Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND **SUPERIOR COURT**

PROVIDENCE, SC. BUSINESS CALENDAR

ANCORA PARTNERS, LLC
d/b/a FLOWER & POT,
Plaintiff,

v. C.A. No. PC-2026-02802

RHODE ISLAND CANNABIS
CONTROL COMMISSION,
Defendant.

PLAINTIFF'S EXHIBIT LIST IN SUPPORT OF RENEWED MOTION FOR TEMPORARY RESTRAINING ORDER AND PRELIMINARY INJUNCTION

Plaintiff Ancora Partners, LLC d/b/a Flower & Pot submits the following exhibits in support of its renewed motion for temporary restraining order and preliminary injunction. The exhibit numbers below identify the materials in the accompanying consolidated exhibit submission. Page references identify each exhibit's divider page in the consolidated PDF.

Exhibit	Description	Page
01	CCC Social Equity Applicant Status Certification: November 14, 2025 determination approving Lisa Pontarelli; December 15, 2025 approval of Ancora's interest-holder change; and approved-applicant list.	4
02	CCC Retail License Application Instructions dated September 12, 2025, and Adult-Use Retail FAQ updated December 22, 2025, including application deadlines and zoning requirements.	9
03	Operative CCC regulations, 560-RICR-10-10-1, effective May 1, 2025, complete official text.	38
04	Ancora's zoning documentation filed with its application: AUR Exhibit E(ii) cover sheet and Stanley Pikul's December 17, 2025 Cranston zoning determination for 1112 Reservoir Avenue.	122
05	April 8, 2026 Memorandum and Order in Jensen v. Rhode Island Cannabis Control Commission, No. 1:24-cv-00191-MRD-AEM (D.R.I.), ECF No. 41.	125
06	CCC records reflecting receipt and review of Ancora's application: interest-holder and other-jurisdiction review memoranda and application-submission tracker.	154
07	CCC portal's automated confirmation of receipt of Ancora's retail application, December 29, 2025, at 2:03:53 p.m. EST.	158
08	March 18, 2026 email correspondence transmitting Ancora's March municipal-zoning materials to the CCC and acknowledging receipt.	160
09	April 8, 2026 Tucker Wentz–Carla Aveledo "AUR Doc table" email chain concerning application review, completeness status, and potential awards without a lottery.	164

Exhibit	Description	Page
10	Philip C. Silverman’s March 9, 2026 letter to the CCC concerning Ancora as the sole qualified Zone 4 social equity applicant, text-searchable copy.	167
11	CCC Adult-Use Retail License Application Submission webpage announcing the revised process, portal opening August 7, 2026, and application deadline November 23, 2026.	170
12	CCC reviewers’ completed checklists on Ancora’s retail application, with reviewer initials and substantive notes.	173
13	October 20, 2025 CCC “October Timeline Update” presentation and meeting minutes adopting the 2026 application-process timeline.	182
14	CCC records of licenses awarded without a lottery to Hangar 420, Green Wave, and New Leaf.	194
15	April 17, 2026 CCC open-session meeting minutes.	219
16	July 24, 2026 CCC “Update on AUR License Process” presentation concerning nullification of prior applications, refunds, and the restarted application process.	227
17	Required-item cover sheets and related forms from the CCC file copy of Ancora’s December 29, 2025 retail application, including the December 17, 2025 Cranston zoning determination.	234
18	Transcript of the April 17, 2026 CCC meeting.	250
19	Philip C. Silverman’s March 3, 2026 Vicente LLP letter objecting to Green Dolphin LLC’s dual Zone 4 applications, with accompanying correspondence.	283
20	Ancora Partners LLC Articles of Organization, filed April 5, 2022.	290
21	Executed Ancora Partners LLC Operating Agreement, dated November 21, 2025.	294
22	Executed November 21, 2025 promissory note from Ancora Partners LLC to David Rozen.	311
23	Executed lease between Wired 2Ten, LLC and Ancora Partners LLC, effective July 14, 2023, for 1112 Reservoir Avenue, Cranston.	316
24	Lease Amendment Agreement effective December 15, 2025, signed December 18, 2025.	337
25	March 2, 2026 Cranston zoning certificate for 1263 Oaklawn Avenue.	341
26	March 2, 2026 Warwick zoning letter concerning 1708 Elmwood Avenue, with ordinance attachment.	343
27	March 2, 2026 North Kingstown planning correspondence concerning 7560 and 6840 Post Road, reproduced within a September 17, 2026 forwarding email.	346

Exhibit	Description	Page
28	March 2, 2026 Warwick zoning letter concerning 175 Jefferson Boulevard, with ordinance attachment.	351
29	March 2, 2026 Warwick zoning letter concerning 231 Elm Street, with ordinance attachment.	354
30	March 2, 2026 Warwick zoning letter concerning 1127 Toll Gate Road, with ordinance attachment.	357
31	Creative Services, Inc. social equity verification report for Lisa Pontarelli, Reference No. 2403278, first three pages, with personal identifiers redacted.	360
32	David Rozen's October 17, 2025 public comment to the CCC concerning zoning requirements and dual-category applications.	364
33	CCC May 21, 2026 letter to the House Corporations Committee supporting H8544, signed by Michelle A. Reddish.	368
34	September 6, 2024 CCC approved meeting minutes and Licensing Selection Process presentation, including slide 16, "Rhode Island: Hybrid Randomized Selection Process."	371
35	Affidavit of Erica Ferrelli dated June 12, 2026, filed as Defendant's Exhibit B to the CCC's objection to Ancora's original motion.	392
36	Affidavit of David Rozen dated June 2, 2026 (First Rozen Affidavit), previously filed June 8, 2026 with Ancora's original motion.	398
37	Second Affidavit of David Rozen dated September 25, 2026 (Second Rozen Affidavit).	403

Respectfully submitted,
ANCORA PARTNERS, LLC d/b/a FLOWER & POT
By its attorneys,
HARWOOD, GARLAND & McKIERNAN, LLC

By: s/Daniel P. McKiernan

Daniel P. McKiernan, Esq. (#4705)
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Smithfield, Rhode Island 02917
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C.A. No. PC-2026-02802

EXHIBIT 01

CCC Social Equity Applicant Status Certification: November 14, 2025 determination approving Lisa Pontarelli; December 15, 2025 approval of Ancora’s interest-holder change; and approved-applicant list.

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Cannabis Control Commission
STATE OF RHODE ISLAND

Via Email

November 14, 2025

Lisa Ann Pontarelli
991 Plainfield St.
Second Floor
Johnston RI 02919

Reference Number #2403278

Attn: Lisa Ann Pontarelli, Contact Person

Re: Social Equity Applicant Status Certification Application Determination

Dear Lisa Ann Pontarelli,

Thank you for your interest in applying for Social Equity Applicant Status Certification ("SEASC"). Following a vote of the Cannabis Control Commission ("Commission"), your application for SEASC (Reference Number #2403278) has been approved and, as a result, the above listed Applicant has received Approved Social Equity Applicant Status.

As an Approved Social Equity Applicant, you may apply for one of the six Social Equity Retail Licenses and your application fee will be waived. If you are applying for a General Retail License or a Workers' Cooperative Retail License, your application fee(s) will also be waived as long as a verifiable Certification Reference Number is provided. **Please note that the Applicant for licensure *must* be the same entity/individual that was certified and is named in this letter; nonmatching Applicants who claim SEASC may have their applications rejected.** If selected for licensure those with Approved Social Equity Applicant Status will be eligible to apply for grant funding from the Social Equity Assistance Fund, in accordance with R.I. Gen. Laws § 21-28.11-31(b).

Important Note on Changes to Social Equity Applicant Interest Holders

Approved Social Equity Applicants are prohibited from changing their Interest Holders, as defined by 560-RICR-10-10-1.2(A)(12), without first receiving approval from the Commission. This includes, but is not limited to, individual applicants seeking to form an entity, either alone or with other owners, as well entity applicants seeking to bring on additional owners or other investors with a financial interest in the business.

Social Equity Applicants have until December 1 to submit Interest Holder Change Request Forms.

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This request must be submitted in person or by certified mail to the address below. Submissions must be delivered in person or post-marked by **4:00 PM EST** on **December 1st, 2025.**

Cannabis Control Commission
Attn: Cannabis Office – Social Equity Applicant Interest Holder Change Request
560 Jefferson Blvd.
Warwick, RI 02886

Change Requests received after the above deadline will NOT be considered. It is incumbent on applicants to ensure that requests are delivered to the Commission prior to the deadline.

Interest Holder Change Request forms are available on the Commission's website. Applicants for a Social Equity Retail License who have changed their interest holders without approval from the Commission may have their Approved Social Equity Applicant Status revoked and their application for licensure denied.

Thank you for your interest in participating in Rhode Island's cannabis industry.

Sincerely,

The Rhode Island Cannabis Control Commission

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Cannabis Control Commission
STATE OF RHODE ISLAND

Via Email

December 15, 2025

Ancora Partners LLC

187 Shadow Brook Drive
Warwick, RI 02886

Social Equity Applicant Status Number #2403278

Attn: Lisa Pontarelli, Contact Person

Re: Social Equity Applicant Interest Holder Change Request

Dear Lisa Pontarelli:

After a review of submitted materials, the Cannabis Control Commission has approved your Interest Holder Change Request Application.

As such, you may apply for one of the Adult Use Cannabis Retail Establishment licenses reserved for Social Equity Applicants with the Interest Holders and corporate structure disclosed in your Interest Holder Change Request Application.

You *may not* change Interest Holders and retain Social Equity Applicant Status until after the submission, and subsequent approval, of a variance request following selection for a license in the Hybrid Random Selection Process.

Submission of an application for an Adult Use Cannabis Retail Establishment License reserved for Social Equity Applicants with different Interest Holders than those approved as part of this Interest Holder Change Request Application may result in disqualification.

Should you wish to further change Interest Holders prior to the December 29th submission deadline you may apply for a non-Social Equity license type and without Social Equity Applicant Status.

Thank you for your interest in participating in Rhode Island's cannabis industry.

Sincerely,

The Cannabis Control Commission

Approved and Certified Social Equity Applicants

Criterion	First Name	Middle Name	Last Name	Name Suffix	Entity
1	ALEXIS		BRONSON		Machiavelli Holdings LLC
	BONNIE	MARIE	CLARKE		NA
	RODNEY	RADLEY	DEROGENE		NA
	NORRIS	LEON	POLK	JR	NA
	LISA	ANN	PONTARELLI		NA
	KATHERIN		TORRES		NA
2	FREDERICK		ACQUARO	JR	ALGSY LLC
	JERMAIN		ADAMS		Blackbird Ventures LLC
	RAMON		ARROYO		NA
	WILLIAM		BROWN		Thunder Hill Strategies LLC
	MICHAEL	JOSEPH	BORGES		EAST BAY CANNABI LLC
	ANTOINE		BOYER		Summit Creek Advisors LLC
	BRUCE		BUCHANAN		Lucky Lous LLC
	ROBERT	COCKBURN	CLARKE		NA
	WILLIAM	BRADLEY	COTTON		NA
	MARK		DELGADO		NA
	MARK	STEVEN	DUPUIS		NA
	AMBROSE		DWYER	JR	Copper Summit LLC
	AMANDA		DYER		NA
	RICHARD		ESPINAL		Dancing Otter Co. LLC
	JOAO		GOMES		Chicken Soup Consulting LLC
	TAREK	JAMAL	HADDADA		NA
	LAURA	ANN	HOSS		Green Emporium Enterprises LLC
	LEAH	MARIE	ISOM		Xs and Os Enterprise
	JULIAN		JARMOSZKO		NA
	VENNICIA		KINGSTON		NA
	RICARDO	LEO	MCLEAN		Dying With Laughter, Inc
	WILLIAM		MELUCCI		NA
	THOMAS		MILLER		Pineapple Derby LLC
	STEPHANIE	ANN	NORTHUP		Marble Arch Partners LLC
	ANGEL		OLIVER		Popsicle Palace LLC
	TAYLOR		OLSON		Silver Mesa Group LLC
	PATRICK		PIERCE		Disco Llama Collective LLC
	THOMAS	RAYMOND	ROGERS	III	NA
	MATTHEW		WASILEWSKI		Brightest Buttons LLC
5	COLIN		GEOFFROY		Agricultural Healing II, LLC

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EXHIBIT 02

CCC Retail License Application Instructions dated September 12, 2025, and Adult-Use Retail FAQ updated December 22, 2025, including application deadlines and zoning requirements.

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Cannabis Control Commission
STATE OF RHODE ISLAND

September 12, 2025

Dear Applicant,

As Cannabis Office Administrator, I am pleased to present the application for Rhode Island's Adult-Use Cannabis Retail License. This is a significant step in the development of our state's cannabis program, and the Cannabis Office is committed to ensuring that the process is efficient, transparent, and accessible to all who wish to participate.

Our work is grounded in principles that safeguard public health, uphold accountability, and promote fairness. This application process has been designed to reduce unnecessary burdens while maintaining the highest standards of regulatory compliance. It reflects Rhode Island's values of social equity and inclusion, while also supporting the growth of a responsible and innovative cannabis industry in our state.

Every application will be reviewed with consistency, integrity, and a reliance on data-driven decision-making. At the same time, our office remains focused on continuous improvement, adopting tools and practices that strengthen oversight and improve the applicant experience.

I encourage you to carefully complete and submit your application by **4:00 PM on Monday, December 29, 2025**. The Cannabis Office is here not only as a regulator but also as a resource for applicants, licensees, and community members. Together, we can foster a well-regulated cannabis market that advances opportunity, safeguards the public, and serves Rhode Island for years to come.

Sincerely,



Michelle A. Reddish, MS, MPH
Administrator, Cannabis Office
Rhode Island Cannabis Control Commission

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Cannabis Control Commission
STATE OF RHODE ISLAND

Application Instructions for

Adult-Use Cannabis Retail License

Interested parties should review the Application and submit any questions by email only to CCC.AURApp@ccc.ri.gov with the subject line *"Application for Adult-Use Retail License Application Questions*." Questions received and the answers thereto will be posted on the Cannabis Control Commission website so that all Applicants will have access to the same information.

Cannabis Control Commission Business Hours:
Monday – Friday
8:30 AM – 4:00 PM

For additional information regarding the Application process, please visit the Commission's website at: https://ccc.ri.gov/.

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Cannabis Control Commission
STATE OF RHODE ISLAND

Part 1 – Application Information and Instructions

The Cannabis Control Commission ("the Commission") is accepting Applications from qualified Applicants interested in being issued an Adult-Use Cannabis Retail License.

Pursuant to The Rhode Island Cannabis Act, R.I. Gen. Laws § 21-28.11-1 *et seq.* ("the Act"), the Commission is responsible for licensing Adult-Use Cannabis Retailers ("AURs") for the licensed dispensing of cannabis to consumers aged 21 years or older. Licensed Adult-Use Cannabis Retailers may dispense cannabis in accordance with the Act and the Commission's Rules and Regulations, RICR Title 560 Chapter 10 (the "Regulations"). **Applicants should thoroughly review the Regulations, which can be found in the** Rhode Island Code of Regulations on the Secretary of State's website**:**

Section A: Application Period

The period for submission of applications will be from 3:00 p.m. on September 12, 2025, through 4:00 p.m. on the December 29, 2025 (the "Application Submission Deadline").

It is the Applicant's responsibility to ensure that any application is complete and submitted before the close of the Application Submission Deadline. Incomplete applications will be deemed deficient and will not be accepted for review and evaluation, and any application fee will not be refunded. The Commission will not accept or consider applications tendered after 4:00 p.m. on Monday, December 29, 2025.

Section B: General Instructions

Read this Application carefully. Answer each question completely. Do not leave blank spaces.

1. All application materials that require a signature must be signed by an "authorized signatory" of the Applicant. An "authorized signatory" means a person that is authorized by the Applicant to attest to the accuracy of all application information, materials and content submitted.
2. When used in this Application, "Applicant" refers to the individual or entity applying for the Adult-Use Cannabis Retail License, *not* the individual completing the Application, if different.
3. If a question does not apply, write "N/A." If the correct answer to a particular question is "None" write "None."
4. All Forms, Exhibits, Documents and Deliverables on the Checklist are mandatory and must be completed and submitted **at the time of filing this Application** in order for the Application to be complete and eligible for review and consideration.
5. Failure to submit an Application with all of the Forms, Exhibits, Documents and Deliverables attached and completed may result in the disqualification of the Application from the evaluation process.

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6. The Applicant is under **a continuing duty to promptly notify** the Commission if there is a proposal to change any information provided and the Commission reserves the right to reject any proposed changes.
7. All Application Forms, Exhibits, Documents and Deliverables should be single spaced and typed in 12-point Calibri or Times New Roman font, except for specifically requested supporting documentation such as bank statements and facility diagrams.
8. All supporting documentation must be accompanied by a cover page containing a brief description of the document including the section of the application the document corresponds to and a list of relevant interest holders, as applicable.
9. Do not misstate or omit any material fact(s).
10. The submission of an Application constitutes acceptance of the requirements, administrative stipulations, and all of the terms and conditions of this Application. All costs and expenses incurred in submitting an Application will be borne by the Applicant.
11. The Application Forms, Exhibits, Documents and Deliverables are the same for all Application types including: general retail, social equity retail, and workers' cooperative retail.
12. **Definitions:** For the definition of specific terms, please refer to the definitions set forth in R.I. Gen. Laws § 21-28.11-3 and in the Regulations.

Application Submission

It is the Applicant's responsibility to ensure timely delivery of its Application to the Commission by the 4:00 p.m. on December 29, 2025. Late Applications will not be accepted.

Applications may only be submitted via the State of Rhode Island's Cannabis Licensing Portal. Applicants can access the Application by creating an account within the portal, selecting "Apply for a License, Card, or Tags," and then selecting "Commercial Cannabis Licensing."

All files submitted as part of an Application must be named in the following format:

APPLICANT NAME_ATTACHMENT NAME_APPLICATION VERSION

For example, the file containing Version A of the forms will be named as follows:

Applicant LLC_Forms_Version A

Application components should be compiled into three files for each Application version. Specifications for each Application version are detailed in Part 3 of this Application. They should be identified and include components as follows:

File Identifier	Required Application Components
Forms	AUR Forms 1-4
Narratives	AUR Exhibits A-D
Premises	AUR Premises Requirements

There is a 25mb file size limit for each uploaded file.

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It is the responsibility of the Applicant to ensure that all files are correctly named, compiled, and readable upon being uploaded to the portal. Failure to do so may result in the Application being deemed incomplete and illegible for evaluation and entry into the randomized selection process.

Section C: Communications with the Cannabis Control Commission – Application Questions

All questions about the Application or Application process must be sent to the Commission **by email only at** CCC.AURApp@ccc.ri.gov with the subject line "**Adult-Use Cannabis Retailer Question**." Failure to follow this procedure may result in Application disqualification.

Questions received and the Commission's answers thereto will be posted on the Commission's website so that all Applicants will have access to the same information. The Commission reserves the right to not respond to questions concerning matters that are already addressed in the Application, the Act and/or the Regulations, or those that the Commission deems immaterial or inappropriate.

For questions received after 4:00 p.m. of the week of the submission deadline the Commission may not respond. Applicants are encouraged to identify and submit any questions as soon as possible.

Section D: Application Requirements and Procedures

Applicants should review the Act and the Regulations for further information regarding application requirements and procedures.

Zones – Procedures and Limitations
In accordance with R.I. Gen. Laws § 21-28.11-10.3, below are the "application zones" where the twenty-four (24) retail licenses are available:

Zone	Included Municipalities	Number of Available Adult-Use Cannabis Retailer Licenses (Non-Equity and Non-Cooperative)	Number of Available Adult-Use Social Equity Cannabis Retail Licenses	Number of Available Adult-Use Workers' Cooperative Cannabis Retail Licenses
1	Burrillville, Cumberland, Glocester, North Smithfield, and Woonsocket	2	1	1
2	Central Falls, Johnston, Lincoln, North Providence, and Providence	2	1	1

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3	Coventry, Foster, West Greenwich, and West Warwick	2	1	1
4	Cranston, North Kingstown, and Warwick	2	1	1
5	Charlestown, Exeter, Hopkinton, Narragansett, Richmond, South Kingstown, and Westerly	2	1	1
6	Bristol, East Providence, Middletown, Newport, New Shoreham, Pawtucket, Portsmouth, Tiverton, and Warren	2	1	1

It is the responsibility of the Applicant to comply with all necessary municipal requirements and obtain all necessary municipal approvals.

An Applicant who applies for an Adult-Use Cannabis Retail license may only submit one application per zone, regardless of license type. A person or entity cannot be an interest holder (as defined in the Regulations) in more than one Applicant or Application per zone. An Applicant may apply for a license in more than one zone. Applicants who apply in more than one zone must submit a separate application and separate application fee for each zone applied to, and identify in each application all applications that have been submitted by the Applicant, and in which zones. **All application fees are nonrefundable**. If an Applicant is selected for a license in more than one zone, that Applicant must select a single zone in which the Applicant will proceed with licensing. Another Applicant will then be selected for the zone(s) that were renounced by the originally selected Applicant.

An Applicant selected for licensure may not change or alter its proposed location to another location within the same zone without prior Commission approval. A selected Applicant may not relocate or change its proposed location outside of the zone for which they were selected.

A selected Applicant may not change or alter its proposed ownership structure, or any other Application materials, at any time during the application or selection process without prior Commission approval.

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Review and Evaluation Criteria
The Commission shall review and evaluate complete Applications based upon the criteria set forth in the Act and the Regulations. All Applications that are deemed complete and qualified by the Commission shall be eligible for selection.

The Commission may require an inspection of the proposed licensed premises in order to verify information contained in an Application before deeming an Applicant qualified and eligible for inclusion in the selection process.

Divestiture of Prohibited Financial Interests
All interests, financial or otherwise, must comply with the Act and the Regulations, and must be disclosed on the Application. Pursuant to 560-RICR-10-10-1.3.2 of the Regulations:

1. No person or entity may control, manage, operate or be a majority owner in more than one (1) cannabis cultivator, cannabis product manufacturer, cannabis retailer, or compassion center.
2. Compassion center licensees shall also comply with the ownership and divestiture rules set forth in the Medical Marijuana Act, R.I. Gen. Laws § 21-28.6-12(d)(5)(v) and in 560-RICR-10-10-1.8.
3. No cannabis establishment licensee or interest holder may have any interest in a Rhode Island licensed testing laboratory.

Disclosure of any such interests and a divestiture plan must be made in the Application.

Denial or Disqualification of Application
The Commission may disqualify or deny any Application or decline to issue a license under any of the following circumstances:

1. The Applicant fails to submit the Application by 4:00 p.m. on Monday, December 29, 2025.
2. The Applicant fails to submit a complete Application including all Forms, Exhibits, Documents and Deliverables set forth on the Checklist in Part 2 and the copies with required redactions set forth in Part 3 of this Application.
3. The Application contains a material misstatement, omission, misrepresentation, or untruth.
4. The Applicant fails to pay the required Application fee, if required based on Application type, prior to the Application Submission Deadline.
5. The payment of taxes due in any jurisdiction by the Applicant or one of its Interest Holders is in arrears.
6. The Applicant fails to demonstrate to the Commission's satisfaction that it adequately meets the qualifications and requirements outlined in this application, the Act, and/or the Regulations.
7. The Applicant fails to pay the required license fee.
8. The Applicant fails to demonstrate or implement any policies, procedures or actions indicated in its Application.

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Section E: Important Notices/Disclaimers

1. This Application is an **OFFICIAL DOCUMENT** of the Commission. It **MAY NOT** be altered or changed in any fashion except to fill in the areas provided with the information that is required. Should any alteration or revision of a question occur, the Commission reserves the right to deny the Application in its entirety or deem void that specific response and treat that section as unanswered.
2. The burden of completing the Application and demonstrating an Applicant's qualifications at all times rests with the Applicant. The Applicant accepts any and all risks associated with adverse public notice, criticism, emotional distress, or financial loss that may result from any action related to this Application. The Applicant expressly waives any and all claims for damages as a result thereof.
3. After the Application has been submitted, the Applicant may withdraw the submitted Application via the licensing portal. The Application fee will not be refunded.
4. Applicants are prohibited from submitting additional information after an Application is submitted unless the Commission specifically requests additional information.
5. The Commission may request additional information or request an inspection of a proposed location if it determines that it is necessary to process and fully evaluate an Application. The Applicant shall provide the additional information, documentation, materials and/or certifications within the time prescribed and at the Applicant's own expense. If the Applicant does not provide the requested information within the prescribed time period, the Commission may deem the Application incomplete and remove the Application from the evaluation process.
6. The Applicant is under a continuing duty to promptly disclose to the Commission any changes in ownership, interest holders, and/or Form 2 Disclosures throughout the entirety of the application and licensure periods.
7. Proposed changes to interest holders and key persons require the Commission's approval in accordance with the variance procedure outlined in the Regulations. No variance which affects a majority change in ownership, control, financial interest and/or compensation/remuneration will be approved prior to conclusion of the first year of licensed activities except upon the Commission's determination that public, health, safety, welfare or other such grounds requires such variance.
8. All notices regarding a submitted Application will be sent to the Applicant's Compliance Officer's email address provided on the Application Information Sheet, Form 1. The Applicant must immediately notify the Commission if the Applicant's email address changes. The Applicant is solely responsible for ensuring that all e-mail communications from the Commission are not filtered into a spam/junk folder. E-mails sent by the Commission will be presumed to have been received by the Applicant.
9. No Applicant has a right to any license issued by the Commission. R.I. Gen. Laws § 21-28.11-17. The Commission's decision to approve, disqualify, or deny any Application is final.

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Part 2 – Checklist For All Forms, Exhibits, Documents, and Deliverables

The Forms, Exhibits, Documents, and Deliverables set forth below, and redacted as set forth in Part 3 of this document, comprise a complete Application for an Adult-Use Cannabis Retail License. Only applications which the Commission determines to be complete, including submission of all required attachments, as set forth below, shall be eligible for further evaluation and review. Incomplete applications will be deficient and will not be considered, and any application fee will not be refunded.

Identifier	Name/Description	Included
AUR Form 1	Application Information Sheet, Taxpayer Status, Notices and Affirmations executed by a duly authorized signatory of Applicant	☐
AUR Form 2	Disclosure of Owners and Other Interest Holders and required supporting documents executed by a duly authorized signatory of Applicant	☐
AUR Form 3	Interest Holder Certification Statement executed by a duly authorized signatory of Applicant	☐
AUR Form 4	Disclosure executed by a duly authorized signatory of the Applicant of all licenses and/or registrations held in any jurisdiction, and any suspensions, revocations, consent orders/agreements and/or other enforcement or regulatory actions in any jurisdiction, in compliance with 560-RICR-10-10-1.3.1(A)(11)(b)	☐
AUR Exhibit A	Disclosure of any material financial interests or control in another cannabis establishment license and a plan of divestiture in compliance with 560-RICR-10-10-1.3.1(A)(7)	☐
AUR Exhibit B	Applicant's Operations Manual for the Adult-Use Retail establishment with all information and in compliance with 560-RICR-10-10-1.3.1(A)(4)	☐
AUR Exhibit C	Applicant's Business Plan, which shall include a compliance plan for the Adult-Use Cannabis Retail establishment with all information and in compliance with 560-RICR-10-10-1.3.1(A)(2)	☐
AUR Exhibit D	Applicant's Security and Safety Plan with all information in compliance with 560-RICR-10-10-1.3.1(A)(3)	☐
AUR Premises Requirements	All required property information and supporting documentation as required by 560-RICR-10-10-1.3.1(A)(5)	☐

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Part 3 – Three (3) Versions of Each Application Required – Some Redaction Required

The Applicant must submit three (3) different electronic versions of the Application, each in turn split among three (3) files as directed above in Section B – Application Submission.

- Version A is the unredacted Application.
- Version B includes certain redactions for purposes of public records disclosures, pursuant to the Access to Public Records Act (APRA), R.I. Gen. Laws Chapter 38-2.
- Version C will be used for the initial anonymous review without identifying information. If this information is complete and adequately displays the Applicant's ability to meet the licensing requirements of the Act and the Regulations, the Commission will review the rest of the Application.

It is the responsibility of the Applicant to redact all necessary information in accordance with the following instructions.

Application Version A – Unredacted Application:

1. A complete version Application with all completed Forms, Annexes, Exhibits, Documents and Deliverable signed where indicated; and
2. Split into three (3) files as directed above in Section B – Application Submission and labeled in accordance with Application instructions.

Application Version B – Application with Redacted Personal, Financial and Security Information:

1. A complete version Application with all completed Forms, Annexes, Exhibits, Documents and Deliverable signed where indicated, redacted as described below to be posted on the Commission's website; and
2. Split into three (3) files as directed above in Section B – Application Submission and labeled in accordance with Application instructions.
    - Leave unredacted names of all Owners, Interest Holders and Key Persons.
    - Redact any social security numbers and/or federal employer identification numbers.
    - Redact all dates of birth and home street addresses as to individual natural persons.
    - Redact any bank account numbers and bank account information on any check or other document that is submitted.
    - Redact all ownership percentages and dollar amounts, including in the Form 2, Form 4 and schedules/annexes attached thereto.
    - Redact all of AUR Exhibit C, Applicant's Business Plan.

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- Redact all of AUR Exhibit D, Applicant's Security and Safety Plan.
- Redact any financial and proprietary information in AUR Exhibit B, Applicant's Operations Manual.
- In AUR Exhibit E, redact any floor plans/diagrams of the proposed facilities.

Application Version C - Application with Redacted Personal and Interest Holder Information including Names:

1. A complete version Application with all completed Forms, Annexes, Exhibits, Documents and Deliverables signed where indicated, redacted as described below; and
2. Split into three (3) files as directed above in Section B – Application Submission and labeled in accordance with application instructions.
   - Redact Applicant's name and all names and addresses of all Owners, Interest Holders and Key Persons.
   - Redact any reference to all names, addresses, registry identification card numbers of all patients, caregivers and authorized purchasers.
   - Redact any social security numbers and/or federal employer identification numbers.
   - Redact all dates of birth and home street addresses as to individual natural persons.
   - Redact any bank account numbers and bank account information on any check or other document that is submitted.

Other than the redacted material, the information provided in each version of the Application must be identical. Nonidentical Applications may be deemed incomplete.

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Part 4 – Adult-Use Cannabis Retail Application Required Attachments

AUR Exhibit A – Disclosure of Material Financial Interests/Divestiture Plan

Label as AUR Exhibit A Applicant's complete disclosure statement of any material financial interests or control as defined by 560-RICR-10-10-1.2(A)(13) and a plan of divestiture in compliance with 560-RICR-10-10-1.3.1(A)(7).

The materials must demonstrate Applicant's understanding of and ability to comply with the requirements under the Act and the Regulations.

AUR Exhibit B – Operations Manual

Label as AUR Exhibit B Applicant's Operations Manual for the Adult-Use Cannabis Retail establishment in compliance with 560-RICR-10-10-1.3.1(A)(4).

The operations manual must demonstrate Applicant's understanding of and ability to comply with the requirements under the Act and the Regulations, and include without limitation:

- Record keeping and records retention;
- Qualifications for sale, including ID verification procedures (if applicable);
- Staffing plan, including education and training of employees and volunteers;
- Inventory tracking plan;
- Data security plan;
- Alcohol and drug free workplace;
- Labeling and packaging;
- Marketing and advertising plan;
- Product storage plan;
- Voluntary and mandatory recalls of cannabis and cannabis products, including recalls due to any action initiated at the request or order of the Commission, and any voluntary action by a licensed cannabis establishment to remove defective or potentially defective cannabis or cannabis products from the market, as well as any action undertaken to promote public health and safety;
- Plan to ensure any outdated, damaged, deteriorated, mislabeled, or contaminated cannabis is quarantined from other cannabis and destroyed;
- Odor control plan;
- Community safety plan; and
- Emergency management plan.

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AUR Exhibit C – Business Plan

Label as AUR Exhibit C Applicant's Business Plan for the Adult-Use Cannabis Retail establishment with all information and in compliance with 560-RICR-10-10-1.3.1(A)(2).

The business plan must demonstrate Applicant's understanding of and ability to comply with the requirements under the Act and the Regulations, likelihood of success, and include without limitation:

- Applicant's experience running a business, including the applicant's experience running a cannabis business, as applicable;
- A detailed description of amount and source of equity, debt and operating capital for the proposed cannabis establishment, including financial statements or other documentation establishing the source of any funds;
- Start-up funding and long-term financial feasibility plan;
- Financial oversight and compliance plan; and
- Detailed timeline for initiating operations.

AUR Exhibit D – Security and Safety Plan

Label as AUR Exhibit D Applicant's Security and Safety Plan for the Adult-Use Cannabis Retail Establishment with all information in compliance with 560-RICR-10-10-1.3.1(A)(3).

The security and safety plan must demonstrate Applicant's understanding of, and ability to, comply with the requirements under the Act and the Regulations and shall include without limitation:

- Description of security equipment, hardware capabilities, software applications and compliance with industry and Commission standards and specifications;
- Third-party vendors;
- Standard operating procedures for the cannabis establishment, including those related to security system equipment, maintenance and operational practices;
- Descriptions of cash management and/or electronic payment processing policies, as applicable; and
- Plan to obtain a secured deposit banking account prior to the beginning of licensed activities.

AUR Premises Requirements

Attach hereto as AUR Exhibit E, per 560-RICR-10-10-1.3.1(A)(5), all the information responsive to paragraphs (i) through (vi) below.

Applicant's response must demonstrate its understanding of, and ability to comply with, the requirements under the Act and the Regulations and include without limitation:

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i. The proposed Licensed Premises, including street address, plat/lot number and zoning district.

ii. Evidence of full compliance of the facility with the local zoning laws in the form of a certificate or letter from an authorized zoning official of the municipality confirming zoning compliance and receipt of all required final zoning approvals and certification by an authorized officer of the Applicant as to compliance with any other applicable local ordinances.

iii. Evidence that the physical location is not located within five hundred feet (500') of the property line of a preexisting public or private school in compliance with R.I. Gen. Laws § 21-28.11-17.1 as demonstrated by a map showing Applicant's property, the 500-foot distance from the property line and any schools. Applicants may utilize a licensed surveyor, data from the National Center for Education Statistics, or similar verification method to identify applicable locations;

iv. A draft floor plan, shown to scale, no smaller than 8.5" by 11" and no larger than 11" X 17", of the proposed facilities showing:

1. Where cannabis will be received, stored and dispensed;
2. What activities occur in each room;
3. Walls, partitions, entrances, and exits;
4. Location of security alarms, cameras, and surveillance recording equipment;
5. Client access areas, restricted-access areas, and limited-access areas;
6. A diagram of all proposed on-site and off-site parking capacity (including spaces for persons with disabilities);
7. The location of the facility relative to streets and other public areas, and any other relevant information;

v. A description of objective parameters (such as distances from streets and public areas) and/or proposed measures (such as black-out window shades) that ensure that cannabis at the premises shall not be visible from the street or other public areas; and

vi. Documents evidencing either ownership of property or lease agreement with owner of property to allow the operation of an Adult-Use Cannabis Retail establishment.

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Cannabis Control Commission
STATE OF RHODE ISLAND

Frequently Asked Questions - Adult-Use Retail License Application

Adult Use Retail License Application Frequently Asked Questions

Last Updated: 12/22/2025

AS OF 12/22/2025, NO MORE FAQS WILL BE ANSWERED PRIOR TO THE CLOSE OF THE ADULT USE RETAIL LICENSE APPLICATION WINDOW.

1. **Will Workers' Cooperative Retail License applicants need to show that the applicant is in fact structured as a worker-owned entity?**

Yes. At the application phase, a Workers' Cooperative applicant will need to be structured as and meet the requirements of Chapter 6.2 of Title 7 , the Rhode Island statute governing Workers' Cooperatives.

2. **Is there a specific amount of capital or money that an applicant must have or demonstrate at the time of application?**

No. However, at the time of application, applicants are required to provide a detailed description of the amount and source of equity, debt, and operating capital, including financial statements or other documentation establishing the source of any funds.

3. **Is a contingent lease sufficient to satisfy the proposed physical location site control requirement?**

A lease with an effective date contingent upon being selected for a license is sufficient to satisfy site control at the application phase. The lease must allow the operation of a cannabis establishment on the property, cannot be at a shared location with another licensee and must afford the applicant exclusive rights to the property. As such, no more than one applicant can demonstrate such rights at a single location.

4. ***UPDATED 11/04/2025*: If more than one applicant holds a contingent lease for the same property, is site control satisfied, or will this disqualify one or both applicants?**

Since an applicant must have exclusive rights to a proposed cannabis establishment property, no more than one applicant can hold a lease for the same physical location, whether it is a contingent lease or a regular lease. If multiple applicants provide leases for the same physical property, these applications

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may be disqualified for not being able to demonstrate the site control requirement, as multiple applicants cannot all be selected for licensure using a single property. It is the responsibility of each applicant to ensure that no other lease(s) exist for the same proposed physical property.

5. **Will the random selection process, or lottery, occur at the same time for all three retail license categories?**

The Commission intends to conduct the selection process for all three retail license types—general, social equity, and workers' cooperative—in close proximity, at a time and date that will be announced. Please continue to check our website and sign up for our email list to know when each selection process will take place.

6. **Can I submit letter of intent to lease or to purchase a property to satisfy the requirement of a proposed physical location for my cannabis establishment?**

No. A letter of intent is not sufficient to satisfy the site control requirement. Only an executed lease or document evidencing property ownership will satisfy the site control requirement at the application phase.

7. **Do I need a background check, often referred to as NCIC, prior to applying for an adult use retail license?**

Individuals will have to attest that they have no disqualifying offenses at the application stage, and all interest holders or key persons as defined in 560-RICR-10-10-1, § 1.2(A)(12) will need to complete the NCIC as a requirement of licensure.

8. **What is evidence of final zoning approval?**

A "zoning certificate," established by R.I. Gen. Laws § 45-24-54, is a standard document in every municipality that is issued by a municipality official.

In circumstances where a cannabis retailer is an allowed use by right in the zone where the property is located, a zoning certificate stating that will suffice as evidence of final zoning approval.

If a conditional or special use permit is required, the zoning certificate will reflect that such a permit is necessary, and the permit itself must be granted and submitted as evidence at the time of the license application. In these cases, the zoning certificate precedes the conditional or special use permit.

Applicants should consult legal advisors and/or the city or town zoning official to confirm local zoning laws, requirements, processes, and timelines.

9. **What must be provided to prove residency in Rhode Island?**

Applicants need to provide addresses for all interest holders on Form 2 which will be verified during review of applications. There is no need to provide extra documentation.

10. **Do the Rhode Island residents comprising the majority ownership have to have been residents of Rhode Island for a certain amount of time before applying?**

Majority owners are required to be Rhode Island residents at the time the application is submitted.

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11. **Could one person be an interest holder in multiple licenses?**

Yes, one person may invest in multiple licensed cannabis establishments provided that such investments are in accordance with R.I. Gen. Laws § 21-28.11-19 and § 1.3.2(A)(2)(a) of 560-RICR-10-10-1. An individual may not be an interest holder in more than one application per Zone, pursuant to § 1.3.4(E)(2) of 560-RICR-10-10-1. Individuals may only have an interest of more than 10% in one license.

12. **Can the same property be used to apply with multiple groups of worker owners?**

See Questions 3 and 4.

13. **Can a loan agreement contain restrictive covenants?**

It is the responsibility of applicants to make sure that all business agreements comply with requirements set out in the Application, R.I. Gen. Laws Chapter 21-28.11 and the Regulations.

14. **What is the deadline to apply for SEASC? What is the deadline to apply for an adult use cannabis retail license?**

The deadline to fill out an interest form to applying for SEASC is Wednesday, September 24, 2025, at 11:59 p.m. EST.

The deadline to submit an application in the SEASC portal is Monday, September 29, 2025, at 5:00 p.m. EST.

The deadline to submit an application for Adult Use Cannabis Retail license is Monday, December 29, 2025, at 4:00 p.m. EST.

15. **Can an employee of a compassion center participate as an owner in a Workers' Cooperative that will be applying for a Workers' Cooperative Retail License?**

Yes, provided that individuals may not be interest holders in more than one application per Zone, pursuant to § 1.3.4(E)(2) of 560-RICR-10-10-1.

16. **As a newly formed RI Workers' Cooperative entity, is there any particular way to demonstrate the residency requirements to be Rhode Island resident owned? Should we include the residency information for the initial team member(s) who would be operating the Workers' Cooperative?**

See Questions 9 and 10.

17. **If a company owns 10% of a cannabis establishment, can the same company also have a revenue agreement from that business, such as a branding deal?**

Yes, however, applicants are encouraged to consult with an attorney to confirm that all agreements are in accordance with § 1.3.2 of 560-RICR-10-10-1.

18. **How is a majority interest defined? Is it 51% ownership of a license, or whoever owns the most interest in the license?**

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The definition of majority interest is determined based on the statutory definition of ownership and control. Pursuant to R.I. Gen. Laws § 21-28.11-3(35), "ownership and control" is defined as ownership of at least fifty-one percent (51%) of the cannabis establishment, and control over the management and day-to-day operations of the cannabis establishment, and an interest in the capital, assets, and profits and losses of the cannabis establishment proportionate to percentage of ownership. Multiple individuals' ownership interests can combine for the purposes of determining majority ownership.

For example, for a license with three interest holders holding 36%, 34%, and 30% ownership respectively, no single individual holds a majority interest; however, any two of the interest holders together would constitute a majority interest.

19. **Is it necessary that all appeal periods on the approval of a conditional or special use permit have run out prior to application submission?**

Applicants may submit a conditional or special use permit that is in an appeal period, provided that if any appeals are lodged, then the application may be considered incomplete.

20. **What forms of documentation are considered acceptable to demonstrate the source of funds (e.g., bank statements, tax returns, affidavits, etc.)?**

There is not a specific list, however it is incumbent upon the applicant to ensure documentation submitted clearly demonstrates the ability to execute proposed business plans.

21. **While there is no stated minimum capital requirement, is there a recommended minimum amount of capital that would avoid raising concerns during the application review process?**

The amount of capital must be feasible for the applicant to complete the pre-requisites for issuance of an Adult Use Retail license within the allotted time–nine (9) months for provisionally approved Adult Use Retail and Workers' Cooperative applicants and twelve (12) months for provisionally approved Social Equity applicants–from the date of application approval, consistent with § 1.4(I) and § 1.5(I) of 560-RICR-10-10-1.

