshall Miguel Trujillo, Oakland Fire Department
Business Tax Office
CAO File
NSC & PSO

ADMINISTRATIVE REGULATIONS AND PERFORMANCE STANDARDS FOR CITY OF OAKLAND MEDICAL CANNABIS OPERATORS

I. Introduction

Oakland Municipal Code ("OMC") § 5.80.040 and OMC 5.81.070 require the City Administrator to set forth standards for operation of medical cannabis operators.

The definitions set forth in OMC Chapters 5.80 and 5.81 apply to the interpretation and understanding of these Administrative Regulations ("Regulations").

II. Compliance with State Law, Municipal Code and Regulations

Medical cannabis operators must comply with all applicable state and local laws, policies or regulations, including the Health and Safety Code, the Medical Marijuana Regulation and Safety Act, the City adopted Building Code, Plumbing Code, Electrical Code, Mechanical Code, Fire Code, and the Americans with Disabilities Act.

Medical cannabis operators must pay the Cannabis Tax as required pursuant to Section OMC 5.04.480.

Medical cannabis operators must comply with any applicable Conditions of Approval and the City Administrator's Administrative Regulations for Medical Cannabis Operators, including any additions or revisions hereto.

Failure to comply with the Conditions of Approval, City Administrator's Administrative Regulations for Medical Cannabis Operators, and all applicable local and state laws or regulations may result in the imposition of fines, and suspension or revocation of any permit. Medical cannabis operators may also be subject to enforcement through the City's nuisance abatement process and other administrative enforcement mechanisms, civil action, and criminal prosecution.

III. Permitting

A. Applications for Permit

The City Administrator shall be responsible for implementing a process for selection of qualified medical cannabis operators, and may set forth criteria in any request for permit applications standards and requirements to determine an operator's qualifications to meet the City's ordinances, regulations and state law. In addition to the standards set forth in Oakland Municipal Code Chapter 5.80, the Request for Permit Application ("RFPA"), and these Regulations, the City Administrator or his/her designee may consider the history of applicant's operating experience in the City of Oakland during the review of his or her application for Cannabis Dispensary permit or the renewal thereof.

In applying for a medical cannabis permit, the medical cannabis operators shall pay the required regulatory fee, permit application fees, and other processing fees annually in advance as mandated in Chapter 5.80 of the Oakland Municipal Code. Medical Cannabis Permits are valid for one (1) year from the date of issuance. Permit fees may be paid in two (2) installments, with the initial installment due prior to issuance of the permit) and the balance due within six months.

Medical cannabis operators shall comply with any specific, additional administrative regulations, procedures and measures imposed as conditions of approval by the City Administrator to ensure that the operation is consistent with protection of the health, safety and welfare of the community and will not adversely affect surrounding uses. Additionally, any approved aspects of the medical cannabis operator's permit application shall be deemed to be incorporated into the operator's permit; failure to comply with the Business Plan and other aspects of the approved permit application may be grounds for revocation of the permit.

B. Renewal of Permits

Permits must be renewed annually with the City Administrator's Office. Permit Holders shall contact the City Administrator's Office no later than forty-five (45) days before the expiration of the current permit to begin the renewal process. At that time, the medical cannabis operator shall submit verification of the current Business Tax Certificate, audited financial statements for the previous permit term, and any other requested financial documents or information as required by the Oakland Municipal Code or the Regulations. If the Oakland medical cannabis operation is part of a multi-operator business or is included as part of a non-cannabis business for tax reporting purposes, the audited financial statements must be for the Oakland dispensary part of the business.

As part of the annual renewal process the medical cannabis operator shall be inspected by the Building Inspector, Fire Marshall, any applicable County agency or their designees. Violations of the Oakland Municipal Code shall be corrected within a reasonable time, as determined by the Building Inspector, Fire Marshal or his/her designee. The medical cannabis operator shall provide proof to the City Administrator's Office that there are no outstanding violations of the Oakland Municipal Code.

C. Revocation

Suspensions and revocations of permits shall follow the procedures set forth in OMC Sections 5.80.070 and 5.81.120.

IV. Performance Standards

A medical cannabis operator shall operate in conformance with the following standards, and such standards shall be deemed to be conditions of approval on any permit, to ensure that its operation is in compliance with California law, the Guidelines, and Municipal Code, and to mitigate any potential adverse impacts of the medical cannabis operation.