22. **Are there any restrictions on how applicants can structure their capital, such as relying primarily on debt versus equity, or using certain types of investors or financing sources?**

There are not specific structuring requirements for how applicants structure their capital, provided that all interest holder requirements and prohibitions are met pursuant to § 1.3.2 of 560-RICR-10-10-1 and Part 4, AUR Exhibit C of the application. Applicants are encouraged to consult with an attorney to ensure compliance.

23. **Can multiple applicants share a single bank account, or does each applicant need to maintain a separate account to document their individual financial contributions?**

Applicants are required to identify all individuals with financial interest or who have lent money to the applicant. Individuals may only be associated with one applicant per zone but are not prohibited from having an interest in applicants across multiple zones.

24. **For municipalities that allow retail cannabis establishments by right, would the Site Plan Review approval be considered "final zoning approval" that an applicant must obtain and submit as part of a complete license application, even though no special use permit is required?**

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A Site Plan Review approval is not necessary in instances where the applicant can demonstrate the use is allowed by right. Applicants are encouraged to consult legal advisors and/or the city or town zoning official to confirm local zoning laws, requirements, processes, and timelines.

25. **Are digital or electronic signatures (such as through DocuSign or Adobe Sign) acceptable for the Forms and any other documents requiring signatures that are submitted with the Adult Use Retail License application?**

Yes.

26. **Can approved applicants submit a change of location request?**

All applicants, provisional licensees and licensees must seek pre-approval from the Commission by means of requesting a variance for all material changes to the submitted and/or approved application or any materials, operations or plans approved thereafter by the Commission, in accordance with § 1.3.3 of 560-RICR-10-10-1.

27. **At what stage in the licensing or pre-operational process can a change of location request be submitted?**

Pursuant to § 1.3.3(A)(4) of 560-RICR-10-10-1, an applicant, provisional licensee or licensee shall submit to the Commission a request for a variance at least sixty (60) calendar days prior to the proposed effective date of the change.

28. **Are there specific regulations limiting change of location requests?**

Requirements and limitations for a variance request for changes in approved applications, licensed premises, activities, and ownership and control are set forth in § 1.3.3 of 560-RICR-10-10-1 and R.I. Gen. Laws § 21-28.11-10.2, provided that changes to approved premises remain within the same zone.

29. **Will you be "qualifying" the Adult Use Retail License applications on a rolling basis, or will they all be evaluated at the close of the application period?**

The Commission's timetable for review and evaluation of the applications will be dependent upon the number of applications and timeframe in which they are received.

30. **In reference to the drafting of an Operating Agreement, can the agreement require a supermajority for certain decision, so long as the qualifying owner(s) have 51% of the vote?**

Under R.I. Gen. Laws § 21-28.11-3(35), "ownership and control" is defined as ownership of at least fifty-one percent (51%) of the cannabis establishment, and control over the management and day-to-day operations of the cannabis establishment, and an interest in the capital, assets, and profits and losses of the cannabis establishment proportionate to percentage of ownership. Applicants are encouraged to consult an attorney to ensure all agreements are in accordance with § 1.3.2 of 560-RICR-10-10-1 and R.I. Gen Laws Chapter 21.28-11.

31. **On Form 2 of the Adult Use Retail License application, there isn't a space to list a phone number after the first individual or entity in each section. Should the phone number be entered on the second address line instead?**

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The Form 2 on the website was updated on 10/10/2025 to include a line for phone numbers in all sections. Please use the most current version of the Form 2 for your submission.

32. **Does the Certificate of Good Standing from the Rhode Island Secretary of State need to be dated within a specific timeframe the application is submitted?**

No.

33. **Can an entity applying for an Adult Use Retail License use the Social Equity Certification Number of an individual owner, even if that individual owns 51% or more of the entity?**

No. An entity applying for an Adult Use Retail License cannot use the Social Equity Certification Number of an individual owner, even if that individual owns 51% or more of the entity. Approved Social Equity Applicants that wish to apply with a different ownership structure than the one approved for Social Equity Applicant Status must first complete the Social Equity Applicant Interest Holder Change Request Form before submitting an Adult Use Retail License application.

34. **Who are the "third-party vendors" referred to in the prompt for Exhibit D of the Security and Safety Plan for the Adult Use Retail License application?**

Third-party vendors may include but is not limited to, licensed cultivators delivering cannabis products and vendors providing on-site services related to the operation of a licensed cannabis establishment.

35. **How is the 10% voting right limit defined? If someone has less than 10% voting rights overall but holds veto power over one type of decision, does that violate the regulations?**

Individuals who hold veto power over a cannabis establishment, even if only a single type of decision, are considered a controlling person of that cannabis establishment.

Pursuant to § 1.3.2 of 560-RICR-10-10-1, individuals are prohibited from being a controlling person in more than one applicant or licensee.

36. **How will the Commission handle a situation where two applicants selected for licensure have property locations within an area where local zoning ordinances prohibit cannabis retail establishments from operating within a certain distance of one another?**

Applicants are responsible for ensuring compliance with all statutory, regulatory, and municipal zoning requirements prior to submitting an application. In accordance with R.I. Gen. Laws § 21-28.11-17.1, the local municipality in which a cannabis establishment is proposed to be located will review the application submitted to the Commission and will notify the Commission whether the application is in compliance with the municipality's laws. Applications that are identified as non-compliant by a municipality will not be deemed qualified for licensure by the Commission.

37. **Can an existing cannabis licensee remain listed on their current license at their existing ownership percentage and then divest if selected in the Random Selection Process for a Retail License?**

Yes, however, they must include a divestiture plan in Exhibit A of their application.

38. **In relation to question #6, will a Purchase and Sales Agreement on a specific property satisfy the physical location requirement, with a closing date after the selection?**

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Yes, provided that the document clearly demonstrates ownership of the property will be obtained and satisfies the site control requirements outlined in § 1.3.1(A)(5) of 560-RICR-10-10-1.

39. **Under what circumstances will the Commission allow a change of cannabis establishment location for either an application, a provisionally approved application, or for an existing cannabis establishment?**

A change of location may be permitted only through a variance request in accordance with § 1.3.3 of 560-RICR-10-10-1. The Commission and/or Cannabis Office may approve such a request if the proposed new location is within the same zone as the originally approved premises and meets all statutory and regulatory requirements, including local zoning compliance.

40. **Now that the deadline for providing documentation of final zoning approval is extended to March 2, 2026, will the Commission continue to process an application where the appeal period for a special use permit has not concluded by March 2, 2026?**

No. The appeal period must be concluded by March 2, 2026, in order for the zoning approval to be considered final, and all documentation must be received by this date.

41. **What will the Commission do if two separate applicants have a signed lease for the same property?**

See answer to Question #4.

42. **Would a property development deal and plant meet the Commission's site control application requirement if the proposed property currently has no physical building, but has municipal zoning approval and an executed lease, and construction on the physical building is set to be completed by Summer 2026?**

Pursuant to § 1.4(I) and § 1.5(I) of 560-RICR-10-10-1, provisionally selected General and Workers' Cooperative Retail applicants will have nine (9) months, and provisionally selected Social Equity Applicants will have twelve (12) months from the date of selection for licensure to complete the prerequisites for issuance of the Adult Use Retail license.

These prerequisites include construction and installation of improvements to the premises and receipt of all final local approvals and permits including zoning, fire, and certificate of occupancy. All applicants must include a detailed timeline for initiating operations that meet all regulatory requirements in its application (see Application – "AUR Exhibit C – Business Plan").

If an applicant fails to meet a regulatory deadline, the provisional approval may be rescinded by the Commission. When identifying a proposed cannabis establishment location, applicants should consult legal and business advisors to ensure that all prerequisites for licensure can be completed within the required timeframe.

43. **Was the deadline for providing final zoning approval extended to March 2, 2026?**

Yes, the deadline to provide evidence of final zoning approval was extended to March 2, 2026.

44. **How does the March 2, 2026 final zoning approval deadline affect the December 29, 2025 application deadline?**

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Complete applications containing all other application requirements must be submitted by December 29, 2025. Applicants will have up to March 2, 2026 to submit additional documentation to show that they have received final zoning approval for their proposed cannabis establishment.

45. **Will the Commission refund my application fee if I am not able to show final zoning approval by March 1, 2026?**

Application fees are nonrefundable, pursuant to § 1.4(E)(1), § 1.5(E)(2) and § 1.6(E)(1) of 560-RICR-10-10-1, and it is up to the applicant to ensure that they can timely meet all application and regulatory requirements and deadlines.

46. **I own a strip center in Rhode Island with five vacant units. Since I know I can't sign multiple contingent leases for the same unit, can I sign one contingent lease per unit with different retail cannabis applicants to improve chances of having a retail cannabis tenant?**

Yes, provided that each unit's lease has an effective date upon being selected for a license.

47. **If a social equity applicant is not selected for a social equity retail license, will they have the opportunity to pay the fee and be entered into the drawing for a general retail license?**

The application period for all license types ends on December 29, 2025, and no new applications will be accepted after this date. An applicant may only apply for one license per zone, regardless of license type or social equity status. A social equity applicant may apply for a social equity license in each or any zone, or may pay the required application fee and apply instead for a general retail license in each or any zone, but cannot submit multiple applications for licensure within the same zone. Social equity applicants applying for a social equity license will not automatically be placed in the drawing for a general retail license if not selected for a social equity retail license within that zone.

48. **Will applicants be allowed to cure errors in their Adult-Use Retail license applications prior to the final determination of whether the application is qualified?**

At the discretion of the Cannabis Office and the Commission, applicants may be given the opportunity to provide additional information so that the office can determine whether or not the application is qualified.

49. **Do I need cover pages for each form and exhibit submitted with an Adult-Use Retail license application?**

No, cover pages only need to be submitted with supporting documentation, such as an operating agreement, beyond the forms and exhibits. See page 4 of the application for further instructions.

50. **Can a certified Social Equity Applicants list store managers on their application without them being approved via an Interest Holder Change Request since they may not have been hired yet?**

Yes, store managers can be included on applications even if they have not been disclosed prior to the end of the Interest Holder Change Request period. This does not include third-party management companies.

51. **Does non-traditional financial support (such as via a gift from a family member) for the applicant that does not have repayment terms need to be disclosed?**

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Yes, such support should be disclosed in Form 2 Section II.

52. **Do divestiture plans need to be executed and complete prior to the submission of a retail license application?**

At the application stage applicants must submit a plan to divest and only need to execute such plans upon selection for licensure.

53. **Do applicants need to have operating agreements or other bylaws for their entity at the time the application is submitted?**

Applicants are not required to submit specific documentation with the application, however all applicants must disclose all interest holders and any applicable corporate documentation that exists at the time of the application submission. Any change to the materials submitted with an application must be done in compliance with the variance process set forth in § 1.3.3 of 560-RICR-10-10-1 after selection for licensure.

54. **Does an applicant need to disclose an enforcement action against an entity that the applicant previously worked for, if the applicant was only an employee of that entity?**

No, applicants are only required to disclose enforcement actions brought against those licensees whose interest holders are also interest holders of the current applicant.

55. **What standard operating procedures ("SOPs") are required to be submitted as part of the application's required Safety and Security Plan?**

SOPs submitted as part of a Safety and Security Plan should include, but not necessarily be limited to, procedures related to security system operation and maintenance.

56. **Would a variance be required to change architects or other contractors named in the application?**

Operational changes requiring variances are laid out in § 1.3.3 of 560-RICR-10-10-1. Changes in contractors do not typically require a variance, provided that the procedures and specifics related to facility design, operation, and equipment are consistent.

57. **What level of detail is required for submitted building plans? Do applicants need to hire a professional architect?**

There is not a specific requirement that plans need to be prepared by professional architects, however, applicants must ensure that any submitted building plans are responsive to all elements of the application.

58. **How can applicants demonstrate final zoning approval in municipalities that voted to allow cannabis retailers but haven't passed a zoning ordinance?**

Each municipality is different and applicants are encouraged to work directly with the municipality selected for the proposed cannabis establishment in order to obtain the necessary documents and/or decisions to demonstrate final zoning approval for review in the application process.

59. **What if an applicant has an executed lease contingent on being awarded a license, but someone is occupying the space until June 2026? Would an applicant be disqualified if they don't have site**

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control the day of selection, but have it a month later?

Any lease submitted with an application must establish the applicant's site control and be effective upon selection for licensure. As a provisionally approved applicant selected for licensure, applicants have 9 or 12 months, depending on license type, to meet all licensing requirements, regardless of the date the applicant's tenancy in a selected property begins. Provisionally approved applicants who do not meet licensing requirements during the applicable timeframe risk not being granted full licensure.

60. **At least one of the AUR forms requires signatures. Do all owners have to sign them?**

No, only one authorized representative needs to sign the forms on behalf of the applicant.

61. **What if a zoning certificate is issued to one of the controlling persons instead of the applicant company—is it still valid?**

Yes, a zoning certificate issued to one controlling person is acceptable in the application process as long as the address on the zoning certificate matches the proposed cannabis establishment location.

62. **The regulations state that an applicant must be a Rhode Island resident or that applicant entities must be 51% owned by a Rhode Island resident. How is this verified?**

All applicants must provide their current residential address. If the Cannabis Office needs additional information to verify an address, it will request supporting documents, which may include identification or other documents establishing proof of address.

63. **Can an Approved Social Equity Applicant applying for a Social Equity Retail License and a General Retail License be awarded 2 licenses (1 of each type)?**

An applicant can only apply for one retail license per zone, regardless of license type. Applicants who apply and are selected for licensure in multiple zones may only select one license to pursue and will have to make such decision at the time of selection.

64. **Do Approved Social Equity Applicants need to provide proof of funds in the application?**

Yes, all applications for an Adult Use Retail license will be held to the same standard, and, regardless of license type, need to disclose amounts and sources of funds.

65. **If the Cannabis Office approves an Approved Social Equity Applicant's proposed entity structure through the Social Equity Applicant Interest Holder Change Request form, can the entity still reorganize into a non-Social Equity structure before the December 29, 2025, deadline and apply as a General Retail applicant without needing CCC approval for that reorganization?**

Yes, an entity may reorganize and apply as a General Retail applicant without prior CCC approval of the ownership or control change. Any Approved Social Equity Applicants who change any of the information disclosed on the Social Equity Applicant Status Certification application or the Social Equity Applicant Interest Holder Change Request may lose their Social Equity Applicant Certification Status. Applicants who are not applying with Social Equity Applicant Status do not have to notify the Commission of changes to their entity structure prior to submitting an application.

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66. **What should an applicant do if they secure a special use permit but later encounter issues because the landlord's bank does not allow cannabis operations on the property?**

It is the applicant's responsibility to conduct due diligence and ensure that the proposed cannabis establishment location is suitable for a retail cannabis establishment, including that the landlord's bank is aware of the intended cannabis use and permits the landlord to lease the property to a cannabis establishment. Applicants should confirm this with the landlord before committing to a property, as resolving these types of conflicts is the responsibility of the applicant, not the Commission. From the date of selection for licensure, it is the applicant's responsibility to complete all the prerequisites for the final issuance of an Adult Use Retail license within the allotted timeframe, which is nine (9) months for a provisionally approved Adult Use Retail license and a Workers' Cooperative Retail license, and twelve (12) months for a provisionally approved Social Equity Retail license, in accordance with Sections 1.4(I), 1.5(I), and 1.6(I) of 560-RICR-10-10-1.

67. **I was certified as an Approved Social Equity Applicant and am preparing to apply for an Adult Use Retail license, and I have a criminal record. Are there any charges or crimes in my record that could prevent me from being eligible to be a part of a retail cannabis establishment license?**

Yes, the Commission may deny licensure to any individual who has a prior conviction that is substantially related to the occupation for which they seek licensure, as determined by the Commission, and individuals who have pled to or been convicted of a potentially and/or presumptively disqualifying offense may be disqualified from licensure. Applicants are encouraged to complete their NCIC background check, which is a requirement for licensure, as early as possible, and to review the list of presumptively disqualifying crimes listed in 560-RICR-10-10-1.3.6(F). All interest holders or key persons, as defined in 560-RICR-10-10-1.2(A)(12), must complete a NCIC as a requirement for licensure, and all applicants have a continuing duty to truthfully and fully disclose all pleas and criminal convictions to the Commission. The Commission will consider any potentially and/or presumptively disqualifying crimes in accordance with the procedure set forth in the Cannabis Act R.I. Gen. Laws § 21-28.11-12.1 and in R.I. Gen. Laws § 28-5.1-14 to determine whether an individual may remain as an interest holder in a retail cannabis establishment license.

68. **I was certified as a Social Equity Applicant based on my having been previously charged with a cannabis offense, but I have other types of charges in my past criminal record as well. Can I still be disqualified from being an interest holder in a cannabis establishment license because of those other offenses, even though I have been certified as a Social Equity Applicant?**

Yes. The Social Equity Applicant certification process only determined whether an individual had been charged with a qualifying offense to be granted Social Equity status. Social Equity applicant status does not exempt an applicant from meeting all other requirements needed for licensure. An approved Social Equity Applicant may still be disqualified for licensure based on other offenses disclosed in their NCIC. If a NCIC background check shows that an individual has pled to or been convicted of a potentially and/or presumptively disqualifying offense that the Commission determines is substantially related to the licensed occupation, the individual may be disqualified for licensure. Any individual who may be denied based on the results of a NCIC will be notified by the Commission and will be provided with an opportunity to respond as to why they should not be denied licensure and/or the ability to be an interest holder in a cannabis establishment license.

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69. **If an Approved Social Equity Applicant applies to and is awarded a General Retail License, will the license fee be waived?**

Approved Social Equity Applicants can seek a waiver from the Commission to waive all or part of a license fee once selected for a General or Workers' Cooperative retail license. The Commission may exercise its discretion on approving or denying any amount of any fee waiver.

70. **If an Approved Social Equity Applicant applies to and is awarded a General Retail License, will they have access to the Social Equity Assistance Fund?**

Approved Social Equity Applicants selected for an Adult Use Retail License will be eligible to apply for grants from the Social Equity Assistance Fund, regardless of license type. The Commission may exercise discretion on amounts of grant funding per applicant through the Social Equity Assistance Fund.

71. **Can an entity applying for an Adult Use Retail License use the Social Equity Certification Number of an approved entity that owns 51% or more of the applying entity?**

Only the entity that was itself approved as a Social Equity Applicant and issued a certification number may use that certification number for the purpose of applying for one of the licenses allocated to Social Equity applicants or any fee waivers. The certification number cannot be transferred or used by a different applying entity, unless approved by the Commission via an Interest Holder Change Request or a variance.

72. **What happens if I am an Approved Social Equity Applicant, and I change my interest holders without getting a change request approved by the Cannabis Office prior to submission of an Adult Use Retail License application?**

If an Approved Social Equity Applicant submits an Adult Use Retail License application with interest holders different from those that were originally certified, the applicant will no longer be considered an Approved Social Equity Applicant and may proceed with the new structure for a Workers' Cooperative or General Retail License. As such, all application fees will be required at application submission.

73. **May an Adult-Use Cannabis Retail licensee sell medical cannabis to qualified patients if the products comply with 560-RICR-10-10-2 § 2.4.6 and all provisions of the Medical Marijuana Act and the Cannabis Act are followed?**

No. Adult Use Retail Licensees are only authorized to sell adult-use cannabis, as provided in R.I. Gen. Laws § 21-28.11-10.2. Under R.I. Gen. Laws § 21-28.11-10, only Hybrid Cannabis Retailers are authorized to sell both medical and adult-use cannabis.

74. **If an Approved Social Equity Applicant is selected for an Adult Use Retail License, would they be permitted to submit an Interest Holder Change Request after the license is issued, subject to CCC review and approval?**

Once selected for licensure, a provisional licensee must submit any proposed changes to interest holders to the Commission as a request for a variance, provided that no variance which effects ownership structure, makeup or membership of an approved social equity applicant will be approved in the first year of licensed activities, except upon the Commission's determination that public health, safety, welfare or other grounds requires such variance, pursuant to 560-RICR-10-10-1.3.3(A)(4)(a)-(b). Social Equity

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Applicant licensees are required to maintain Social Equity Applicant status, and any interest holder change request that reduces the interest of the Social Equity Applicant to below 51% will risk loss or revocation of the license.

75. **How many Adult Use Retail Licenses can be issued in each geographic zone, and how many are reserved for Social Equity and Workers' Cooperative applicants?**

The Commission may issue up to twenty-four (24) Adult Use Retail licenses, with four (4) licenses available in each of the six (6) geographic zones, as outlined in R.I. Gen. Laws § 21-28.11-10.2. Of the four licenses in each zone, one is reserved for a Workers' Cooperative applicant, and one is reserved for a Social Equity Applicant, pursuant to R.I. Gen. Laws § 21-28.11-10.3.

76. **Can a lessor for a cannabis retail establishment include a provision in a lease to receive a percentage of sales from that cannabis retail establishment?**

Yes, however, that lessor would then be considered an interest holder and must adhere to all requirements, disclosures, and prohibitions of being an interest holder pursuant to 560-RICR-10-10-1.3.2.

77. **For the upcoming Adult Use Retail License applications, if an applicant has a lease for a development project, do they need to provide a site plan, or will a comprehensive floor plan be sufficient?**

Property diagrams must be responsive to all aspects of Exhibit E of the application. If selected for licensure, the applicant will have 9 or 12 months, depending on license type, to meet all licensing requirements.

78. **If an applicant submits an Adult Use Retail License application by the December 29, 2025 deadline for a proposed retail location in a "by right" city, but the city later changes its ordinances to be more restrictive of cannabis establishments in certain municipal areas, could the application still be accepted and qualified for the selection process? And if selected for licensure, would the applicant be allowed to submit a variance to change locations?**

Applicants have until March 2, 2026 to submit proof of final zoning approval for the site locations identified in their application, and zoning compliance is a continued requirement of licensure. Any change in location must be submitted as a variance to be approved by the Commission in accordance with 560-RICR-10-10-1.3.3.

79. **If an applicant submits an Adult Use Retail License application by the December 29, 2025 deadline identifying a site location in a municipality where the property is not considered in a compliant zoning location, but that zoning location expected to become compliant through an upcoming zoning amendment, will the application still be eligible to qualify for entry into the selection process if final zoning approval for the site is obtained by the March 2, 2026, deadline?**

Applicants have until March 2, 2026, to submit final zoning approval and zoning compliance is a continued requirement of licensure. Any change in location must be submitted as a variance to be approved by the Commission in accordance with 560-RICR-10-10-1.3.3.

80. **If an applicant is selected in the Adult Use Retail License selection process, may they make interest holder changes before the license is awarded, or are such changes only allowed after**

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licensure?

Interest holder changes must be submitted to the Commission as a variance request. Pursuant to 560-RICR-10-10-1.3.3(A)(4)(a), majority changes in ownership or control will not be approved during the first year of licensed activities, except where the Commission determines that public health, safety, welfare, or other grounds require such a variance.

81. **If an Approved Social Equity Applicant applies for and is selected for a General Retail License, will the application fee be waived?**

Yes. The Adult Use Retail application fee is waived for Approved Social Equity Applicants regardless of license type. An applicant who applies using an active Social Equity Applicant (SEA) certification number will automatically be deemed to have requested and qualified for the application fee waiver.

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 03

Operative CCC regulations, 560-RICR-10-10-1, effective May 1, 2025, complete official text.

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560-RICR-10-10-1

TITLE 560 – CANNABIS CONTROL COMMISSION

CHAPTER 10 – CANNABIS

SUBCHAPTER 10 – REGULATION OF CANNABIS ESTABLISHMENTS

PART 1 – CANNABIS ESTABLISHMENT APPLICATIONS, LICENSING AND RENEWALS

1.1 Authority, Purpose and Scope

A. The Commission is authorized by R.I. Gen. Laws § 21-28.11-5(b) to promulgate regulations to establish and oversee the licensing of cannabis establishments.

B. The purpose of this Part is to set forth licensing procedures and requirements for cannabis establishment licensees in accordance with the Cannabis Act and the Medical Marijuana Act.

C. The Commission is authorized to assume all powers, duties, and responsibilities previously held by the Department of Business Regulation and its Office of Cannabis Regulation with respect to the regulation, administration and enforcement of the provisions of the Medical Marijuana Act. R.I. Gen. Laws § 21-28.11-10.1.

1.2 Definitions

A. In addition to the terms defined in R.I. Gen. Laws §§ 21-28.11-3, 21-28.6-3, and all the Parts in this Chapter, for this Part the following terms shall have the following meanings:

1. “Agent” means a person associated with a cannabis establishment pursuant to a contractual agreement who is not a key person, investor or employee of the cannabis establishment.

2. “Applicant” means as defined in R.I. Gen. Laws § 21-28.11-3(3), and in instances where an “applicant” is a business entity, the term may refer to either the entity itself or the owners of said entity in either their individual or a collective capacity as specified by the Commission.

3. "Approved social equity applicant" means a social equity applicant as defined in R.I. Gen. Laws § 21-28.11-3(39) who has submitted a social equity status certification application to the Commission and following review and certification of said application has been approved as a social equity applicant.

4. “Commercial cannabis establishment identification card”, “Commercial identification card”, “Commercial card”, “License identification document”, “Registry identification document”, or “Certification document” means the identification document issued to a person registered with the Commission as an interest holder, key person, employee, volunteer, or agent of a licensed cannabis establishment.

5. “Commercial cannabis cardholder” or “Commercial cardholder” means a person registered with the Commission as an interest holder, employee, volunteer or agent of a cannabis establishment.

6. “Compliance officer” means an employee of a cannabis establishment who is responsible for ensuring that all key persons, employees and volunteers of the cannabis establishment adhere to and comply with all laws, regulations and requirements of licensure.

7. “Department of Public Safety” or “RISP” means the Rhode Island Department of Public Safety, Division of State Police, or its successor agency.

8. “Economic empowerment” as used in § 1.11 of this Part means the process through which individuals foster economic development and make decisions that affect their financial self-sufficiency by being provided access to financial education, employment opportunities, financial services, and other resources that directly support economic growth and professional success.

9. "Four hundred percent (400%) of the median income” as used in § 1.11 of this Part means four (4) times the median income of the U.S. census tract where the applicant’s primary place of business was located, as reported by the U.S. Census Bureau, based on the year that work was performed and the income was earned.

10. “Full-time employee” as used in § 1.11 of this Part means an individual employee for whom a W-2 is issued by the applicant, and who is a wage earing employee for a time period of at least thirty-five (35) hours per week for at least six (6) full months.

11. “Immediate family member” as used in R.I. Gen. Laws § 21-28.11-11(b)(6) and as applicable to cannabis testing laboratories in § 1.13 of this Part, means any person who is related, whether by blood, marriage or adoption, as any of the following: spouse, father, step-father, father-in-law, mother, step-mother, mother-in-law, son, step-son, son-in-law, daughter, step-daughter, daughter-in-law, brother, step-brother, brother-in-law, sister, step-sister, sister-in-law, grandfather, step-grandfather, grandfather-in-law, grandmother, step-grandmother, grandmother-in-law, grandson, step-grandson, grandson-in-law, granddaughter, step-granddaughter,

granddaughter-in-law, uncle, step-uncle, uncle-in-law, aunt, step-aunt, aunt-in-law, niece, step-niece, niece-in-law, nephew, step-nephew, nephew-in-law, first cousin, step-first cousin and first-cousin-in-law.

12. "Interest holder" or "Key person" means with respect to an applicant, provisional licensee, licensee or licensed cannabis establishment, the following persons or entities:

    a. All persons and/or entities with any ownership interest, whether direct or indirect, with respect to the applicant/licensee, including parent companies if the applicant licensee is a subsidiary of another entity, and

    b. All officers, directors, members, managers or agents of the applicant/licensee, and any other entities described in § 1.2(A)(12)(a) of this Part, and

    c. All persons or entities with managing or operational control with respect to the applicant/licensee, its operation, any other entities described in §§ 1.2(A)(12)(a) and (b) of this Part, the license and/or licensed facilities whether they have an ownership interest or not, and

    d. All investors or other persons or entities with any financial interest with respect to the applicant/licensee, any other entities described in §§ 1.2(A)(12)(a), (b) and (c) of this Part, its operations, the license, and/or licensed facilities, whether they have ownership interest or not, and

    e. All persons or entities that hold interest(s) arising under shared management companies, management agreements, or other agreements that afford third-party management or operational control with respect to the applicant/licensee, its operations, the license and/or the licensed facilities, and

    f. To the extent that any interest holder is an entity (corporation, partnership, LLC, etc.), all interest holders in that entity and all interest holders therein down to the individual person level.

13. "Material financial interest or control" means:

    a. Any ownership interest, regardless of the size of the holding, and including any ownership interest through a subsidiary or affiliate;

    b. Trusteeship, mortgage, guarantor, endorser or surety relationship, or loan relationship, except that loan relationship for the purposes of this definition shall exclude accounts payable and accounts

receivable on account of a cannabis or cannabis product purchase order;

c. Any other beneficial financial interest as determined by the Commission such that the holder bears the risk of loss (other than as an insurer) or has an opportunity to gain profit from the operation or sale of the regulated cannabis establishment; and/or

d. Managerial or operational control, including but not limited to interlocking directors or officers or through a management agreement.

14. "Public company" means a corporate entity that is listed and whose ownership is comprised of shares of stock which are traded on a major stock exchange registered with the Securities and Exchange Commission or comparable foreign securities regulator.

15. “Related party transactions” means and includes, but is not limited to, transactions between and/or among:

a. An applicant, provisional licensee or licensee and its principal owners, management, key persons and/or parent, affiliates, or any immediate family member thereof as defined in § 1.2(A)(11) of this Part;

b. Parties with which the entity/applicant/licensee may deal if one party controls or can materially influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; or

c. Other parties that can materially influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can materially influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

16. “Resource” as used in § 1.12 of this Part means any and all forms of financial, technical, and operational assistance that a resource applicant may request and receive in accordance with R.I. Gen. Laws § 21-11-31(b), including but not limited to technical assistance, grants, and fee waivers.

17. “Resource applicant” as used in § 1.12 of this Part means any person who submits an application for resources from the Social Equity Assistance Program and Fund, including but not limited to approved social equity applicants.

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18. "Vertically integrated compassion center" means a compassion center or hybrid cannabis retailer that is licensed to cultivate, process, manufacture and conduct retail sales of medical and/or adult use cannabis.

19. "Volunteer" is a registration that only applies to compassion centers and hybrid cannabis retailers and shall be limited to persons whose volunteer activities and use of compassion center or hybrid cannabis retailer resources is strictly limited to participation in educational programming conducted for commercial cardholders and registered qualifying patients, primary caregivers, and authorized purchasers. Volunteers shall not be permitted to be otherwise involved in the growth, cultivation, weighing, packaging or labeling, manufacturing, processing, dispensing or sale of cannabis.

1.3 General Requirements for all Cannabis Establishment Licensees

A. Applications for cannabis establishment licenses are subject to all requirements for the specific license type set forth in the Cannabis Act and/or the Medical Marijuana Act, the general requirements set forth in § 1.3 of this Part, and the specific section of this Part that applies to the license type.

B. Commissioners, employees of the Commission, employees of the Office of Cannabis Regulation, and employees of the Cannabis Office are prohibited from applying for or having any ownership interest in or being an interest holder of any of the licenses issued by the Commission. Members of the Cannabis Advisory Board are prohibited from applying for or holding an interest in any new license, not held at the time of their appointment to the Board, while serving on the Board. All Commissioners, board members and employees must comply with the Code of Ethics, R.I. Gen. Laws Chapter 36-14 and all regulations promulgated thereunder. All former Commissioners, former members of the Cannabis Advisory Board, and former employees who apply for a license issued by the Commission must provide to the Commission an advisory opinion issued by the Rhode Island Ethics Commission.

C. Any cannabis establishment licensee, and any key person thereof, who has had a cannabis establishment license revoked by the Commission or DBR shall not be eligible to apply for or hold a cannabis establishment license issued by the Commission.

1.3.1 Application Requirements for Cannabis Establishment Licensees

A. Each application for a cannabis establishment license shall be on such forms and through such submission mechanisms as designated by the Commission and shall include, but not be limited to, the following:

1. The applicant's legal and any d/b/a name(s), certificate of incorporation or organization in Rhode Island or certificate of authority to transact business

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in Rhode Island, articles of incorporation or organization, bylaws or operating agreement and corporation organization chart.

2. A business plan, which includes justifications for any assumptions or calculations made therein regarding the following:

    a. Applicant's experience running a business, including the applicant's experience running a cannabis business, as applicable;

    b. Detailed description of amount and source of equity, debt and operating capital for the proposed cannabis establishment, including financial statements or other documentation establishing the source of any funds;

    c. Start-up funding and long-term financial feasibility plan;

    d. Financial oversight and compliance plan; and

    e. Detailed timeline for initiating operations.

3. A Security and Safety Plan that specifies how the applicant will ensure security and safety at the licensed premises, including but not limited to:

    a. Description of security equipment, hardware capabilities, software applications and compliance with industry and Commission standards and specifications;

    b. Third-party vendors;

    c. Standard operating procedures for the cannabis establishment, including those related to security system equipment, maintenance and operational practices;

    d. Descriptions of cash management and/or electronic payment processing policies, as applicable; and

    e. Plan to obtain a secured deposit banking account prior to the beginning of licensed activities.

4. An Operations Manual for the cannabis establishment including policies, procedures and documentation for the following:

    a. Record keeping and records retention;

    b. Qualifications for sale, including ID verification procedures (if applicable);

    c. Staffing plan, including education and training of employees and volunteers;

d. Inventory tracking plan;

e. Data security plan;

f. Alcohol and drug free workplace;

g. Labeling and packaging;

h. Marketing and advertising plan;

i. Product storage plan;

j. Voluntary and mandatory recalls of cannabis and cannabis products, including recalls due to any action initiated at the request or order of the Commission, and any voluntary action by a licensed cannabis establishment to remove defective or potentially defective cannabis or cannabis products from the market, as well as any action undertaken to promote public health and safety;

k. Plan to ensure any outdated, damaged, deteriorated, mislabeled, or contaminated cannabis is quarantined from other cannabis and destroyed;

l. Odor control plan;

m. Community safety plan; and

n. Emergency management plan.

5. Regarding the proposed physical location of the cannabis establishment, the applicant shall submit:

a. The proposed physical location of the cannabis establishment by plat and lot number, street address and mailing address.

b. Evidence of full compliance of the facility with the local zoning laws in the form of a certificate or letter from an authorized zoning official of the municipality confirming zoning compliance and receipt of all required final zoning approvals and certification by an authorized officer of the applicant as to compliance with any other applicable local ordinances.

c. For cannabis establishment licensees licensed pursuant to the Cannabis Act (see §§ 1.4 through 1.7):

(1) Evidence that the physical location is not located within five hundred feet (500') of the property line of a preexisting public

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or private school in compliance with R.I. Gen. Laws § 21-28.11-17.1.

(A) For the purposes of this section, "private school" shall be deemed to refer to any nonpublic institution of elementary or secondary (K-12th Grade) education, accredited or recognized as a private school by the department of elementary and secondary education or the school committee of the city or town having jurisdiction over private schools.

(B) For purposes of this section, the five hundred foot (500') distance shall be measured from the secured cannabis establishment premises, which shall include allotted outdoor areas (such as parking and loading areas), to the property line of the school, which shall include the school building, land, and appurtenances.

d. For cannabis establishment licensees licensed pursuant to the Medical Marijuana Act, the requirements are listed within each license type in §§ 1.8 and 1.10.

e. A draft floor plan of the proposed cannabis establishment, including but not limited to where within the establishment: the cannabis will be stored, dispensed, cultivated, manufactured, processed and packaged (if applicable); what activities occur in each room; where security alarms and cameras and surveillance recording storage will be located; identify all client access areas, limited access areas, client parking capacity and access for persons with disabilities in accordance with applicable law; and showing the location of the facility relative to streets and other public areas.

f. A description of objective parameters (such as distances from streets and public areas) and/or proposed measures (such as black-out window shades) that ensure that cannabis and cannabis products at the premises shall not be visible from the street or other public areas.

g. Documents evidencing either ownership of property or lease agreement with owner of property to allow the operation of a cannabis establishment on the property.

6. A disclosure and certification as to owners and other key persons/interest holders and including certifications, disclosures and information regarding:

a. All persons and entities with ownership interests;

b. All officers, directors, members, managers and agents;

c. All persons or entities with managing or operational control;

d. All investors or other persons or entities with any financial interest;

e. All persons or entities with interests arising under management companies or agreements or other agreements that afford third-party managerial or operational control;

f. If the cannabis establishment premises and/or other operational assets will be owned or leased by a person or entity other than the applicant, the legal name and current address of such person or entity and a list of all persons or entities (legal names and current addresses) having any ownership or financial interest in such entity, whether direct or indirect; and

g. The legal names and current addresses of all creditors that will loan money to, finance and/or hold a security interest in the cannabis establishment and/or other assets to be used in the cannabis establishment operations, if any.

7. If any key person/interest holder identified in § 1.3.1(A)(6) of this Part has a material financial interest or control in another cannabis establishment that is in conflict with any provision the Cannabis Act, the Medical Marijuana Act and/or these regulations as determined by the Commission, that key person/interest holder must disclose that interest in the application and include a plan of divesture in accordance with § 1.3.2 of this Part.

8. If the cannabis establishment will have a management agreement in place, it shall also include a copy of the management agreement or management agreement proposal and a list of persons who have any ownership or financial interest in or operational or managerial control over the management company.

9. An organization chart, and schedule of compensation/remuneration.

10. The name and personal information of the individual who will serve as compliance officer.

11. Identification of any other licenses for which the applicant's owners and other key persons/interest holders of the applicant are also owners or key persons/interest holders and any disciplinary actions levied against such licenses, including:

a. Disclosure and description of any licenses or registrations ever held by the applicant and/or interest holders/key persons thereof in any state, municipality, county, province, district, country or territory's cannabis and/or medical marijuana program; and

b. A disclosure, description and copies of any withdrawals, denials, suspensions, revocations, consent orders/agreements and/or other enforcement or regulatory actions as to the applicant and/or interest holders/key persons thereof by any state, municipality, county, province, district, country or territory's in connection with the matters disclosed in § 1.3.1(A)(11)(a) of this Part or any other licensed or unlicensed cannabis related activity.

12. An affidavit of compliance with filing all required tax returns and paying all taxes due to the State of Rhode Island in accordance with R.I. Gen. Laws Chapter 5-76.

13. All other information required by the Commission as described in the application form.

1.3.2 Disclosure and Divestiture of Prohibited Financial Interests and Relationships

A. Prohibited Financial Interests and Relationships

1. All cannabis establishment licensees shall comply with the requirements in the Cannabis Act, the Medical Marijuana Act and this Part applicable to the license type.

2. All cannabis establishment licensees shall comply with the requirements in R.I. Gen. Laws § 21-28.11-19, entitled "Multiple licenses restricted."

a. In accordance with R.I. Gen. Laws § 21-28.11-19(d), one person may invest in multiple licensed cannabis establishments provided that:

(1) The person is not a majority owner in more than one (1) cannabis cultivator, cannabis product manufacturer, cannabis retailer, or compassion center; and

(2) The investment does not qualify the person as a controlling person in more than one (1) cannabis establishment; and

(3) A group of investors, when their individual investments are taken together, do not collectively have ownership and control of more than one cannabis establishment.

b. Compassion center licensees shall also comply with the ownership and divestiture rules set forth in the Medical Marijuana Act, R.I. Gen. Laws § 21-28.6-12(d)(5)(v) and in § 1.8 of this Part.

3. All cannabis establishment licensees shall comply with the requirements in R.I. Gen. Laws § 21-28.11-11(b)(6) regarding interests and affiliations in and with any cannabis testing laboratory.

4. Pursuant to § 5-1.4 of this Chapter, the Commission may review and audit the books and records of licensees to ascertain compliance with the Cannabis Act, the Medical Marijuana Act, and these regulations. Any licensee which has or whose commercial cardholders have prohibited financial interests and/or relationships in violation of the Cannabis Act, Medical Marijuana Act and/or this Part may be subject to enforcement proceedings including revocation of licensure by the Commission.

B. Disclosure of Prohibited Financial Interests and Relationships

1. All applicants for a cannabis establishment license shall disclose any prohibited financial interests or relationships to the Commission in the application.

2. All applicants, provisional licensees and cannabis establishment licensees have a continuing duty to comply with this section and promptly disclose any proposed changes to the Commission in accordance with § 1.3.2 of this Part.

C. Divestiture of Prohibited Financial Interests and Relationships

1. Once a cannabis establishment license application is approved, and at any time thereafter, any prohibited financial interest or relationship identified by the Commission or otherwise known to the applicant or licensee, such interest or control must be divested prior to issuance of the cannabis establishment license.

2. The plan of divestiture and documents evidencing completion of plan shall be filed with the Commission. In the event an applicant or licensee failed to disclose a prohibited financial interest or relationship, the applicant/licensee must demonstrate to the Commission why the application should not be denied, or the license revoked for failure to disclose this prohibited interest.

3. Failure to comply with the requirements in § 1.3.2 of this Part may result in the initiation of an enforcement action pursuant to Subchapter 5 Part 1 of this Chapter.

D. Disclosure Requirements Regarding Public Company Interest Holders in Cannabis Establishment Licenses

1. Any public company that is an interest holder with respect to a cannabis establishment applicant or licensee, the applicant/licensee can satisfy the

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application and continuing disclosure requirements as to such public company interest holder by disclosing:

a. All directors and officers of such public company;

b. All public company officers, employees and agents who will have direct managerial or operational control with respect to the cannabis establishment; and

c. With respect to public company shareholders, all persons and/or entities that hold shares in the public company in an amount equal to or greater than the minimum ownership disclosure threshold required by the stock exchange(s) on which the public company is listed and its shares are traded.

2. The divestiture requirements as to financial interests and/or control that a public company interest holder has with respect to a cannabis establishment licensee shall be based upon the interest holder disclosures made by the cannabis establishment applicant/licensee in compliance with this Part.

3. With respect to a public company interest holder, registry identification cards and national criminal background checks will be required for those persons identified in § 1.3.2(D)(1)(b) of this Part.

1.3.3 Variance Requests for Changes in Approved Applications, Licensed Premises, Activities, Ownership and Control

A. Requirements and Limitations

1. A qualified application, provisional license or license shall not be assigned, sold or otherwise transferred to other persons or locations without prior approval of the Commission.

2. All applicants, provisional licensees and licensees at all times have a continuing obligation to update, amend and/or correct any information requested and/or submitted to the Commission from the time of application throughout the time of licensure.

3. All applicants, provisional licensees and licensees must seek pre-approval from the Commission by means of requesting a variance for all material changes to the submitted and/or approved application or any materials, operations or plans approved thereafter by the Commission. The Commission may deny the variance request if it determines that such variance will cause harm to public health and safety or cause the applicant, provisional licensee or licensee to be in violation of the Medical Marijuana Act, the Cannabis Act or any regulations promulgated

thereunder, or otherwise would have caused the applicant, provisional licensee or licensee to not have qualified for licensure originally.

4. An applicant, provisional licensee or licensee shall submit to the Commission a request for a variance for any proposed change described below at least sixty (60) calendar days prior to the proposed effective date of the change:

   a. Proposed change in ownership of the proposed or licensed cannabis establishment, provided however that no variance which affects a majority change in ownership, control, financial interest and/or compensation/remuneration of a cannabis establishment will be approved in the first year of licensed activities, except upon the Commission's determination that public health, safety, welfare or other grounds requires such variance;

   b. Proposed change in the ownership structure, makeup or membership of an approved social equity applicant, provided however that no variance will be approved in the first year of licensed activities, except upon the Commission's determination that public health, safety, welfare or other grounds requires such variance;

   c. Proposed change in the membership of a board of directors or board of trustees;

   d. Proposed change in corporate officer;

   e. Proposed merger, dissolution, entity conversion or amendment of corporate organization;

   f. Proposed entering into a management agreement, changing management companies, and/or material changes to an existing management agreement;

   g. Proposed changes to the approved premises or location;

   h. Proposed changes in the interest holder/key person disclosure and certification or certification of nonprofit compliance, including but not limited to investors and financiers, and anyone else required to be disclosed in those forms;

   i. Proposed changes to approved premises floor plan:

      (1) The cannabis establishment must include in its variance request a renovation plan that specifically addresses quality control procedures for the protection of cannabis and cannabis products from any contamination during the

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construction process and further address any other criteria the Commission requires;

j. Proposed expansion/modification of the premises, including expanding or modifying the scope or scale of approved and/or licensed activity:

(1) Any request to expand or modify the premises, scope or scale of approved and/or licensed activity further requires that the request to expand be justified by the projected production demands as determined by the Commission. R.I. Gen. Laws § 21-28.11-5(a)(3).

(2) Any requests to increase the cannabis establishment's canopy as defined by R.I. Gen Law 21-28.11-7(e), must be preapproved by the Commission.

(3) A licensed cannabis cultivator may request to decrease canopy or facility size and subsequently change to a lower license class and pay a lower fee upon their next renewal.

k. Proposed changes to operations, including but not limited to implementation or modification of curbside pick-up, home delivery, or manufacturing plans and/or processes;

l. Proposed changes to security and safety plans, operations manual and business plans;

m. Proposed plans to discontinue operations on a reasonable and temporary basis as determined and approved by the Commission. The license shall be void and returned to the Commission if the cannabis establishment discontinues its operation without Commission approval; and

n. Any other changes requiring a variance as determined by the Commission.

5. An applicant, provisional licensee or licensee shall submit to the Commission a request for a variance for any change of status of cannabis applications, licensure, disciplinary or enforcement activity in other jurisdictions within five (5) days.

6. All variance requests must be submitted on such forms and through such submission methods as determined by the Commission.

7. As to any proposed change of ownership or to a management agreement that will affect a change of majority control and/or decision-making authority with respect to the operation of a cannabis establishment or as to

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any proposed change in an approved premises location for the cultivation, manufacture, processing and/or sale of cannabis, the Commission may require the applicant, provisional licensee or licensee to submit a new application, which may include a new application fee, application process and/or hearing.

8. Unless the applicant, provisional licensee or licensee provides timely notice of the above changes and receives a variance issued by the Commission, the application or license shall be void and returned to the Commission.

9. Change in contact information:

   a. The licensed cannabis establishment shall notify the Commission within ten (10) days of any changes in the licensee's mailing addresses, email addresses, phone numbers, or any other changes in contact information reported on the most recent initial/renewal application. Note that a change in business address/location is subject to the pre-approval variance requirements in § 1.3.3(A)(4) of this Part.

1.3.4 Geographic Zones

A. During open application periods the Commission will accept applications for certain types of cannabis establishment licenses issued under this Part in accordance with the geographic zones established in R.I. Gen. Laws § 21-28.11-10.3.

B. During the initial open application period for cannabis retail licenses issued by the Commission, there will be four (4) cannabis retail licenses available in each zone, which will be allocated between the retail license types in §§ 1.4, 1.5 and 1.6 in accordance with R.I. Gen. Laws § 21-28.11-10.2(a).

C. During any subsequent open application period the Commission may limit the number of available retail cannabis establishment licenses per zone.

D. The Commission will not accept applications or issue licenses for cannabis retail establishments in any city or town that has declined by referendum to allow cannabis establishments within their municipal borders. R.I. Gen. Laws § 21-28.11-15.

E. The retail cannabis license types in §§ 1.4, 1.5 and 1.6 of this Part will be issued by geographic zone.

   1. An applicant who applies for any retail cannabis license may only submit one application per geographic zone. R.I. Gen. Laws § 21-28.11-10.3.

2. A person or entity cannot be an interest holder with respect to more than one applicant or application per zone irrespective of license type.

3. An applicant may apply for a license in more than one zone provided, however, that if the applicant is selected for a license in more than one zone, the applicant must select a single zone in which the applicant will proceed with licensing in accordance with the instructions set forth in §§ 1.4, 1.5 and 1.6 of this Part. Another qualified applicant will then be selected for licensure in the zone or zones which were not selected.

4. Applicants who apply for licensure in more than one zone must submit a separate application and separate application fee for each zone applied to and identify in each application all the applications it has submitted and in which zones.

1.3.5 Commercial Cannabis Establishment Identification Cards

A. Pursuant to R.I. Gen. Laws §§ 21-28.11-5(b)(8), 21-28.11-7, 21-28.11-9, 21-28.11-10.2, 21-28.11-11, 21-28.6-12(c)(6) and 21-28.6-16(b) all on site interest holders, key persons, managers, employees, agents, and volunteers of a licensed cannabis establishment shall apply for a commercial cannabis establishment identification card. Interest holders who are present at the licensed premises less than five (5) times per year are exempt from this requirement.

1. All persons applying for a commercial identification card shall be at least twenty-one (21) years old at the time of application.

B. Application Requirements

1. Every person applying for a commercial identification card shall submit:

a. A complete application on such forms and through such submission mechanisms as directed by the Commission; and

b. The non-returnable, non-refundable annual fee of one hundred dollars ($100.00) for each initial application and subsequent annual renewal.

c. The Commission, in its sole discretion, may waive commercial cannabis identification card application fees for approved social equity applicants in accordance with § 1.12 of this Part.

2. Upon the receipt of a complete application or renewal for a commercial identification card the Commission shall verify the information contained in the application or renewal and shall approve or deny the application in accordance with the Cannabis Act, the Medical Marijuana Act and these regulations.

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3. The Commission may deny an application or renewal if:

    a. The person applying did not provide the information required pursuant to the Cannabis Act, the Medical Marijuana Act or these regulations;

    b. The Commission has good cause to believe that the information provided was falsified;

    c. The applicant has violated the Cannabis Act, the Medical Marijuana Act or these regulations under their previous card registration;

    d. The person applying has otherwise failed to satisfy the application or renewal requirements.

C. Issuance of the Commercial Cannabis Establishment Identification Card

1. Once a cannabis establishment license is approved by the Commission, the licensed cannabis establishment is responsible for ensuring all required individuals receive and are in possession of the issued commercial identification card prior to commencing work and/or operations.

2. The commercial identification card shall contain:

    a. The name of the person;

    b. The legal name of the licensed entity that the individual is affiliated with;

    c. The date of issuance and expiration date of the commercial identification card;

    d. A random card identification number;

    e. A photograph; and

    f. Any additional information as required by the Commission.

3. Once received, the validly issued commercial identification card must be worn by the cardholder at all times while at the licensed facility.

4. Commercial identification cards shall not be transferable to another person or cardholder.

5. Employees may commence work once the licensing portal shows that the commercial identification card has been issued even if the physical card has not yet been received by the employee.

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D. Expiration and Renewal of the Commercial Identification Card

1. Commercial identification cards shall expire one year after issuance.

2. Renewal applications shall be on such forms and through such submission mechanisms as directed by the Commission.

3. Renewal applications must be received by the Commission prior to the expiration of any existing commercial identification card.

4. Any renewal of a commercial identification card shall be subject to the same provisions and requirements covering issuance and denial of the card as originally issued.

5. It is the responsibility of the licensee to maintain accurate records regarding commercial identification card expiration dates. Failure to renew a commercial card prior to the expiration date may result in revocation of the card or enforcement action pursuant to Subchapter 5 Part 1 of this Chapter.

E. Required Updates to the Commission

1. Name and Address: A commercial cardholder shall notify the Commission of any change in their name, email or mailing address within ten (10) business days of such change.

   a. Changes in name require the cardholder to remit a ten-dollar ($10.00) fee to the Commission.

   b. Upon receipt of the notice and fee, the Commission will issue an updated commercial cannabis identification card.

   c. A cardholder who fails to notify the Commission of any of these changes may be subject to a fine up to one hundred fifty dollars ($150). R.I. Gen. Laws §§ 21-28.11-7(m)(1), 21-28.11-9(h)(1), 21-28.11-10.2(f)(1), and 21-28.11-11(g)(1).

2. Lost/Stolen Cards: If a cardholder loses their commercial identification card, the cardholder shall notify the Commission and submit a ten-dollar ($10.00) fee within ten (10) business days of losing the commercial card.

   a. Upon receipt of the notice and fee, the Commission will issue a replacement commercial identification card.

F. Termination of a Commercial Cannabis Card

1. If a cardholder violates any provisions of the Cannabis Act, the Medical Marijuana Act, these regulations or the DOH Medical Marijuana

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regulations, the Commission may suspend or revoke the commercial identification card, and may impose a $150 administrative penalty in accordance with Subchapter 5 Part 1 of this Chapter and R.I. Gen. Laws §§ 21-28.11-18(a)(1)(i).

2. When a commercial cannabis cardholder ceases work with a licensed cannabis establishment, whether voluntarily, involuntarily, or upon the licensed cannabis establishment closing, their commercial card shall be null and void. The licensed cannabis establishment and the cardholder shall notify the Commission and the commercial identification card shall be returned to the Commission within ten (10) days. No hearing shall be necessary to render the card null and void in this situation. R.I. Gen. Laws § 21-8.11-18(a)(1)(i).

1.3.6 Criminal Background Checks

A. In accordance with R.I. Gen. Laws § 21-28.11-12.1, as a condition of initial licensure certain key persons of cannabis establishments and primary caregivers are required to obtain a criminal background check in accordance with the Cannabis Act and/or the Medical Marijuana Act.

B. The specific requirements applicable to different key persons, cardholders and licensees can be found in the Cannabis Act and/or the Medical Marijuana Act as follows:

1. Compassion centers and hybrid cannabis retailers, R.I. Gen. Laws § 21-28.6-12(c)(7);

2. Licensed cannabis cultivators originally licensed by DBR pursuant to the Medical Marijuana Act, R.I. Gen. Laws § 21-28.6-16(k);

3. Primary caregivers, R.I. Gen. Laws § 21-28.6-6(g);

4. Any and all new licenses created by the Cannabis Act, R.I. Gen. Laws § 21-28.11-12.1, including but not limited to:

a. Cannabis retailers, § 1.4,

b. Social equity cannabis retailers, § 1.5,

c. Workers' cooperative cannabis retailers, § 1.6,

d. Cannabis product manufacturers, § 1.7, and

e. Licensed adult-use only cannabis cultivators, § 1.10.

C. All individuals required to obtain a criminal background check shall apply to the Rhode Island State Police, the Rhode Island Department of Attorney General, or

local police department for a national criminal identification records check that shall include fingerprints submitted to the Federal Bureau of Investigation. R.I. Gen. Laws §§ 21-28.11-12.1(a), 21-28.6-6(g)(1), 21-28.6-12(c)(7)(i) and 21-28.6-16(k).

D. All individuals required to obtain a criminal background check have a duty to truthfully and fully disclose all prior criminal convictions to the Commission, any information the Commission requests related to said convictions, and any change(s) to the information supplied on the application. R.I. Gen. Laws § 21-28.11-12.1(b).

E. Applicants and licensees shall be responsible for any expense associated with the national criminal background check with fingerprints. R.I. Gen. Laws §§ 21-28.11-12.1(a), 21-28.6-12(c)(7)(iii), 21-28.6-6(g)(6) and 21-28.6-16(k)(3).

F. Presumptively disqualifying crimes for any and all new licenses created by the Cannabis Act shall include the conviction of or pleading guilty or nolo contendere to any felony charge or crime of (including conspiracy and/or attempt to commit) an act constituting a crime of forgery, embezzlement, obtaining money under false pretenses, misappropriation, bribery, larceny, extortion, fraud, false dealing, conspiracy to defraud, obstruction of justice, perjury, false swearing, or any other similar offense, adjudicated in a court of competent jurisdiction of this state, any other state, and/or of the federal government.

G. In accordance with R.I. Gen. Laws § 21-28.11-12.1(f), the Commission will consider any potentially and/or presumptively disqualifying crimes in accordance with the Fair Chance Licensing Act, R.I. Gen. Laws § 28-5.1-14, and, as required by R.I. Gen. Laws § 28-5.1-14(e), will apply the Fair Chance analysis to all disqualifying crimes set forth in the Medical Marijuana Act.

H. Continuing Duty to Notify the Commission of Criminal Convictions

1. All applicants, licensees and key persons thereof that are subject to the background check requirement have a continuing duty to notify the Commission of any and all criminal convictions. R.I. Gen. Laws § 21-28.11-12.1(b). Such notification must be made to the Commission in writing within ten (10) business days.

2. The Commission may require an additional or updated criminal background check in accordance with the Cannabis Act, the Medical Marijuana Act, and/or § 1.3.6 of this Part as a condition of license renewal, in conjunction with a Commission investigation or enforcement action, and/or as may be specified by the Commission.

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1.4 Cannabis Retail Sales Application, Licensing and Renewals

A. R.I. Gen. Laws §§ 21-28.11-5 and 21-28.11-10.2 authorize the Commission to promulgate regulations for the licensing of adult use cannabis retailers.

B. Cannabis Retail Sales Application Period and License Application Timeline

1. Applications for cannabis retail sales licensure may only be submitted to the Commission for consideration during an open application period announced by the Commission. Open application periods will only be announced to issue the original twelve (12) licenses and, thereafter, to issue such licenses that may become available due to an expansion in the number of available licenses, the failure of a qualified applicant to be selected through the application process as described in § 1.4 of this Part, the failure of a selected applicant to satisfy licensing requirement(s) of the Cannabis Act or Commission regulations, or in the event of the revocation, relinquishment, or expiration without renewal of an existing cannabis retail sales license. R.I. Gen. Laws §§ 21-28.11-10.2 and 21-28.11-17(b).

C. Application for Cannabis Retail Sales License by Geographic Zone

1. An applicant who applies for a cannabis retail sales license may only submit one application per geographic zone specified in § 1.3.4 of this Part. R.I. Gen. Laws § 21-28.11-10.3.

D. The Commission will evaluate applications based upon the information provided by applicants on the application forms/submissions and otherwise obtained during the application process.

E. Application Fee

1. Each application for a cannabis retail sales license shall be accompanied by a non-refundable application fee of seven thousand five hundred dollars ($7,500). R.I. Gen. Laws § 21-28.11-10.2(b)(6).

F. Application Process for Cannabis Retail Sales License

1. Each application for a cannabis retail sales license shall be on such forms and through such submission mechanisms as designated by the Commission and shall include, but not be limited to, the information set forth in §§ 1.3.1, 1.3.2, 1.3.6, and 1.4 of this Part.

2. Only applications which the Commission has determined to be complete (i.e., which satisfy all applicable application requirements set forth in this Part) shall be eligible and accepted for further evaluation and review. Incomplete applications will be deficient and will not be considered further and the application fee will not be refunded.

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G. Cannabis Retail Sales Application Review Criteria

1. The Commission shall review complete applications and information otherwise obtained during the application process utilizing the criteria specified in R.I. Gen. Laws §§ 21-28.11-10.2 and 21-28.11-17.1 of the Cannabis Act and §§ 1.3 & 1.4 of this Part in order to determine whether an application is qualified.

2. If an applicant seeking a cannabis retail sales license is notified that its application has been deemed "qualified" by the Commission, it shall be eligible for selection in accordance with § 1.4(H) of this Part.

3. In determining whether an applicant is "qualified," the Commission shall consider whether such information adequately demonstrates an ability of the applicant to satisfy licensing requirements and compliance with the Cannabis Act and Commission regulations.

H. Application Selection Process

1. Once the Commission completes its review of all applications, the Commission will notify all qualified applicants and publicly announce the date, time, and manner of randomly selecting qualified applicants for approval in each available zone.

2. The Commission will publicly post the names of the qualified applicants for each zone. A random drawing to select the licensee(s) in each zone will be held in a manner that can be observed by the public. A duly authorized representative of all qualified applicants shall attend the random selection process in person. The authorized representative of any qualified applicant which has applied for a license in multiple zones must be present and prepared at the time of the drawing to select and commit to a single zone if the applicant is selected for more than one zone.

3. The Commission will select the permissible number of qualified applicants for the number of licenses available in each available zone. After the qualified applicant(s) have been selected for each available zone, any applicant selected for multiple zones must accept a single zone and reject the other zones. After each applicant, if any, which has been selected for multiple zones accepts a single zone and rejects all others, another applicant will be drawn and selected for any rejected zone(s). This process shall continue until there are separate and distinct qualified applicants selected for the licenses available in each available zone. Once a zone selection has been made, the decision is final and cannot thereafter be amended or altered. Any applicant selected for multiple zones who chooses which single zone they would like to be licensed in may not thereafter alter that decision or change zones at any time.

4. The selected applicants shall not change or alter their proposed location to another location within the same zone without prior Commission approval. A selected applicant may not relocate or change the proposed location outside of the zone for which they were selected.

5. The selected applicants shall be deemed approved provisionally, subject to satisfaction of all requirements for final licensure. If a selected applicant fails to satisfy all requirements for final licensure as set forth in § 1.4(I) of this Part, the Commission may repeat the selection process set forth in § 1.4(H) of this Part with any previously qualified applicants for the specified zone whose applications are complete and meet the licensing requirements of this Part. If more than two (2) years has elapsed since the original selection process set forth in in § 1.4(H)(3) of this Part, the Commission may announce a new application period as set forth in § 1.4(B)(1) of this Part.

6. If at the conclusion of the selection process there are any available zones which have not been awarded to, or selected by, a qualified applicant, and if there are no more qualified applicants for those zones to select from, the Commission may reopen the application period and accept applications for any unawarded or unchosen zones and repeat the application, review, and selection processes in accordance with § 1.4 of this Part.

I. Prerequisites to Issuance of Cannabis Retail Sales License and Commencement of Operations

1. Upon notification by the Commission, the provisionally approved applicant must take reasonable and documented efforts to complete the prerequisites for final issuance of the license. If satisfaction of all requirements for licensure takes longer than nine (9) months, the provisionally approved applicant must show substantial completion of licensing requirements and good cause to the Commission in the form of circumstances beyond the control of the provisionally approved applicant as to why additional time should be granted and the provisional approval should not be rescinded.

2. Once the final license has been issued by the Commission, the licensee must take reasonable and documented efforts to launch cannabis retail sales activities, which for purposes of this paragraph shall mean actual acquisition and dispensing of adult use cannabis pursuant to the Cannabis Act and Commission regulations. If commencement of such activities takes longer than three (3) months, the cannabis retailer licensee must show substantial completion of requirements and good cause to the Commission in the form of circumstances beyond the control of the licensee why the license should not be revoked for non-use.

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3. Any cannabis retail sales applicant provisionally approved for licensure in accordance with § 1.4(H) of this Part must satisfy the below requirements before a final license authorizing operation of a cannabis retail sales establishment will be issued:

    a. Annual License Fee: The annual license fee set by R.I. Gen. Laws § 21-28.11-10.2(b)(7) of thirty thousand dollars ($30,000) must be paid.

    b. Final Information and Documentation to be Supplied - The provisionally approved applicant must provide any updates to previously submitted application information and the following additional items to the Commission:

        (1) Unless already provided with the application, documents confirming ownership or executed lease agreement as to the cannabis establishment premises.

        (2) A current certificate of occupancy (or equivalent document) to demonstrate compliance with the relevant provisions of R.I. Gen. Laws Chapters 23-28.1 and 23-27.3 [Fire Safety Code and State Building Code, respectively] for the cannabis establishment.

        (3) Updated interest holder/key person disclosure pursuant to § 1.3.1(A)(6) of this Part.

        (4) Evidence of completion of divestiture plan pursuant to § 1.3.2 of this Part.

        (5) The provisional licensee must submit a request for and obtain a variance from the Commission in accordance with § 1.3.3 of this Part if there are any material deviations from the qualified application. The Commission may deny the variance in its sole and absolute discretion.

        (6) Evidence that the provisionally approved applicant has acquired a cannabis seed-to-sale tracking system and all necessary equipment and software to implement tracking.

        (7) An attestation by a bona fide labor organization stating that the applicant has entered into and will abide by the terms of a labor peace agreement in accordance with R.I. Gen. Laws § 21-28.11-12.2.

4. Submission of proposed activities or functions in an application by an applicant who is selected for a provisional license does not guarantee or

authorize approval for that applicant to conduct all proposed activities or activities in the manner or method proposed.

5. Commission Pre-License Inspection

   a. Before a final cannabis retailer license will be issued, a Commission inspection is required. Provisionally approved applicants should contact the Commission to coordinate said inspection. Nothing in this paragraph should be construed as limiting inspections at an earlier time in addition to the final pre-license inspection.

   b. The provisional licensee may be required to make any Commission designated changes regarding the security or operations of the facility and its personnel prior to commencing licensed activities.

   c. Nothing herein shall limit the Commission's authority to require a provisionally approved applicant and/or licensee to implement additional security and safety recommendations from the Commission in the future.

6. Commercial Cannabis Identification Card Requirements

   a. Before commencement of operations, all key persons, agents, employees, and volunteers of the cannabis retail sales licensee must apply for a commercial cannabis identification card in accordance with § 1.3.5 of this Part. All persons required to apply for a commercial cannabis identification card, except employees and volunteers, shall submit to a national criminal background check as provided in § 1.3.6 of this Part. Such individuals may be hired, appointed, or retained prior to receiving a commercial cannabis identification card, but may not begin operations or work in cannabis storage, packaging, transport, dispensing or other cannabis activities requiring licensure pursuant to the Cannabis Act and Commission regulations until receipt of the card.

J. Commission Post-License Inspection of Operations and Inventory

1. After the cannabis retail sales license is issued, the licensee shall apply to the Commission to source inventory in accordance with § 2.11 of this Subchapter.

2. After the licensee obtains inventory but prior to conducting retail sales, the licensee shall schedule and pass an inspection with the Commission.

3. The Commission may conduct a post-licensure inspection upon commencement of operations, including but not limited to inspection for compliance of cannabis and cannabis product inventory with the tagging

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and tracking requirements set forth in §§ 2.9 and 2.10 of this Subchapter. Nothing in this paragraph shall be construed to limit the Commission's general inspection powers as delineated in § 5-1.4 of this Chapter.

4. The Commission shall have the right but not the obligation to notify a licensee's banking institution of any non-compliant activity, violations and/or enforcement action(s) taken by the Commission.

K. Annual Renewal

1. Cannabis retail sales licenses shall be issued for one-year terms.

2. Annual renewals shall be submitted on such forms and include such information as required by the Commission.

3. Renewal applications must be received by the Commission prior to the designated renewal date of the cannabis retail sales license.

4. An annual inspection shall be part of the annual renewal process.

5. Renewal applications shall include an updated interest holder/key person disclosure and certification as required by §§ 1.3.1(A)(6) of this Part.

6. The renewal period is one year from the date of first issuance of the license and will occur annually on that date unless and until the license is revoked or surrendered.

1.5 Social Equity Retail License Application, Licensing and Renewals

A. R.I. Gen. Laws §§ 21-28.11-5 and 21-28.11-31 authorize the Commission to regulate the licensing of social equity cannabis retailers.

B. Social Equity Retail License Application Period and License Application Timeline

1. To be eligible to apply for a social equity retail license, an applicant must first be certified as an approved social equity applicant by the Commission through the application and certification process set forth in § 1.11 of this Part. A social equity retail license application submitted by a person who has not been certified by the Commission as an approved social equity applicant will not be considered.

2. An application for a social equity retail license may only be submitted to the Commission for consideration during an open social equity license application period announced by the Commission. R.I. Gen. Laws § 21-28.11-17(b).

a. Open application periods will only be announced upon the availability of social equity retail license(s), including to issue the original six (6) licenses, and, thereafter, such licenses that may become available due to an expansion in the number of available licenses, the failure of a qualified applicant to be selected through the application process as described in § 1.5(G) of this Part, or the failure of a selected applicant to satisfy the licensing requirement(s) of the Cannabis Act or these regulations, or in the event of the revocation, relinquishment, or expiration without renewal of an existing social equity retail license. R.I. Gen. Laws § 21-28.11-10.2.

C. Application for Social Equity Retail License by Geographic Zone

1. An approved social equity applicant who applies for a social equity retail license may only submit one application per geographic zone specified in § 1.3.4 of this Part. R.I. Gen. Laws § 21-28.11-10.3.

D. The Commission will evaluate applications based upon the information provided by applicant on the application form, in associated documents and as otherwise obtained during the application process.

E. Application Fee

1. The Commission shall waive the license application fee for approved social equity applicants who apply for the initial six (6) social equity retail licenses issued by the Commission. R.I. Gen. Laws §§ 21-28.11-10.2 and 21-28.11-31(b)(2) and (f)(1).

2. Any subsequent application for a social equity retail license shall be accompanied by a non-refundable application fee of seven thousand five hundred dollars ($7,500) unless waived by the Commission in accordance with § 1.12 of this Part.

F. Application Process for Social Equity Retail License

1. Each application for a social equity retail license shall be on such forms and through such submission mechanisms as designated by the Commission and shall include, but not be limited to, the information set forth in §§ 1.3.1, 1.3.2, 1.3.6 and 1.5 of this Part.

2. Only applications that the Commission has determined to be complete (i.e., which satisfy all applicable application requirements set forth in this Part) shall be eligible and accepted for further evaluation and review. Incomplete applications will be deemed deficient and will not be considered further and any application fee will not be refunded.

G. Social Equity Retail License Application Review Criteria

1. The Commission shall review complete applications and information otherwise obtained during the application process utilizing the criteria specified in R.I. Gen. Laws §§ 21-28.11-10.2 and 21-28.11-17.1 of the Cannabis Act and §§ 1.3 and 1.5.2 of this Part to determine whether an application is qualified.

2. In determining whether an applicant is "qualified," the Commission shall consider whether such information adequately demonstrates the ability of the applicant to satisfy licensing requirements and compliance with the Cannabis Act and these regulations.

3. Upon receipt of a complete social equity retail license application and any required application fee, the Commission shall:

   a. Forward a copy of the application to the city or town in which the cannabis establishment is to be located.

   b. Determine whether the applicant and the premises qualify for the license and has complied with the provisions of the Cannabis Act and these rules, and, within ninety (90) days:

      (1) Acknowledge that the application is satisfactory and complete; or

      (2) Send the applicant a notice of rejection setting forth specific reasons why the license application is rejected, unsatisfactory, deficient or fails to comply with application requirements.

4. If an applicant seeking a social equity retail license is notified that its application has been deemed "qualified" by the Commission, it shall be eligible for selection in accordance with § 1.5(H) of this Part.

H. Social Equity Retail License Application Selection Process

1. Once the Commission completes its final review and process of all applications, the Commission will notify all qualified applicants and publicly announce the date, time, and manner of randomly selecting qualified applicants for approval in each available zone.

2. The Commission will publicly post the names of the qualified applicants for each zone. A random selection process to select the licensee(s) in each zone will be held in a manner that can be observed by the public. A duly authorized representative of all qualified applicants shall attend the random selection process in person. The authorized representative of any qualified applicant which has applied for a license in multiple zones must be present and prepared at the time of the drawing to select and commit to a single zone if the applicant is selected for more than one zone.

3. The Commission will select a qualified applicant for each available zone. After the qualified applicant(s) have been selected for each available zone, any applicant selected for multiple zones must accept a single zone and reject the other zones. After each applicant, if any, which has been selected for multiple zones accepts a single zone and rejects all others, another applicant will be drawn and selected for any rejected zone(s). This process shall continue until there is a separate and distinct qualified applicant selected for each available zone. Once a zone selection has been made, the decision is final and cannot thereafter be amended or altered. Any applicant selected for multiple zones who chooses which single zone they would like to be licensed in may not thereafter alter that decision or change zones at any time.

4. The selected applicants shall not change or alter their proposed location to another location within the same zone without prior Commission approval. A selected applicant may not relocate or change the proposed location outside of the zone for which they were selected.

5. The selected applicants shall be deemed approved provisionally, subject to satisfaction of all requirements for final licensure. If a provisionally approved applicant fails to satisfy all requirements for final licensure as set forth in § 1.5(I) of this Part, the Commission may repeat the selection process set forth in § 1.5(H) of this Part with any previously qualified applicants for the specified zone whose applications are complete and meet the licensing requirements of this Part. If more than two (2) years has elapsed since the original selection process set forth in in § 1.5(H)(3) of this Part, the Commission may announce a new application period as set forth in § 1.5(B)(2) of this Part.

6. If at the conclusion of the selection process there are any available zones which have not been awarded to, or selected by, a qualified applicant, and if there are no more qualified applicants for those zones to select from, the Commission may reopen the application period and accept applications for any unawarded or unchosen zones and repeat the application, review, and selection processes in accordance with this Part.

I. Prerequisites to Issuance of Social Equity Retail License and Commencement of Operations

1. Upon notification by the Commission, the selected applicant(s) shall be deemed approved provisionally, subject to satisfaction of all requirements for final licensure as a social equity retail licensee. R.I. Gen. Laws § 21-28.11-17.1(a).

2. Upon notification by the Commission, the provisionally approved applicant must take reasonable and documented efforts to complete the prerequisites for issuance of the license. If satisfaction of all requirements

for licensure takes longer than twelve (12) months, the provisionally approved applicant must show that licensure requirements have been substantially completed and establish good cause in the form of circumstances beyond the control of the provisionally approved applicant as to why additional time should be granted and the provisional approval should not be rescinded.

3. Once the license has been issued by the Commission, the licensee must take reasonable and documented efforts to launch retail activities, which for purposes of this paragraph shall mean actual acquisition and dispensing of adult use cannabis pursuant to the Cannabis Act and these regulations. If commencement of such activities takes longer than six (6) months, the licensee must show substantial completion toward undertaking licensed activities and establish good cause in the form of circumstances beyond the control of the licensee as to why the license should not be revoked for non-use.

4. Any social equity applicant provisionally approved for licensure in accordance with § 1.5(H) of this Part must satisfy the below requirements before a license authorizing operation of a social equity retail cannabis establishment will be issued:

    a. License Fee: The Commission shall waive in full the license fee set by R.I. Gen. Laws § 21-28.11-10.2(b)(7) of thirty thousand dollars ($30,000) for the first year of operation for the initial six (6) social equity retail licenses issued by the Commission. All subsequent social equity retail licenses issued or reissued by the Commission shall be required to pay the statutory license fee, unless waived or reduced by the Commission in accordance with § 1.12 of this Part.

    b. Final Information and Documentation to be Supplied: A provisionally approved applicant must provide any updates to previously submitted application information and the following additional items to the Commission:

        (1) Unless already provided with the application, documents confirming ownership or executed lease agreement as to the cannabis establishment premises;

        (2) A current certificate of occupancy, or equivalent document, to demonstrate compliance with the relevant provisions of R.I. Gen. Laws Chapters 23-28.1 and 23-27.3 [Fire Safety Code and State Building Code, respectively] for the cannabis establishment;

        (3) An updated interest holder/key person disclosure pursuant to § 1.3.1(A)(6) of this Part;

(4) Evidence of completion of a divestiture plan pursuant to § 1.3.2 of this Part;

(5) Evidence that the provisionally approved applicant has acquired a cannabis seed-to-sale tracking system and all necessary equipment and software to implement tracking; and

(6) If there are any material deviations from the approved application, the provisionally approved applicant must submit a request for and obtain a variance from the Commission in accordance with § 1.3.3 of this Part. The Commission may deny the variance in its sole and absolute discretion.

5. Submission of proposed activities or functions in an application by an applicant who is selected for a provisional license does not guarantee or authorize approval for that applicant to conduct all proposed activities or activities in the manner or method proposed.

6. Commission Pre-License Inspection

a. Before a social equity retail license will be issued, a Commission inspection is required. Provisionally approved applicants should contact the Cannabis Office to coordinate said inspection. Nothing in this paragraph should be construed as limiting inspections at an earlier time in addition to the final pre-license inspection.

b. The social equity retail provisionally approved applicant may be required to make any Commission and/or Cannabis Office recommended changes regarding the security or operations of the facility and its personnel prior to commencing licensed activities.

c. Nothing herein shall limit the Commission's authority to require a provisionally approved applicant and/or licensee to implement additional security and safety recommendations from the Commission in the future.

7. Commercial Cannabis Identification Card Requirements

a. Before commencement of operations, all persons who will be present on the premises, including key persons, agents, employees, and volunteers of the social equity retail provisionally approved applicant must apply for a commercial cannabis identification card in accordance with § 1.3.5 of this Part. All persons required to apply for a commercial cannabis identification card, except employees and volunteers, shall submit to a national criminal background check as provided in § 1.3.6 of this Part. Such individuals may be hired, appointed, or retained prior to receiving a

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commercial cannabis identification card, but may not begin operations or work in cannabis storage, packaging, transport, dispensing or other cannabis activities requiring licensure pursuant to the Cannabis Act and these regulations until receipt of the card.

J. Commission Post-License Inspection of Operations and Inventory

1. After the social equity retail license is issued, the licensee shall apply to the Commission to source inventory in accordance with § 2.11 of this Subchapter.

2. After the social equity retail licensee obtains inventory but prior to conducting retail sales, the licensee shall schedule and pass an inspection with the Commission.

3. The Commission may conduct a post-licensure inspection upon commencement of operations, including but not limited to inspection for compliance of cannabis and cannabis product inventory with the tagging and tracking requirements set forth in §§ 2.9 and 2.10 of this Subchapter. Nothing in this paragraph shall be construed to limit the Commission's general inspection powers as delineated in § 5-1.4 of this Chapter.

4. The Commission shall have the right but not the obligation to notify a social equity retail licensee's banking institution of any non-compliant activity, violations and/or enforcement action(s) taken by the Commission.

K. Social Equity Applicant Structure Compliance Requirements

1. All approved social equity applicants, social equity provisionally approved applicants and social equity retail licensees have a continuing obligation to at all times be organized, structured and operated as required to maintain qualified social equity status in accordance with the Cannabis Act and these rules, including § 1.11 of this Part.

2. Approved social equity applicants who have submitted a qualified application for retail licensure must seek a variance in accordance with § 1.3.3 of this Part to make any changes to an application.

3. All social equity retail licensees shall have a continuing obligation to satisfy the requirements for licensure set forth in these regulations. Licensees shall provide notice to the Commission within ten (10) business days of any proposed changes to key persons and/or the ownership and control structure that may impact the licensee's qualified social equity status in accordance with § 1.3.3 of this Part.

4. If the Commission determines that a social equity retail licensee is no longer in compliance with the requirements necessary to maintain the social equity retail license, including but not limited to maintaining certified

social equity applicant status, the social equity retail licensee will be required to implement a corrective action plan or the Commission may initiate proceedings to revoke the license in accordance with Subchapter 5 of this Chapter.

5. A social equity retail license that is no longer in compliance with the requirements of § 1.5 of this Part shall not be eligible to convert to another cannabis establishment license type. R.I. Gen. Laws §§ 21-28.11-5(b)(22) and 21-28.11-31(g).

L. Annual Renewal of Social Equity Retail License

1. Social equity retail licenses shall be issued for one-year terms.

2. Annual renewals shall be submitted on such forms and include such information as required by the Commission.

3. Renewal applications must be received by the Commission prior to the designated renewal date of the social equity retail license.

4. An annual inspection shall be part of the annual renewal process.

5. An annual nonrefundable license fee according to the schedule below shall be submitted with all social equity retail license renewal applications:

Year of Licensure	License Fee
Year 1	No Fee
Year 2	$7,500
Year 3	$15,000
Year 4	$22,500
Year 5 and all subsequent years	$30,000

6. Renewal applications shall include an updated interest holder/key person disclosure and certification as required by § 1.3.1(A)(6) of this Part.

7. The renewal period is one year from the date of first issuance of the license and will occur annually on that date unless and until the license is revoked or surrendered.

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1.6 Licensed Workers' Cooperative Cannabis Retail Sales Application, Licensing and Renewals

A. R.I. Gen. Laws §§ 21-28.11-5 and 21-28.11-10.2 authorize the Commission to promulgate regulations for the licensing of workers' cooperative cannabis retailers.

B. Workers' Cooperative Cannabis Retail Sales License Application Period and License Application Timeline

1. Applications for workers' cooperative cannabis retail sales licenses may only be submitted to the Commission for consideration during an open application period announced by the Commission. Open application periods will only be announced upon the availability of a workers' cooperative cannabis retail sales license(s), to issue the original 6 licenses and, thereafter, to issue such additional licenses as may become available due to an expansion in the limit of available licenses, the failure of a qualified applicant to be selected through the application process as described in § 1.6 of this Part, or the failure of a selected applicant to satisfy licensing requirement(s) of the Cannabis Act or Commission regulations, or in the event of the revocation, relinquishment, or expiration without renewal of an existing workers' cooperative cannabis retail sales license. R.I. Gen. Laws §§ 21-28.11-10.2 and 21-28.11-17(b).

C. Application for Workers' Cooperative Cannabis Retail Sales License by Geographic Zones

1. An applicant who applies for a workers' cooperative cannabis retail sales license may only submit one application per geographic zone specified in § 1.3.4 of this Part. R.I. Gen. Laws § 21-28.11-10.3.

D. The Commission will evaluate applications based upon the information provided by applicants on the application forms/submissions and otherwise obtained during the application process.

E. Application Fee

1. Each application for a workers' cooperative cannabis retail sales license shall be accompanied by a non-refundable application fee of seven thousand five hundred dollars ($7,500). R.I. Gen. Laws § 21-28.11-10.2(b)(6).

F. Application Process for Workers' Cooperative Cannabis Retail Sales License

1. Each application for a workers' cooperative cannabis retail sales license shall be on such forms and through such submission mechanisms as designated by the Commission and shall include, but not be limited to, the

information set forth in §§ 1.3.1, 1.3.2, 1.3.6, and 1.6 of this Part and the following:

a. For the business plan required in § 1.3.1(A)(2) of this Part, applications for licenses under § 1.6 of this Part must also include:

(1) Three (3) year projected income statement;

(2) Number and category description of full-time equivalent employees and associated payroll expenses, including benefits, required for staffing; and

(3) Profit sharing and/or profit allocation plan; and

b. For the Operations Manual required in § 1.3.1(A)(4), the staffing plan must include job descriptions, employment contracts and volunteer agreements, if applicable.

2. Only applications which the Commission has determined to be complete (i.e., which satisfy all applicable application requirements including but not limited to those in this Part) shall be eligible and accepted for further evaluation and review. Incomplete applications will be deficient and will not be considered further and the application fee will not be refunded.

G. Workers' Cooperative Cannabis Retail Sales Application Review Criteria

1. The Commission shall review complete applications and information otherwise obtained during the application process utilizing the criteria specified in R.I. Gen. Laws §§ 21-28.11-10.2, 21-28.11-17.1, 7-6.2-1 et seq. and §§ 1.3 and 1.6 of this Part to determine whether an application is qualified.

2. If an applicant seeking a workers' cooperative cannabis retail sales license is notified that its application has been deemed "qualified" by the Commission, it shall be eligible for selection in accordance with § 1.6(H) of this Part.

3. In determining whether an applicant is "qualified," the Commission shall determine whether such information adequately demonstrates an ability of the applicant to satisfy licensing requirements and compliance with the Cannabis Act, R.I. Gen. Laws Chapter 7-6.2 and Commission regulations.

H. Application Selection Process

1. Once the Commission completes its review of all applications, the Commission will notify all qualified applicants and publicly announce the date, time, and manner of randomly selecting qualified applicants for approval in each available zone.

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2. The Commission will publicly post the names of the qualified applicants for each zone. A random drawing to select the licensee(s) in each zone will be held in a manner that can be observed by the public. A duly authorized representative of all qualified applicants shall attend the random selection process in person. The authorized representative of any qualified applicant which has applied for a license in multiple zones must be present and prepared at the time of the drawing to select and commit to a single zone if the applicant is selected for more than one zone.

3. The Commission will select a qualified applicant for each available zone. After the qualified applicant(s) have been selected for each available zone, any applicant selected for multiple zones must accept a single zone and reject the other zones. After each applicant, if any, which has been selected for multiple zones accepts a single zone and rejects all others, another applicant will be drawn and selected for any rejected zone(s). This process shall continue until there is a separate and distinct qualified applicant selected for each available zone. Once a zone selection has been made, the decision is final and cannot thereafter be amended or altered. Any applicant selected for multiple zones who chooses which single zone they would like to be licensed in, may not thereafter alter that decision or change zones at any time.

4. The selected applicants shall not change or alter their proposed location to another location within the same zone without prior Commission approval. A selected applicant may not relocate or change the proposed location outside of the zone for which they were selected.

5. The selected applicants shall be deemed approved provisionally, subject to satisfaction of all requirements for final licensure. If a selected applicant fails to satisfy all requirements for final licensure as set forth in § 1.6(I) of this Part, the Commission may repeat the selection process set forth in § 1.6(H) of this Part with any previously qualified applicants for the specified zone whose applications are complete and meet the licensing requirements of this Part. If more than two (2) years has elapsed since the original selection process set forth in in § 1.6(H)(3) of this Part, the Commission may announce a new application period as set forth in § 1.6(B)(1) of this Part.

6. If at the conclusion of the selection process there are any available zones which have not been awarded to, or selected by, a qualified applicant, and if there are no more qualified applicants for those zones to select from, the Commission may reopen the application period and accept applications for any unawarded or unchosen zones and repeat the application, review, and selection processes in accordance with § 1.6 of this Part.