Operations

1. Medical cannabis operators shall only provide, distribute, dispense, give or transmit medical marijuana to qualified patients or primary caregivers.

2. With the exception of security guards and medical cannabis employees, only qualified patients and caregivers shall be allowed inside of a medical cannabis operation, except that the City may approve short term limited duration visits from third parties with appropriate supervision and oversight from security and operator personnel. The City Administrator's Office must be notified 24 hours in advance and be informed as to who and why the third party guests will be present and the measures that will be taken to prevent diversion. Examples of 3rd party guests who may be approved include contractors hired for verifiable construction or other work and government officials.

3. Medical cannabis operators shall not profit from the sale or distribution of marijuana. Any monetary reimbursement that members provide should only be an amount necessary to cover overhead cost and operating expenses, including legal and operational expenses required as a result of the normal course of business. Sales of medical marijuana that violate state law are prohibited.

4. Only dispensaries are open to the public.

5. Any medical marijuana provided to collective members shall be properly labeled in strict compliance with state and local laws, regulations and policies.

6. Medical cannabis operators shall not allow cannabis to be smoked, ingested or otherwise consumed on the premises, except in strict compliance with the terms of an approved onsite consumption permit. The term premises includes the actual building, as well as any accessory structures, parking areas, or other immediately surrounding areas.

7. Medical cannabis operators shall not hold or maintain a license from the State Department of Alcoholic Beverage Control to sell alcoholic beverages, or operate a business that sells alcoholic beverages.

8. Medical cannabis operators shall post a copy of the Business Tax Certificate issued by the Business Tax Office and a copy of the medical cannabis permit issued by the City Administrator's Office in a conspicuous place on the premises.

9. Manufacturing of edible cannabis products must be done in compliance with all state and county laws, including health department regulations.

Background Checks

10.

A. Prior to employment, but only after a conditional job or appointment offer has been made, Executives, Board Members and Managers of medical cannabis operations must have a Live Scan background check conducted. The purpose is to determine whether the

individual has been convicted or plead guilty or *nolo contendre* to the following criminal offenses, or their equivalent if arising out of state:

a) Penal Code Section 187 (homicide)
b) Penal Code Section 207 (kidnapping)
c) Penal Code Section 211 (robbery)
d) Penal Code Sections 245 (assault with deadly weapon)
e) Penal Code Sections 458-464 (burglary)
f) Penal Code Sections 470-483.5 (forgery)
g) Penal Code Sections 484-502.9 (larceny)
h) Penal Code Sections 503-515 (embezzlement)

Proposed Executives, Board Members, and Managers must contact the City Administrator for information related to the processing and cost of the fingerprinting, and any costs must be paid for in advance by the medical cannabis operation. Background checks shall be limited to the past seven (7) years.

If the background investigation determines a proposed Executive, Board Member or Manager has been convicted of or plead guilty or *nolo contendre* to one of the above offenses in the last seven years, the individual shall be informed of such by the City Administrator's Office and offered an opportunity to submit evidence of mitigation or rehabilitation to the City Administrator's Office before a final decision is made to exclude the proposed board member or manager.

B. If an operator elects to conduct a background check on other employees the background check must be done in the following manner.
   i. Background checks may only take place after a conditional job offer has been made.
   ii. Background checks must be conducted by a reputable third party.
   iii. Background checks shall not utilize prior marijuana or cannabis offenses to prohibit employment.
   iv. Background checks must be in compliance with applicable state and federal laws including, but not limited to, Fair Credit Reporting Act (FCRA) 15 USC §1681 et seq. and Investigative Consumer Reporting Act (ICRAA) CA Civil Code §1786 et seq.

Records

11. Medical cannabis operators shall implement a track and trace program that records the movement of medical cannabis and medical cannabis products in their custody and make these records available to the City Administrator upon request.

12. Within thirty (30) days of the end of the calendar quarter, medical cannabis operators shall provide the following medical marijuana product information:

a) Beginning inventory of products for sale categorized by flowers, edibles, extracts, concentrates and topicals listed in the applicable units;

b) Quantity of medical marijuana products purchased from and produced by the operator during calendar quarter listed in the above-referenced categories;
c) Quantity of each product on hand at the end of the calendar quarter.