I. Prerequisites to Issuance of Workers' Cooperative Cannabis Retail Sales License and Commencement of Operations

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1. Upon notification by the Commission, the provisionally approved applicant must take reasonable and documented efforts to complete the prerequisites for final issuance of the license. If satisfaction of all requirements for licensure takes longer than nine (9) months, the provisionally approved applicant must show substantial completion of licensing requirements and good cause to the Commission in the form of circumstances beyond the provisionally approved applicant's control as to why additional time should be granted and the provisional approval should not be rescinded.

2. Once the license has been issued by the Commission, the licensee must take reasonable and documented efforts to launch workers' cooperative cannabis retail sales activities, which for purposes of this paragraph shall mean actual acquisition and dispensing of adult use cannabis pursuant to the Cannabis Act and Commission regulations. If commencement of such activities takes longer than three (3) months, the workers' cooperative cannabis retail sales licensee must show substantial completion of requirements and good cause to the Commission in the form of circumstances beyond the control of the licensee why the license should not be revoked for non-use.

3. Any workers' cooperative cannabis retail sales applicant provisionally selected for licensure in accordance with § 1.6(H) of this Part must satisfy the below requirements before a final license authorizing operation of the cannabis establishment will be issued:

    a. Annual License Fee: The annual license fee set by R.I. Gen. Laws § 21-28.11-10.2(b)(7) of thirty thousand dollars ($30,000) must be paid.

    b. Final Information and Documentation to be Supplied - The provisionally approved applicant must provide any updates to previously submitted application information and the following additional items to the Commission:

        (1) Unless already provided with the application, documents confirming ownership or executed lease agreement as to the cannabis establishment premises.

        (2) A current Certificate of Occupancy (or equivalent document) to demonstrate compliance with the relevant provisions of R.I. Gen. Laws Chapters 23-28.1 and 23-27.3 [Fire Safety Code and State Building Code, respectively] for the cannabis establishment.

        (3) Updated interest holder/key person disclosure pursuant to § 1.3.1(A)(6) of this Part.

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(4) Evidence of completion of divestiture plan pursuant to § 1.3.2 of this Part.

(5) If there are any material deviations from the approved application, the provisional licensee must submit a request for and obtain a variance from the Commission in accordance with § 1.3.3 of this Part. The Commission may deny the variance in its sole and absolute discretion.

(6) Evidence that the provisionally approved licensee has acquired a cannabis seed-to-sale tracking system and all necessary equipment and software to implement tracking.

(7) An attestation by a bona fide labor organization stating that the provisional licensee has entered into and will abide by the terms of a labor peace agreement in accordance with R.I. Gen. Laws § 21-28.11-12.2.

4. Submission of proposed activities or functions in an application by an applicant who is selected for a provisional license does not guarantee or authorize approval for that applicant to conduct all proposed activities or activities in the manner or method proposed.

5. Commission Pre-License Inspection

a. Before a workers' cooperative cannabis retail sales license will be issued, a Commission inspection is required. Provisional licensees should contact the Commission to coordinate said inspection. Nothing in this paragraph should be construed as limiting inspections at an earlier time in addition to the final pre-license inspection.

b. The provisional licensee may be required to make any Commission recommended changes regarding the security or operations of the facility and its personnel prior to commencing licensed activities.

c. Nothing herein shall limit the Commission's authority to require a provisionally approved applicant and/or licensee to implement additional security and safety recommendations from the Commission in the future.

6. Commercial Cannabis Identification Card Requirements

a. Before commencement of operations, all key persons, agents, employees, and volunteers of the workers' cooperative cannabis retail applicant must apply for a commercial cannabis identification card as set forth in § 1.3.5 of this Part. All persons required to apply for a commercial cannabis identification card, except employees

and volunteers, shall submit to a national criminal background check as provided in § 1.3.6 of this Part. Such individuals may be hired, appointed, or retained prior to receiving a commercial cannabis identification card, but may not begin operations or work in cannabis storage, packaging, transport, dispensing or other cannabis activities requiring licensure pursuant to the Cannabis Act and Commission regulations until receipt of the card.

J. Commission Post-License Inspection of Operations and Inventory

1. After the workers' cooperative cannabis retail sales license is issued, the licensee shall apply to the Commission to source inventory in accordance with § 2.11 of this Subchapter.

2. After the workers' cooperative cannabis retail sales licensee obtains inventory but prior to conducting retail sales, the licensee shall schedule and pass an inspection with the Commission.

3. The Commission may conduct a post-licensure inspection upon commencement of operations, including but not limited to inspection for compliance of cannabis and cannabis product inventory with the tagging and tracking requirements set forth in §§ 2.9 & 2.10 of this Subchapter. Nothing in this paragraph shall be construed to limit the Commission's general inspection powers as delineated in § 5-1.4 of this Chapter.

4. The Commission shall have the right but not the obligation to notify a licensee's banking institution of any non-compliant activity, violations and/or enforcement action(s) taken by the Commission.

K. Workers' Cooperative Compliance

1. All workers' cooperative retail licensees have a continuing obligation to at all times be organized, structured and operated as a workers' cooperative in compliance with R.I. Gen. Laws Chapter 7-6.2.

2. All workers' cooperative retail licensees shall have a continuing obligation to satisfy the requirements for licensure set forth in this Part.

3. If the Commission determines that a workers' cooperative retail licensee is no longer in compliance with the requirements necessary to maintain workers' cooperative status, that workers' cooperative retail license will be required to implement a corrective action plan or the Commission may revoke the license.

4. Workers' Cooperative Retail Licensees that are no longer in compliance with the requirements of § 1.6 of this Part are not eligible to convert the license to another cannabis establishment license type. R.I. Gen. Laws § 21-28.11-5(b)(22).

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L. Annual Renewal

1. Workers' cooperative cannabis retail licenses shall be issued for one-year terms.

2. Annual renewals shall be submitted on such forms and include such information as required by the Commission.

3. Renewal applications must be received by the Commission prior to the designated renewal date of the workers' cooperative retail sales license.

4. An annual inspection shall be part of the annual renewal process.

5. Renewal applications shall include an updated interest holder/key person disclosure and certification as required by § 1.3.1(A)(6) of this Part.

6. The renewal period is one year from the date of first issuance of the license and will occur annually on that date unless and until the license is revoked or surrendered.

1.7 Cannabis Product Manufacturer Application, Licensing and Renewals

A. R.I. Gen. Laws §§ 21-28.11-5 and 21-28.11-9 authorize the Commission to promulgate regulations for the licensing of cannabis product manufacturers.

B. Permitted Activities of Licensed Cannabis Product Manufacturers

1. In addition to the requirements set forth in R.I. Gen. Laws § 21-28.11-9, Cannabis Product Manufacturers shall also comply with all requirements set forth in § 1.7 of this Part and all other Parts of these regulations.

2. A cannabis product manufacturer is a cannabis establishment licensed to obtain, manufacture, process and package cannabis and cannabis products, and may deliver or transfer cannabis products to other cannabis establishments.

3. Licensed cannabis product manufacturers may purchase cannabis from licensed cannabis cultivators for processing and may only transfer or sell cannabis products to other entities that are licensed pursuant to and operate in accordance with the Cannabis Act, the Medical Marijuana Act and these rules.

4. Cannabis product manufacturers shall not cultivate cannabis and may only receive, transfer and sell cannabis and cannabis products as set forth in § 2.11 of this Subchapter.

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5. A direct sale or transfer of cannabis or cannabis products from a licensed cannabis product manufacturer to a consumer is prohibited.

6. Cannabis product manufacturers may manufacture products for both the adult use and medical cannabis markets.

7. A licensed cannabis product manufacturer shall only be licensed to conduct licensed activities at a single location.

8. Licensed cannabis product manufacturers must abide by all local ordinances, including zoning ordinances, and may be subject to any additional location restrictions established by the Commission.

C. Licensed Cannabis Product Manufacturer Application Period and License Application Timeline

1. Applications to become licensed as a cannabis product manufacturer may only be submitted to the Commission for consideration during an open application period announced by the Commission. The Commission reserves the right to modify application periods and to limit the number of new licenses available to new applicants in furtherance of maintaining a stable, regulated cannabis industry and mitigating the impact on public health and safety. R.I. Gen. Laws §§ 21-28.11-5 and 21-28.11-17(b).

D. The Commission will evaluate applications based upon the information provided by applicants on the application forms/submissions and otherwise obtained during the application process.

E. Application Fee

1. All cannabis product manufacturer applications shall be accompanied by a non-refundable application fee of two-thousand dollars ($2,000).

F. Application Process for Cannabis Product Manufacturer License

1. Each application for a licensed cannabis product manufacturer shall be on such forms and through such submission mechanisms as designated by the Commission and shall include, but not be limited to the information set forth in §§ 1.3.1, 1.3.2, 1.3.6 and 1.7 of this Part, and including the following:

a. Plan for distinguishing between sales of finished cannabis products at wholesale based on designation for medical or adult use sales, if applicable;

b. If applicable, evidence of compliance with Minimum Requirements for Departmental Approval of Volatile Solvent-Based Hydrocarbon Extraction Operations, as set forth in § 2.20 of this Subchapter; and

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c. All other information required by the Commission as described in the application form.

2. Only applications which the Commission has determined to be complete (i.e., adequately addresses all application requirements of this Part and contains complete responses to all mandatory questions) shall be eligible for review.

G. Prerequisites to Issuance of Cannabis Product Manufacturer License and Commencement of Operations

1. If an applicant seeking to operate as a licensed cannabis product manufacturer is notified that its application has been approved by the Commission, it shall complete the below steps before a license will be issued.

2. Payment of the annual cannabis product manufacturing license fee of four thousand, five hundred dollars ($4,500).

3. Final Information and Documentation to be Supplied. The applicant must provide any updates to previously submitted application information and the following additional items to the Commission:

a. A sufficient description of the final physical location of the cannabis establishment (by plat and lot number, mailing address, etc.).

b. Evidence that the physical location for the cannabis establishment is not located within five hundred feet (500') of the property line of a preexisting public or private school.

c. A current Certificate of Occupancy (or equivalent document) to demonstrate compliance of the cannabis establishment with the relevant provisions of R.I. Gen. Laws Chapters 23-28.1 and 23-27.3 [Fire Safety Code and State Building Code, respectively].

d. Evidence of approval from the state fire marshal's office for any and all forms of manufacturing that use a heat source or flammable solvent. R.I. Gen. Laws § 21-28.11-5(b)(28)(ii).

e. Evidence of either ownership of property or agreement by owner of property to allow the operation of a licensed cannabis product manufacturer on the property.

f. A final diagram of the cannabis establishment, including where cannabis will be stored, processed and packaged, and where security alarms and cameras and surveillance recording storage will be located.

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g. The legal name, current address, and date of birth of any interest holder or person who will be an employee or agent of the cannabis product manufacturer at its inception or in the anticipated future.

h. Evidence of completion of divestiture plan and other individual relinquishment requirements pursuant to § 1.3.2 of this Part.

4. Pre-License Inspection. Before a cannabis product manufacturer license will be issued, a Commission inspection is required. Approved applicants should contact the Commission to coordinate said inspection. Nothing in this paragraph should be construed as limiting inspections at an earlier time in addition to the final pre-license inspection. As a result of this inspection the cannabis product manufacturer may be required to make any changes required by the Commission, including but not limited to issues regarding the security of the cannabis establishment or its personnel, prior to commencing licensed activities.

H. Post-Approval Process and Timeline

1. Upon notification of approval of a license application from the Commission, the approved applicant must take reasonable and documented efforts to complete the prerequisites for issuance of the license pursuant to the steps detailed in § 1.7(G) of this Part. If such efforts take longer than nine (9) months, the approved applicant must show that licensure requirements have been substantially completed and show good cause to the Commission in the form of circumstances beyond the control of the approved applicant to establish why additional time should be granted and the application approval should not be rescinded.

2. Once the license has been issued, the licensed cannabis product manufacturer must take reasonable and documented efforts to launch licensed activities, which for purposes of this paragraph shall mean actual cannabis processing, packaging, manufacturing, and/or other activities requiring a cannabis product manufacturer license pursuant to the Cannabis Act and/or Medical Marijuana Act. If such efforts take longer than six (6) months, the licensed cannabis product manufacturer must show that licensure requirements have been substantially completed and show good cause to the Commission in the form of circumstances beyond the control of the approved applicant to establish good cause to the Commission why the license should not be revoked for non-use.

I. Post-Licensure Inspection of Operations, Inventory and Requirements

1. After the cannabis product manufacturer license is issued, the licensed cannabis product manufacturer shall notify the Commission when it obtains inventory and commences operations. The Commission may conduct a post-licensure inspection upon this commencement of

operations, including but not limited to inspection for compliance of cannabis and cannabis product inventory with the tracking requirements set forth in §§ 2.9 and 2.10 of this Subchapter. Nothing in this paragraph shall be construed to limit the Commission's general inspection powers as delineated in § 5-1.4 of this Chapter.

J. Annual License Renewal

1. Cannabis product manufacturer licenses shall be issued for one-year terms.

2. Annual renewals shall be submitted on such forms and include such information as prescribed by the Commission.

3. Renewal applications must be received by the Commission prior to the designated renewal date of the cannabis product manufacturer license.

4. A licensed cannabis product manufacturer must submit to the Commission an annual license fee of four thousand five hundred dollars ($4,500) prior to the renewal being issued.

5. All licensees must be in good standing with the Commission prior to the renewal being issued.

6. An annual inspection shall be part of the annual renewal process.

1.8 Compassion Center Application, Licensing and Renewals

A. R.I. Gen. Laws §§ 21-28.11-5, 21-28.11-10 and 21-28.11-10.1 authorize the Commission to promulgate regulations to license compassion centers and to assume all powers, duties, and responsibilities previously held by the Department of Business Regulation and the Office of Cannabis Regulation with respect to the regulation, administration and enforcement of the provisions of the Medical Marijuana Act.

B. Compassion Center Application Period and License Application Timeline

1. Applications for compassion center licensure may only be submitted to the Commission for consideration during an open application period announced by the Commission. R.I. Gen. Laws § 21-28.11-17(b).

2. Open application periods may be announced upon the availability of a compassion center license such as may be due to an expansion in the number of available licenses, the absence of a qualified applicant to be selected through the application process as described in § 1.8(H)(6) of this Part, the failure of a selected applicant to satisfy licensing requirement(s) of the Medical Marijuana Act, the Cannabis Act or these regulations as described in in § 1.8(H)(5) of this Part, or in the event of the revocation,

relinquishment, or expiration without renewal of an existing compassion center license, as provided in R.I. Gen. Laws §§ 21-28.6-12(b)(7)(ii), 21-28.6-12(b)(8), and 21-28.6-12(d)(3).

C. Application for Compassion Center License

1. Compassion center licenses will be issued pursuant to R.I. Gen. Laws § 21-28.6-12(c)(3) regarding geographic location.

2. An applicant who applies for a compassion center license may only submit one application per zone. A person or entity cannot be an interest holder with respect to more than one applicant/application for a compassion center license per zone. An applicant may apply for a license in more than one zone provided, however, that if an applicant is selected for a license in more than one zone, the applicant must select a single zone in which the applicant will proceed with licensing in accordance with § 1.8(H) of this Part. Another applicant will then be selected for the zone or zones which were not selected. Applicants who apply in more than one zone must submit a separate application and separate application fee for each zone they apply to and indicate in each application all applications it has submitted and in which zones.

D. The Commission will evaluate applications based upon the information provided by applicants on the application forms/submissions and otherwise obtained during the application process.

E. Application Fee

1. Each application shall be accompanied by a non-refundable application fee of $10,000. R.I. Gen. Laws § 21-28.6-12(c)(1)(i).

F. Application Process for Compassion Center License

1. Each application for a compassion center shall be on such forms and through such submission mechanisms as designated by the Commission and shall include, but not be limited to, the information set forth in §§ 1.3.1, 1.3.2, 1.3.6 and 1.8 of this Part, and also including the following:

a. The applicant's corporate information required in § 1.3.1(A)(1), compassion center applications shall also include non-profit corporation compliance including, certificate of incorporation under R.I. Gen. Laws § 7-6-36 or certificate of authority under R.I. Gen. Laws § 7-6-70, copies of articles of incorporation and bylaws, and, if applicable, documentation of recognition as a tax-exempt organization by the US Internal Revenue Service.

b. For the business plan information required in § 1.3.1(A)(2) of this Part, the compassion center application shall also include:

(1) Applicant's experience running a non-profit organization or other business, and applicant's experience running a medical cannabis business, as applicable; and

(2) Services for hardship patients and charity care.

c. For the operations manual information required in § 1.3.1(A)(4) of this Part, the compassion center application shall also include:

(1) Patient and personal data privacy;

(2) Patient confidentiality, education, counseling and outreach; and

(3) Assuring steady supply for patients.

d. The proposed physical location of the compassion center by plat and lot number, street address and zoning district. If the applicant holds a valid Rhode Island cultivator license, then this may also include one additional location proposed to be used for the secure cultivation of medical cannabis. Regarding the proposed physical location(s), the applicant shall submit:

(1) The proposed physical location of the cannabis establishment by plat and lot number, street address and mailing address.

(2) Evidence of full compliance of the facility with the local zoning laws in the form of a certificate or letter from an authorized zoning official of the municipality confirming zoning compliance and receipt of all required final zoning approvals and certification by an authorized officer of the applicant as to compliance with any other applicable local ordinances.

(3) Evidence that the physical location is not located within one thousand feet (1,000') of the property line of a preexisting public or private school in compliance with R.I. Gen. Laws § 21-28.6-12(f)(2).

(A) For the purposes of this paragraph, "private school" shall be deemed to refer to any nonpublic institution of elementary or secondary (K-12th Grade) education, accredited or recognized as a private school by the department of elementary and secondary education or the school committee of the city or town having jurisdiction over private schools.

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(B) For purposes of this paragraph, the 1000-foot distance shall be measured from the secured compassion center premises, which shall include allotted outdoor areas (such as parking and loading areas), to the property line of the school, which shall include the school building, land, and appurtenances.

(4) A draft diagram of the proposed facilities, including where within the facility the medical cannabis will be stored, processed, packaged, manufactured and dispensed, and where security alarms and cameras and surveillance recording storage will be located, patient access areas, limited access areas, patient parking capacity and access for persons with disabilities in accordance with applicable law, and showing the location of the facility relative to streets and other public areas.

(5) A description of objective parameters (such as distances from streets and public areas) and/or proposed measures (such as black-out window shades) that ensure that cannabis and cannabis products at the premises shall not be visible from the street or other public areas.

(6) Documents evidencing either ownership of property or lease agreement with owner of property to allow the operation of a cannabis establishment on the property.

e. A certification regarding nonprofit compliance as required in the Commission's application form which includes the following certifications and information as to status and any existing and/or proposed:

(1) Nonprofit status and operation;

(2) Management companies, vendors and contracts;

(3) Related party transactions;

(4) Real estate and equipment transactions;

(5) Compensation of officers, directors and employees; and

(6) Revenue and profit-sharing arrangements.

f. With respect to the disclosure and divesture requirements in § 1.3.2 of this part, except as provided in § 21-28.11-19(d), a compassion center and interest holders/key persons thereof may not have any "material financial interest or control" in another Rhode Island

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cannabis establishment licensee or vice versa. R.I. Gen. Laws §§ 21-28.6-12(b)(1)(ii), 21-28.6-12(d)(5)(v), 21-28.11-19.

g. Other written materials which will allow the Commission to determine the compassion center's ability to comply with the review criteria contained in R.I. Gen. Laws § 21-28.6-12(c)(3) and these regulations.

h. All other information required by the Commission as described in the application form.

5. Only applications which the Commission has determined to be complete (i.e., which satisfy all applicable application requirements including but not limited to those above) shall be eligible and accepted for further evaluation and review. Incomplete applications will be deficient and will not be considered further and the application fee will not be refunded.

G. Compassion Center Application Review Criteria

1. The Commission shall review complete applications and information otherwise obtained during the application process utilizing the criteria specified in R.I. Gen. Laws § 21-28.6-12(c)(3) of the Medical Marijuana Act and § 1.8 of this Part in order to determine whether an application is qualified.

2. If an applicant seeking a license to operate a compassion center is notified that its application has been deemed "qualified" by the Commission, it shall be eligible for selection in accordance with § 1.8(H) of this Part.

3. In determining whether an applicant is "qualified," the Commission shall determine whether such information adequately demonstrates an ability of the applicant to satisfy licensing requirements and compliance with the Medical Marijuana Act, the Cannabis Act, and these regulations.

H. Application Selection Process

1. Once the Commission completes its review of all applications, the Commission will notify all qualified applicants and publicly announce the date, time, and manner of randomly selecting qualified applicants for approval in each available zone.

2. The Commission will publicly post the names of the qualified applicants for each zone. A random drawing to select the licensee(s) in each zone will be held in a manner that can be observed by the public. A duly authorized representative of all qualified applicants shall attend the random selection in person. The authorized representative of any qualified applicant which has applied for a license in multiple zones must be present and prepared

at the time of the drawing to select and commit to a single zone if the applicant is selected for more than one zone.

3. The Commission will select a qualified applicant for each available zone. After the qualified applicant(s) have been selected for each available zone, any applicant selected for multiple zones must accept a single zone and reject the other zones. After each applicant, if any, which has been selected for multiple zones accepts a single zone and rejects all others, another applicant will be drawn and selected for any rejected zone(s). This process shall continue until there is a separate and distinct qualified applicant selected for each available zone. Once a zone selection has been made, the decision is final and cannot thereafter be amended or altered. Any applicant selected for multiple zones who chooses which single zone they would like to be licensed in, may not thereafter alter that decision or change zones at any time.

4. The selected applicants shall not change or alter their proposed location to another location within the same zone without prior Commission approval. A selected applicant may not relocate or change the proposed location outside of the zone for which they were selected.

5. The selected applicants shall be deemed approved provisionally, subject to satisfaction of all requirements for final licensure. If a provisionally approved applicant fails to satisfy all requirements for final licensure as set forth in § 1.8(I) of this Part, the Commission may repeat the selection process set forth in § 1.8(H) of this Part with any previously qualified applicants for the specified zone whose applications are complete and meet the licensing requirements of this Part. If more than two (2) years has elapsed since the original selection process set forth in in § 1.8(H)(3) of this Part, the Commission may announce a new application period as set forth in § 1.8(B)(2) of this Part.

6. If at the conclusion of the selection process there are any available zones which have not been awarded to, or selected by, a qualified applicant, and if there are no more qualified applicants for those zones to select from, the Commission may reopen the application period and accept applications for any unawarded or unchosen zones and repeat the application, review, and selection processes in accordance with § 1.8 of this Part.

I. Prerequisites to Issuance of Compassion Center License and Commencement of Operations

1. Upon notification by the Commission, the provisionally approved applicant must take reasonable and documented efforts to complete the prerequisites for issuance of the license. If satisfaction of all requirements for licensure takes longer than nine (9) months, the provisionally approved applicant must show substantial completion of licensing requirements and

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good cause to the Commission in the form of circumstances beyond the control of the applicant as to why additional time should be granted and the provisional approval should not be rescinded.

2. Once the license has been issued by the Commission, the compassion center must take reasonable and documented efforts to launch compassion center activities, which for purposes of this paragraph shall mean actual acquisition and dispensing of medical cannabis pursuant to the Medical Marijuana Act and these regulations. If commencement of such activities takes longer than three (3) months, the licensee must show substantial completion of requirements and good cause to the Commission in the form of circumstances beyond the control of the licensee as to why the license should not be revoked for non-use.

3. Any compassion center applicant selected for provisional licensure in accordance with § 1.8(H) of this Part must satisfy the below requirements before a license authorizing operation of a compassion center will be issued:

    a. Annual Compassion Center Registration Fee: The annual license fee set by R.I. Gen. Laws § 21-28.6-12(c)(5)(ii) of five hundred thousand dollars ($500,000) must be paid.

    b. Final Information and Documentation to be Supplied - The provisionally approved applicant must provide any updates to previously submitted application information and the following additional items to the Commission:

        (1) Unless already provided with the application, documents confirming ownership or executed lease agreement as to the compassion center premises.

        (2) Evidence of full compliance of the facility with the local zoning laws in the form of a certificate or letter from an authorized zoning official of the municipality confirming zoning compliance and receipt of all required final zoning approvals and certification by an authorized officer of the applicant as to compliance with any other applicable local ordinances.

        (3) A current certificate of occupancy (or equivalent document) to demonstrate compliance with the relevant provisions of R.I. Gen. Laws Chapters 23-28.1 and 23-27.3 [Fire Safety Code and State Building Code, respectively] for each physical address to be utilized as a compassion center or for the secure cultivation of medical cannabis, if applicable.

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(4) Updated interest holder/key person disclosure and updated certification of nonprofit status and compliance pursuant § 1.3.1(A)(6) of this Part.

(5) Evidence of completion of divestiture plan pursuant to § 1.3.2 of this Part.

(6) If there are any material deviations from the approved application, the applicant must submit a request for and obtain a variance from the Commission in accordance with § 1.3.3 of this Part. The Commission may deny the variance in its sole and absolute discretion.

(7) In the event the applicant holds a cultivation license that will merge into the compassion center license pursuant to R.I. Gen. Laws § 21-28.6-12(b)(10), the applicant shall provide to the Commission a certificate from the Rhode Island Secretary of State as to articles of merger of the cultivator license holder entity into the applicant entity or certified articles of dissolution of the cultivator entity, and such other documents evidencing the merger and/or transfer of assets and operations as required by the Commission.

(8) Evidence that the provisionally approved applicant has acquired a cannabis seed-to-sale tracking system and all necessary equipment and software to implement tracking.

4. Submission of proposed activities or functions in an application by an applicant who is selected for a license does not guarantee or authorize approval for that applicant to conduct all proposed activities or activities in the manner or method proposed.

5. In accordance with R.I. Gen. Laws § 21-28.6-12(f)(5):

a. The applicant must schedule an on-site inspection of the compassion center with the RISP to inspect the facility's security.

b. The compassion center may be required to make any RISP or Commission recommended changes regarding the security or operations of the facility and its personnel prior to commencing licensed activities.

c. Nothing herein shall limit the Commission's authority to require an applicant and/or licensee to implement additional security and safety recommendations from RISP or the Commission in the future.

6. Commission Pre-License Inspection

a. Before a compassion center license will be issued, a Commission inspection is required. Provisionally approved applicants should contact the Commission to coordinate said inspection. Nothing in this paragraph should be construed as limiting inspections at an earlier time in addition to the final pre-license inspection.

7. Commercial Cannabis Identification Card Requirements

a. Before commencement of operations, all owners, members, officers, directors, managers, agents, employees, and volunteers of the compassion center must apply for a commercial cannabis identification card as provided in § 1.3.5 of this Part. All persons required to apply for a compassion center commercial cannabis identification card, except employees and volunteers, shall submit to a national criminal background check as provided in § 1.3.6 of this Part. Such individuals may be hired, appointed, or retained prior to receiving a commercial cannabis identification card, but may not begin operations or work in medical cannabis cultivation, storage, processing, packaging, manufacturing, transport, dispensing or other medical cannabis activities requiring licensure pursuant to the Medical Marijuana Act until receipt of the card.

J. Commission Post-License Inspection of Operations and Inventory

1. After the compassion center license is issued, the compassion center shall apply to the Commission to source inventory in accordance with § 2.11 of Part 2 of this Subchapter.

2. After the compassion center obtains inventory but prior to conducting retail sales, the compassion center shall schedule and pass a pre-sales inspection with the Commission.

3. The Commission may conduct a post-licensure inspection upon commencement of operations, including but not limited to inspection for compliance of medical cannabis and cannabis product inventory with the tagging and tracking requirements set forth in § 2.9 and § 2.10 of Part 2 of this Subchapter. Nothing in this paragraph shall be construed to limit the Commission's general inspection powers as delineated in § 1.4 of Part 1 of Subchapter 5 this Chapter.

4. The Commission shall have the right but not the obligation to notify a compassion center's banking institution of any non-compliant activity, violations and/or enforcement action(s) taken by the Commission.

K. Prohibited Business Relationships with Medical Practitioners

1. R.I. Gen. Laws § 21-28.6-12(d)(5)(iv) prohibits compassion center license holders or any cardholders under the license from entering into a business

relationship with any medical practitioner who provides written certifications of qualifying patients' medical conditions in connection with Rhode Island's Medical Marijuana Program.

2. Prohibited business relationships include but are not limited to:

   a. Employment;

   b. Fee splitting;

   c. Referral or similar fees;

   d. Cost sharing;

   e. Subsidies or reimbursement; and

   f. Any other similar business or financial relationships with a practitioner or any affiliated persons or entities who provide or otherwise facilitate patient certifications to Rhode Island residents, whether directly or indirectly, including through another medical marijuana program license.

3. Pursuant to § 5-1.4 of this Chapter, the Commission may review and audit the books and records of licensees to ascertain compliance with the Medical Marijuana Act, the Cannabis Act and these regulations. Any compassion center licensee which has or whose cardholders have prohibited business relationships in violation of the Medical Marijuana Act may be subject to enforcement proceedings including revocation of licensure by the Commission.

L. Nonprofit Compliance

1. All compassion centers have a continuing obligation to be organized, structured and operated as a nonprofit in compliance with R.I. Gen. Laws Chapter 7-6, unless the compassion center has obtained a hybrid cannabis retailer authorization and has converted to a for-profit-corporation structure in accordance with R.I. Gen. Laws § 21-28.11-10(d) and § 1.9(F) of this Part.

2. A compassion center shall at all times be operated on a not-for-profit basis for the mutual benefit of its patients in accordance with R.I. Gen. Laws § 21-28.6-12(f).

3. Compassion centers shall not be organized, structured or operated in a manner that violates R.I. Gen. Laws § 21-28.6-12(f), or which would cause medical cannabis and medical cannabis products to be priced at unreasonable rates, as determined by the Commission, in accordance with R.I. Gen. Laws § 21-28.6-12(d)(2)(iii).

4. All licensed compassion centers have a continuing obligation to satisfy the requirements for licensure set forth in this Part.

M. Annual Renewal

1. Compassion center licenses shall be issued for one-year terms.

2. Annual renewals shall be submitted on such forms and include such information as required by the Commission.

3. Renewal applications must be received by the Commission prior to the designated renewal date for the compassion center license.

4. Pursuant to R.I. Gen. Laws § 21-28.6-12(d)(2), the Commission's review of compassion center renewal applications shall include consideration of whether the compassion center is adequately providing patients with access to medical cannabis at reasonable rates.

5. An annual inspection shall be part of the annual renewal process.

6. Subject to § 21-28.11-10(d), renewal applications shall include an updated certification of nonprofit compliance and an interest holder/key person disclosure and certification as required by §§ 1.8(F)(1)(g) and 1.3.1(A)(6) of this Part.

7. The renewal period is one year from the date of first issuance and will occur annually on that date unless and until the license is revoked or surrendered. The issuance of temporary licenses by the Commission, pursuant to R.I. Gen. Laws § 21-28.6-12(d)(4), does not alter this renewal period or license term with respect to payment of the annual license fee.

1.9 Hybrid Cannabis Retailer Authorization Application and Renewals

A. R.I. Gen. Laws §§ 21-28.11-5, 21-28.11-10 and 21-28.11-10.1 authorize the Commission to promulgate regulations for hybrid cannabis retailers.

B. Hybrid Cannabis Retailer Eligibility

1. A licensed compassion center may apply to operate as a hybrid cannabis retailer and thereby be permitted to sell both adult use and medical cannabis pursuant to the provisions of the Cannabis Act and Medical Marijuana Act. To be eligible to become authorized as a hybrid cannabis retailer, a licensed compassion center must be in good standing and maintain its compassion center license in accordance with the provisions of the Medical Marijuana Act and must make good faith efforts to ensure that the sale of adult use cannabis has no significant adverse effect, as

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determined by the Commission, on the medical marijuana program and patient needs. R.I. Gen. Laws § 21-28.11-10.

C. Application for Hybrid Cannabis Retailer Authorization

1. The application for authorization as a hybrid cannabis retailer shall be on such forms and through such submission mechanisms as designated by the Commission, and shall include, but not be limited to, the following:

   a. The applicant's legal and any d/b/a name(s), mailing address, phone number(s), and Compassion Center license number.

   b. The physical location of the cannabis establishment by plat and lot number, street address and mailing address.

   c. Square footage of the cannabis establishment retail facility and the square footage of the licensed cultivation facility, if applicable.

   d. Name and contact information for the applicant's compliance officer and, if different, the designated individual primarily responsible for maintenance of Medical Marijuana Program (MMP) services levels and ongoing compliance with existing MMP program requirements, rules, and regulations.

   e. Policies and procedures detailing the applicant's plan to maintain a sufficient quantity and variety of medical cannabis products.

   f. A description and visual rendering of the applicant's plan to provide and maintain a patient consultation area that will allow privacy for confidential consultation with qualifying patients (e.g., office space with door).

   g. A description and visual rendering of the applicant's plan to physically separate sales areas for adult use and medical sales, which may be provided by a temporary or semi-permanent physical barrier (e.g., tri-fold privacy screens, movable partitions, and room dividers).

   h. A plan and description detailing the applicant's methods, protocols, and practices for the physical separation of medical and adult use inventory, storage, and customer-facing floor and display areas for available products.

   i. A description of the applicant's plan to prioritize patient and caregiver identification verification and physical entry into retail areas in the event of reaching capacity or other constraints. This plan may include, but is not limited to, employee greeters to escort qualified patients, priority lines and/or entrances for qualified

patients, and reserved hours of operation for qualified patient access.

j. The applicant's updated standard operating procedures that encompass both adult use and medical cannabis service. The applicant may submit a redlined version of its current MMP operations manual with updated procedures for the management of adult use sales to comply with this requirement.

k. If the applicant has an approved variance, in accordance with § 1.3.3 of this Part, to offer home delivery services as part of its participation in the MMP, an updated, redlined version of changes to the applicant's home delivery plan for adult use retail sales.

l. An attestation from a bona fide labor organization stating that applicant meets the requirements of R.I. Gen. Laws § 21-28.11-12.2 relating to Labor Peace Agreements.

m. If the applicant will elect to transition from a not-for-profit corporation to a for-profit corporation pursuant to R.I. Gen. Laws § 21-28.11-10(d), supporting documentation including but not limited to timetables for such transition, copies of proposed articles of merger and/or other corporate documents pursuant to which such transition will be effectuated.

n. If applicable, a written description detailing the constraints present in the applicant's premises which prevent the applicant from meeting the requirements identified in § 1.9(C)(1)(f)-(j) at the applicant's current licensed premises or describe the undue hardship that would result from applicant's efforts to satisfy same. Documentation confirming how the applicant meets the following minimum conditions that apply to and must satisfied by all proposed retail locations include but are not limited to:

(1) The adjunct location must be physically located within the same municipality and geographic zone as the applicant's licensed premises;

(2) The adjunct location must comply with all municipal zoning requirements and applicant must obtain and submit to the Commission a copy of municipal approval;

(3) The approval of any adjunct location will not cause due hardship upon another licensed cannabis retailer; and

(4) If approved by the Commission, the hybrid cannabis retailer shall not be permitted to engage in the sale of cannabis for

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adult-use at more than one premises. R.I. Gen. Laws § 21-28.11-10.1(d)(1)(iv).

o. An affidavit of compliance with filing all required tax returns and paying all taxes due to the State of Rhode Island in accordance with R.I. Gen. Laws Chapter 5-76.

p. All other information required by the Commission as described in the application form.

2. Only applications which the Commission has determined to be complete (i.e., which satisfy all applicable application requirements including but not limited to those above) shall be accepted for further evaluation and review.

D. Hybrid Cannabis Retailer Application Review Process

1. The Commission will evaluate applications based upon the information provided by applicants on the application forms/submissions and information otherwise obtained during the application process.

2. Upon receipt of a complete hybrid cannabis retailer application and application fee, the Commission shall:

a. Forward a copy of the application to the city or town in which the cannabis establishment is to be located.

b. Determine whether the applicant and the premises qualify and have complied with the provisions of the Cannabis Act and these rules, and, within ninety (90) days:

(1) Acknowledge that the application is satisfactory and complete; or

(2) Send the applicant a notice of rejection setting forth specific reasons why the application is incomplete, rejected, unsatisfactory or fails to comply with application requirements. Incomplete applications will be deficient and will not be considered further and the application fee will not be refunded.

3. Applications identified as satisfactory and complete shall be deemed approved conditionally, subject to satisfaction of all requirements for final authorization as a hybrid cannabis retailer. R.I. Gen. Laws § 21-28.11-17.1(a).

E. Prerequisites to Issuance of Hybrid Cannabis Retailer Authorization and Commencement of Operations

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1. Upon notification by the Commission, the approved applicant must take reasonable and documented efforts to complete the prerequisites for issuance of the authorization. If satisfaction of all requirements takes longer than six (6) months, the approved applicant must show substantial completion of requirements and good cause to the Commission in the form of circumstances beyond the control of the approved applicant why additional time should be granted and the application approval should not be rescinded.

2. Any applicant selected for hybrid cannabis retail authorization in accordance with § 1.9 of this Part must satisfy the below requirements before an authorization permitting operation as a hybrid cannabis retailer will be issued by the Commission:

    a. Annual Authorization Fee. Prior to the issuance of a hybrid cannabis retailer authorization, or for any period of renewal, the applicant shall pay an annual fee of thirty thousand dollars ($30,000). R.I. Gen. Laws §§ 21-28.11-10(e) and 21-28.11-10.2(b)(7).

    b. Final Information and Documentation to be Supplied. The applicant must provide any updates to previously submitted application information and the following additional items to the Commission:

        (1) Evidence of completion of divestiture plan pursuant to § 1.3.2 of this Part.

        (2) Evidence that the applicant has acquired a cannabis seed-to-sale tracking system and all necessary equipment and software to implement tracking.

        (3) If there are any material deviations from the approved application, the applicant must submit a request for and obtain a variance from the Commission in accordance with § 1.3.3 of this Part. The Commission may deny the variance in its sole and absolute discretion.

3. Commission Inspection

    a. Before a hybrid cannabis retail authorization will be issued, a Commission inspection is required. Approved applicants should contact the Commission to coordinate said inspection. Nothing in this paragraph should be construed as limiting inspections at an earlier time in addition to the final and post licensing inspections.

    b. The hybrid cannabis retailer may be required to make any Commission recommended changes regarding the security or

operations of the facility and its personnel prior to commencing licensed activities.

c. Nothing herein shall limit the Commission's authority to require a licensee to implement additional security and safety recommendations from the Commission in the future.

4. Once the hybrid cannabis retailer authorization has been issued by the Commission, the licensee must take reasonable and documented efforts to launch hybrid cannabis retailer activities, which for purposes of this paragraph shall mean actual acquisition and dispensing of adult use cannabis pursuant to the Cannabis Act and these regulations. If commencement of such activities takes longer than three (3) months, the hybrid cannabis retailer must show good cause to the Commission why the authorization should not be revoked for non-use.

5. Once the authorization has been issued by the Commission, the hybrid cannabis retailer shall post in a conspicuous place a copy of a certificate of authorization evidencing a license in good standing and payment of the hybrid cannabis retailer fee. R.I. Gen. Laws § 21-28.11-10(a)(3).

6. Submission of proposed activities or functions in an application by an applicant who is selected for a hybrid cannabis retail authorization does not guarantee or authorize approval for that applicant to conduct all proposed activities or activities in the manner or method proposed.

F. Nonprofit Corporate Structure Conversion

1. A compassion center authorized as hybrid cannabis retailer is exempt from compliance with the not-for-profit corporation registration requirement under R.I. Gen. Laws Chapter 7-6, provided the compassion center has converted to a for-profit corporation or other entity in compliance with all applicable laws pertaining to such for-profit entities, and provided the compassion center is in good standing with the Commission and operates in accordance with the Cannabis Act, the Medical Marijuana Act and these regulations. R.I. Gen. Laws § 21-28.11-10(d).

2. A compassion center authorized as a hybrid cannabis retailer that converts from a nonprofit corporate structure to a for profit corporate structure is required to provide notice of such conversion to the Commission within sixty (60) days of the conversion. Notice must include an attestation by the cannabis establishment's compliance officer that the hybrid cannabis retailer has complied with all applicable laws and reporting responsibilities related to the change in corporate structure, and should include updated documentation related to the conversion, including but not limited to:

a. Documentation reflecting the entity conversion or amendment of corporate organization;

b. Documentation reflecting changes to the hybrid cannabis retailer's legal and/or any d/b/a name(s), certificate of incorporation or organization in Rhode Island, certificate of authority to transact business in Rhode Island, articles of incorporation or organization, bylaws or operating agreement and corporation organization chart;

c. Documentation reflecting any change in ownership, corporate officers, managers, members, the membership of a board of directors, and/or board of trustees.

3. A hybrid cannabis retailer that has converted to a for profit corporate structure has a continuing duty to provide notice and updated information and documentation to the Commission regarding any changes to the cannabis establishment's corporate structure in accordance with the variance requirements in § 1.3.3 of this Part.

G. Vertically Integrated Compassion Center – Hybrid Cultivation Eligibility

1. Any compassion center licensee authorized to cultivate cannabis (i.e. a vertically integrated compassion center), that obtains a hybrid retailer authorization, may also apply for a hybrid cultivation authorization.

2. To be eligible for hybrid cultivation authorization, the vertically integrated compassion center must:

a. Submit an application to the Commission as directed by the Commission;

b. Maintain a compassion center license with hybrid retail authorization in good standing in accordance with the Cannabis Act, the Medical Marijuana Act, and these regulations;

c. Make good faith efforts to ensure that the adult use cannabis cultivation portion of the licensee's operation has no significant adverse effect on the medical cannabis program and patient needs; and

d. Submit an application fee of $3,500.

H. Annual Renewal

1. Hybrid cannabis retailer authorizations shall be issued for one-year terms and renewals shall be concurrent with the licensee's Compassion Center license renewal.

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2. Annual renewals of hybrid cannabis retailer authorizations shall be submitted on such forms and include such information as required by the Commission.

1.10 Cannabis Cultivator Application, Licensing and Renewals

A. R.I. Gen. Laws §§ 21-28.11-5, 21-28.11-7 and 21-28.11-10.1 authorize the Commission to promulgate regulations to license cannabis cultivators, and authorizes the Commission to assume all powers, duties, and responsibilities previously held by the Department of Business Regulation with respect to the regulation, administration and enforcement of the provisions of the Medical Marijuana Act.

B. Except as specifically provided in the Medical Marijuana Act, a cannabis cultivator may not operate at a shared location with a retail cannabis establishment, medical marijuana treatment center or hybrid cannabis retailer. R.I. Gen. Laws § 21-28.11-5(c)(3).