13. Within thirty (30) days of the end of the calendar quarter, medical cannabis operators shall provide the total number of medical cannabis employees and number of employees that are Oakland residents by zipcode.

14. Within thirty (30) days of the end of the calendar quarter, medical cannabis operators shall provide information on any charitable donations made in the previous calendar quarter, including the name(s) of charitable organization(s) in receipt of donation(s) and the amount and/or kind of donation(s).

15. Medical cannabis operators shall keep accurate records, follow accepted cash handling practices and maintain a general ledger of cash transactions. Additionally, medical cannabis operators shall maintain records of all members' contribution of labor or other resources made to the medical cannabis operation.

16. Medical cannabis operators shall allow the City Administrator to access the books, records, accounts and all data relevant to its operations for purposes of conducting an audit or examination to determine compliance with the Municipal Code, the Regulations and applicable laws. Books, records, accounts and all relevant data shall be produced no later than twenty-four (24) hours after receipt of the City Administrator's request.

Facilities

17. Medical cannabis operators must be located six hundred feet (600') from any public or private school.

18. Medical cannabis operators shall not permit any breach of peace inside of their facility or any disturbance of public order or decorum by any tumultuous, riotous or disorderly conduct.

19. Medical cannabis facilities shall be designed with sufficient sound absorbing insulation so that the noise generated inside is not audible on the premises, or public rights-of-way, or any other building or other separate unit within the same building beyond that of normal commercial office.

20. Medical cannabis facilities shall be designed to provide sufficient odor absorbing ventilation and exhaust system so that any odor generated inside the facility is not detected outside the building, on adjacent properties or public rights-of-way, or within any other unit located within the same building as the medical cannabis operator, if the use only occupies a portion of a building.

21. No cannabis shall be detectable by sight outside of a medical cannabis facility.

Security

22. Security cameras shall be installed and maintained in good condition, and the camera and recording system must be of adequate quality, color rendition and resolution to allow the identification of an individual. The cameras shall be in use 24 hours a day, 7 days per week, and shall cover the marijuana dispensing areas, storage areas, all doors and windows to the medical cannabis facility, parking areas and other areas as determined by the Chief of Police or their designee. The recordings shall be maintained at the dispensary property for a period of thirty (30) days.

23. The medical cannabis facility shall be alarmed with a centrally-monitored fire and burglar alarm system, and monitored by an alarm company properly licensed by the State of California Department of Consumer Affairs Bureau of Security and Investigative Services in accordance with California Business & Professions Code § 7590 *et seq.* and whose agents are properly licensed and registered under applicable law.

24. Windows and roof hatches at the property shall be secured so as to prevent unauthorized entry and also equipped with latches that may be released quickly from the inside to allow exit in the event of an emergency.

25. Medical cannabis facilities shall maintain adequate exterior lighting in the parking areas to help provide safety for qualified patients, primary caregivers, and employees.

Signage

26. Exterior signage shall be limited to one wall sign not to exceed 10 square feet in area, and one identifying sign not to exceed two square feet in area unless otherwise proscribed by the planning department in the zoning clearance issued to the establishment. Such signs shall not be directly illuminated.

27. Medical cannabis operators shall post a copy of their medical cannabis permit in a prominent location within their facility.

Labor & Employment Practices

28. Medical cannabis operators must provide compensation to and opportunities for continuing education and training of their employees. Operators shall provide proof of their policy and regulations. The City reserves the right to review employee policies and procedures and to audit their employee records to determine how many employees have participated in education and training programs as well as what programs are being offered and how employees are being compensated to assure that the medical cannabis operator is complying with this condition.

29. Operators must maintain a staff comprised of at least 50% Oakland residents and 25% Oakland residents in census tracts identified by the City Administrator as having high unemployment rates. Operators may fall below the percentage required only if they can show a good faith effort to hire

local Oakland residents and either due to lack of qualifications or disqualification based on background a sufficient pool of candidates could not be established of Oakland residents.

30. Medical cannabis operators must purchase at least 50% of their products, equipment, materials from Oakland businesses and hire only local firms for construction.

31. Medical cannabis operators must provide a living wage as defined by OMC 2.28 to their employees. Wage scale should be provided in writing for all levels of employment at the facility.