1.10.1 Medical Marijuana Cultivators

A. A medical marijuana cultivator licensed pursuant to R.I. Gen. Laws § 21-28.6-16 may acquire, possess, manufacture, cultivate, deliver, or transfer medical cannabis in accordance with the provisions of the Medical Marijuana Act, the Cannabis Act, and these regulations.

1. All medical marijuana cultivators must register the location with the department of public safety. R.I. Gen. Laws § 21-28.6-16(i).

B. Medical marijuana cultivator licenses are categorized by facility size and are required to remit the corresponding annual licensing fee for their license class:

Medical Marijuana License Class	Facility Size (defined in § 1.2 of this Part)	Annual License Fee
Micro-license	0 – 2,500 sq. ft.	$4,500
Class A	0 – 5,000 sq. ft.	$10,000
Class B	5,001 – 10,000 sq. ft.	$20,000

1.10.2 Hybrid Cannabis Cultivators

A. A licensed medical marijuana cultivator may apply for licensure as a hybrid cannabis cultivator and thereby be permitted to cultivate, manufacture and

process cannabis for both adult use and medical use in accordance with R.I. Gen. Laws §§ 21-28.11-7, 21-28.6-16 and the Commission's regulations.

B. To be eligible to become licensed as a hybrid cannabis cultivator, the licensed medical marijuana cultivator must:

1. Maintain in good standing the medical cannabis cultivator license pursuant to the provisions of the Medical Marijuana Act, the Cannabis Act, and these regulations; and

2. Make good faith efforts to ensure that the adult use cannabis cultivation portion of the cultivation operation has no significant adverse effect on the medical marijuana program and patient needs; and

3. Submit a completed hybrid cannabis cultivator application to the Commission.

4. At renewal hybrid cannabis cultivators will be subject to the licensing fee schedule categorized by canopy size as set forth in § 1.10.3 of this Part.

C. Transition of Hybrid Cannabis Cultivator Licenses from "Facility Size" to "Canopy Size" classes after issuance of the Commission's Regulations

1. A licensed medical marijuana cultivator approved and authorized by DBR or the Commission to participate in adult use cannabis cultivation pursuant to the Cannabis Act shall, upon the first renewal of its hybrid cannabis cultivator license following the promulgation of these regulations by the Commission, be licensed as a hybrid cannabis cultivator and transition its cultivator class categorization from facility size to a corresponding license class calculated by canopy size.

a. The hybrid cannabis cultivator shall transition from its current facility-size license class to the equivalent canopy-size license class (i.e., from Micro-license to Micro-license or from Class A to Class A);

b. The hybrid cannabis cultivator shall submit an updated floor plan, showing the layout of the entire licensed premises including the boundaries/measurements of the canopy; and

c. The hybrid cannabis cultivator shall satisfy any other requirements, including a final inspection, as required by the Commission for transition to a license class based on canopy size.

1.10.3 Annual Licensing Fees for Hybrid Cannabis Cultivators and Adult Use Cannabis Cultivators

A. The annual licensing fee for existing hybrid cannabis cultivators and any future new adult use cannabis cultivators are listed in this table and must be paid in full before a license will be issued or renewed.

License Class	Canopy Size (defined in § 1.2 of this Part)	Annual License Fee
Micro-license	0 – 2,500 sq. ft.	$4,500
Class A	0 – 5,000 sq. ft.	$10,000
Class B	5,001 – 10,000 sq. ft.	$20,000

1.10.4 Licensed Cannabis Cultivator Application Process and General Requirements

A. Adult Use Cannabis Cultivators – Application Moratorium

1. R.I. Gen. Laws § 21-28.11-7(a) places a moratorium on the issuance of new cannabis cultivator licenses and prohibits the Commission from issuing any new cannabis cultivator licenses for a time period that is two (2) years from the date of promulgation of the Commission's first set of final rules and regulations. Should the Commission thereafter reopen the application period to new applicants, these regulations, including the application provisions, shall apply. The moratorium on the issuance of new cannabis cultivator licenses does not apply to the issuance of a hybrid cannabis cultivator license to an existing medical marijuana cultivator as set forth in § 1.10.2 of this Part.

2. Following the end of the moratorium set forth in R.I. Gen. Laws § 21-28.11-7, the Commission may issue adult use cannabis cultivator licenses. R.I. Gen. Laws § 21-28.11-17(b). An adult use cannabis cultivator licensed pursuant to R.I. Gen. Laws § 21-28.11-7 may acquire, possess, cultivate, deliver, or transfer adult use cannabis in accordance with the provisions of the Cannabis Act and these regulations.

B. Adult Use Cannabis Cultivators – Application Fee

1. New cannabis cultivator applications shall be accompanied by a non-refundable application fee of $4,500. R.I. Gen. Laws § 21-28.11-7(f)(5).

C. Adult Cannabis Cultivator Application Requirements

1. Each application for a new cultivator license shall be on such forms and through such submission mechanisms as designated by the Commission

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and shall include, but not be limited to, the information set forth in §§ 1.3.1, 1.3.2, 1.3.6 and 1.10 of this Part.

2. The Commission reserves the right to modify the application periods and to limit the number and/or classes of new licenses available to new applicants in furtherance of maintaining a stable, regulated cannabis industry and mitigating the impact on public health and safety. R.I. Gen. Laws §§ 21-28.11-7 and 21-28.11-17(b).

3. Applicants must contact the Commission prior to submitting an application for a proposed canopy size or facility size over ten thousand (10,000) sq. ft.

4. The Commission will evaluate applicants based upon the information provided by applicants on the application forms/submissions and otherwise obtained during the application process.

5. Cannabis cultivators shall only be licensed at a single location registered with the Commission and must abide by all local municipal ordinances, including zoning ordinances, and may be subject to any additional location restrictions promulgated by the Commission.

    a. With respect to local zoning, cannabis cultivation may fall within various zoning use categories, including without limitation the following zoning use categories: agricultural uses (such as greenhouse and nursery), industrial uses (light and general), manufacturing and processing (such as factory) or specific cannabis related use categories.

    b. Whether cannabis cultivation is a permitted use, prohibited use or allowed by special use permit within these or any other use categories is determined by local zoning authorities. R.I. Gen. Laws § 21-28.11-7(k).

6. Only applications that the Commission has determined to be complete (i.e., adequately addresses all application requirements and contains complete responses to all mandatory questions) shall be eligible for review.

D. Prerequisites to Issuance of a Cannabis Cultivator License and Commencement of Operations

1. If an applicant seeking to operate as a licensed cannabis cultivator is notified that its application has been approved by the Commission, it shall complete the below steps before a cannabis cultivator license will be issued.

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a. Payment of the applicable annual license fee as set forth in § 1.10.3 of this Part.

b. Final Information and Documentation to be Supplied. The applicant must provide any updates to previously submitted application information and the following additional items to the Commission:

(1) A sufficient description of the final physical location of the cultivator premises (by plat and lot number, mailing address, etc.).

(2) Evidence of complete compliance of the cannabis establishment with local zoning laws in the form of certificate or letter from an authorized zoning official of the municipality and certification by an authorized officer of the applicant as to compliance with any other applicable local ordinances.

(3) Unless already provided at time of initial application, evidence that the physical location for the cultivator premises is not located within five hundred feet (500') of the property line of a preexisting public or private school. R.I. Gen. Laws § 21-28.11-17.1(b)(3).

(4) A current Certificate of Occupancy (or equivalent document) to demonstrate compliance of the cannabis cultivator establishment with the relevant provisions of R.I. Gen. Laws Chapters 23-28.1 and 23-27.3 [Fire Safety Code and State Building Code, respectively].

(5) Evidence of either ownership of property or agreement by owner of property to allow the operation of a licensed cannabis cultivator on the property.

(6) A final diagram of the cannabis establishment premises, including where cannabis will be cultivated, stored, processed, packaged, and manufactured, and where security alarms and cameras and surveillance recording storage will be located.

(7) The legal name, current address, and date of birth of any person who will be an employee or agent of the cultivator at its inception or within the foreseeable future.

(8) Evidence of completion of divestiture plan and other individual relinquishment requirements pursuant to § 1.3.2 of this Part.

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c. Pre-License Inspection. Before a cannabis cultivator license will be issued, a Commission inspection is required. Approved applicants should contact the Commission to coordinate pre-license inspection. Nothing in this paragraph should be construed as limiting inspections at an earlier time in addition to the final pre-license inspection. The cannabis cultivator may be required to make any changes required by the Commission regarding the security of the establishment and its personnel prior to commencing licensed activities.

E. Post-Licensure Inspection of Operations, Inventory and Requirements

1. After the cannabis cultivator license is issued, the licensed cannabis cultivator shall notify the Commission when it obtains inventory and commences operations. The Commission may conduct a post-licensure inspection upon this commencement of operations, including but not limited to inspection for compliance of cannabis and cannabis product inventory with the tagging and tracking requirements set forth in §§ 2.9 and 2.10 this Subchapter. Nothing in this paragraph shall be construed to limit the Commission's general inspection powers as delineated in § 5-1.4 of this Chapter.

2. Any key person/interest holder of a licensed cannabis cultivator shall not be a registered primary caregiver cardholder for any qualifying patient(s) other than themselves. R.I. Gen. Laws § 21-28.6-16(a).

F. Post-Approval Process and Timeline

1. Upon notification of approval of an application from the Commission, the approved applicant must take reasonable and documented efforts to complete the prerequisites for issuance of the cannabis cultivator license pursuant to the requirements detailed in § 1.10.4(D) of this Part. If such efforts take longer than nine (9) months, the approved applicant must show that licensure requirements have been substantially completed and show good cause to the Commission in the form of circumstances beyond the control of the approved applicant to establish why additional time should be granted and the application approval should not be rescinded.

2. Once the license has been issued, the licensed cannabis cultivator must take reasonable and documented efforts to launch cannabis cultivator activities, which for purposes of this paragraph shall mean actual cannabis cultivation, processing, packaging, manufacturing, and/or other cannabis related activities requiring a cultivator license pursuant to the Cannabis Act. If such efforts take longer than six (6) months, the licensed cannabis cultivator must show substantial completion toward undertaking licensed activities and good cause to the Commission in the form of circumstances

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beyond the control of the licensed cannabis cultivator to establish why the license should not be revoked for non-use.

1.10.5 Renewal of Cultivator Licenses – General Requirements for Medical Marijuana Cultivators, Hybrid Cannabis Cultivators, and Adult Use Cannabis Cultivators

A. All cannabis cultivator licenses shall be issued for one-year terms.

B. All cannabis cultivators have an ongoing obligation to comply with all applicable requirements in the Cannabis Act, the Medical Marijuana Act, and the Commission's regulations.

C. Licensed cannabis cultivators shall only be licensed to grow cannabis at a single location registered with and approved by the Commission. R.I. Gen. Laws § 21-28.11-7(k).

D. Annual renewals shall be submitted on such forms and include such information as prescribed by the Commission, including but not limited to:

1. The licensee's legal and any d/b/a name(s).

2. Any updates or changes to the licensee's bylaws, operating agreement, or organizational chart.

3. Documentary evidence of the licensed premises, floor plan, and canopy, including the location where within the premises cannabis will be cultivated, stored, processed, packaged, manufactured, and stored, and where security cameras, alarms, and surveillance recording storage will be located.

4. Evidence that the physical location of the cannabis establishment is not located within five-hundred feet (500') of the property line of a preexisting public or private school. R.I. Gen. Laws § 21-28.11-17.1(b)(3).

5. Description of protocols and measures that ensure that cannabis at the licensed premises shall not be visible from the street or other public areas.

6. Evidence of property ownership or agreement by owner of property to allow the operation of a licensed cannabis cultivator on the property.

7. The legal name, current address, and date of birth of each interest holder of the licensee.

8. If applicable, a copy of the licensee's management agreement and list of persons who have an ownership interest in or operational control over the management company.

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9. If the licensed cannabis cultivator premises and/or other operational assets will be owned or leased by a person or entity other than the applicant, the legal name and current address of any such person or entity and a list of all persons or entities (legal names and current addresses) having any ownership in such entity, whether direct or indirect.

10. An affidavit of compliance with filing all required tax returns and paying all taxes due to the State of Rhode Island in accordance with R.I. Gen. Laws Chapter 5-76.

11. Up to date policies and procedures for handling voluntary and mandatory recalls of cannabis products including recalls due to any action initiated at the request or order of the Commission, and any voluntary action by a licensed cannabis cultivator to remove defective or potentially defective cannabis from the market, as well as any action undertaken to promote public health and safety.

12. Policies and procedures for ensuring that any outdated, damaged, deteriorated, mislabeled, or contaminated cannabis is segregated from other cannabis and destroyed.

13. Name of the compliance officer.

14. All other information required by the Commission as described in the renewal application form.

E. Renewal applications must be received by the Commission prior to the designated renewal date of the cannabis cultivator license.

F. An inspection shall be part of the annual renewal process.

1.10.6 Cooperative Cultivations

A. Cooperative cultivations are not considered licensed cannabis cultivators under these rules. The Commission shall not accept applications or renewal applications for licensed cooperative cultivations, and cooperative cultivations shall no longer be permitted. R.I. Gen. Laws § 21-28.6-14(d).

1.11 Social Equity Applicant Status Certification

A. Social Equity Applicant Status Certification Application Period and Timeline

1. An application to become certified as an approved social equity applicant may only be submitted to the Commission for consideration during an open social equity applicant status certification period announced by the Commission. R.I. Gen. Laws § 21-28.11-17(b).

B. Social Equity Applicant Status Certification Application

1. Each application for social equity applicant status certification shall be on such forms and through such submission mechanisms as designated by the Commission and shall include, but not be limited to the following:

    a. The applicant's legal name and any d/b/a name(s), mailing address, physical address of the principal place of business, mailing address (if different), and telephone number;

    b. The applicant's certificate of incorporation or organization in Rhode Island or certificate of authority to transact business in Rhode Island, articles of incorporation or organization, bylaws or operating agreement and corporation organization chart;

    c. A disclosure and certification as to all owners, key persons and investors as required in § 1.3.1(A)(6) of this Part, including the corresponding shares, equity, control or interest held by each;

    d. Any financing, management, purchase, and/or any other type of agreement entered into by the applicant that may affect the ownership or control of the applicant at any point in the future;

    e. An attestation with supporting documentation as prescribed by the Commission as to the manner in which the applicant has been disproportionately impacted by the criminal enforcement of cannabis laws in accordance with R.I. Gen. Laws § 21-28.11-3(39), including but not limited to documentation evidencing any of the following circumstances:

        (1) The applicant has at least fifty-one percent (51%) ownership and control by one or more individuals who have resided for at least five (5) of the preceding ten (10) years in a disproportionately impacted area, as determined by the Commission.

        (2) The applicant has at least fifty-one percent (51%) ownership and control by one or more individuals who:

            (A) Have been arrested for, convicted of, or adjudicated delinquent for any offense that is eligible for expungement under the Cannabis Act; or

            (B) Is a member of an impacted family.

        (3) The applicant has a minimum of ten (10) full-time employees, as defined in § 1.2 of this part, and has at least fifty-one percent (51%) of current employees who:

(A) Currently reside in a disproportionately impacted area, as determined by the Commission; or

(B) Have been arrested for, convicted of, or adjudicated delinquent for any offense that is eligible for expungement under the Cannabis Act or is a member of an impacted family.

(C) For individual applicants to qualify under this criterion, the individual must demonstrate that they are either the majority owner of or occupy the highest position on the organizational chart for the employing entity. For entity applicants, the employing entity must be the same as the applicant entity to qualify under this criterion.

(4) The applicant can demonstrate significant past experience in or business practices that promote economic empowerment, as that term is defined in § 1.2 of this Part, in a disproportionally impacted area, as determined by the Commission. An applicant is considered to have met this criterion if:

(A) The applicant is an individual or an entity that is owned and controlled by one or more individuals who have either:

(i) Volunteered with one or more organizations, for at least five (5) of the last ten (10) years for at least four hundred (400) hours per year, where they worked directly with individuals in disproportionately impacted areas offering services designed for economic empowerment, and can provide an attestation signed by an authorized representative of said organization affirming both the scope of the work performed as well as the hours committed; or

(ii) Held a full-time position for at least five (5) of the last ten (10) years in a company, business, or other organization, including both for-profit and not-for-profit entities, that is primarily engaged in work supporting economic empowerment where the primary responsibilities included working directly with individuals in disproportionately impacted areas.

(5) The applicant has at least fifty-one percent (51%) ownership and control by one or more individuals who each had income which does not exceed four hundred percent (400%) of the median income in a disproportionally impacted area, as defined in § 1.2 of this Part and as determined by the Commission, for at least five (5) of the past ten (10) years.

(A) For the purpose of this criterion, qualification shall be determined for an applicant based on the adjusted gross income of all adult individuals within the applicant's household inclusive of all:

(i) Federal taxable wages and income;

(ii) Tips;

(iii) Unemployment compensation;

(iv) Social security income;

(v) Self-employment income;

(vi) Social security disability income;

(vii) Retirement or pension income;

(viii) Realized capital gains;

(ix) Investment income;

(x) Rental and royalty income;

(xi) Excluded (untaxed) foreign income;

(xii) All forms of imputed income;

(xiii) Taxable non-cash fringe benefits;

(xiv) Alimony;

(xv) Legal settlements, awards and damages;

(xvi) Insurance awards;

(xvii) Gambling winnings;

(xvii) Prizes and awards; and

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(xix) Any other income documentation requested by the Commission.

(B) Only the individual who earned income in the disproportionately impacted area is eligible to have their ownership contribute to qualification as a social equity applicant.

f. Any other information as requested by the Commission on the application form.

C. Social Equity Applicant Status Certification Application Review Process

1. The Commission shall review complete applications and information otherwise obtained during the application process utilizing the criteria specified in the Cannabis Act and these regulations to determine whether an applicant meets the criteria for approved social equity applicant status.

2. The Commission shall not accept duplicate or multiple applications from a single applicant. A person or entity may not be or have entered into any agreement to become, even if contingent on meeting a future condition, a key person/interest holder with respect to more than one applicant and/or application for social equity applicant status certification.

3. If an applicant seeking social equity applicant status certification is notified that their application has been approved by the Commission, they will be considered an approved social equity applicant, and thereafter be eligible to proceed with the application process for a social equity retail license in accordance with § 1.5 of this Part and/or to apply for resources from the Social Equity Assistance Program and Fund in accordance with § 1.12 of this Part.

4. If the Commission determines that an applicant who applied as a social equity applicant is not eligible for social equity status:

a. The applicant shall be provided an additional ten (10) days to provide alternative evidence that the applicant qualifies as a social equity applicant on such forms and through such submission mechanisms as designated by the Commission; or

b. The applicant may pay all required application fees and proceed as a non-social equity applicant to apply for another cannabis retail license type set forth in this Part; or

c. If the rejected applicant cannot do either of the above, then any social equity certification application fee shall be returned, and the social equity applicant certification application process shall be terminated as to that applicant. R.I. Gen. Laws § 21-28.11-31(f)(2).

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5. If at any time any information provided by the applicant in its application, supporting or associated documents is found to be knowingly and/or willingly false or fraudulent, the Commission shall deny and/or revoke social equity applicant status, and in its sole discretion may prohibit any future applications associated with the applicant.

6. The Commission's review of an application or decision regarding the grant or denial of approved social equity applicant status shall not constitute a contested case under Subchapter 5 Part 1 of this Chapter and/or the APA, and, aside from the process set forth in § 1.11(C)(4) of this Part, a decision rendered by the Commission in connection with any application for certification as a social equity applicant shall be final.

1.12 Social Equity Assistance Program and Fund

1.12.1 Authority, Purpose and Scope

A. R.I. Gen. Laws §§ 21-28.11-5 and 21-28.11-31 authorize the Commission to establish and promulgate regulations governing the Social Equity Assistance Program and Fund. This section sets forth the principles, policies, and practices of the Commission in implementing and administering the Social Equity Assistance Program and Fund.

B. The Commission is authorized to distribute resources from the Social Equity Assistance Fund while also safeguarding public funds. The Commission shall comply with statutory reporting requirements and implement performance management metrics to monitor the usage and viability of the Social Equity Assistance Program and Fund. R.I. Gen. Laws § 21-28.11-31(e) and (h).

C. In accordance with R.I. Gen. Laws § 21-28.11-31(b), the Social Equity Assistance Program and Fund shall be exclusively used for the following purposes:

1. To provide grants to approved social equity applicants to pay for ordinary and necessary expenses to establish and/or operate a licensed cannabis establishment;

2. To support the waiver or reduction of application and/or licensing fees for approved social equity applicants; and

3. To implement and administer programing for restorative justice, jail diversion, drug rehabilitation and education workforce development for jobs related to cannabis cultivation, transportation, distribution and sales.

D. In accordance with R.I. Gen. Laws § 21-28.11-31(b)(1-3), the Commission in its sole discretion may decide the specific usages of the Social Equity Assistance Program and Fund.

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E. The Commission in its sole discretion shall determine the specific amount(s) and timing of disbursement of any resource(s) to be granted to any particular resource applicant, and may, without limitation, limit, deny, and/or revoke any resources requested, approved, awarded or disbursed.

F. The Commission is expressly authorized to consult with, partner with, or utilize other state agencies, programs and/or third-party vendors to assist with or facilitate the distribution of any resources from the Social Equity Assistance Program and Fund. R.I. Gen. Laws § 21-28.11-5(a)(8).

1.12.2 Eligibility and Criteria

A. Only approved social equity applicants shall be eligible to apply for the Social Equity Assistance Program and Fund grant and waiver resources set forth in § 1.12.1(C)(1) and (2). Resource applicants who are not certified as approved social equity applicants may apply for the resources specified in § 1.12.1(C)(3). R.I. Gen. Laws § 21-28.11-31(b) and (d).

B. All approved social equity applicants who apply for resources from the Social Equity Assistance Program and Fund must demonstrate:

1. Certification by the Commission as an approved social equity applicant, in accordance with § 1.11 of this Part;

2. Submission of a qualified cannabis establishment license application or selection for issuance of a cannabis establishment license, whether provisional or otherwise, as determined by the Commission; and

3. Ownership and control of at least fifty-one percent (51%) equity in the business entity applying for resources from the Social Equity Assistance Program and Fund. R.I. Gen. Laws § 21-28.11-31(d).

1.12.3 Resource Application Period

A. Applications for resources from the Social Equity Assistance Program and Fund may only be submitted to the Commission for consideration during an open application period announced by the Commission.

1.12.4 Resource Application Process

A. Each application for resources from the Social Equity Assistance Program and Fund shall be on such forms and through such submission mechanisms as designated by the Commission.

B. Required application information shall include, but not be limited to, the following, as may be applicable to the type of resource requested:

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1. The name, contact information, and mailing address of the resource applicant;

2. The name, contact information and mailing address of the associated cannabis establishment;

3. Documentation supporting the type and amount of resource(s) requested;

4. A projected budget and budget narrative for the amount of resource(s) requested;

5. A project plan for how the resource applicant will monitor the effectiveness and impact of the project and resources requested;

6. An affidavit of compliance with filing all required tax returns and paying all taxes due to the State of Rhode Island in accordance with R.I. Gen. Laws Chapter 5-76;

7. An affidavit evidencing good standing with the Commission of the resource applicant, the cannabis establishment license, and any key person associated with the cannabis establishment license; and

8. Any other information as requested by the Commission on the application form.

1.12.5 Resource Application Review

A. Each application for resources from the Social Equity Assistance Program and Fund shall be reviewed to confirm completeness and compliance with the Cannabis Act and these rules. Only resource applications which the Commission has determined to be complete (i.e., which satisfy all applicable application requirements) shall be considered eligible and accepted for further evaluation and review. Incomplete applications will be deficient and will not be considered further.

B. The Commission may request additional information in connection with any resource application, and in its sole discretion may permit the resubmission of any resource application rejected as being incomplete or deficient.

C. The Commission shall deny any resource application(s) containing duplicative, false or fraudulent information and may disqualify any resource applicant, cannabis establishment or associated person(s) from any and all future applications.

D. The Commission shall provide notice to the resource applicant in writing of any decision approving or rejecting a complete resource application.

1.12.6 Approved Application Resource Type Requirements

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A. Applications for the Waiver of Application and/or Licensing Fees

1. In accordance with R.I. Gen. Laws § 21-28.11-31(b)(2) and (f)(1), the Commission may authorize waiver of up to one hundred percent (100%) of any nonrefundable license application fee or any nonrefundable fee associated with acquiring a cannabis establishment license.

2. Approved social equity applicants whose application for a waiver of an application and/or license fee is granted shall be notified in writing of the fee amount or percentage that has been approved as waived by the Commission. The resource applicant shall be responsible for full payment of any amounts not waived before any associated application or license process may proceed.

B. Applications for Monetary Grant Funds

1. Approved social equity applicants who are approved for a monetary grant from the Social Equity Assistance Program and Fund shall enter into a formal grant resource agreement before any monetary amount(s) will be disbursed.

2. The resource agreement shall include, but not be limited to, the following terms and information:

   a. The total grant amount;

   b. A description of required terms, including a requirement that grant amounts shall only be used for the specific purpose, recipient, and/or function(s) set forth in the agreement;

   c. A schedule of disbursement for any monetary amounts, stating that grant disbursement shall be made in installments upon the completion of specific objectives and the Commission's receipt of evidence demonstrating that such objectives have been achieved;

   d. Reporting requirements;

   e. Program evaluation requirements;

   f. Restrictions, including a provision prohibiting transfer of the grant or funds;

   g. Revocation and indemnification provisions; and

   h. All other information or terms specified by the Commission as described in the agreement.

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3. The Commission shall void a previously issued Social Equity Assistance Program and Fund resource application approval if the grant agreement is not executed by the resource applicant within sixty (60) days of receipt of the agreement.

C. Disbursement of Monetary Grant Funds

1. The Commission shall only disburse monetary grant amounts in the installment amounts specified in the executed grant agreement and upon the resource applicant's completion of specific objectives and the Commission's receipt of evidence demonstrating that such objectives have been achieved, which may include evidence of actual costs.

2. Installment amounts shall constitute twenty-five percent (25%) of the total grant amount and shall be disbursed following a quarterly schedule over the course of one (1) year, or other schedule as approved by the Commission.

3. Approved social equity applicants receiving grant funds shall comply with all reporting requirements, which may include but not be limited to progress and/or spending reports. Scheduled installment payments shall only be disbursed upon evidence of the resource applicant's compliance with all reporting requirements.

4. Eligible and Non-Eligible Uses of Grant Funds

a. All eligible uses for grant funds, and documentation thereof, are subject to approval by the Commission.

b. The Commission shall consider the following to be presumptively eligible uses of grant funds, subject to approval by the Commission:

(1) Ordinary and necessary expenses to establish and/or operate a cannabis establishment, including:

(A) Employee payroll wages and expenses;

(B) Real estate rental expenses;

(C) Mortgage payments;

(D) Utility and overhead expenses;

(E) Business supplies;

(F) Construction and furnishing expenses;

(G) Professional services; and

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(H) Any other expense approved by the Commission as constituting an ordinary and necessary expense to establish and/or operate a cannabis establishment.

c. The Commission shall consider the following non-exclusive list to be presumptively non-eligible uses of grant funds:

(1) Cannabis or cannabis product inventory;

(2) Stock options;

(3) Payments to investors;

(4) Expenses related to the purchase of real estate or property;

(5) Demolition of an existing structure;

(6) Costs incurred outside of the approved timeline specified in the grant agreement; and

(7) Any other expense determined by the Commission to not constitute an ordinary and necessary expense to establish and/or operate a cannabis establishment.

D. Applications for Programming Resources

1. Resource applicants who are approved to receive resources from the Social Equity Assistance Program and Fund for programming as set forth in R.I. Gen. Laws § 21-28.11-31(b)(3) and § 1.12.1(C)(3) of this Part shall enter into a formal resource agreement before any resources will be disbursed.

2. The resource agreement shall include, but not be limited to, the following terms and information:

a. The total resource or monetary amount;

b. A description of terms, including a requirement that resource amounts shall only be used for the specific purpose, recipient, and/or function(s) set forth in the agreement;

c. A schedule of disbursement of any monetary amounts;

d. Reporting requirements;

e. Program evaluation requirements;

f. Restrictions, including a provision prohibiting transfer of the agreement and/or resources;

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g. Revocation and indemnification provisions; and

h. All other information or terms specified by the Commission as described in the agreement.

3. The Commission shall cancel a previously issued resource application approval for programming if the formal resource agreement is not executed by the resource applicant within ninety (90) days of receipt of the agreement.

4. Resource applicants receiving resources for programming shall comply with all reporting requirements, which may include but not be limited to progress and/or spending reports. Monetary payments shall only be disbursed upon evidence of the resource applicant's compliance with all reporting requirements.

1.12.7 Revocation

A. The Commission may deny, rescind or revoke any previously issued approval for resources or resources from the Social Equity Assistance Program and Fund.

B. If at any time any information provided by the resource applicant in its application, formal resource agreement and/or supporting or associated documents is found to be knowingly and/or willingly false, the Commission shall deny the further issuance of or revoke any issued or approved resource in whole or in part. Such revocation shall be in addition to any other criminal or civil penalties that the resource applicant and/or associated persons may be subject to under applicable law.

C. The Commission shall deny the issuance of or revoke any monetary resources awarded or disbursed if a resource applicant or any key person of an associated cannabis establishment or association is convicted of bribery, fraud, theft, embezzlement, misappropriation, and/or extortion involving the State, any state agency or political subdivision of the state, any federal or municipal agency.

D. The Commission may provide for additional rights and remedies in any resource agreement under this Part, which will be in addition to the rights provided under these regulations.

E. The Commission may seek reimbursement or engage in litigation or prosecution for any misuse or misappropriation of any resources issued from the Social Equity Assistance Program and Fund.

F. Disbursed resources that have subsequently been revoked by the Commission shall constitute debt to the state in accordance with R.I. Gen. Laws § 21-28.11-28.

1.12.8 Commission Discretion and Judicial Review

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A. The Commission shall not have any obligation to issue any resource, grant or waiver under the Social Equity Assistance Program and Fund, or to make any other approval or award of any benefit or resource under the Cannabis Act or these rules, and may, in its sole discretion, decline to issue any resource to any resource applicant and/or approved social equity applicant, including those who have submitted a completed application that otherwise meets the eligibility requirements of § 1.12.2(B) of this Part.

B. The Commission's review of a resource application or subsequent decision regarding the approval or denial of the request for resources from the Social Equity Assistance Program and Fund shall not constitute a contested case under Subchapter 5 Part 1 of this Chapter and/or the APA, and no opportunity to object to a resource application shall be afforded, nor will further Commission review be available from a decision rendered by the Commission in connection with any resource application.

1.12.9 Examination and Inspection Rights

A. The Commission shall have the right at reasonable times to inspect any cannabis establishment that is associated with a resource application during the term of a resource agreement and have access to all equipment and supplies in the cannabis establishment for the purpose of ensuring compliance with any resource agreement, the Cannabis Act, and/or all rules and regulations promulgated thereunder. R.I. Gen. Laws § 21-28.11-5(a)(20).

B. The Commission may examine any books, papers, records or memoranda bearing upon the approval of any resource(s) awarded by the Commission from the Social Equity Assistance Program and Fund, and may require the attendance of any person executing any application, document, report or other statement, or of any key person or other person associated with the cannabis establishment, and may examine such person under oath respecting any matter which the Commission deems pertinent or material in determining the eligibility for resources awarded under the Cannabis Act and/or these regulations. R.I. Gen. Laws § 21-28,11-5(a)(20) and (23).

1.13 Cannabis Testing Laboratories

A. Cannabis testing laboratories shall comply with all applicable requirements set forth in the Cannabis Act, the Medical Marijuana Act, these regulations and RIDOH's testing regulations, 216-RICR-60-05-6.

B. The Commission hereby adopts RIDOH's testing regulations, and RIDOH will continue to license cannabis testing laboratories under 216-RICR-60-05-6.

C. The Commission may enforce any violations of the Cannabis Act, the Medical Marijuana Act, these regulations, and/or 216-RICR-60-05-6 by a cannabis testing

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laboratory pursuant to the procedures set forth in Subchapter 5 Part 1 of this Chapter.

1.14 Fees

A. The following is a table compiling all the fees listed in this Part.

Section	Description	Fee
§ 1.4 – Cannabis Retail Sales License	Application Fee	$7,500
§ 1.4 – Cannabis Retail Sales License	Annual Licensing Fee	$30,000
§ 1.11 – Social Equity Applicant Status Certification	Social Equity Applicant Status Certification Fee	$0 (Waived)
§ 1.5 – Social Equity Retail License	Application Fee	$0 (Waived for initial 6 licenses)
§ 1.5 – Social Equity Retail License	Annual Licensing Fee	See scale in § 1.5(L)(5); $0 in first year, increasing to $30,000 in 5 years
§ 1.6 – Workers' Cooperative Retail License	Application Fee	$7,500
§ 1.6 – Workers' Cooperative Retail License	Annual Licensing Fee	$30,000
§ 1.7 – Cannabis Product Manufacturer	Application Fee	$2,000
§ 1.7 – Cannabis Product Manufacturer	Annual Licensing Fee	$4,500
§ 1.8 – Compassion Center	Application Fee	$10,000

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§ 1.8 – Compassion Center	Annual Licensing Fee	$500,000
§ 1.9 – Hybrid Cannabis Retailer (applies only to Licensed Compassion Centers)	Annual Adult Use Sales Authorization Fee for licensed Compassion Centers	$30,000
§ 1.9 – Hybrid Cannabis Retailer Authorization (applies only to Licensed vertically integrated Compassion Centers)	One-time Application Fee for hybrid cultivation authorization	$0
§ 1.10 – Hybrid Cannabis Cultivator Transition: Micro-license, Class A or Class B	One-time Application Fee	$0
§ 1.10 – Adult Use Cultivator: Micro-license, Class A or Class B	One-time Application Fee	$4,500
§ 1.10 – Medical, Hybrid or Adult Use Cannabis Cultivator: Micro-license	Annual Licensing Fee	$4,500
§ 1.10 – Medical, Hybrid or Adult Use Cannabis Cultivator: Class A	Annual Licensing Fee	$10,000
§ 1.10 – Medical, Hybrid or Adult Use Cannabis Cultivator: Class B	Annual Licensing Fee	$20,000

1.15 Severability

A. If any section, term, or provision of these regulations should be adjudged invalid for any reason, that judgment should not effect, impair, or invalidate any remaining section, term, or provision, which shall remain in full force and effect.

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TITLE 560 - CANNABIS CONTROL COMMISSION

CHAPTER 10 - CANNABIS

SUBCHAPTER 10 - REGULATION OF CANNABIS ESTABLISHMENTS

PART 1 - CANNABIS ESTABLISHMENT APPLICATIONS, LICENSING AND RENEWALS

Type of Filing: Adoption

Agency Signature

E-SIGNED by Kimberly Ahern
on 2025-04-11 14:35:27 EDT

April 11, 2025

Agency Head Signature | Agency Signing Date

Department of State

05/01/2025

Regulation Effective Date

E-SIGNED by Department of State
on 2025-04-11 14:41:59 EDT

April 11, 2025

Department of State Initials | Department of State Date

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 04

Ancora's zoning documentation filed with its application: AUR Exhibit E(ii) cover sheet and Stanley Pikul's December 17, 2025 Cranston zoning determination for 1112 Reservoir Avenue.

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Ancora Partners LLC d/b/a Flower & Pot

Zoning Determination / Compliance Confirmation Letter from the City of Cranston

Application Section: Premises – AUR Exhibit E.ii.

Attached hereto is the Zoning Determination/Compliance Confirmation Letter from the City of Cranston for 1112 Reservoir Ave, Cranston, RI 02910, regarding the proposed property for the Adult-Use Retail License Application of Ancora Partners LLC.

List of Relevant Interest Holders:

1. Lisa Pontarelli
2. David Rozen
3. Robert Coupe

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Kenneth Hopkins
Mayor

Stanley Pikul
Acting Building & Zoning Official

Building Inspections

Zoning & Code Enforcement

Minimum Housing

Department of Building Inspections

December 17, 2025

Kelley Morris Salvatore
Darrow Evertt, LLP
One Turks Head Place, Suite 1200
Providence, RI 02903

Ancora Partners, LLC
[redacted]

Re: Request for Zoning Determination
Retail Cannabis
1112 Reservoir Avenue AP 9, Lot 2713

Dear Sir or Madam,

I am in receipt of your request for and updated zoning determination and the circumstances surrounding the granting of building permit #136704 on April 9, 2024, and a subsequent approval for electrical permit(s) #145609 and #150289 on April 8, 2025, and November 26, 2025, respectively for a "by right" retail cannabis use at the referenced property (the "property").

The submission of the building permit on November 15, 2023, and the DPRC complete application submitted on December 15, 2023, vests Ancora Partners, LLC in the ordinance provisions including the Schedule of Uses, effective on and until December 15, 2023. Accordingly, I hereby state that the Property is not subject to Sec. 17.25.50 of the Cranston City Code and the "by right" use of the Property for the sale of retail cannabis shall be subject only to DPRC approval that was granted on January 17, 2024; state approvals including retail cannabis license and any other state approvals; as well as the issuance of a building permit which was referenced above was granted on April 9, 2024, followed by an electrical permit granted on April 8, 2025 and November 26, 2025 respectively; and finally inspections and certificate of occupancy.

Please advise if you require additional information.

Sincerely,

Stanley Pikul
Acting Chief Zoning Code Enforcement Officer

Cc: Christopher T. Millea, City Solicitor
Stephen Marsella, Asst. City Solicitor
Beth Ashman, Director of Planning

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STATE OF RHODE ISLAND SUPERIOR COURT
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EXHIBIT 05

April 8, 2026 Memorandum and Order in Jensen v. Rhode Island Cannabis Control Commission, No. 1:24-cv-00191-MRD-AEM (D.R.I.), ECF No. 41.

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UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF RHODE ISLAND

JUSTYNA JENSEN, Plaintiff, v. RHODE ISLAND CANNABIS CONTROL COMMISSION and KIMBERLY AHEARN IN HER OFFICIAL CAPACITY, Defendants.	C.A. No. 24-cv-191-MRD-AEM
JOHN KENNEY, Plaintiff, v. RHODE ISLAND CANNABIS CONTROL COMMISSION and KIMBERLY AHEARN IN HER OFFICIAL CAPACITY, Defendants.	C.A. No. 24-cv-252-MRD-AEM
JUSTIN PALMORE, Plaintiff, v. RHODE ISLAND CANNABIS CONTROL COMMISSION and LAYI ODUYINGBO IN HIS OFFICIAL CAPACITY, Defendants.	C.A. No. 25-cv-622-MRD-AEM

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MEMORANDUM AND ORDER

Melissa R. DuBose, United States District Judge.

The cases before this Court implicate the hazy area between the United States' federal prohibition on marijuana and the State of Rhode Island's emerging recreational marijuana market. In 2025, the Rhode Island General Assembly passed the Rhode Island Cannabis Act[1] ("Act"), which, among other things, enables the Cannabis Control Commission ("CCC") to issue twenty-four licenses for recreational marijuana dispensaries. After the Act became law, the CCC promulgated rules and regulations detailing how to qualify for one of the licenses. Three individuals challenge the constitutionality of the Act, alleging it violates the Dormant Commerce Clause and the Equal Protection Clause. Each of these Plaintiffs contend that the Act excludes them from the Rhode Island recreational cannabis market and that the Act is unconstitutional because it expressly favors in-state residents over out-of-state residents. The CCC disagrees, arguing that the Plaintiffs lack standing and that the Act does not run afoul of either the Dormant Commerce Clause or Equal Protection Clause. The Court held a joint hearing on Plaintiffs' motions for preliminary injunction and the Defendants' motion to dismiss.[2] For the reasons discussed below,

[1] R.I. Gen. Laws § 21-28.11-1 to -32.

[2] At this joint hearing, the Court heard argument on the following ripe motions and resolves all of them in this Memorandum & Order: (1) *Justyna Jensen v. Rhode Island Cannabis Control Commission, et al.*, 24-cv-191, Plaintiff's motion for preliminary injunction (ECF No. 9) and Defendants' motion to dismiss (ECF No. 13); (2) *John Kenney v. Rhode Island Cannabis Control Commission, et al.*, 24-cv-252, Plaintiff's motion for preliminary injunction (ECF No. 34) and Defendants' motion to

the Court GRANTS the Plaintiffs' motions for preliminary injunction and DENIES the Defendants' motions to dismiss.

I. BACKGROUND

A. Rhode Island Cannabis Act

The Rhode Island General Assembly passed the Act on May 25, 2022, which established the CCC "to oversee the regulation, licensing and control of adult use and medical cannabis and [eventually] to exercise primary responsibility to oversee the regulation, licensing and control of all cannabis and marijuana use to include medical marijuana." R.I. Gen. Laws § 21-28.11-4(a). The CCC's powers and duties include "(1) [a]dopt[ing], amend[ing] or repeal[ing] rules and regulations for the implementation, administration and enforcement of [the Act] [and] (2) [d]etermin[ing] which applicants shall be awarded licenses[.]" Section 21.28.11-5(a)(1), (2). The Act gives the CCC the authority to "grant twenty-four (24) retail licenses … after issuance of the final rules and regulations," which the CCC promulgated on May 1, 2025. Section 21-28.11-10.2(a). "Of the four (4) retail licenses in each [of the six] geographic zone[s] … [o]ne shall be reserved for a social equity applicant." Section 21-28.11-10.2(a)(3)(ii).

To qualify for a license under the Act, "an applicant shall satisfy all qualifications established by the commission" including being a Rhode Island resident. Section 21-28.11-10.2(b)(2). The Act defines an applicant as "a Rhode

dismiss (ECF No. 19); and (3) *Justin Palmore v. Rhode Island Cannabis Control Commission et al.*, 25-cv-622, Defendants' motion to dismiss (ECF No. 10).

Island resident or a business entity with a principal place of business located in Rhode Island to include, but not limited to, a corporation, limited liability company, limited liability partnership or partnership, and in which fifty-one percent (51%) of the equity in the business entity is owned by residents of Rhode Island." Section 21-28.11-3(3). In addition to defining applicant, the Act specifically defines "social equity applicant" as

> [A]n applicant that has been disproportionately impacted by criminal enforcement of marijuana laws, including individuals convicted of nonviolent marijuana offenses, immediate family members of individuals convicted of nonviolent marijuana offenses and individuals who have resided in disproportionately impacted areas for at least five (5) of the last ten (10) years.

Section 21-28.11-3(39). Social equity applicants must meet at least one of the following criteria:

> **(i)** An applicant with at least fifty-one percent (51%) ownership and control by one or more individuals who have resided for at least five (5) of the preceding ten (10) years in a disproportionately impacted area.
>
> **(ii)** An applicant with at least fifty-one percent (51%) ownership and control by one or more individuals who:
>
> > **(A)** Have been arrested for, convicted of, or adjudicated delinquent for any offense that is eligible for expungement under this chapter; or
> > **(B)** Is a member of an impacted family.
>
> **(iii)** For applicants with a minimum of ten (10) full-time employees, an applicant with at least fifty-one percent (51%) of current employees who:
>
> > **(A)** Currently reside in a disproportionately impacted area; or
> > **(B)** Have been arrested for, convicted of, or adjudicated delinquent for any offense that is eligible for expungement under this chapter or is a member of an impacted family.

> **(iv)** Can demonstrate significant past experience in or business practices that promote economic empowerment in disproportionally impacted areas.
>
> **(v)** Had income which does not exceed four hundred percent (400%) of the median income, as defined by the commission, in a disproportionally impacted area for at least five (5) of the past ten (10) years.

Id. Embedded within the social equity applicant definition and criteria are references to "disproportionately impacted area" and "member of an impacted family." The Act defines disproportionately impacted area as "a census tract or comparable geographic area that satisfies at least one of the following criteria as determined by the commission, that":

> **(i)** The area has a poverty rate of at least twenty percent (20%) according to the latest federal decennial census;
>
> **(ii)** Seventy-five percent (75%) or more of the children in the area participate in the federal free lunch program according to reported statistics from the Rhode Island board of education;
>
> **(iii)** At least twenty percent (20%) of the households in the area receive assistance under the Supplemental Nutrition Assistance Program (SNAP);
>
> **(iv)** The area has an average unemployment rate, as determined by the Rhode Island department of labor and training, that is more than one hundred twenty percent (120%) of the national unemployment average, as determined by the United States Department of Labor, for a period of at least two (2) consecutive calendar years preceding the date of the application; or
>
> **(v)**
>
> > **(A)** The area has disproportionately high rates of arrest, conviction, and incarceration related to the sale, possession, use, cultivation, manufacture, or transportation of cannabis in comparison to other communities and localities in the state; or
> > **(B)** The area has a history of arrests, convictions, and other law enforcement practices in a certain geographic area, such as, but not limited to, precincts, zip codes, neighborhoods, and political

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> subdivisions, reflecting a disparate enforcement of cannabis prohibition during a certain time period, when compared to the remainder of the state.
>
> **(vi)** The commission shall, with recommendations from the cannabis advisory board and the chief equity officer, issue guidelines to determine how to assess which communities have been disproportionately impacted and how to assess if someone is a member of a community disproportionately impacted.

Section 21-28.11-3(23). Under the Act, "[m]ember of an impacted family" is defined as

> [A]n individual who has a parent, legal guardian, child, spouse, or dependent, or was a dependent of an individual who, prior to the effective date of this chapter, was arrested for, charged with, convicted of, or adjudicated delinquent for any offense that is eligible for expungement under this chapter.

Section 21-28.11-3(34).

The definitions of "disproportionately impacted area" and "member of an impacted area" also refer to "any offense that is eligible for expungement under this chapter." Expungement of marijuana records is governed by R.I. Gen. Laws § 12-1.3-5, which provides that "[a]ny person with a prior civil violation, misdemeanor or felony conviction for possession only of a marijuana offense that has been decriminalized subsequent to the date of conviction shall be entitled to have the civil violation or criminal conviction automatically expunged." As Plaintiff Jensen points out, "Rhode Island does not have authority to expunge convictions from other states, nor do the statutes purport to do so. Thus, only persons with Rhode Island convictions

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can qualify for Social Equity Applicant status under the conviction prong of the qualifications."[3] Dkt. 191, ECF No. 1 ¶ 23.

B. The Three Prospective Applicants

With the relevant portions of the Act explained, the Court now moves on to discuss each of the three Plaintiffs and why they purport to be excluded from applying for one of the twenty-four recreational cannabis licenses that the CCC may issue later this year.

First is Justyna Jensen, a citizen of California who intends to apply for a recreational cannabis license "through a company in which she will own at least 51%." Dkt. 191, ECF No. 1 ¶¶ 26–27. Ms. Jensen has never lived in Rhode Island or a disproportionately impacted area, is not a member of an impacted family, and "has never been arrested for, convicted of, or adjudicated delinquent for any offense that is eligible for expungement under Rhode Island law." *Id.* ¶ 28. She argues that she is excluded from obtaining a general license or a social equity license because under the statute, she does not qualify. *Id.* ¶¶ 27–28. Based on these allegations, Ms. Jensen brings two claims pursuant to 42 U.S.C. § 1983: (1) violation of the Dormant Commerce Clause and (2) violation of the Equal Protection Clause. She seeks declaratory relief pursuant to 28 U.S.C. § 2201. *Id.* ¶¶ 29–46.

[3] Collectively, R.I. Gen. Laws § 21-28.11-10.2(b)(2), § 21-28.11-11-3(3), § 21-28.11-11-3(23), § 21-28.11-11-3(34), § 21-28.11-11-3(39) and Regulations 560-RICR-10-10-1.11(b)(1)(e)(1) and 560 RICR-10-10-1.11(b)(1)(e)(2) will be referred to as the "Challenged Provisions."

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Second is John Kenney, a citizen of Florida who has applied for a recreational cannabis license. Dkt. 252, ECF Nos. 1 ¶ 1, 36-1 ¶ 23. Mr. Kenney has never lived in Rhode Island, nor does he have any interest in a "business entity with a principal place of business located in Rhode Island." Dkt. 252, ECF No. 1 ¶¶ 16–17. He claims to be harmed by the residency requirement "because such provisions target [him] as a non-resident, preventing [him] from owning or having a majority interest in any License, and, thus, severely limits Plaintiff's economic opportunities in Rhode Island's cannabis industry." *Id.* ¶ 26. Based on these facts, Mr. Kenney asserts a claim pursuant to 42 U.S.C. § 1983 that the Act violates the Dormant Commerce Clause, and he also seeks declaratory relief pursuant to 28 U.S.C. § 2201. *Id.* ¶¶ 21–35.

Lastly, Justin Palmore is a citizen of California who has never lived in Rhode Island. Dkt. 622, ECF No. 1 ¶ 34. He claims that the "unconstitutional Rhode Island requirements" exclude him from meeting the requirements for a social equity license. *Id.* ¶ 35. Mr. Palmore states that "he lived in a disproportionately impacted area for at least five of the ten years before Rhode Island opened the social equity status verification period," but that his disproportionately impacted area was in Los Angeles, California.[4] *Id.* ¶ 36. He also states that he was arrested and convicted of a cannabis crime in California, but that the California conviction would be eligible for expungement if it occurred in Rhode Island. *Id.* ¶ 37. Lastly, Mr. Palmore explains

[4] Mr. Palmore notes that he "lived in an area of Los Angeles that was designated as a disproportionately impacted area for the Los Angeles cannabis licensing program." *Id.* ¶ 36.

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that he has a low income and that "[f]or at least five of the last ten years, he earned less than 400% of the median income of the zip code where he lives[,]" which is another reason he may qualify for a social equity license. *Id.* ¶ 38. Mr. Palmore requested social equity status verification on September 23, 2025, and the Defendants rejected that application on November 14, 2025. *Id.* ¶ 39. Based on these allegations, Mr. Palmore brings two claims pursuant to 42 U.S.C. § 1983: (1) violation of the Dormant Commerce Clause and (2) violation of the Equal Protection Clause. He seeks declaratory relief pursuant to 28 U.S.C. § 2201. *Id.* ¶¶ 40–56.

II. LEGAL STANDARDS

A. Motion for Preliminary Injunction

"To be granted a preliminary injunction, a plaintiff 'must establish' that: (1) it is 'likely to succeed on the merits;' (2) it is 'likely to suffer irreparable harm in the absence of preliminary relief;' (3) 'the balance of equities tips in [its] favor;' and (4) 'an injunction is in the public interest.'" *Doe v. Trump*, 157 F.4th 36, 46 (1st Cir. 2025) (quoting *Winter v. Nat. Res. Def. Council, Inc.*, 555 U.S. 7, 20 (2008)). The third and fourth factors merge when the Government is the opposing party. *Does 1-6 v. Mills*, 16 F.4th 20, 37 (1st Cir. 2021).

B. Motion to Dismiss

"When a court is confronted with motions to dismiss under both [Federal] Rules [of Civil Procedure] 12(b)(1) and 12(b)(6), it ordinarily ought to decide the former before broaching the latter." *Deniz v. Mun. of Guaynabo*, 285 F.3d 142, 149 (1st Cir. 2002) (citations omitted). Rule 12(b)(1) governs dismissal for lack of subject matter

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jurisdiction. When considering a Rule 12(b)(1) motion, the Court "must construe the complaint liberally, treating all well-pleaded facts as true and drawing all reasonable inferences in favor of the plaintiffs." *Viqueira v. First Bank*, 140 F.3d 12, 16 (1st Cir. 1998). To survive a motion to dismiss under Federal Rule of Civil Procedure 12(b)(6), the complaint must state a plausible claim. *Bell Atl. Corp. v. Twombly*, 550 U.S. 544, 570 (2007). A plaintiff's "factual allegations must be enough to raise a right to relief above the speculative level" and assert a cause of action with "enough facts to state a claim to relief that is plausible on its face." *Twombly*, 550 U.S. at 555, 570.

III. DISCUSSION

Before engaging with the parties' arguments in the motions currently pending before the Court, the Court notes that the First Circuit has already opined on the jurisdictional challenges the Defendant raised in an earlier stage of Kenney and Jensen's cases.[5] This Court dismissed both cases after concluding neither was ripe for adjudication. *See Jensen v. R.I. Cannabis Control Comm'n*, 160 F.4th 18, 21 (1st Cir. 2025); *Kenney v. R.I. Cannabis Control Comm'n*, 160 F.4th 211, 212 (1st Cir. 2025). The First Circuit disagreed with this conclusion, and "reverse[d] and remand[ed] for prompt consideration and resolution of the merits of plaintiff's claims of unconstitutionality of the Act and the claims for declaratory and injunctive relief against enforcement of the challenged provisions." *Jensen*, 160 F.4th at 28; *see Kenney*, 160 F.4th at 212. Now back before this Court, the Defendants once again

[5] Palmore commenced his action while Jensen and Kenney's cases were on appeal. Dkt. 622, ECF No. 1 (complaint filed November 24, 2025).

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urge this Court not to reach the merits since, in their view, each Plaintiff lacks standing to pursue their claims. *See* Dkt. 191, ECF No. 37 at 5–23; Dkt. 252, ECF No. 36 at 6–18; Dkt. 622, ECF No. 10-1 at 14–31. In addition to suggesting the Plaintiffs lack standing, the Defendants argue that the challenged conditions do not violate the Dormant Commerce Clause or Equal Protection Clause. The Court will address the likelihood of success of each claim in turn and will then turn to the remaining injunction factors—irreparable harm, balance of the equities, and public interest.

A. Likelihood of Success

1. Standing

To establish standing, the Plaintiffs "must have (1) suffered an injury in fact, (2) that is fairly traceable to the challenged conduct of the defendant, and (3) that is likely to be redressed by a favorable judicial decision." *Spokeo Inc. v. Robins*, 136 S. Ct. 1540, 1547 (2016) (citing *Lujan v. Defs. of Wildlife*, 504 U.S. 555, 560–61 (1992)).

Beginning with Plaintiff Jensen, the Defendants argue she lacks standing because she failed to apply for an Adult-Use License or Social Equity Applicant Status Certification ("SEASC") during the Commission's current licensing process. Dkt. 191, ECF No. 37 at 7–15. They also claim that Plaintiff Jensen cannot fulfill the redressability prong, *id.* at 15–20, and that "there is no imminent, non-speculative risk that the Commission will apply the Challenged Provisions to Plaintiff in the future because there are currently no plans for a future licensing cycle." *Id.* at 20–23. Meanwhile, as to Plaintiff Kenney, the Defendants state he lacks standing

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"because he cannot show that [the Commission's] enforcement is likely to cause him any future injury." Dkt. 252, ECF No. 36 at 7–16. They argue that while Plaintiff Kenney submitted a SEASC application, unlike Jensen, it was deficient in certain respects, and so his application was denied. *Id.* at 12–14. Additionally, the Defendants claim Plaintiff Kenney faces a redressability problem because "an injunction would do nothing to remove the independent reasons [he] cannot obtain or compete for a license." *Id.* at 16–18. Lastly, as to Plaintiff Palmore, the Defendants state that he lacks standing because his previously submitted SEASC application was denied and because other, unchallenged provisions in the Act independently disqualify him from being eligible for a license. Dkt. 622, ECF No. 10-1 at 15–25.

The First Circuit has already foreclosed most of these standing arguments and clearly indicated that it, as Plaintiff Kenney writes in his brief, "wanted the actual merits of the Dormant Commerce Clause claim to be [] adjudicated." Dkt. 252, ECF No. 38 at 2. In *Jensen*, the Circuit explained:

> We reject defendants' argument that plaintiff lacks standing … Many of the reasons articulated as to why this case is ripe also go to why Jensen has standing … Jensen alleges she is ineligible to receive a Rhode Island retail cannabis license under the text of the Act. All parties would face needless burdens if the courts do not address the merits before licenses issued … Defendants are incorrect that Jensen lacks standing to challenge the constitutionality of the Act unless she has taken further steps to be eligible to apply, such as the purchase or lease of real estate with full zoning approval for the proposed cannabis establishment license, background checks, business disclosures, and plans pertaining to safety, security, and operations. Jensen is not required to incur these concrete costs to prepare an allegedly doomed application … Contrary to defendants' arguments, the party challenging the scheme can show [injury] only if he is able and ready to apply, but a plaintiff need not translat[e] his or her desire ... into a formal application where that application would be merely a futile gesture … We hold that Jensen has

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> sufficiently alleged she is able and ready to apply for a Rhode Island retail cannabis license. Jensen is a cannabis entrepreneur who has applied for retail cannabis licenses in multiple other jurisdictions, including in partnership with other applicants. She seeks to apply for a license in Rhode Island, but the statute on its face allegedly makes her ineligible to receive a license. She is not required to engage in ... futile gesture[s] to establish standing.

160 F.4th at 26–27 (cleaned up); *see Kenney*, 160 F.4th at 212. Acknowledging this directive, this Court rejects Defendants' standing arguments relating to Plaintiffs' failure to submit applications for SEASC or Adult-Use licenses. Each Plaintiff has demonstrated here, and through their cannabis industry endeavors in other jurisdictions, that at this stage they are ready, willing, and able to apply.

Defendants' redressability arguments are also unavailing because, by granting the preliminary relief the Plaintiffs seek, the appropriate remedy will necessarily include restarting the licensing process with revised regulations. This is of particular note because the CCC has not indicated that it plans to conduct additional licensing rounds in the future. Reddish Decl., Dkt. 252, ECF No. 36-1, ¶¶ 12, 19.[6] With those threads removed, Defendants' standing arguments unravels.

2. Dormant Commerce Clause

Moving on, the Court must consider whether Plaintiffs have shown a likelihood of success on their asserted Dormant Commerce Clause claims. Defendants argue that the Dormant Commerce Clause does not apply to Rhode Island's recreational cannabis licensing laws (the Act) and suggest that even if the Dormant Commerce Clause applies, the Challenged Provisions are narrowly tailored to advance valid

[6] Michelle Reddish is employed by the CCC as Administrator of the Cannabis Office. Reddish Decl, Dkt. 252, ECF No. 36-1, ¶ 2.

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state interests. They further claim that the constitutional challenge fails because the CCC did not apply the Challenged Provisions "in a manner that discriminated against [Plaintiffs'] state[s] of residence." *See* Dkt. 191, ECF No. 37 at 24–38; Dkt. 252, ECF No. 36 at 19–32; Dkt. 622, ECF No. 10-1 at 28–44. Disagreeing, Plaintiffs appeal to the First Circuit's opinion in *Northeast Patient Group v. United Cannabis Patients and Caregivers of Maine*, 45 F.4th 542, 556 (1st Cir. 2022), which applied the Dormant Commerce Clause to Maine's medical marijuana licensing scheme and invalidated a similar residency requirement. Dkt. 191, ECF No. 9 at 17–27; Dkt. 252, ECF No. 38 at 8–10; Dkt. 622, ECF No. 12 at 23–24.

Plaintiffs are correct that *Northeast Patients Group* controls and compels a finding that the Dormant Commerce Clause applies to the Act. In that case, the Circuit specifically addressed "whether the Maine Medical Use of Marijuana Act … violates what is known as the dormant Commerce Clause of the United States Constitution by requiring officers and directors of medical marijuana dispensar[ies], [] operating in Maine to be Maine residents." *Id.* at 544 (internal quotes and citations omitted). In affirming the district court's grant of a preliminary injunction, the Circuit explained "that nothing in the record in this case indicates that, due to the [Controlled Substances Act], there is no interstate market in medical marijuana." *Id.* at 547. The Court went on to explain that "further undermin[ing] the notion that no such market exists" is the Rohrabacher-Farr Amendment. *Id.* at 547–48. That Amendment bars the Department of Justice from interfering with state laws on medical marijuana.

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However, that the case dealt with medical marijuana rather than recreational marijuana, and discussed the Rohrabacher-Farr Amendment, are far from compelling reasons to reject the Circuit's clear conclusion as binding precedent, as the Defendants implore of this Court. *See generally id.* The following discussion from *Northeast Patients Group* about the medical marijuana market is equally true if replaced with "recreational marijuana market" and applied to the Challenged Provisions in the Act:

> [N]othing in the record in this case indicates that, due to the CSA, there is no interstate market in medical marijuana. The prohibition that Maine's Medical Marijuana Act seeks to impose on out-of-state actors entering that very market reflects the reality that the market continues to operate. That prohibition even indicates that the market is so robust that, absent the Medical Marijuana Act's residency requirement, it would be likely to attract entrants far and wide. And, while the Medical Marijuana Act does attempt to restrict out-of-staters from selling marijuana, it affirmatively encourages out-of-staters to participate in the medical marijuana market as customers.

Id. at 547. The Circuit's focus on the *market* aligns with the purpose of the Dormant Commerce Clause which is to prevent state economic protectionism. *See id.* at 546 (stating the Dormant Commerce Clause "in and of itself protects interstate commerce from 'the evils of economic isolation and protectionism' that state regulation otherwise could bring about") (quoting *City of Phila. v. New Jersey*, 437 U.S. 617, 624 (1978)). Considering that the CCC "received multiple SEASC applications submitted by out-of-state individuals and entities" and has "certified multiple out-of-state residents … as approved social equity applicants[,]" the existence of an interstate market in recreational cannabis is clear. Reddish Decl., Dkt. 191, ECF No. 37-1 ¶¶ 15–16.

Rather than rely on binding First Circuit precedent, the Defendants urge this Court to follow the Ninth Circuit's decision in *Peridot Tree WA, Inc. v. Wash. State Liquor and Cannabis Control Bd.,* which held that the Dormant Commerce Clause did not apply to state restrictions on interstate market for marijuana. 162 F.4th 1179, 1190 (9th Cir. 2026). While respecting that Circuit's differing approach, that discussion is largely based on the dissents penned in *Northeast Patients Group* and *Variscite N.Y. Four, LLC v. N.Y. State Cannabis Bd.*, 152 F.4th 47 (2d Cir. 2025). As the Ninth Circuit explained,

> There is force to the argument that through the CSA, Congress expressed an intent to permit protectionist state regimes that restrict interstate commerce in marijuana, and that the usual test for assessing this congressional intent should be relaxed when Congress has made the good in question illegal. *See Variscite N.Y. Four*, 152 F.4th at 67–70 (Livingston, C.J., dissenting); *Northeast Patients Grp.*, 45 F.4th at 559 (Gelpí, J., dissenting)). But we conclude as an antecedent matter that the dormant Commerce Clause need not be extended to facilitate interstate commerce that is illegal under federal law.

Peridot Tree WA, Inc., 162 F.4th at 1188. This Court is not persuaded that the case before it is sufficiently dissimilar to the issue considered in the First Circuit's *Northeast Patients Group* such that it can disregard the majority opinion, which clearly concluded the Dormant Commerce Clause applies. Therefore, the Court concludes the Dormant Commerce Clause applies to the recreational cannabis market.

Defendants' next argument is that the Challenged Provisions do not violate the Dormant Commerce Clause because they are narrowly tailored to advance valid state interests. Dkt. 191, ECF No. 37 at 30–35; Dkt. 252, ECF No. 36 at 25–30; Dkt. 622,

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ECF No. 10-1 at 38–44; *see Dep't of Revenue of Ky. v. Davis*, 553 U.S. 328, 338 (2008) ("A discriminatory law is virtually *per se* invalid … and will survive only if it advances a legitimate local purpose that cannot be adequately served by reasonable nondiscriminatory alternatives.") (internal quotations and citations omitted). The specific valid state interests advanced by the Defendants in support of the Act are (1) health and safety, (2) that requiring a bare majority of ownership and control of cannabis retail licenses by in-state residents ensures that the Commission will possess meaningful authority, jurisdiction, and oversight over all retail license holders, and that (3) a partial residency requirement also advances R.I.'s legitimate interest in minimizing conflict with federal law and law enforcement priorities. Each asserted interest is rejected.

Relating to health and safety, Defendants argue that since cannabis is illegal, the state achieves a safe and healthy regulation of the cannabis industry by monitoring cultivation and the subsequent distribution to dispensaries. *See, e.g.*, Dkt. 191, ECF No. 14-1 at 11–12. A partial residency requirement has no impact on the State's ability to continue tracking marijuana cultivation and distribution, especially considering Plaintiffs do not challenge any restriction on cannabis products crossing state lines. *See, e.g.*, Dkt. 191, ECF No. 38 at 19. The same is true for Defendants' argument that it has an interest in requiring each licensee to undergo a national criminal background check. Dkt. 191, ECF No. 14-1 at 13.

Next, the Defendants contend that the residency requirement is necessary to make sure the CCC has "meaningful authority, jurisdiction, and oversight over all

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retail license holders." *See, e.g.*, Dkt. 191, ECF No. 37 at 31. Similar to the asserted health and safety state interest, whether an out-of-state person owns—individually or through a company—49%, 51%, or 100% of a dispensary has no relation to the CCC's ability to exercise its authority and oversight over the dispensary. The CCC can exercise its lawful authority over the dispensary, and the license holder will be required to comply with all State laws and all of the CCC's rules and regulations.

The last asserted State interest that the Defendants put forward in support of the residency requirement is that it advances Rhode Island's interest in minimizing conflict with federal law and law enforcement priorities. *See, e.g.*, Dkt. 191, ECF No. 37 at 32. In support of this argument, Defendants point to the Department of Justice's Cole Memo which identified preventing "the diversion of marijuana from states where it is legal under state law in some form to other states" as a DOJ enforcement priority.[7] This Memo is of no consequence relative to this justification for two reasons. First, Attorney General Sessions repealed the Memo in 2018. Second, the residency restrictions are unrelated to enforcing laws against trafficking marijuana across state lines which is still prohibited under the Controlled Substances Act and can still be prosecuted by DOJ. The Court finds the residency requirement is not narrowly tailored to advance valid state interests and Defendants' arguments fail.

[7] The Cole memo was issued by Deputy Attorney General James Cole in 2013. https://perma.cc/SS5Z-Q8YL. It instructed the Department of Justice to not enforce federal marijuana prohibition in states that enacted laws legalizing marijuana. The memo was rescinded in 2018 by Attorney General Jeff Sessions. https://perma.cc/6LQD-NBF3.

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Defendants' last attempt at convincing this Court that the Challenged Provisions do not violate the Dormant Commerce Clause is that the CCC did not apply the challenged social equity criteria in a discriminatory fashion. This argument can be summarily dismissed because, as the First Circuit made clear in *Jensen*, "[t]he Commission's licensing rules and regulations had to conform to the same restrictions in the statute[.]" 160 F.4th at 25 (citing *In re Advisory Op. to Governor*, 627 A.2d 1246, 1248 (R.I. 1993)). Here, the CCC's Rules and Regulations, 560-RICR-10-10, conform with, and are identical to, the statutory language in R.I. Gen. Laws § 21-28.11, *et seq.* Those regulations and statutes require the CCC to apply and enforce the residency requirement and social equity provisions as written. This means, for example, that for social equity applicants, out-of-state convictions cannot be considered in place of in-state convictions because the regulations and statutory language explicitly require the conviction to be "eligible for expungement under this chapter." *See, e.g.*, R.I. Gen Laws § 21-28.11-3(39)(ii)(A), (iii)(B). The CCC will not be free to disregard the clear language of the statute and regulations, and therefore this argument is rejected.

* * *

Given the above, the Court finds that all Plaintiffs have shown a likelihood of success on the merits of their Dormant Commerce Clause claims. The Court will now turn to whether Plaintiffs Kenney and Palmore have sufficiently pled a violation of the Equal Protection Clause or if that claim should be dismissed pursuant to Federal Rule of Civil Procedure 12(b)(6).

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3. Equal Protection Clause

Defendants argue that Plaintiffs' equal protection claim fails on the merits because Certification Criterion 1—references to disproportionately impacted areas ("DIAs")—passes constitutional muster under rational basis review. Dkt. 191, ECF No. 37 at 38. Defendants explain that the State's decision to include residence in a DIA as one of the criteria for social equity status is a plausible means the State could adopt to advance the legitimate goal of "reduc[ing] barriers to ownership and/or participation in the cannabis industry for individuals and communities most adversely impacted by the enforcement of cannabis-related laws[.]" *Id.* at 38. They argue this is especially true considering the General Assembly's legislative findings on the relationship between the adverse impact of the enforcement and financial barriers to participation in the State's cannabis industry. R.I. Gen. Laws § 21-28.11-31(a). In response, Plaintiffs point out that 4 of the 5 criteria for a DIA have nothing to do with cannabis, and the fifth requires the *area* where the applicant lived to have a high rate of cannabis arrests compared to other areas. *See* R.I. Gen. Laws § 21-28.11-3(23)(i)–(iv) (relying on the following criteria to define DIAs: (1) federal decennial census, (2) children in the free lunch program as determined by the Rhode Island board of education, (3) SNAP, and (4) unemployment rate as determined by Rhode Island department of labor and training).

As Plaintiff Jensen explains in her brief, "a person who has suffered no harms from the illegality of cannabis can qualify for the social equity program if the person lives in an area where the individual's neighbors have a poverty rate of 20%. Similarly, a person who suffered no harms from the illegality of cannabis can qualify

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for the social equity program if 75% of school children qualify for free lunches." Dkt. 191, ECF No. 38 at 24. This, according to Plaintiffs, shows that these statutes are overinclusive, underinclusive, arbitrary and capricious, not related to the legislature's goals, and cannot survive rational basis review. A district court in Michigan examined this issue and explained:

> [D]efendant has failed to show that its stated goal of assisting those who have been harmed by the War on Drugs is advanced by reserving fifty percent or more of the recreational marijuana licenses for those who have lived in Detroit for at least ten years. Certainly, many people who have lived in Detroit for this period of time, or longer, have not been burdened with a marijuana-related arrest or conviction. And just as certainly, many people who have lived in Detroit for fewer than ten years have been significantly burdened by such an arrest or conviction. Giving "social equity" preference to the former group while denying it to the latter is irrational. It is also irrational to grant the preference to residents of Detroit but deny it to those of other communities, such as neighboring River Rouge, when residents of both cities presumably suffered from the War on Drugs to the same extent.

Lowe v. City of Detroit, 544 F. Supp. 3d 804, 816 (E.D. Mich. 2021). This Court agrees, especially for purposes of satisfying the Rule 12(b)(6) standard. Applied to the cases before this Court, allowing an individual to be eligible for the social equity licensing program if they suffered no harm from cannabis criminal laws but lived in a certain area, yet making another individual ineligible if they suffered harm from cannabis criminal laws but lived in a different area, would likely fail to survive rational basis scrutiny. At this stage in the litigation, Plaintiffs Kenney and Palmore have established a likelihood of success on the merits of their equal protection claims.

* * *

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Therefore, the Defendants' motions to dismiss are denied as to each of the three Plaintiffs because the Plaintiffs have established plausible claims that the Act violates the Dormant Commerce and Equal Protection Clauses. The Court will proceed to examine the remaining preliminary injunction factors.

B. Irreparable Harm

"[T]he measure of irreparable harm is not a rigid one; it has been referred to as a sliding scale, working in conjunction with a moving party's likelihood of success on the merits." *Vaqueria Tres Monjitas, Inc. v. Irizarry*, 587 F.3d 464, 485 (1st Cir. 2009). Much of the Defendants' arguments against irreparable harm stem from Plaintiff Jensen's failure to apply for an Adult-Use license or SEASC certification, and Plaintiffs Kenney and Palmore's purported deficient and rejected applications—arguments the Court rejected above when discussing standing. *See* Dkt. 191, ECF No. 38 at 39–32. Meanwhile, Plaintiffs assert several irreparable harms that would occur unless the Court enjoins Defendants from issuing Licenses under the application program and orders the CCC to restart the process.

Plaintiffs suggest that "a constitutional violation causing monetary loss that is not easy to quantify is an irreparable harm." *See, e.g.*, Dkt. 191, ECF No. 9 at 32–33. The First Circuit has "recognized that some economic losses can be deemed irreparable. For instance, 'an exception exists where the potential economic loss is so great as to threaten the existence of the movant's business." *Vaqueria Tres Monjitas, Inc.*, 587 F.3d at 485 (quoting *Performance Unlimited, Inc. v. Questar Publishers, Inc.*, 52 F.3d 1373, 1382 (6th Cir. 1995)). This coincides with Plaintiffs' claims that delay in entering the market causes irreparable harm because all

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advantages to early entrants in the market, such as access to customers who have not developed loyalty to other businesses, will have been claimed. The Maine District Court acknowledged this harm with the following thoughtful explanation:

> I agree that the unique context of this new market suggests that the timing of a ruling in the Plaintiffs' favor is particularly important. The Plaintiffs are not seeking to enter an established [cannabis] market, where the significance of any further delay in their participation is likely diminished. Rather, the Plaintiffs are seeking to be in the first wave of [cannabis] licensees as a new market launches and are hoping to attract customers who have not yet developed allegiances.

Northeast Patients Group, LLC v. City of Portland, Me., No. 2:20-cv-00208-NT, 2020 WL 4741913, at *11 (D. Me. Aug. 14, 2020). This Court agrees that Plaintiffs face irreparable harm through delay in entering a market where only 24 new licenses will be issued statewide. Because there are a finite number of licenses and dispensaries, Plaintiffs will suffer the same harms as the plaintiff in *Northeast Patients Group* if they are not given the opportunity to enter the market at the same time as other applicants. *See* 2020 WL 4741913, at *11.

Moreover, Plaintiffs' concern that they will be excluded from the R.I. Adult-Use recreational cannabis market absent injunctive relief because the CCC intends to issue only 24 licenses is well-founded, especially because the Defendants admit that the CCC has no plans for future Adult-Use or social equity license application rounds. *See, e.g.,* Dkt. 191, ECF No. 37 at 41.

In sum, considering the Plaintiffs' strong likelihood of success on the merits, the Court finds Plaintiffs have shown that they will suffer irreparable injury absent injunctive relief. *See Vaqueria Tres Monjitas, Inc.*, 587 F.3d at 485.

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C. Balance of Equities & Public Interest

When the Government is the opposing party, the balance of the equities and weighing the public interest factors are considered together. *Mills*, 16 F.4th at 37. The combined consideration requires the Court to weigh "the competing claims of injury and must consider the effect on each party of the granting or withholding of the requested relief," *Winter*, 555 U.S. at 24 (quoting *Amoco Prod. Co. v. Gambell*, 480 U.S. 531, 542 (1987)), "pay[ing] particular regard for the public consequences in employing the extraordinary remedy of injunction," *id.* (quoting *Weinberger v. Romero-Barcelo*, 456 U.S. 305, 312 (1982)).

Relying on a case out of the Seventh Circuit Court of Appeals, the Defendants argue that "any interest Plaintiff[s] could conceivably have in disrupting the current licensing process at the eleventh hour would still be 'vastly outweighed by the severe harm to the reliance interests' of third-party applicants 'and to the public's interest in the orderly completion of the [current] licensing process.'" *See, e.g.*, Dkt. 191, ECF No. 37 at 43–46 (quoting *Finch v. Treto*, 82 F.4th 572, 579 (7th Cir. 2023)). Detrimental to Defendants' reliance on *Finch v. Treto* is that the district judge in that case denied the plaintiff's request for a preliminary injunction, "conclud[ing] that [plaintiffs] waited far too long to file their suit—more than two years after the application deadline for the first batch of licenses and eight months after the lottery results were announced."[8] 82 F.4th at 577. "[T]he judge reasoned that halting and

[8] The district court in *Finch* considered whether provisions in the Illinois Cannabis Act violated the dormant commerce clause. As explained by the Seventh Circuit:

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Reviewer: J'Lyn D.

unwinding the 2021 licensing process would cause undue harm to the holders of the allocated conditional licenses … [T]he judge declined to enjoin the finalization of the 2021 licenses, finding the request for preliminary injunctive relief too 'sweeping' and 'highly disruptive.'" *Id.*

The Defendants' contention that Plaintiffs are disrupting the current licensing process at the eleventh hour carries no merit because Plaintiffs Jensen and Kenney filed their cases in 2024, with Ms. Jensen requesting injunctive relief on June 10, 2024—months before the CCC adopted the Rules and Regulations. Dkt. 191, ECF Nos. 1, 9; Dkt; Dkt. 252, ECF No. 1. Here, "the Commission expects to make final determinations regarding which applications are qualified for the license lottery in May 2026, and to hold the lottery shortly thereafter," Dkt. 252, ECF No. 35 at 2, so the comparison to *Finch* is misplaced. Further, knowing the Act was facing legal challenges in this Court, the CCC continued forward with its plan to implement the Act and its licensing scheme. The resulting fall-out will be, to be blunt, self-inflicted.

> In an exhaustive opinion, the judge concluded that the plaintiffs had established a likelihood of success on their claim that the residency provisions in the state's licensing regime could not survive constitutional scrutiny under the Supreme Court's dormant Commerce Clause jurisprudence. She acknowledged, however, that the issue was murky and unsettled because federal law continues to prohibit cannabis distribution. The judge also held that the plaintiffs had established, "at least in theory," that they would suffer irreparable harm in the absence of preliminary injunctive relief.

82 F.4th at 577. That court also declined to enjoin a future licensing process "[b]ecause the proposed administrative rule governing the 2022 licenses was not yet final and the residency provisions might be modified or deleted [so] the judge concluded that the plaintiffs' constitutional challenge was unripe." *Id.*

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Finally, the Court is mindful that there are applicants who have paid application fees, secured leases, and expended resources in support of their applications. Indeed, Defendants have clearly argued that "each of the 98 third-party applicants was required to expend significant investments in time, effort, and financial resources. An order delaying the Commission from issuing Licenses altogether would unfairly and materially prejudice those third-party applicants." *See, e.g.*, Dkt. 191, ECF No. 37 at 44. These interests, however, are outweighed by the Plaintiffs' complete exclusion from the market, which is what would occur if the CCC is allowed to proceed with the licensing program under the current Act and regulations. The CCC can remedy or minimize some of the third-party harm by, for example, refunding application fees or transferring current applications to the new application period.

While the balance of the equities is a closer call for this Court than the likelihood of success on the merits or the irreparable harm analyses, the Court concludes that the equities and public interest weigh in favor of granting injunctive relief.

IV. BOND

The Defendants suggest bond is appropriate to cover "the costs State Defendants have expended in its journey to promulgate rules and regulations in accordance with the Cannabis Act." *See, e.g.*, Dkt. 191, ECF No. 14-1 at 21. Plaintiffs argue against an injunction bond because they are individuals and are seeking to vindicate constitutional rights. *See, e.g.*, Dkt. 191, ECF No. 9 at 36. Under the

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Federal Rules of Civil Procedure Rule 65(c), "[t]he court may issue a preliminary injunction … only if the movant gives security in an amount that the court considers proper to pay the costs and damages sustained by any party found to have been wrongfully enjoined or restrained." Here, the Defendants have failed to explain with any particularity the costs they expended to, essentially, do their job. Considering this lack of evidence in the record, the Court will exercise its "substantial discretion" and will not require Plaintiffs to post an injunction bond. *See Int'l Ass'n of Machinists and Aerospace Workers v. E. Airlines, Inc.*, 925 F.2d 6, 9 (1st Cir. 1991) (explaining that "there is ample authority for the proposition that the provisions of Rule 65(c) are not mandatory and that a district court retains substantial discretion to dictate the terms of an injunction bond")

V. ORDER

The Plaintiffs' motions for preliminary injunction (Dkt. 191, ECF No. 9; Dkt. 252, ECF No. 34) are GRANTED. The Defendants are Enjoined from enforcing R.I. Gen Laws. § 21-28.11-3(3), § 21-28.11-3(23), § 21-28.11-3(34), § 21-28.11-3(39), and § 21-28.11-10.2(b)(2) and the corresponding Rules and Regulations adopted by the Cannabis Control Commission. Further, the Defendants are Enjoined from proceeding with the current application or licensing period, including (1) holding the lottery to select applicants, and (2) processing any applications submitted under the current licensing period, for both Adult-Use and Social Equity licenses.

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VI. CONCLUSION

Based on the reasons set forth above, the Plaintiffs' motions for a preliminary injunction are GRANTED and Defendants' motions to dismiss (Dkt. 191, ECF No. 13; Dkt. 252, ECF Nos. 12, 19; Dkt. 622, ECF No. 10) are all DENIED.

IT IS SO ORDERED.

Melissa R. DuBose
United States District Judge

04/08/2026

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 06

CCC records reflecting receipt and review of Ancora's application: interest-holder and other-jurisdiction review memoranda and application-submission tracker.

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Cannabis Control Commission
STATE OF RHODE ISLAND

Adult-Use Retailer Application Interest Holder Review Memo

Applicant Name: Ancora Partners LLC

Applicant Submission Number: S-000099042

Applicant Zone: 4

Interest Holders on other Licenses

None

Interest Holders Known to the Cannabis Office

N/a

Other Areas for Further Consideration

N/a

Carter Wells — Reviewed By

2/11/2026 — Date

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Cannabis Control Commission
STATE OF RHODE ISLAND

Adult-Use Retailer Application Licenses In Other Jurisdictions Review Memo

Applicant Name: Ancora Partners LLC, d/b/a Flower & Pot

Applicant Submission Number: S-000099042

Applicant Zone: 4

Overview of Licenses Held In Other Jurisdictions

None

Summary of Any Enforcement Actions Against Licenses Held in Other Jurisdictions

N/A

Overview of Any Supporting Documentation

N/a

Carter Wells — Reviewed By

2/11/2026 — Date

Submission	AUR License Abbreviations	Zone	City
S-000098475	Adult Use Retail - SEAUR	1	Woonsocket
S-000098490	Adult Use Retail - SEAUR	1	Woonsocket
S-000098985	Adult Use Retailer - AUR	2	Central Falls
S-000098403	Adult Use Retail - WCAUR	2	Johnston
S-000098455	Adult Use Retail - SEAUR	2	Johnston
S-000099145	Adult Use Retailer - AUR	2	Johnston
S-000099170	Adult Use Retailer - AUR	2	Johnston
S-000098474	Adult Use Retail - SEAUR	2	Providence
S-000098476	Adult Use Retail - SEAUR	2	Providence
S-000098837	Adult Use Retail - WCAUR	2	Providence
S-000099112	Adult Use Retailer - AUR	2	Providence
S-000099115	Adult Use Retailer - AUR	2	Providence
S-000099133	Adult Use Retail - WCAUR	2	Providence
S-000099129	Adult Use Retail - WCAUR	2	Providence
S-000099130	Adult Use Retail - WCAUR	2	Providence
S-000099131	Adult Use Retailer - AUR	2	Providence
S-000099132	Adult Use Retail - WCAUR	2	Providence
S-000099134	Adult Use Retail - WCAUR	2	Providence
S-000099135	Adult Use Retail - WCAUR	2	Providence
S-000099137	Adult Use Retail - WCAUR	2	Providence
S-000099138	Adult Use Retail - WCAUR	2	Providence
S-000099139	Adult Use Retail - WCAUR	2	Providence
S-000099140	Adult Use Retail - WCAUR	2	Providence
S-000099142	Adult Use Retailer - AUR	2	Providence
S-000099156	Adult Use Retailer - AUR	2	Providence
S-000099174	Adult Use Retailer - AUR	2	Providence
S-000099191	Adult Use Retail - SEAUR	2	Providence
S-000099207	Adult Use Retailer - AUR	2	Providence
S-000097004	Adult Use Retailer - AUR	3	Coventry
S-000098833	Adult Use Retail - WCAUR	3	Coventry
S-000099262	Adult Use Retail - SEAUR	3	Coventry
S-000098844	Adult Use Retail - WCAUR	3	West Greenwich
S-000099173	Adult Use Retailer - AUR	3	West Greenwich
S-000098480	Adult Use Retail - SEAUR	3	West Warwick
S-000096736	Adult Use Retail - SEAUR	4	Cranston
S-000099042	Adult Use Retail - SEAUR	4	Cranston
S-000097778	Adult Use Retail - SEAUR	4	North Kingstown
S-000098462	Adult Use Retail - SEAUR	4	North Kingstown
S-000098835	Adult Use Retailer - AUR	4	North Kingstown
S-000099180	Adult Use Retailer - AUR	4	North Kingstown
S-000096123	Adult Use Retailer - AUR	4	Warwick

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

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EXHIBIT 07

CCC portal's automated confirmation of receipt of Ancora's retail application, December 29, 2025, at 2:03:53 p.m. EST.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Subject: Your application has been received.
Date: Monday, December 29, 2025 at 2:03:53 PM Eastern Standard Time
From: noreply@salesforce.com on behalf of Rhode Island Cannabis Control Commission
To: David Rozen
CC: ccc.cannabiscompliance@ccc.ri.gov

Your application has been received and, if applicable, your payment is being processed.

For applicants who were certified as Approved Social Equity Applicants, entering their associated certification number has been considered a request for an application fee waiver for purposes of this application. Pursuant to 560-RICR-1.12.6(A)(2), if the application fee waiver is not granted, the applicant will be notified by writing and shall be responsible for full payment of any amounts not waived before any associated application or license process may proceed.

Approved Social Equity Applicants who have submitted an application with different Interest Holders than what was previously approved by the Commission may waive their Social Equity Applicant status and may be required to pay the application fee prior to proceeding with an application for a non-restricted license type.