32. Medical cannabis operators must provide Equal Benefits and sign Declaration of Non-Discrimination.

Dispensary Specific Requirements

33. Medical cannabis Dispensaries shall provide the City Administrator's Office, the Chief of Police or their designee, and all neighbors located within fifty (50) feet of the premises with the name, phone number, and facsimile number of an on-site community relations staff person to whom one can provide notice if there are operating problems associated with the Dispensary. The Dispensary shall make a good faith effort to encourage neighbors to call the community relations staff person to try to solve operating problems, if any, before any calls or complaints are made to the City Administrator or Police Department.

34. Maximum operating hours for a Dispensary shall be as follows: 7:01 am to 7:59 pm daily. The Dispensary is prohibited from operating between the hours of 8:00 p.m. and 7:00 a.m. the next ensuing day, except that patients who have entered the premises prior to closing time may complete their transactions and must be escorted out of premises immediately upon completion of transaction.

35. Dispensaries are encouraged to disclose the percentage level of delta-9 (trans) tetrahydracannabinol, cannabidiol, and cannabinol in medical cannabis to qualified patients before providing medical cannabis.

36. Representative samples of medical marijuana distributed by the collective shall be analyzed by an independent laboratory to ensure it is free of harmful contaminants regulated by local, state or federal regulatory statutory standards. Any medical marijuana from which the representative sample tested positive for a harmful contaminant at a level which exceeds the local, state or federal regulatory or statutory standards shall be destroyed forthwith.

37. Dispensaries shall maintain records of its members using only the State of California Medical Marijuana Identification Card number issued by the county or the County's designee, pursuant to California Health and Safety Code Section 11362.7 *et seq.*, or a copy of the written recommendation, as a protection of the confidentiality of the cardholders. Dispensaries shall track when Members' medical marijuana recommendation and/or identification cards expire and enforce conditions of membership by excluding members whose identification card or recommendation are invalid or have expired. Additionally, medical cannabis operators shall

exclude members who are caught diverting marijuana for non-medical use. All membership records shall be available for inspection by the City or the City's designee given 24 hours notice.

38. Dispensaries shall, by using the patient or caregiver's identification number keep an accurate account of the number of members that visit or do business with the medical cannabis operator each month, and also for the entire permit year.

39. Within thirty (30) days of the end of the calendar quarter, Dispensaries shall provide the following patient or caregiver information:

a. Overall number of patients in database and total patients in database by zipcode;
b. Total number of Oakland patients in database;
c. Total number of patient and Oakland patient visits per month of previous calendar quarter;
d. Number of unique visits and unique Oaklander visits in previous calendar quarter;

40. Dispensaries shall maintain a log of patient complaints and shall make the log available to the City Administrator upon request. The log shall contain at a minimum the date of the complaint, the complaining patient's identification number or reference to his/her written recommendation, the nature of the complaint, and the action taken by the medical cannabis operator to address the complaint.

41. Dispensaries must also be six hundred feet from any youth center as defined by OMC 5.80.

42. Dispensaries shall provide litter removal services twice (2) each operating day on and in front of the premises and, if necessary, on public sidewalks within one hundred feet (100') of the facility.

43. During Business Hours, Dispensaries shall provide a minimum of two (2) security guards duly licensed by the State of California, Department of Consumer Affairs. Each security guard shall possess a "Security Guard Card" at all times.

44. Among other things, Security guards shall be responsible for ensuring compliance with Chapter 8.30 of the Oakland Municipal Code which prohibits smoking within twenty-five feet (25') of any building entrance, exit, window and air intake vent of service buildings.

45. Dispensaries shall direct its security guards to monitor the outside of the premises for loitering and unlawful sale of medical marijuana by members. Further those security persons shall be directed to report to the Dispensary all unlawful sales of medical marijuana by members. The Dispensary shall immediately cease providing medical cannabis to the reported member, and make a report within twenty-four (24) hours to Alameda County Health Department or the doctor that issued the medical marijuana recommendation for the member. If the patient is cleared by county health or its agent, the dispensary may resume the providing medical marijuana to the patient and caregiver. The dispensary shall keep a record of all incidents where members unlawfully provide marijuana to non-members. Additionally, the dispensary shall inform patients and caregivers about this condition and remind them that it is unlawful for them to sell medical cannabis.