Processing will take 3-5 business days from the date of submission. Please monitor the funding source during this period to ensure the payment has been withdrawn. If you do not see payment withdrawn within 5 business days, please reach out to the below email address.

Your application is currently in review. You will be notified if further information is needed or once a decision has been made on your application.

Please note, as part of the Commission's licensing requirements, all majority owners of an Adult-Use Retail License application must complete a NCIC background check by **Monday, February 2, 2026**. Applicants whose majority owners do not complete the required background checks by this date risk delays in the processing of any associated application and may be prohibited from continuing in the application process. More information about required background checks can be found on the Commission website.

Further inquiries may be directed to CCC.CannabisCompliance@ccc.ri.gov

Thank you.

The Cannabis Office

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

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EXHIBIT 08

March 18, 2026 email correspondence transmitting Ancora's March municipal-zoning materials to the CCC and acknowledging receipt.

From: David Pontarelli
To: Skolnik, Suzannah (CCC)
Cc: Inquiry, CCC; David Rozen; lisapontarelli
Subject: Re: FW: ANCORA PARTNERS LLC - ZONE 4 SE APPLICANT 9-13-26 DOCUMENTATIONM SUBMITTED
Date: Wednesday, March 18, 2026 1:51:52 PM

This Message Is From an External Sender
This message came from outside your organization.

Report Suspicious

Thank you, much appreciated.

Regards,

DAVID PONTARELLI

Consultant - Ancora Partners, LLC
[redacted] cell
[redacted]

On Wed, Mar 18, 2026 at 1:49 PM Skolnik, Suzannah (CCC) <Suzannah.F.Skolnik@ccc.ri.gov> wrote:

> Confirming receipt. Thank you.
>
> Suzannah Skolnik
>
> Chief of Legal Services
> Rhode Island Cannabis Office
> 560 Jefferson Boulevard [google.com]
> Warwick, RI 02886 [google.com]
>
> (401) 889-5594
>
> Suzannah.F.Skolnik@ccc.ri.gov
>
> CONFIDENTIAL COMMUNICATION -- Attorney/Client Privilege and/or Work Product. This e-mail and any attachments contain confidential and/or legally privileged information from the State of Rhode Island Cannabis Office. It is intended solely for the use of the named addressee(s). If you are not the intended recipient, you are hereby notified that any disclosure, copying, distribution or use of the contents of this e-mailed information is strictly prohibited and unauthorized. If you receive this e-mail in error, please immediately notify the sender by e-mail or telephone and permanently delete

all copies of this e-mail and any attachments.

From: David Pontarelli [redacted]
Sent: Wednesday, March 18, 2026 1:44 PM
To: Skolnik, Suzannah (CCC) <Suzannah.F.Skolnik@ccc.ri.gov>; Inquiry, CCC <CCCInquiry@ccc.ri.gov>; ccc.cannibuscompliance@ccc.ri
Cc: David Rozen [redacted]>; lisapontarelli [redacted]
Subject: Fwd: FW: ANCORA PARTNERS LLC - ZONE 4 SE APPLICANT 9-13-26 DOCUMENTATIONM SUBMITTED

Good afternoon, Suzannah and CCC Team:

Please find attached the documents submitted via hard copy at Friday's 3/13/26 CCC Monthly Meeting by Ancora Partners, LLC - Zone 4 SE Applicant. We forgot to email these over after Friday's meeting and figured that a digital copy for you all would be easier for review purposes.

Ancora Partners, LLC eagerly awaits your response to our attorney's letter submitted via email on 3/9/26 regarding the Zone 4 SE applicants' final zoning status as of the 3/2/26 deadline.

Regards,

DAVID PONTARELLI

Consultant - Ancora Partners, LLC

[redacted] cell

[redacted]

From: Skolnik, Suzannah (CCC)
To: David Pontarelli; Inquiry, CCC
Cc: David Rozen; lisapontarelli
Subject: RE: FW: ANCORA PARTNERS LLC - ZONE 4 SE APPLICANT 9-13-26 DOCUMENTATIONM SUBMITTED
Date: Wednesday, March 18, 2026 1:49:52 PM

Confirming receipt. Thank you.

Suzannah Skolnik
Chief of Legal Services
Rhode Island Cannabis Office
560 Jefferson Boulevard
Warwick, RI 02886
(401) 889-5594
Suzannah.F.Skolnik@ccc.ri.gov

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From: David Pontarelli [redacted]
Sent: Wednesday, March 18, 2026 1:44 PM
To: Skolnik, Suzannah (CCC) <Suzannah.F.Skolnik@ccc.ri.gov>; Inquiry, CCC <CCCInquiry@ccc.ri.gov>; ccc.cannibuscompliance@ccc.ri
Cc: David Rozen [redacted]; lisapontarelli [redacted]
Subject: Fwd: FW: ANCORA PARTNERS LLC - ZONE 4 SE APPLICANT 9-13-26 DOCUMENTATIONM SUBMITTED

This Message Is From an External Sender
This message came from outside your organization.
Report Suspicious

Good afternoon, Suzannah and CCC Team:

Please find attached the documents submitted via hard copy at Friday's 3/13/26 CCC Monthly Meeting by Ancora Partners, LLC - Zone 4 SE Applicant. We forgot to email these over after Friday's meeting and figured that a digital copy for you all would be easier for review purposes.

Ancora Partners, LLC eagerly awaits your response to our attorney's letter submitted via email on 3/9/26 regarding the Zone 4 SE applicants' final zoning status as of the

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 09

April 8, 2026 Tucker Wentz–Carla Aveledo “AUR Doc table” email chain concerning application review, completeness status, and potential awards without a lottery.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

From: Wentz, Tucker (CCC)
To: Aveledo, Carla (CCC)
Subject: RE: AUR Doc table
Date: Wednesday, April 8, 2026 3:11:59 PM
Attachments: image001.png

Tight thank you! I'll put something together. I do think that Weaver will be the outstanding item for most of these but I'll hit you with a more comprehensive overview tomorrow.

Tucker

From: Aveledo, Carla (CCC) <Carla.Aveledo@ccc.ri.gov>
Sent: Wednesday, April 8, 2026 3:05 PM
To: Wentz, Tucker (CCC) <Tucker.Wentz@ccc.ri.gov>
Subject: Re: AUR Doc table

Oh absolutely! Sorry I should've clarified that.
Sometime tmrw is fine!

From: Wentz, Tucker (CCC) <Tucker.Wentz@ccc.ri.gov>
Sent: Wednesday, April 8, 2026 2:59 PM
To: Aveledo, Carla (CCC) <Carla.Aveledo@ccc.ri.gov>
Subject: RE: AUR Doc table

Sure thing, that will take until tomorrow though just cuz I'll need a bit more time to go through stuff. Can do by like noon though.

Tucker

From: Aveledo, Carla (CCC) <Carla.Aveledo@ccc.ri.gov>
Sent: Wednesday, April 8, 2026 2:54 PM
To: Wentz, Tucker (CCC) <Tucker.Wentz@ccc.ri.gov>
Subject: RE: AUR Doc table

As for these five applications that you've highlighted, can you update me on the status of each one as far as reaching completeness? And if there are any missing pieces (ex: Weaver review), can you let me know what they are? For purposes of this, I would overlook things like a disposal plan not being included in the ops plan.

Thank you!!!!!!!!!!!!

Best,

Case Number: PC-2026-02802
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Envelope: 5857003
Reviewer: J'Lyn D.

Carla

From: Wentz, Tucker (CCC) <Tucker.Wentz@ccc.ri.gov>
Sent: Wednesday, April 8, 2026 2:41 PM
To: Aveledo, Carla (CCC) <Carla.Aveledo@ccc.ri.gov>
Subject: RE: AUR Doc table

Update attached. I also highlighted the places where we wouldn't need a lottery. It has now increased to five licenses that could be given out 2 general (Z3) and 3 SE (Z3,4,5)

Tucker

From: Aveledo, Carla (CCC) <Carla.Aveledo@ccc.ri.gov>
Sent: Wednesday, April 8, 2026 2:22 PM
To: Wentz, Tucker (CCC) <Tucker.Wentz@ccc.ri.gov>
Subject: AUR Doc table

Hey,

Here is the doc I was showing you during our call.
Thanks for this breakdown!!

Best,
Carla

Cannabis Control Commission
STATE OF RHODE ISLAND

Carla Aveledo, Esq.
Chief of Policy
560 Jefferson Boulevard
Warwick, RI 02886
Phone: 401-602-1612
Carla.Aveledo@ccc.ri.gov
Welcome | CCC (ri.gov)

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
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Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

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EXHIBIT 10

Philip C. Silverman's March 9, 2026 letter to the CCC concerning Ancora as the sole qualified Zone 4 social equity applicant, text-searchable copy.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Vicente.

Prudential Tower
800 Boylston Street, Suite 1565
Boston, MA 02119
Tel: 617.934.2121

California · Colorado · Florida · Maryland · Massachusetts
Michigan · Minnesota · New Jersey · New York · Oregon · Texas

March 9, 2026

VIA EMAIL

Rhode Island Cannabis Control Commission
Application Review Team
560 Jefferson Boulevard
Warwick, RI 02886
CCC.AURAPP@ccc.ri.gov

Re: Inquiry Regarding License Approval Process If Only One Applicant Qualifies in a Zone

Dear Application Review Team:

As you may be aware, this office represents Ancora Partners LLC d/b/a Flower & Pot ("Ancora") in connection with its Application for a social equity retail license in Zone 4.

It has recently come to our attention that each of the other Zone 4 social equity retail license applicants was unable to satisfy the Cannabis Control Commission (the "Commission") requirement to submit its final local zoning approval documentation to the Commission by the March 2, 2026, deadline. More specifically, both Vennicia Kingston (Cranston) and X's and O's Enterprises (Warwick) have locations in which cannabis retail is not allowed as a use under the applicable zoning ordinances (and, of course, accordingly have not obtained Special Use permits prior to the March 2nd deadline). The other applicants – Green Dolphin LLC (North Kingstown), Popsicle Palace LLC (North Kingstown), Disco Llama Collective LLC (Warwick), Dancing Otter Co. LLC (Warwick), and Thunder Hill Strategies LLC (Warwick) – were all unable to obtain and submit the Special Use Permits required by their respective host municipalities' zoning ordinances to the Commission by the March 2nd deadline.

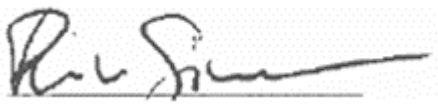
As the license applications of the other Zone 4 social equity retail license applicants are incomplete and therefore cannot be deemed "qualified" by the Commission in accordance with the Rhode Island Cannabis Act, 560-RICR-10-10-1.5, and the Commission's retail license application process, Ancora is the only applicant that submitted a complete license application and is eligible for a social equity retail license in Zone 4.

Based on the foregoing, and in light of the Commission's clear statement that no extensions of the March 2, 2026, deadline to submit final zoning approval would be granted, we are seeking clarification of the Commission's license approval process once Ancora's application is deemed qualified by the Commission. Our understanding is that in prior lottery processes for medical compassion center licenses, when an applicant is the sole qualified applicant in a given zone, that applicant has been issued a license without the need to await unnecessarily for a lottery. Please

confirm at the earliest convenience if the Commission intends to follow the same process in this instance as well.

Thank you for your attention to this matter, and we look forward to hearing from the Commission soon.

Very Truly Yours,



Philip C. Silverman, Esq.
Vicente LLP

cc: David M. Ullian, Esq. (Vicente LLP)
Meg Curley Nash, Esq. (Vicente LLP)
Lisa Pontarelli (Ancora Partners LLC)
David Rozen (Ancora Partners LLC)
David Pontarelli (Ancora Partners LLC)
Suzannah F. Skolnik, Esq. (Cannabis Control Commission)
Layi Oduyingbo (Cannabis Control Commission)
Robert Jacquard (Cannabis Control Commission)
Michelle Reddish (Cannabis Control Commission)

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
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Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

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EXHIBIT 11

CCC Adult-Use Retail License Application Submission webpage announcing the revised process, portal opening August 7, 2026, and application deadline November 23, 2026.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Cannabis Control Commission

Adult-Use Retail License Application Submission

The Cannabis Control Commission is accepting applications for Adult-Use Cannabis Retail Licenses under the revised Rhode Island Cannabis Act. Following recent statutory amendments enacted by the General Assembly, the Commission has established new application periods for both Social Equity Applicant Status Certification and Adult-Use Retail Licensing.

Prospective applicants may use this page to access the Adult-Use Retail Licensing Portal and review important deadlines to support the application process.

Applicants interested in an Adult-Use Retail License may access the licensing portal beginning **August 7, 2026**. All Adult-Use Retail License applications must be submitted by **November 23, 2026**.

Adult-Use Retail Application Forms

- AUR App Instructions and Exhibits 2026
  Word file, about 2mb
- AUR Application 2026 - Form 1
  Word file, less than 1mb
- AUR Application 2026 - Form 2
  Word file, less than 1mb
- AUR Application 2026 - Form 3
  Word file, less than 1mb
- AUR Application 2026 - Form 4
  Word file, less than 1mb

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
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Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 12

CCC reviewers' completed checklists on Ancora's retail application, with reviewer initials and substantive notes.

Security and Safety Plan Requirements A Security and Safety Plan that specifies how the applicant will ensure security and safety at the licensed premises	Reviewer	Included
Description of security equipment, hardware capabilities, software applications and compliance with industry and Commission standards and specifications	CM	☑
Third-party vendors	CM	☑
Standard operating procedures for the cannabis establishment, including those related to security system equipment, maintenance and operational practices	CM	☐
Descriptions of cash management and/or electronic payment processing policies, as applicable	CM	☑
Plan to obtain a secured deposit banking account prior to the beginning of licensed activities	CM	☑

Notes
Floor plan with location of each peice of security equipment denoted.
Safety Management Systems LLC; Bamboo; Canix, Distru; Flowhub; Flourish; Metrc;Wynne & Associates LLC for surve
General overview of policies, narrative about SOPs but not drafted SOPs. However, overviews touch on procedures for
Deposit Accounts established at Greenwood Credit Union; BayCoast; Bristol County Savings; Peaople's Credit Union

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eillance systems; SecurityRI.com will provide surveillance equipment

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Business Plan Requirements **A business plan, which includes justifications for any assumptions or calculations made therein regarding the following**	Reviewer	Included
Applicant's experience running a business, including the applicant's experience running a cannabis business, as applicable		☑
Detailed description of amount and source of equity, debt and operating capital for the proposed cannabis establishment, including financial statements or other documentation establishing the source of any funds		☑
Start-up funding and long-term financial feasibility plan		☑
Financial oversight and compliance plan		☑
Detailed timeline for initiating operations		☑

Notes
No cannabis experience

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Operations Manual An Operations Manual for the cannabis establishment including policies, procedures and documentation for the following	Reviewer
Record keeping and records retention	SO
Qualifications for sale, including ID verification procedures (if applicable)	SO
Staffing plan, including education and training of employees and volunteers	SO
Inventory tracking plan	SO
Data security plan	SO
Alcohol and drug free workplace	SO
Labeling and packaging	SO
Marketing and advertising plan	SO
Product storage plan	SO
Voluntary and mandatory recalls of cannabis and cannabis products, including recalls due to any action initiated at the request or order of the Commission, and any voluntary action by a licensed cannabis establishment to remove defective or potentially defective cannabis or cannabis products from the market, as well as any action undertaken to promote public health and safety	SO
Plan to ensure any outdated, damaged, deteriorated, mislabeled, or contaminated cannabis is quarantined from other cannabis and destroyed	SO
Odor control plan	SO
Community safety plan	SO
Emergency management plan	SO

Included
☑
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Notes
Age and equivalency adherence affirmation present, but Missing ID Verification Procedure
[1]No Org Chart; [2]Clear job Descriptions, but No Education and Training Plan (applicant provides plan for alcohol & drug impact and odor mitigation training only)
Missing internal inventory tracking plan; No reconciliation plan; Discrepancies are only mentioned and checked on receipt of initial Transfers *Inventory Requirements and inventory measures are provided **ONLY IF** CCC notifies applicant that Seed-to-sale tracking system goes down
Overview of requirement and Regs, but no plan or process is provided
No Voluntary Recall Plan; Places full responsibility onto Commission initiating Recall and Commission's directions/requirements for every aspect of from quarantine to destruction. There is no proactive measure on Applicant's part nor aspect of documentation, internal investigation for future prevention to promote public health and safety
No actual quarantine plan for retail-ready products already received; provides only reiteration of requirement and provides substantial information related to test, retest and remediation *unrelated to typical retailer operation* ;

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STATE OF RHODE ISLAND SUPERIOR COURT
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Ancora Partners, LLC d/b/a Flower & Pot
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EXHIBIT 13

October 20, 2025 CCC “October Timeline Update” presentation and meeting minutes adopting the 2026 application-process timeline.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
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Reviewer: J'Lyn D.

Proposed Updates to the Adult-Use Retail Application Process and Timeline

Cannabis Control Commission
STATE OF RHODE ISLAND

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
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Reviewer: J'Lyn D.

Adult-Use Retail License Applications Due by December 29th, 2025, at 4:00 PM EST

Proposal:

- Beginning on January 1, 2026, applicants will have 60 days (March 2, 2026) to demonstrate they have final zoning approval from the local municipality.
  - "Demonstrate that the proposed location for the retail sale of cannabis complies with provisions of municipal zoning and regulations or has been approved by the municipality."
    - See Gen. Laws 1956, § 21-28.11-10.2 (b)(5)

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Tentative Timeline for First and Second Quarters of 2026

Cannabis Control Commission
STATE OF RHODE ISLAND

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
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Reviewer: J'Lyn D.

2026: Quarter 1 (January, February, March)

Proposal:

- Beginning January 1, 2026, the Commission's 90-day application review process will commence pursuant to R.I. Gen. Law 21-28.11-17.1(a).
- Commission will work collaboratively with municipalities to confirm whether applicants have met the final zoning approval requirement prior to the hybrid random selection process.

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2026: Quarter 2 (April, May, June)

Proposal:

- Cannabis Office will tentatively plan on conducting random hybrid selection process in the month of May 2026.
  - ***The Commission and Office reserve the right to delay the random hybrid selection process, depending on external factors outside of our control.***
- If applicants have not complied with provisions of municipal zoning or have not been approved by their municipality, their application will be deemed unqualified for the random hybrid selection process.

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Website: www.ccc.ri.gov

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Cannabis Control Commission
STATE OF RHODE ISLAND

Case Number: PC-2026-02802
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Reviewer: J'Lyn D.

Cannabis Control Commission

STATE OF RHODE ISLAND

560 Jefferson Boulevard
Warwick, Rhode Island 02886

Cannabis Control Commission

Open Meeting Minutes

DATE:	**Monday, October 20, 2025**
TIME:	**9:30 a.m.**
PLACE:	**Public Utilities Commission** **89 Jefferson Boulevard** **Warwick, RI 02886**
MEMBERS PRESENT:	Chair Kimberly R. Ahern, Esq. Commissioner Robert B. Jacquard, Esq. Commissioner Olayiwola Oduyingbo, Esq.
MEMBERS ABSENT:	None
OTHERS PRESENT:	Michelle Reddish, MS, MPH Administrator, Cannabis Office Mariana Ormonde, Esq., Chief of Legal Services, Cannabis Control Commission Kelsey McQueeney, Chief Implementation Aide Officer, Cannabis Control Commission Carla Aveledo, Esq., Chief of Policy, Cannabis Control Commission Kelly Verte, Chief Financial Officer, Cannabis Control Commission Katelyn Garside, Project Services Coordinator, Cannabis Control Commission Charon Rose, MPA Chief of Public Affairs, Cannabis Control Commission Erica Ferrelli, Chief Regulatory Officer, Cannabis Office Suzanna Skolnik, Esq., Senior Legal Counsel, Cannabis Office

Chairperson Ahern called the meeting to order at 9:40 a.m.

The first item of business was:

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Reviewer: J'Lyn D.

Introductory remarks from the Chairperson, which included:

- Welcomed attendees and thanked everyone for accommodating the change in meeting date.

The next item of business was:

Motion to approve the minutes of the Open Session Meeting held on September 12, 2025.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the minutes of the Open Session Meeting held on September 12, 2025.

The next item of business was:

Review, discussion, and potential vote on the Zone 1 Compassion Center vacancy application status, which included:

- Legal Counsel provided an overview of the background and timeline of the Zone 1 Compassion Center vacancy that has led to this point.
- Explained that Cannabis Office received, thoroughly reviewed, and deemed the application variance request filed by the remaining previously qualified applicant New Leaf Compassion Center as complete and qualified to proceed.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve New Leaf Compassion Center's Zone 1 variance request application as complete.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Jacquard, it was unanimously

VOTED: To approve New Leaf Compassion Center's Zone 1 variance request application to be qualified in accordance with the Commission's regulations, 560-RICR-10-10-1.8(G).

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To select New Leaf Compassion Center's as the provisionally approved applicant for the Zone 1 Compassion Center license.

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Update on Social Equity Applicant Status Certification process presented by Cannabis Control Commission Chief of Policy, Carla Aveledo, Esq., which included:

- Reviewed the timeline of Social Equity Applicant Status Certification (SEASC) process up to this point.
- Noted that there were 220 interest forms submitted and 94 completed applications submitted.
- Provided a high-level overview of the review process for certification and next steps, to include a ten-day statutory alternative evidence period.
- Explained that there will be an additional form available and process allowing for interest holder change requests following certification.

Following the presentation, Chairperson Ahern provided commentary, which included:

- Highlighted the Adult Use Cannabis Retail License application launch as a milestone that, alongside the Social Equity Applicant Status Certification Portal, reflects the Commission's commitment to equity, transparency, accountability, and public health.

The next item of business was:

Review, discussion, and potential vote on the Adult-Use retail application process, including recent public feedback with respect to final zoning requirements, which included:

- Chair Ahern noted that there was public feedback and factors outside of the Commission's control that have impacted internal timelines for the license application process.
- Proposed that applicants will have sixty (60) additional days after the application portal closes to demonstrate final zoning approval from the local municipality in which the proposed cannabis establishment is located.
- Noted that there is no intention on re-opening or changing the current regulations with respect to the issue of zoning.
- Provided a proposed timeline for the application process the first two quarters of 2026, which include the application review process, final zoning approval confirmation for submitted applications and a proposed random selection process in Spring 2026.
- Chair Ahern emphasized that the Commission and Cannabis Office reserve the right to calendar the random selection process at a different time, depending on a number of external factors.
- Commissioner Jacquard thanked those who provided public comment, and also indicated that there are applicants who are not having issues or require additional time for zoning approval.
- Commissioner Jacquard noted that adequate financing is a major factor in this issue.
- Commissioner Jacquard further noted that the Commission's regulations have been public for some time and that the public and potential applicants were on

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notice regarding zoning requirements and that there would not be extensions in the application process.

- Chair Ahern highlighted that there are municipalities that have been extremely proactive with respect to zoning issues for cannabis establishments, and other municipalities that have been less active, which can impact prospective applicants.
- Chair Ahern noted that the General Assembly through the Rhode Island Cannabis Act mandated that the Commission to work closely with social equity applicants with respect to assistance with financing through the Social Equity Program and Fund.
- Chair Ahern highlighted upcoming events to be held by the Commission and Cannabis Office, including an access to banking panel for prospective applicants.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo,

Chair Ahern and Commissioner Oduyingbo VOTED to allow the Cannabis Office and staff to proceed with the Adult-Use retail application process in accordance with the proposed timeline in Q1 and Q2 of 2026 as was presented at the meeting.

Commissioner Jacquard VOTED against the motion.

The next item of business was:

Public Comment

8 people gave public comment, which included:

- Expressed disappointment on not being able to provide public comment prior to the Commission voting on issues listed on the agenda.
- Recommended that final zoning approval timeline for proposed cannabis establishments of Social Equity applicants be extended for sixty days, but not for all applicants.
- Noted that real estate is one of the largest barriers in terms of expenses for applicants, and the frequency or infrequency of municipal zoning meetings can create issues for timely zoning approval.
- Suggested potentially holding a separate random selection process for Social Equity applicants.
- Opposed time extensions to retail application period and random selection process.
- Expressed that many applicants have already expended money and effort into obtaining timely zoning approvals to comply with original application deadline.

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- Commended the Commission's vote regarding the proposed 2026 timeline and extending the deadline for final zoning approvals that will make the industry more accessible to a larger pool of applicants.
- Noted that there are a lot of applicants who don't have the capital to obtain zoning approval in advance of the application period, but who would still be great cannabis establishment operators if selected.
- Appreciated the thoughtful consideration of these issues by the Commission.
- Expressed that there are teams of applicants who are ready to go with business plans and other application documentation and that it would be a shame if final zoning approval requirements or denial precluded them from an opportunity at licensure.

The next item of business was:

Adjournment:

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To adjourn the meeting at 10:39 a.m.

Next Meeting Date: **To be announced.**

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

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EXHIBIT 14

CCC records of licenses awarded without a lottery to Hangar 420, Green Wave, and New Leaf.

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Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Cannabis Control Commission

S A L O RHODE ISLAND

560 Jefferson Boulevard
Warwick, Rhode Island 02886

Cannabis Control Commission

Open Meeting Minutes

DATE:	**Friday, July 18, 2025**
TIME:	**1:00 p.m.**
PLACE:	**Public Utilities Commission** **89 Jefferson Boulevard** **Warwick, RI 02886**
MEMBERS PRESENT:	Chair Kimberly R. Ahern, Esq. Commissioner Robert B. Jacquard, Esq. Commissioner Olayiwola Oduyingbo, Esq.
MEMBERS ABSENT:	None
OTHERS PRESENT:	Michelle Reddish, Administrator, Cannabis Office Mariana Ormonde, Esq., Chief of Legal Services, Cannabis Control Commission Carla Aveledo, Esq., Policy Legal Liaison, Cannabis Control Commission Katelyn Garside, Project Services Coordinator, Cannabis Control Commission Kelly Verte, Chief Financial Officer, Cannabis Control Commission Charon Rose, Chief of Public Affairs, Cannabis Control Commission Erica Ferrelli, Chief Regulatory Officer, Cannabis Office Suzanna Skolnik, Senior Legal Counsel, Cannabis Office Carter Wells, Senior Economic Policy Analyst, Cannabis Office

Chairperson Ahern called the meeting to order at 1:07 p.m.

The first item of business was:

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Introductory remarks from the Chairperson, including:

- Noted that the second Social Equity Workshop was held the night before and expressed appreciation to the staff for the work done for the presentation.

The next item of business was:

Motion to approve the minutes of the Open Session Meeting held on June 18, 2025.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the minutes of the Open Session Meeting held on June 18, 2025.

The next item of business was:

Review, discussion and potential vote on the selection of a vendor to assist the Commission with conducting the social equity applicant certification process following the completion of the Commission's request for proposal process, which included:

- Cannabis Office Administrator, Michelle Reddish, summarized the purpose of conducting the request for proposal process (RFP);
- Provided a high-level overview of the scope of work requested to be completed; and
- Reviewed the proposal evaluation process and explained why it resulted in the recommendation of applicant Creative Services Industries, LLC.
- Discussion ensued between Chair Ahern and Administrator Reddish regarding other states' experiences with the recommended vendor.

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the vendor selected following the Request for Proposal (RFP) process and permit the staff to proceed with the selected vendor to conduct the social equity applicant certification process.

The next item of business was:

Review, discussion and potential vote on the delegation and designation of administrative functions and procedural matters from the Commission to the Cannabis Office, which included:

- Legal counsel provided an explanation of the authority of the Commission to delegate specific administrative functions, duties and matters to the Cannabis

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Office pursuant to the Cannabis Act and the Commission's regulations for the efficient functioning of the Commission and Cannabis Office staff.

- Legal counsel provided an overview of the administrative functions and procedural matters that were proposed to be delegated to be performed by the Cannabis Office, contained in documents provided to and reviewed by each commissioner.
- Discussion ensued amongst the Commissioners, which included:

    - Question as to whether it was too early to delegate authority from the Commission to the Cannabis Office;
    - Note that delegating authority from the Commission to the Cannabis Office for routine matters would prevent delay that would result from the need for official Commission approval, since the Commission is an public body subject to the Open Meetings Act.
    - Acknowledgement that there is a balance that must be struck between efficiency and the risk of delegating authority, and noted that the minimal risk of delegating routine administrative and procedural matters does not justify delaying delegation to the Cannabis Office.

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo,

Chair Ahern and Commissioner Oduyingbo VOTED to adopt and execute the Delegation of Administrative Functions and Procedural Matters document, subject to editing the citation of Section 4(g)(1) to Section 4(g)(2) in the last sentence of the first paragraph and the second sentence of the third paragraph, as well as adopting the attachments thereto, Exhibit A and Addendum 1.

Commissioner Jacquard VOTED against the motion.

The next item of business was:

Review, discussion and potential vote on pending variance requests, to include:

a. Ocean State Controlled Botanicals, LLC d/b/a Hangar 420 variance request to acquire vertically integrated compassion center license (MMPCC002) of Greenleaf Compassionate Care, Inc. d/b/a Greenleaf Compassion Center;

- Commissioner Jacquard recused himself from this vote.
- Cannabis Office Administrator, Michelle Reddish, provided a summary of the variance request, noting that each request has been thoroughly evaluated by the Cannabis Office staff to ensure compliance with all applicable guidelines, rules, and regulations.
- Administrator Reddish further noted that a Superior Court, through its order permitting the sale, found the proposed sale to be reasonable, affirming that the sale would meet the legal and procedural requirements necessary for Commission approval.
- Chair Ahern mentioned the unique background with respect to this request

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and thanked the staff in the preparation and review of the many due diligence documents submitted to complete this request.

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo,

Chair Ahern and Commissioner Oduyingbo VOTED to conditionally approve Ocean State Controlled Botanicals, LLC d/b/a Hangar 420 variance request to acquire vertically integrated compassion center license (MMPCC002) of Greenleaf Compassionate Care, Inc. d/b/a Greenleaf Compassion Center, subject to the satisfactory completion of any outstanding items and required inspections.

Commissioner Jacquard recused from this vote.

b. Ocean State Controlled Botanicals, LLC variance request to transfer Class B hybrid cultivator license (CV0066) and the majority ownership interests therein to Reborn Roots, LLC; and

- Administrator Reddish noted that the requested cultivation license would be associated with Greenleaf's former cultivation establishment in Warwick, Rhode Island.
- Administrator Reddish additionally noted that upon transfer of the cultivation license Mr. Frederick Prince would maintain a 9.99% ownership interest in Reborn Roots, LLC and the remaining 90.01% ownership interest would be held by Mr. Brent Vanzile.

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To conditionally approve Ocean State Controlled Botanicals, LLC's variance request to transfer its Class B hybrid cultivator license (CV0066) and identified ownership interests therein to Reborn Roots, LLC, subject to satisfactory completion of any outstanding items and required inspections.

c. Ocean State Controlled Botanicals, LLC variance request to adopt the d/b/a name of "Newport Cannabis Company" to apply to the licensed retail premises set forth above in "a." of this agenda item.

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To conditionally approve Ocean State Controlled Botanicals, LLC's variance request to adopt the d/b/a name of "Newport Cannabis Company" to apply to the licensed retail premises set

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forth above in agenda item "a.", subject to satisfactory completion of any outstanding items and required inspections.

The next item of business was:

Review, discussion and potential vote on the promulgation of hemp regulations following the statutory transfer of authority from the Department of Business Regulation to the Commission following the passage and effective date of H 5076 Article 3 on July 1, 2025, which included:

- Legal counsel provided a summary of the recently enacted changes to the Hemp Act, R.I. Gen. Laws Chapter 2-26 transferring authority over the Rhode Island industrial hemp program from the Department to the Commission;
- Counsel noted that, unlike the Cannabis Act, this enactment did not include any transitionary language or a transitionary period;
- Counsel recommended that the Commission promulgate under its regulatory title as an emergency rule the Department's existing hemp regulations, with minimal edits to effectuate the transfer of authority, thereby providing a consistent regulatory framework and ensuring no lapse in regulatory oversight.

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To permit staff to proceed with the filing of the proposed hemp regulation as an emergency regulation with the Secretary of State's Office in order to provide a consistent regulatory framework and avoid any potential public health and safety issues.

The next item of business was:

Review, discussion and potential vote on temporarily suspending applications and the issuance of new retail hemp licenses to establishments that would permit onsite consumption, pursuant to R.I. Gen. Laws § 2-26-5(h), which included:

- Policy Legal Liaison, Carla Aveledo, noted that in the most recent legislative session the Commission has been tasked by the General Assembly to study and recommend regulatory frameworks for hemp-derived beverages by March 1, 2026.
- Chair Ahern noted that during the most recent legislative session the Commission was given regulatory authority over hemp, which until recently had been regulated by the Department of Business Regulation.
- Chair Ahern expressed the need to balance continued progress in the industry with the need for further research on the effects of intoxicating hemp, especially to ensure safety in those establishments that permit social consumption of both hemp-derived beverages and alcoholic beverages.

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Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To temporarily suspend applications and issuance of new retail hemp licenses to establishments that permit onsite consumption, pursuant to R.I. Gen. Laws § 2-26-5(h), in order to conduct a study and evaluate market conditions and regulatory impacts and address any risks to public health and safety.

The next item of business was:

Public Comment

Ten people provided public comment, which included:

- Mention of a safe serve program utilized by the food service industry and the development of a THC training program akin to an alcohol service training program.
- Opposition to suspending applications and issuance of new hemp retail licenses.
- Noted that suspending issuance of new hemp licenses is disruptive and confusing to consumers.
- Concern that current hemp-derived beverages are not child proof.
- Noted that allowing the continued sale of hemp-derived beverages devalues cannabis cultivator licenses.
- Question as to why the Commission voted to suspend applications and issuance of new hemp retail licenses to establishments that permit onsite consumption and not suspending applications and issuances of new hemp retail licenses as a whole.
- Noted that customer feedback on hemp-derived beverages sold at restaurants has been very positive.
- Noted that additional research and development is needed regarding testing of hemp derived beverages.
- Mentioned that the original federal Farm Bill and hemp act was originally created for using hemp as a textile and that the legislative acts never contemplated the way hemp is currently being used and ingested.

The next item of business was:

Executive Session

At 2:41 p.m., upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo it was unanimously voted:

To go into Executive Session, pursuant to R.I. Gen. Laws § 42-46-5(a)(1), for the purpose of:

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a. Vote to approve minutes of the Executive Session held on June 18, 2025, pursuant to R.I. Gen. Laws § 42-46-5(a)(1).

The next item of business was:

Motion to return to the Open Session.

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To return to Open Session at 2:42 p.m.

The next item of business was:

Motion to seal the minutes of the Executive Session on July 18, 2025.

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To seal the minutes of the Executive Session on July 18, 2025.

The next item of business was:

Report out on actions and votes taken in Executive Session, which included:

Chair Ahern reported the following Commission action(s):

1. Vote to approve minutes of the Executive Session held on June 18, 2025, pursuant to R.I. Gen. Laws § 42-46-5(a)(1).

Adjournment:

Upon motion made by Chair Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To adjourn the meeting at 2:43 p.m.

Next Meeting Date: **To be announced.**

Case Number: PC-2026-02802
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Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Cannabis Control Commission

STATE OF RHODE ISLAND

560 Jefferson Boulevard
Warwick, Rhode Island 02886

Cannabis Control Commission

Open Meeting Minutes

DATE:	**Thursday, August 7, 2025**
TIME:	**1:00 p.m.**
PLACE:	**Public Utilities Commission** **89 Jefferson Boulevard** **Warwick, RI 02886**
MEMBERS PRESENT:	Chair Kimberly R. Ahern, Esq. Commissioner Robert B. Jacquard, Esq. Commissioner Olayiwola Oduyingbo, Esq.
MEMBERS ABSENT:	None
OTHERS PRESENT:	Michelle Reddish, MS, MPH, Administrator, Cannabis Office Mariana Ormonde, Esq., Chief of Legal Services, Cannabis Control Commission Kelsey McQueeney, Chief Implementation Aide, Cannabis Control Commission Carla Aveledo, Esq., Policy and Legal Liaison, Cannabis Control Commission Katelyn Garside, Project Services Coordinator, Cannabis Control Commission Charon Rose, MPA, Chief of Public Affairs, Cannabis Control Commission

Chairperson Ahern called the meeting to order at 1:02 p.m.

The first item of business was:

Introductory remarks from the Chairperson, including:

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- Expressed appreciation to the staff for the work and preparation for the previous night's Social Equity Workshop.
- Expressed gratitude to Commissioner Oduyingbo for his attendance at the workshop.

The next item of business was:

Motion to approve the minutes of the Open Session Meeting held on July 18, 2025.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the minutes of the Open Session Meeting held on July 18, 2025.

The next item of business was:

Motion to approve the minutes of the Executive Session Meeting held on July 18, 2025.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the minutes of the Executive Session Meeting held on July 18, 2025.

The next item of business was:

Review, discussion and potential vote on the annual reporting requirement on diversity in the medical and adult use cannabis industry, to be submitted to the General Assembly by September 1, 2025, which included:

- Carla Aveledo, Esq., Policy and Legal Liaison to the Cannabis Control Commission, summarized the annual reporting requirement.
- Noted that licensees were sent a request for this report with responses due by August 15th.
- Chairperson Ahern noted the annual reporting requirement is one of several statutory reporting requirements under the Cannabis Act.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To authorize the staff to proceed with gathering information to submit the report to the General Assembly by September 1, 2025.

The next item of business was:

2025 Legislative session update presented by Chief of Public Affairs, Charon Rose, MPA, which included:

- Noted that 30 bills were tracked throughout the General Assembly session that had a direct impact on the Commission's work, with two ultimately being passed: Budget Article 3, Section 1 amending the Hemp Growth Act and the Hemp-Derived Beverages Resolution (S098A/H6270A).
- Provided key takeaways for Budget Article 3, Section 1 amending the Hemp Growth Act, including the transfer of authority over hemp and hemp-derived products from the Department of Business Regulation to the Cannabis Control Commission.
- Provided key takeaways of the Hemp-Derived Beverages Resolution (S098A/H6270A), including a request from the General Assembly that the Commission develop recommendations for regulating hemp-derived beverages by March 1, 2026.
- Commissioner Jacquard stated that hemp-derived beverages are not sold in Massachusetts and requested that staff include this issue in its research.
- Chair Ahern noted that the Massachusetts legislature also has the issue of hemp-derived beverages to study and review.
- Commissioner Jacquard questioned if creating a moratorium on hemp-derived beverages is a Commission issue or a legislative issue.

The next item of business was:

- Chief of Legal Services to the Commission provided a background to the three matters on the agenda for Commission determination, each of which were subject to the administrative process conducted in accordance with the Rhode Island Administrative Procedures Act and the Commission's regulations, which included:
    - Explained that each of the three matters began when Department of Business Regulation was the regulating authority and prior to the effective date of the Commission's regulations, and that the matters have since been transferred to the Commission's authority.
    - Explained that each matter was heard and decided by hearing officer Catherine Warren, who acted as the presiding officer in each matter in accordance with the Commission's regulations, and under the authority designated to her originally by the Director of the Department of Business Regulation, and later by the Chair of the Commission.
    - Explained that, in accordance with the Cannabis Act and the Commission's regulations, the presiding officer's determination in each matter serves as a recommendation to the Commission and become final once voted on by the Commission.

Review, discussion and potential vote to adopt, modify or reject the decision of the presiding officer In the Matter of THCBD, LLC, No.: 24OCR001, concerning the

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revocation of the respondent's cultivation license No. MMP CV 0117, which included:

- Chief of Legal Services provided a summary and explained that the presiding officer issued a decision in the matter on August 1, 2025, which contained findings of fact and conclusions of law, and that recommended that the respondents' medical marijuana and hybrid cannabis cultivator license No. MMP CV 0117 be revoked immediately; that the respondent immediately restore the Cannabis Offices' remote access to tis video surveillance system to ensure that all surveillance recordings are maintained and available for review by the Cannabis Office; that the respondent permit entry by the Cannabis Office to the cannabis establishment premises; that the respondent take immediate action to secure the premises and any cannabis located on the premises until further instruction by either the Commission, the Cannabis Office or law enforcement; and that the respondent owes the administrative penalty set forth in the original consent order.
- Chair Ahern read a point from the presiding officer's decision, "that this respondent's failure to comply with the consent order and its egregious statutory and regulatory violations of secreting cannabis and attempting to move and hide unregulated and untagged cannabis slated for destruction as well as its inability to comply with the basic and fundamental conditions of licensing justifies the revocation."

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To adopt in full the decision and recommendation of the presiding officer In the Matter of THCBD, LLC No.: 24OCR001.

The next item of business was:

Review, discussion and potential vote to adopt, modify or reject the final order of the presiding officer In the Matter of Green Wave CC, Inc., No.: 24OCR033, regarding the motion for reconsideration filed by Rhode Island Compassion Center, which included:

- Chief of Legal Services provided a summary and explained that the presiding officer issued a decision in the matter on August 1, 2025, which determined that Rhode Island Compassion Center (RICC) was time barred from seeking reconsideration of a 2024 order denying its motion to intervene, and, because RICC is not an intervenor and is not a party, it does not have standing to challenge the consent agreement entered into between Green Wave and the Cannabis Office.
- Counsel stated that, as a result of the determinations in the order, the presiding officer recommended that RICC's motion to reconsider the 2024 order denying its motion to intervene be denied, and that RICC's motion to vacate the consent

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agreement between the Cannabis Office and Green Wave Compassion Center also be denied.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To adopt in full the final order of the presiding officer In the Matter of Green Wave CC, Inc., No.: 24OCR033.

The next item of business was:

Review, discussion and potential vote to adopt, modify or reject the decision of the presiding officer In the Matter of Green Room Organics, LLC, No.: 22OCR003, concerning the motion for summary judgment filed by the Cannabis Office, which included:

- Chief of Legal Services provided a summary, noting that following a motion for partial summary judgment that was filed by the Cannabis Office, the respondent did not file an objection, and the matter was determined by the presiding officer based on the record, and the presiding officer issued a decision on August 4, 2025.
- It was noted that in the decision, the presiding officer determined that under applicable law the respondent was required to have a physical location in order to hold a cultivation license, and that the respondent had failed to comply with this statutory and regulatory licensing requirement. The presiding officer recommended that, as there were no disputed issues of material fact, the Cannabis Office's motion for summary judgment should be granted.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To adopt in full the decision of the presiding officer In the Matter of Green Room Organics, LLC, No.: 22OCR003.

The next item of business was:

Public Comment

Two people provided public comment, which included:

- Concern that requiring final zoning approval before submitting a retail cannabis license application is an unprecedented barrier to entry.
- Noted that the majority of retail cannabis establishment applicants do not understand that substantial resources, aside from capital, that are necessary to succeed.