46. Dispensaries shall, within sixty (60) days of the issuance of permit, post, and thereafter maintain signs inside their facility where they may be easily read by members. Each sign shall be white with black lettering, and shall comply with the following regulations regarding text, size and content:

Sign 1: Font size at least 1 inch; Overall size at least 18" by 33"

PATIENT NOTICE

1. YOU HAVE THE RIGHT TO HAVE YOUR PRODUCT REWEIGHED AND SUPPLEMENTED IF IT IS UNDER THE STATED WEIGHT AT THE TIME OF PURCHASE.

2. IF YOU DO NOT HAVE A VALID STATE OF CALIFORNIA IDENTIFICATION CARD ISSUED BY ALAMEDA COUNTY HEALTH DEPARTMENT OR A VALID PATIENT ID CENTER CARD, THIS OPERATION MUST CONFIRM YOUR MEDICAL NEED FOR CANNABIS. IF YOU HAVE A VALID IDENTIFICATION CARD, YOU SHOULD NOT BE ASKED FOR ADDITIONAL INFORMATION.

Sign 2: Font size at least 1 inch

TO REGISTER COMPLAINTS OR COMPLIMENTS ABOUT THIS DISPENSARY, CONTACT: THE CITY OF OAKLAND 510-238-6370

Sign 3: Font size at least 1 inch

THE DIVERSION OF CANNABIS FOR NONMEDICAL PURPOSES IS A VIOLATION OF STATE LAW.

Sign 4: Font size at least 1 inch

THE USE OF CANNABIS MAY IMPAIR A PERSON'S ABILITY TO DRIVE A MOTOR VEHICLE OR OPERATE HEAVY MACHINERY.

Sign 5: Font size at least 1 inch

LOITERING AT THE LOCATION OF A MEDICAL CANNABIS DISPENSARY FOR AN ILLEGAL PURPOSE IS PROHIBITED BY CALIFORNIA PENAL CODE SECTION 647(h).

Sign 6: Font size at least 1 inch

THIS MEDICAL CANNABIS OPERATION HAS RECEIVED A PERMIT TO OPERATE FROM THE CITY OF OAKLAND

V. Effective Date of Regulations and Changes

Any amendments to the regulations shall take effect immediately, and compliance with current regulations shall be required for all new permit applicants.

All medical cannabis operators impacted by a change in the Regulations, including but not limited to, a change in the existing regulations or the addition of a new regulation, shall comply with the changed or new regulation within sixty (60) days of the effective date of the regulation, unless a longer time is approved in advance in writing by the City Administrator.

AS YOU KNOW, THE CULTIVATION, POSSESSION, DISTRIBUTION AND SALE OF ANY TYPE OF CANNABIS, INCLUDING MEDICAL CANNABIS, IS PROHIBITED UNDER FEDERAL LAW.

A MEDICAL CANNABIS PERMIT ISSUED BY THE CITY OF OAKLAND DOES NOT PROVIDE ANY IMMUNITIES OR DEFENSES TO STATE AND FEDERAL PROSECUTION OR ENFORCEMENT ACTIONS AGAINST PERMITTEES, THEIR CULTIVATORS, LANDLORDS OR OTHER PARTIES INVOLVED IN MEDICAL CANNABIS ACTIVITY. AS A RESULT, THE PERMIT SHOULD NOT BE RELIED UPON AS PROVIDING ANY IMMUNITIES OR DEFENSES FROM SUCH PROSECUTION OR ENFORCEMENT ACTION.

The permittee agrees to indemnify and save harmless the City of Oakland, its officers, agents, employees and volunteers, and each of them, from any suits, claims, or actions brought by an person or persons, corporations, government agencies or other entities on account of any activities associated with this permit such as but not limited to medical cannabis distribution, cultivation or transportation.

Greg Minor,
Assistant to the City Administrator

Date: 6/16/16

Telegraph Health Center
2015 Charitable Contributions Summary
12/31/2015

Date	Description	$ Amount Donated
4/30/2015	Oakland First Fridays	1,000.00
5/29/2015	Oakland First Fridays	500.00
7/30/2015	Oakland First Fridays	1,000.00
8/19/2015	Oakland First Fridays	500.00
9/29/2015	Oakland First Fridays	500.00
10/31/2015	Oakland Super Heroes Mural Project	500.00
11/18/2015	Swords to Plowshares	1,000.00
		5,000.00