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Adjournment:

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Jacquard, it was unanimously

VOTED: To adjourn the meeting at 1:50 p.m.

Next Meeting Date: **September 12, 2025, at 1:00 p.m. at the Public Utilities Commission, 89 Jefferson Boulevard, Warwick, RI 02886.**

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Cannabis Control Commission

STATE OF RHODE ISLAND

560 Jefferson Boulevard
Warwick, Rhode Island 02886

Cannabis Control Commission

Open Meeting Minutes

DATE:	**Monday, October 20, 2025**
TIME:	**9:30 a.m.**
PLACE:	**Public Utilities Commission** **89 Jefferson Boulevard** **Warwick, RI 02886**
MEMBERS PRESENT:	Chair Kimberly R. Ahern, Esq. Commissioner Robert B. Jacquard, Esq. Commissioner Olayiwola Oduyingbo, Esq.
MEMBERS ABSENT:	None
OTHERS PRESENT:	Michelle Reddish, MS, MPH Administrator, Cannabis Office Mariana Ormonde, Esq., Chief of Legal Services, Cannabis Control Commission Kelsey McQueeney, Chief Implementation Aide Officer, Cannabis Control Commission Carla Aveledo, Esq., Chief of Policy, Cannabis Control Commission Kelly Verte, Chief Financial Officer, Cannabis Control Commission Katelyn Garside, Project Services Coordinator, Cannabis Control Commission Charon Rose, MPA Chief of Public Affairs, Cannabis Control Commission Erica Ferrelli, Chief Regulatory Officer, Cannabis Office Suzanna Skolnik, Esq., Senior Legal Counsel, Cannabis Office

Chairperson Ahern called the meeting to order at 9:40 a.m.

The first item of business was:

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Introductory remarks from the Chairperson, which included:

- Welcomed attendees and thanked everyone for accommodating the change in meeting date.

The next item of business was:

Motion to approve the minutes of the Open Session Meeting held on September 12, 2025.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the minutes of the Open Session Meeting held on September 12, 2025.

The next item of business was:

Review, discussion, and potential vote on the Zone 1 Compassion Center vacancy application status, which included:

- Legal Counsel provided an overview of the background and timeline of the Zone 1 Compassion Center vacancy that has led to this point.
- Explained that Cannabis Office received, thoroughly reviewed, and deemed the application variance request filed by the remaining previously qualified applicant New Leaf Compassion Center as complete and qualified to proceed.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve New Leaf Compassion Center's Zone 1 variance request application as complete.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Jacquard, it was unanimously

VOTED: To approve New Leaf Compassion Center's Zone 1 variance request application to be qualified in accordance with the Commission's regulations, 560-RICR-10-10-1.8(G).

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To select New Leaf Compassion Center's as the provisionally approved applicant for the Zone 1 Compassion Center license.

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Update on Social Equity Applicant Status Certification process presented by Cannabis Control Commission Chief of Policy, Carla Aveledo, Esq., which included:

- Reviewed the timeline of Social Equity Applicant Status Certification (SEASC) process up to this point.
- Noted that there were 220 interest forms submitted and 94 completed applications submitted.
- Provided a high-level overview of the review process for certification and next steps, to include a ten-day statutory alternative evidence period.
- Explained that there will be an additional form available and process allowing for interest holder change requests following certification.

Following the presentation, Chairperson Ahern provided commentary, which included:

- Highlighted the Adult Use Cannabis Retail License application launch as a milestone that, alongside the Social Equity Applicant Status Certification Portal, reflects the Commission's commitment to equity, transparency, accountability, and public health.

The next item of business was:

Review, discussion, and potential vote on the Adult-Use retail application process, including recent public feedback with respect to final zoning requirements, which included:

- Chair Ahern noted that there was public feedback and factors outside of the Commission's control that have impacted internal timelines for the license application process.
- Proposed that applicants will have sixty (60) additional days after the application portal closes to demonstrate final zoning approval from the local municipality in which the proposed cannabis establishment is located.
- Noted that there is no intention on re-opening or changing the current regulations with respect to the issue of zoning.
- Provided a proposed timeline for the application process the first two quarters of 2026, which include the application review process, final zoning approval confirmation for submitted applications and a proposed random selection process in Spring 2026.
- Chair Ahern emphasized that the Commission and Cannabis Office reserve the right to calendar the random selection process at a different time, depending on a number of external factors.
- Commissioner Jacquard thanked those who provided public comment, and also indicated that there are applicants who are not having issues or require additional time for zoning approval.
- Commissioner Jacquard noted that adequate financing is a major factor in this issue.
- Commissioner Jacquard further noted that the Commission's regulations have been public for some time and that the public and potential applicants were on

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notice regarding zoning requirements and that there would not be extensions in the application process.

- Chair Ahern highlighted that there are municipalities that have been extremely proactive with respect to zoning issues for cannabis establishments, and other municipalities that have been less active, which can impact prospective applicants.
- Chair Ahern noted that the General Assembly through the Rhode Island Cannabis Act mandated that the Commission to work closely with social equity applicants with respect to assistance with financing through the Social Equity Program and Fund.
- Chair Ahern highlighted upcoming events to be held by the Commission and Cannabis Office, including an access to banking panel for prospective applicants.

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo,

Chair Ahern and Commissioner Oduyingbo VOTED to allow the Cannabis Office and staff to proceed with the Adult-Use retail application process in accordance with the proposed timeline in Q1 and Q2 of 2026 as was presented at the meeting.

Commissioner Jacquard VOTED against the motion.

The next item of business was:

Public Comment

8 people gave public comment, which included:

- Expressed disappointment on not being able to provide public comment prior to the Commission voting on issues listed on the agenda.
- Recommended that final zoning approval timeline for proposed cannabis establishments of Social Equity applicants be extended for sixty days, but not for all applicants.
- Noted that real estate is one of the largest barriers in terms of expenses for applicants, and the frequency or infrequency of municipal zoning meetings can create issues for timely zoning approval.
- Suggested potentially holding a separate random selection process for Social Equity applicants.
- Opposed time extensions to retail application period and random selection process.
- Expressed that many applicants have already expended money and effort into obtaining timely zoning approvals to comply with original application deadline.

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- Commended the Commission's vote regarding the proposed 2026 timeline and extending the deadline for final zoning approvals that will make the industry more accessible to a larger pool of applicants.
- Noted that there are a lot of applicants who don't have the capital to obtain zoning approval in advance of the application period, but who would still be great cannabis establishment operators if selected.
- Appreciated the thoughtful consideration of these issues by the Commission.
- Expressed that there are teams of applicants who are ready to go with business plans and other application documentation and that it would be a shame if final zoning approval requirements or denial precluded them from an opportunity at licensure.

The next item of business was:

Adjournment:

Upon motion made by Chairperson Ahern and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To adjourn the meeting at 10:39 a.m.

Next Meeting Date: **To be announced.**

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Cannabis Control Commission

S A L O RHODE ISLAND

560 Jefferson Boulevard
Warwick, Rhode Island 02886

Cannabis Control Commission

Open Meeting Minutes

DATE:	**Friday, November 14, 2025**
TIME:	**1:00 p.m.**
PLACE:	**Public Utilities Commission** **89 Jefferson Boulevard** **Warwick, RI 02886**
MEMBERS PRESENT:	Commissioner Robert B. Jacquard, Esq. Commissioner Olayiwola Oduyingbo, Esq.
MEMBERS ABSENT:	None
OTHERS PRESENT:	Michelle Reddish, Administrator, Cannabis Office Kelsey McQueeney, Administrative Officer, Cannabis Control Commission Carla Aveledo, Esq., Chief of Policy, Cannabis Control Commission Katelyn Garside, Project Services Coordinator, Cannabis Control Commission Charon Rose, Chief of Public Affairs, Cannabis Control Commission Erica Ferrelli, Chief Regulatory Officer, Cannabis Office Suzanna Skolnik, Senior Legal Counsel, Cannabis Office

Commissioner Jacquard called the meeting to order at 1:00 p.m.

The first item of business was:

Motion to approve the minutes of the Open Session Meeting held on October 20,

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2025.

Upon motion made by Commissioner Oduyingbo and duly seconded by Commissioner Jacquard, it was unanimously

VOTED: To approve the minutes of the Open Session Meeting held on October 20, 2025.

The next item of business was:

Public Comment

- Commissioner Oduyingbo acknowledged that the Commission currently has two sitting Commissioners following the resignation of former Chair Kim Ahern. He expressed gratitude for Chair Ahern's service and noted that the remaining Commissioners are fully prepared to continue the Commission's work.

6 people gave public comment, which included:

- Expressed concern that, despite the industry's maturation, many consumers still struggle to understand product potency, dosage, and product types, which may lead to misuse, confusion, and reluctance to engage with licensed operators.
- Raised concern that some applicants may secure a special use permit without realizing that the financial institution holding debt on the property—whether leased or owned—prohibits cannabis-related operations, creating significant challenges for those who purchase or rent property unaware of these restrictions.
- Expressed concern that the "sold-by" labeling requirement is causing delays for cultivators and manufacturers by forcing them to create retailer-specific labels for each order, which is time-consuming, costly, and generates unnecessary waste.
- Suggested that the Cannabis Office avoid requiring total cannabinoid or Delta-8 THC rest results on packaging due to limited space, and expressed hope that future regulations will align with new federal standards, favoring THC labeling per container rather than per serving.
- Expressed disappointment upon seeing a letter signed by the 20 attorneys general, including Rhode Island's, that stated that the hemp market nationwide was not only unregulated but marketed toward children, and we know very clearly that is not the case in Rhode Island.
- A request for a meeting with one of the Commissioners.

The next item of business was:

Review, discussion, and potential vote on the certification of approved Social Equity Applicants following the Social Equity Applicant certification process.

- Chief of Policy, Carla Aveledo, provided background on the Social Equity Applicant Status Certification process, which included that Commission staff, in

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partnership with third-party vendor Creative Services Inc. (CSI), completed the Social Equity Applicant Status Certification process and provided the Commission with a list of identified applicants who met the eligibility criteria for their review.

- Explained that of the 94 total applicants, 36 were identified as proposed social equity applicants based on their submission of sufficient and verifiable documentation that met the eligibility criteria that they applied under, noting that each individual application was thoroughly reviewed by CSI and Commission staff.
- Explained that following the Commission vote, those approved social equity applicants would be eligible to apply for a social equity retail license, and may also apply for other retail license types, as well as future grant funding from the Social Equity Assistance Program and Fund once selected for licensure.
- Expressed appreciation to CSI for their assistance and noted that all applicants would receive written notification as to whether they were certified or not via the Commission's social equity email later today.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the applicants who have been identified as successfully completing the Commission's certification process as approved and certify them as social equity applicants.

The next item of business was:

An update on the status of the Zone 3 Compassion Center license by Cannabis Office Administrator Michelle Reddish, which included:

- That Green Wave was issued a Compassion Center license on October 21, 2025, in accordance with the June 23rd consent agreement, and after paying the licensing fee and submitting a certificate of occupancy for the site location.
- Explained that GreenWave has until January 21st, 2026, to become fully operational per the Commission's regulations.
- Explained that GreenWave must submit the hybrid authorization application to be allowed to sell adult-use products, which is anticipated to be done soon.

The next item of business was:

Review, discussion and potential vote on a petition for rulemaking pursuant to 560-RICR-10-05-1.31(C), seeking amendment to 560-RICR-10-10-2.7.2(E)(2) of the Commission's regulations, to remove the requirement that retail-ready cannabis product packaging be labeled with the business name and license number of the cannabis establishment selling the product.

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- Cannabis Office Senior Legal Counsel, Suzannah Skolnik, explained that on November 7, 2025, the Commission received email correspondence from Kevin Hoffman, managing member of Firebrand LLC, license number CV0076 in North Kingstown, requesting that the regulation requiring that retail-ready cannabis packaging display the business name and license number of the retail location selling the product be removed.
- The request will be treated as a petition for rulemaking, and the Commissioners had been provided with Mr. Hoffman's petition and related research in advance of the meeting to inform their discussion and questions.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To initiate rulemaking to amend 560-RICR-10-10-2.7.2(E)(2) of the Commission's regulations, to remove the requirement that retail-ready cannabis product packaging be labeled with the business name and license number of the cannabis establishment selling the product.

The next item of business was:

Review, discussion, and potential vote to approve the proposed final regulation entitled "Rhode Island Industrial Hemp Program," 560-RICR-10-20-1 and authorize Commission staff to file the final regulation with the Office of the Secretary of State in accordance with the APA.

- Chief of Policy Carla Aveledo explained that, following the July Commission meeting, existing hemp regulations were promulgated as an emergency rule to transition authority from the Department of Business Regulation (DBR) to the Commission, which currently remain in effect.
- For the proposed rule, the public comment period closed on October 20th, with 231 individual comments received.
- At this time, no changes are being made to the proposed regulation based on the comments received, and staff will continue monitoring federal hemp legislation to ensure compliance; all public comments received were provided to the working group for the legislatively mandated study on intoxicating hemp products to assess for future regulatory and statutory changes.
- The proposed final regulation implements existing statutory and regulatory requirements without adding new burdens or costs, and the Commission was asked to vote to allow staff to finalize and file the proposed final rule with the Secretary of State's Office.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the proposed final regulation entitled "Rhode Island Industrial Hemp Program," 560-RICR-10-20-1 and authorize Commission staff to

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file the final regulation with the Office of the Secretary of State in accordance with the APA.

The next item of business was:

Executive Session

At 1:35 p.m., upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo it was unanimously voted:

To go into Executive Session, pursuant to R.I. Gen. Laws § 42-46-5(a)(1), for the purpose of:

a. Vote to approve minutes of the Executive Session held on September 12, 2025, pursuant to R.I. Gen. Laws § 42-46-5(a)(1).

b. Review, discussion, and potential vote on the Commission's hiring of two Chief Public Protection Inspectors, pursuant to R.I. Gen Laws § 42-46-5(a)(1).

The next item of business was:

Motion to return to Open Session.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To return to Open Session at 1:42 p.m.

The next item of business was:

Motion to seal the minutes of the Executive Session on November 14, 2025.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To seal the minutes of the Executive Session on November 14, 2025.

The next item of business was:

Report out on actions and votes taken in Executive Session, which included:

Commissioner Jacquard reported the following Commission action(s):

a. Voted to approve the minutes of the Executive Session held on September 12, 2025, pursuant to R.I. Gen. Laws § 42-46-5(a)(1).

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b. Voted to allow Administrator Reddish to extend employment offers to the two recommended candidates for the two Chief Public Protection Inspectors positions, pursuant to R.I. Gen Laws § 42-46-5(a)(1).

Adjournment:

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To adjourn the meeting at 1:45 p.m.

Next Meeting Date: **TBD.**

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 15

April 17, 2026 CCC open-session meeting minutes.

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Submitted: 9/26/2026 4:28 PM
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Reviewer: J'Lyn D.

Cannabis Control Commission

STATE OF RHODE ISLAND

560 Jefferson Boulevard
Warwick, Rhode Island 02886

Cannabis Control Commission

Open Meeting Minutes

DATE:	**Friday, April 17, 2026**
TIME:	**2:00 p.m.**
PLACE:	**Public Utilities Commission (PUC)** **89 Jefferson Boulevard** **Warwick, RI 02886**
MEMBERS PRESENT:	Commissioner Robert B. Jacquard, Esq. Commissioner Olayiwola Oduyingbo, Esq.
MEMBERS ABSENT:	None
OTHERS PRESENT:	Michelle Reddish, Administrator, Cannabis Office Mariana Ormonde, Esq., Chief of Legal Services, Cannabis Control Commission Kelsey McQueeney, Chief Implementation Aide, Cannabis Control Commission Carla Aveledo, Esq., Chief of Policy, Cannabis Control Commission Katelyn Garside, Project Coordinator, Cannabis Control Commission Charon Rose, Chief of Public Affairs, Cannabis Control Commission Kelly Verte, Chief Financial Officer, Cannabis Control Commission Erica Ferrelli, Chief Regulatory Officer, Cannabis Office Suzanna Skolnik, Esq., Senior Legal Counsel, Cannabis Office

Commissioner Jacquard called the meeting to order at 2:00 p.m.

- Commissioner Jacquard acknowledged that the Commission anticipated questions regarding the recent federal court order and its impact on the continuation of the Commission's licensing process.

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- Expressed the Commission's intent to address and alleviate concerns.
- Reaffirmed that licensing remains a top priority for the Commission.

The first item of business was:

Motion to approve the minutes of the Open Session Meeting held on March 13, 2026.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the minutes of the Open Session Meeting held on March 13, 2026.

The next item of business was:

Motion to approve the minutes of the Open Session Meeting held on April 14, 2026.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the minutes of the Open Session Meeting held on April 14, 2026.

The next item of business was:

Presentation by Chief of Legal Services, Mariana Ormonde, Esq., to include an overview of the travel and status of pending litigation in *John Kenney v. Rhode Island Cannabis Control Commission, et al.*, 24-00252, *Justyna Jensen v. Rhode Island Cannabis Control Commission, et al.*, 24-00191, and *Justin Palmore v. Rhode Island Cannabis Control Commission, et al.*, 25-00622.

- Chief of Legal Services, Mariana Ormonde, Esq., provided a summary of the three pending federal court cases, noting that they each allege violations of the Dormant Commerce Clause and seek a declaratory judgment, and that the Jensen and Palmore cases also raise Equal Protection claims related to social equity applicant eligibility based on residency.
- Explained that the Commission is a state agency and is bound to follow the statute, and that the Commission's regulations mirror the Cannabis Act, both of which are being challenged in the court cases.
- Outlined the procedural history of the cases, noting that each plaintiff was provided the opportunity and time to apply in the current application process, and that only Plaintiff Kenney applied after being offered the opportunity.
- Explained that the preliminary injunction issued by the Court currently prohibits the Commission from continuing the application review and licensing process until it is lifted by the Court

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- Noted that the Commission is monitoring pending legislation that could impact the outcome of the cases.
- Explained that there is no well settled case law or precedent in cannabis law, which is a constantly evolving and highly litigious area of law. Noted that until the Court order there was nothing legally stopping the Commission from proceeding with the application and licensing process.
- Commissioner Oduyingbo emphasized that the Commission moved forward with the application and licensing process when permitted, noted that the recent decision has changed these circumstances, and stated that the intent is to continue progressing to the extent possible despite the setback.
- Commissioner Jacquard agreed with the summary and reiterated that the Commission has explored every possible way to expedite the process, noting a shared sense of urgency among those involved.

The next item of business was:

Public Comment

6 people gave public comment, which included:

- Expressed appreciation for the additional time, emphasized urgency, and raised concerns that ongoing litigation and the preliminary injunction will cause further delays and uncertainty.
- Argued that the injunction is overly broad and improperly treats certain applicants as indispensable while excluding others, noting that applicants such as his client cannot intervene to raise these issues.
- Suggested both legislative and administrative solutions, including granting the Cannabis Office authority to proceed with merit-based licensing, and proposed issuing additional licenses to the litigants to remove the injunction.
- Expressed appreciation for the legal update on the pending litigation and acknowledged the Commission's efforts but raised concerns about fear in the industry and potential delays or limitations in the license rollout.
- Emphasized that delays harm small businesses, workers, and consumers by driving purchasing activity to the illicit market.
- Urged the Commission to pursue every possible avenue to accelerate the licensing process for the benefit of Rhode Islanders.
- Expressed concern with two issues: a petition for rulemaking submitted the prior day and the use of state residency requirements in benefit programs such as the social equity program.
- Cited examples from other states to support priority licensing for social equity applicants and referenced legislative findings supporting the Social Equity Assistance Program and Fund, noting that state benefit programs typically include residency requirements.
- Emphasized that cultivators have struggled for an extended period and need retail licenses issued as soon as possible.

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- Noted that delays are causing ongoing harm and urged the Commission to consider all options, including litigation settlement with the plaintiffs, to move the process forward quickly.
- Noted they have been outspoken to ensure the voices of those he represents—particularly worker-owned businesses—are heard, and criticized the inclusion of residency requirements in the statute as a foreseeable issue.
- Urged the Commission not to pursue actions that could cause further delays, especially in defending provisions unlikely to succeed, noting the pending legislation to remove residency requirements in the statute.
- Emphasized the broader impact on stakeholders and applicants, questioned recurring structural shortcomings, and called for a more effective and transparent approach to support a stronger business environment in Rhode Island.
- Emphasized the need for stability for small hemp businesses, noting that ongoing uncertainty is costly and destabilizing.
- Urged the Commission not to approve the petition for rulemaking that was on the agenda, arguing that blanket THC limits are not evidence-based and fail to account for differences between product categories.
- Advocated for a more science-based, category-specific approach and suggested allowing licensed THC cultivators to participate while the adult-use rollout remains paused.

The next item of business was:

Review, discussion and potential vote on a petition for rulemaking, pursuant to 560-RICR-10-05-1.31(C), requesting that 560-RICR-10-20-1.5(A)(2) of the Commission's Hemp regulations be amended to permit 1 mg total THC per container instead of per serving, as set forth in the definition of "Acceptable Hemp THC level."

- Chief of Legal Services, Mariana Ormonde, Esq., summarized the petition for rulemaking, explaining that it seeks to amend 560-RICR-10-20-1.5(A)(2) to allow 1 milligram of total THC per container, rather than per serving.
- Commissioner Oduyingbo stated that he believed the petition is premature and that the timing is not appropriate.
- Commissioner Jacquard agreed, expressing appreciation for the issue being raised while noting that related legislation has been introduced in the General Assembly and encouraged the petitioner to testify during the legislative process.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To deny the petition for the reasons discussed by the Commission.

The next item of business was:

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Review, discussion and potential vote to adopt, modify or reject the decision of the presiding officer In the Matter of RTG Industries, Inc. d.b.a Hank's Herbs, No.: CCC 2025-002, cultivation license No. MMP CV 0037, concerning whether the licensee's billboard advertising violated 560-RICR-10-10-2.8(B)(4)(c) of the Commission's regulations.

- Chief of Legal Services, Mariana Ormonde, Esq., summarized that the matter was an enforcement action and was decided by the presiding officer based on agreed upon facts and briefing by both parties, addressing the issue of whether the respondent's billboard imagery violated § 2.8 of the Operations regulations which prohibits cartoon characters and drawings that could be attractive to children.
- Noted that the presiding officer, hearing officer Catherine Warren, issued a written decision and recommendation on April 8, 2026, finding that the respondent's image did violate the Commission's regulations and recommending that the respondent cease and desist from using the noncompliant image.
- Commissioner Oduyingbo commended the hearing officer's thorough analysis of the facts and law, emphasizing the importance of protecting minors, including middle and high school-aged individuals, and supporting the clear application of restrictions on cartoon-like imagery.
- Commissioner Jacquard agreed, noting the issue centered on whether the billboard image constituted a cartoon, and stated that, based on his review of the image and applicable law, it did appear to meet that threshold. He added that similar restrictions are widely adopted in other jurisdictions and should not be surprising, while also noting that use of such imagery in broader branding could potentially raise compliance concerns.

Upon motion made by Commissioner Oduyingbo and duly seconded by Commissioner Jacquard, it was unanimously

VOTED: To adopt the decision and recommendation of the presiding officer.

The next item of business was:

Review, discussion and potential vote on the pending variance request of hybrid cannabis retailer Ocean State Controlled Botanicals, d.b.a Newport Cannabis Co. (MMP CC 002), to move its retail premises and operations from 1637 West Main Road in Portsmouth to 29 JT Connell Highway in Newport.

- Chief of Legal Services, Mariana Ormonde, Esq., summarized the variance request, explaining that Ocean State Controlled Botanicals, LLC, d.b.a. Newport Cannabis Company, requested to relocate its retail operations from its current location in Portsmouth to a new location in Newport while maintaining is cultivation facility in Warwick. She noted that the request meets all regulatory requirements and recommended conditional approval, subject to completion of outstanding due diligence items and inspections.

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Upon motion made by Commissioner Oduyingbo and duly seconded by Commissioner Jacquard, it was unanimously

VOTED: To conditionally approve the variance request, subject to the completion of any outstanding due diligence items and inspections.

The next item of business was:

Executive Session

At 2:50 p.m., upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo it was unanimously voted:

To go into Executive Session, pursuant to R.I. Gen. Laws § 42-46-5(a)(1), for the purpose of:

a. Vote to approve minutes of the Executive Session held on April 14, 2026, pursuant to R.I. Gen. Laws § 42-46-5(a)(1).

b. Update and discussion on pending litigation in *John Kenney v. Rhode Island Cannabis Control Commission, et al.,* 25-1173, pursuant to R.I. Gen. Laws § 42-46-5(a)(2).

c. Update and discussion on pending litigation in *Justyna Jensen v. Rhode Island Cannabis Control Commission, et al.,* 25-1132, pursuant to R.I. Gen. Laws § 42-46-5(a)(2).

d. Update and discussion on pending litigation in *Justin Palmore v. Rhode Island Cannabis Control Commission, et al.,* 25-00622, pursuant to R.I. Gen. Laws § 42-46-5(a)(2).

The next item of business was:

Motion to return to Open Session.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To return to Open Session at 3:33 p.m.

The next item of business was:

Motion to seal the minutes of the Executive Session on April 17, 2026.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

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VOTED: To seal the minutes of the Executive Session on April 17, 2026.

The next item of business was:

Report on actions and votes taken in Executive Session, which included:

Commissioner Oduyingbo reported the following Commission action(s):

a. Vote to approve minutes of the Executive Session held on April 14, 2026, pursuant to R.I. Gen. Laws § 42-46-5(a)(1).

The next item of business was:

Next Meeting Date: To be announced.

Adjournment:

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To adjourn the meeting at 3:34 p.m.

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

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EXHIBIT 16

July 24, 2026 CCC “Update on AUR License Process” presentation concerning nullification of prior applications, refunds, and the restarted application process.

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Update on Adult-Use Retail License Process July 24, 2026

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Past Progress

April 2026:

- Federal District Court issued preliminary injunction in Jensen v. CCC and Kenney v. CCC ceasing ongoing CCC license application process
- Commission appealed court order stopping its processes

May 2026:

- Legislation introduced at General Assembly to amend Cannabis Act

June 2026:

- Proposed legislation amending Cannabis Act passed and signed into law

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Changes to the Cannabis Act

- Removes all residency requirement language
- Removes references to “disproportionately impacted area”
- Streamlines social equity qualification criteria
- Expands the definition of “member of an impacted family”
- Voids past application processes and mandates new processes
- Does not require regulatory reform to proceed

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Current Status

- Motions to Dissolve the Injunction and for a Ruling from the Federal District Court
- Nullify Past Applications
- Issue Refunds of License Application Fees
  - Email confirmation
  - Paper checks mailed to original payor

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Looking Ahead

- New Social Equity Certification Process Using New Criteria
  - Reengaging with prior vendor CSI
  - Similar process, different criteria
- New Retail License Application Process
  - Engaging third party vendors and working to ensure streamlined process
  - Similar process, same application criteria
- All Available Licenses
- No Confirmed Lauch Dates, Expect to Meet Statutory Start Dates

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Cannabis Control Commission

Website: https://ccc.ri.gov/

Email: cccinquiry@ccc.ri.gov

Phone: 401-921-3010

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STATE OF RHODE ISLAND SUPERIOR COURT
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Ancora Partners, LLC d/b/a Flower & Pot
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EXHIBIT 17

Required-item cover sheets and related forms from the CCC file copy of Ancora’s December 29, 2025 retail application, including the December 17, 2025 Cranston zoning determination.

Cannabis Control Commission
STATE OF RHODE ISLAND

AUR Form 1 – General Contact Information, Taxpayer Identification and Affirmations

1	**APPLICANT NAME** **(legal name, and any d/b/a name(s), if applicable)**	Ancora Partners LLC d/b/a Flower & Pot You must attach the following documents to this Form: • Articles of Incorporation filed with RI Secretary of State (SOS) • Certificate of Good Standing from the RI SOS • Evidence of filing a Fictious Business Name Statement with the SOS, if applicable
	APPLICATION ZONE#	4 (Note separate applications and application fees are required to apply in multiple zones)
2	**BUSINESS STREET ADDRESS**	[redacted]
3	**CITY, STATE, ZIP**	[redacted]
4	**STREET ADDRESS OF PROPOSED LICENSED PREMISES FOR RETAIL SALES OF CANNABIS**	1112 Reservoir Avenue
5	**CITY, STATE, ZIP**	Cranston, RI 02910
6	**PLAT#/LOT# OF PROPOSED LICENSED PREMISES FOR RETAIL SALES OF CANNABIS**	Plat 9, Section 2, Lot 2713

Filed in Provid ence/B risto l Coun ty Sup erior Court: 8/26/2024 4:57 PM Envelope: 2800626 Reviewer: Jay C-up 20eri 26or

Cannabis Control Commission
STATE OF RHODE ISLAND

AUR FORM 2 – Disclosure of Owners and Other Interest Holders

Name of Applicant: Ancora Partners LLC d/b/a Flower & Pot

Section I: Owners and Other Interest Holders

List (A.) all persons and/or entities with any ownership interest with respect to applicant, **and** (B.) all officers, directors, members, managers or agents of applicant, **and** (C.) all persons or entities with managing or operational control with respect to applicant, its operations, the license and/or licensed facilities whether they have an ownership interest or not, **and** (D.) all investors or other persons or entities with any financial interest whether they have ownership interest or not, **and** (E.) all persons or entities that hold interest(s) arising under shared management companies, management agreements, or other agreements that afford third-party management or operational control with respect to applicant, its operations, the license and/or the licensed facilities (all persons and entities described in (A)-(E) being hereinafter individually referred to as an "Interest Holder" and collectively referred to as "Interest Holders").

To the extent that any Interest Holder is an entity (corporation, partnership, LLC, *etc.*), list all Interest Holders in that entity until all such Interest Holders are identified and disclosed down to the individual person level. Attach a separate sheet(s) if necessary.

A. LIST ALL PERSONS AND/OR ENTITIES WITH ANY OWNERSHIP INTEREST IN APPLICANT (including corporation stockholders, LLC members, and partners if a partnership; this includes parent companies if applicant is a subsidiary of another entity).

To the extent that any Interest Holder is an entity (corporation, partnership, LLC, *etc.*), list all Interest Holders in that entity until all such Interest Holders are identified and disclosed down to the individual person level.

Name of person or entity	SSN/FEIN	DOB	Email Address
Lisa Ann Pontarelli	[redacted]	[redacted]	lisapontarelli@yahoo.com

Address (residence if person; business address if entity)	City	State	ZIP	Phone Number
[redacted]	[redacted]	[redacted]	[redacted]	401-241-9616

Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title	Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.)	Ownership interest in **applicant**.
Ancora Partners LLC ; Role/Title: Managing Member	[redacted]	[redacted]

Name of person or entity	SSN/FEIN	DOB	Email Address
David Rozen	[redacted]	[redacted]	david@ancoraadvisors.net

Address (residence if person; business address if entity)	City	State	ZIP	Phone Number
[redacted]	[redacted]	[redacted]	[redacted]	401-714-5362

Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title	Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.)	Ownership interest in **applicant**.
Ancora Partners LLC ; Role/Title: Member and Capital Contributor	[redacted]	[redacted]

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Cannabis Control Commission
STATE OF RHODE ISLAND

AUR Form 3 – Owners and Interest Holders Certification Statement Form

On behalf of Applicant, and with respect to Applicant and each of the Interest Holders/Key Persons described in Form 2, the undersigned certifies as follows:

	Yes	No
1. Has Applicant or any Interest Holder thereof or any cannabis business entity or its equivalent in which such persons hold or have held an interest or a cannabis license, registration or authorization in another state or jurisdiction, ever been disciplined (discipline includes without limitation any denial, suspension, revocation, fines or other sanction of the license, registration or authorization) by any state or jurisdiction? If "Yes" provide a brief explanation, copies of all documentation and name/address/phone number/contact person for the licensing/registration/ authorization authority.	☐	☒
2. Has Applicant and/or any Owner or Interest Holder ever been denied a professional license, privilege of taking an examination, or had a professional license or permit revoked or suspended by a licensing authority in Rhode Island or any other state or jurisdiction (discipline includes without limitation any denial, suspension, revocation, fines or other sanction of the license, registration or authorization)? If "Yes" provide a brief explanation, copies of all documentation and name/address/ phone number/contact person for the licensing/registration/authorization authority.	☐	☒
3. Is any Owner or Interest Holder employed by the State of Rhode Island? If "Yes" please describe below.	☐	☒
Click or tap here to enter text.		

Filed in Providence Case/Business Name Submitted: Environmental Review Document: PSC-up6 20eri4: 28 26or 00 Lv

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Cannabis Control Commission
STATE OF RHODE ISLAND

AUR Form 4 – Business License Identification Form

Applicant hereby state(s) as follows:

With respect to Applicant and any Owner or Interest Holders described in Form 2, Section I, such persons are currently or have been previously licensed, registered or authorized to produce or otherwise deal in the manufacture or distribution of cannabis in any form, in the below states or jurisdictions and corresponding agency or authority.

State & Name of Agency	Type of License	Name of Licensee	License or Registration #
None			

Applicant disclosed and provided any and all denial, suspension, revocation, fines, or other sanction of the license, registration or authorization listed above as instructed in AUR FORM 3.

Applicant hereby authorizes: (1) the Cannabis Control Commission to contact the agencies indicated above for information regarding Applicant and the licenses/registrations listed above; and (2) such other state agencies to provide any and all information requested by the Commission regarding the licenses/registrations. If requested by the Commission, Applicant will provide any additional authorization required by any of the state agencies to provide information requested by the Commission.

The undersigned hereby acknowledges and agrees that Applicant has a continuing obligation to disclose any changes and shall provide written notice to the Commission within sixty (60) days of any change of the information provided and the statements made in this AUR Form 4 and that each such notice shall include an updated AUR Form 4.

Under penalty of perjury, I hereby declare and verify that all statements on and information submitted with this AUR Form 4 are complete, true, correct, and accurate.

Lisa A Pontarelli
Signature of Authorized Signatory

12/17/2025
Date

Lisa Ann Pontarelli
Printed Name:
Print Title: Managing Member
Print Name of Applicant: Ancora Partners LLC d/b/a Flower & Pot

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Ancora Partners LLC d/b/a Flower & Pot

Application Section: AUR Exhibit A – Material Financial Interests

List of Relevant Interest Holders:

1. Lisa Pontarelli
2. David Rozen
3. Robert Coupe

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Ancora Partners LLC d/b/a Flower & Pot

Application Section: AUR Exhibit B – Operations Manual

List of Relevant Interest Holders:

1. Lisa Pontarelli
2. David Rozen
3. Robert Coupe

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Ancora Partners LLC d/b/a Flower & Pot

Application Section: AUR Exhibit C – Business Plan

List of Relevant Interest Holders:

1. Lisa Pontarelli
2. David Rozen
3. Robert Coupe

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Ancora Partners LLC d/b/a Flower & Pot

Application Section: AUR Exhibit D – Security and Safety Plan

List of Relevant Interest Holders:

1. Lisa Pontarelli
2. David Rozen
3. Robert Coupe

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AUR EXHIBIT E(i)
PROPOSED LICENSED PREMISES

i. The proposed Licensed Premises, including street address, plat/lot number and zoning district.

Ancora Partners LLC d/b/a Flower & Pot is proposing to locate its licensed Adult-Use Cannabis Retail facility in an existing, 3,115 square foot building in Cranston, Rhode Island.

Street Address: 1112 Reservoir Avenue, Cranston, Rhode Island 02910

Plat/Lot Number: Plat 9, Section 2, Lot 2713

Zoning District: Commercial C-1

Geographic Zone: Zone 4

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Ancora Partners LLC d/b/a Flower & Pot

Zoning Determination / Compliance Confirmation Letter from the City of Cranston

Application Section: Premises – AUR Exhibit E.ii.

Attached hereto is the Zoning Determination/Compliance Confirmation Letter from the City of Cranston for 1112 Reservoir Ave, Cranston, RI 02910, regarding the proposed property for the Adult-Use Retail License Application of Ancora Partners LLC.

List of Relevant Interest Holders:

1. Lisa Pontarelli
2. David Rozen
3. Robert Coupe

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Kenneth Hopkins
Mayor

Stanley Pikul
Acting Building & Zoning Official

Building Inspections

Zoning & Code Enforcement

Minimum Housing

Department of Building Inspections

December 17, 2025

Kelley Morris Salvatore
Darrow Evertt, LLP
One Turks Head Place, Suite 1200
Providence, RI 02903

Ancora Partners, LLC
[redacted]

Re: Request for Zoning Determination
Retail Cannabis
1112 Reservoir Avenue AP 9, Lot 2713

Dear Sir or Madam,

I am in receipt of your request for and updated zoning determination and the circumstances surrounding the granting of building permit #136704 on April 9, 2024, and a subsequent approval for electrical permit(s) #145609 and #150289 on April 8, 2025, and November 26, 2025, respectively for a "by right" retail cannabis use at the referenced property (the "property").

The submission of the building permit on November 15, 2023, and the DPRC complete application submitted on December 15, 2023, vests Ancora Partners, LLC in the ordinance provisions including the Schedule of Uses, effective on and until December 15, 2023. Accordingly, I hereby state that the Property is not subject to Sec. 17.25.50 of the Cranston City Code and the "by right" use of the Property for the sale of retail cannabis shall be subject only to DPRC approval that was granted on January 17, 2024; state approvals including retail cannabis license and any other state approvals; as well as the issuance of a building permit which was referenced above was granted on April 9, 2024, followed by an electrical permit granted on April 8, 2025 and November 26, 2025 respectively; and finally inspections and certificate of occupancy.

Please advise if you require additional information.

Sincerely,

Stanley Pikul
Acting Chief Zoning Code Enforcement Officer

Cc: Christopher T. Millea, City Solicitor
Stephen Marsella, Asst. City Solicitor
Beth Ashman, Director of Planning

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AUR EXHIBIT E(III)
500-FOOT SETBACK EVIDENCE

Evidence that the physical location is not located within five hundred feet (500') of the property line of a preexisting public or private school in compliance with R.I. Gen. Laws § 21-28.11-17.1 as demonstrated by a map showing Applicant's property, the 500-foot distance from the property line and any schools.

Attached hereto please find a map showing that Ancora Partners LLC d/b/a Flower & Pot's property located at 1112 Reservoir Avenue, Cranston, Rhode Island 02910 is not located within five hundred feet (500') of the property line of a preexisting public or private school in compliance with R.I. Gen. Laws § 21-28.11-17.1.

[SEE MAP ATTACHED ON FOLLOWING PAGE]

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AUR EXHIBIT E(IV)
DRAFT FLOOR PLAN, SITE PLAN, AND PARKING DIAGRAM

Attached hereto please find a floor plan with security overlay, site plan, and parking diagram for Ancora Partners LLC d/b/a Flower & Pot's proposed facility located at 1112 Reservoir Avenue, Cranston, Rhode Island 02910. These attachments demonstrate the following:

1. Where cannabis will be received, stored and dispensed;
2. What activities occur in each room;
3. Walls, partitions, entrances, and exits;
4. Location of security alarms, cameras, and surveillance recording equipment;
5. Client access areas, restricted-access areas, and limited-access areas;
6. A diagram of all proposed on-site and off-site parking capacity (including spaces for persons with disabilities);
7. The location of the facility relative to streets and other public areas, and any other relevant information.

[SEE FLOOR PLAN, SITE PLAN, AND PARKING DIAGRAM ATTACHED]

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AUR EXHIBIT E(V)
DESCRIPTION OF MEASURES TO ENSURE CANNABIS IS NOT VISIBLE FROM PUBLIC AREAS

Ancora Partners LLC d/b/a Flower & Pot ("Ancora") is committed to being both compatible with and respectful to the local community. To that end, for the retail cannabis establishment proposed to be located at 1112 Reservoir Avenue in the City of Cranston, various objective parameters and proposed measures ensure that cannabis at the premises will not be visible from the street or other public areas.[1]

The facility on the property is set back from Reservoir Avenue, which is located over 20 feet from the front entranceway of the facility. The facility includes a glass window front entrance and two windows in the retail sales area, one of which faces Reservoir Avenue, and the other of which faces the side parking lot. All windows will feature appropriate black-out shades ("smart" shades, or film) sufficient to ensure that cannabis and cannabis products are not visible from the exterior of the premises. All ground-level windows will also be covered with 3M™ Safety & Security Window Film (or similar), which will further obscure the premises and any cannabis or cannabis products from exterior visibility.

Except for cannabis and cannabis products that may be displayed for display purposes only on the retail sales floor during business hours[2], as well as cannabis and cannabis products that are actively being sold to consumers at point-of-sale stations, all cannabis and cannabis products will be securely stored at all times in a locked vault room or fulfillment room with no exterior windows or doors.[3] Ancora will also strictly prohibit the use of cannabis and cannabis products on the premises, including any parking areas that are designated for customer or employee use or otherwise within the control of Ancora.[4]

Ancora will install additional security-grade fencing around the facility, with a minimum height of six feet. Fencing will run along the side of the parking lot adjacent to the Pocasset River, along the rear of the property; and along the Delway Road side of the property, with a security gate for vehicles entering the property for deliveries. For any authorized transport vehicles, cannabis and cannabis products will not be visible from outside the vehicle.[5] Ancora will also develop an enclosed delivery parking area, which will remain under continual video surveillance and will allow for the delivery of cannabis and cannabis products to the facility in such a way that is not visible from the street or other public areas.

Ultimately, Ancora takes its responsibilities to protect its facility, employees, customers, and the community at large very seriously. Ancora intends to operate an unassuming adult-use cannabis retail facility, and these objective parameters and proposed measures will ensure that cannabis at the premises will not be visible from the street or other public areas.

---

[1] 560-RICR-10-10-1.3.1(A)(5)(f).
[2] 560-RICR-10-10-2.12(C).
[3] 560-RICR-10-10-2.13(B)(5).
[4] 560-RICR-10-10-2.15(A).
[5] 560-RICR-10-10-2.16(A)(3)(e).

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Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

AUR EXHIBIT E(VI)
EVIDENCE OF PROPERTY OWNERSHIP OR LEASE AGREEMENT

Documents evidencing either ownership of property or lease agreement with owner of property to allow the operation of an Adult-Use Cannabis Retail establishment.

Attached hereto please find a Lease Agreement dated July 14, 2023 by and between Wired 2Ten, LLC ("Wired 2Ten") and Ancora Partners LLC d/b/a Flower & Pot ("Ancora") for the property located at 1112 Reservoir Avenue, Cranston, Rhode Island 02910. Please note that Wired 2Ten and Ancora executed a Lease Amendment Agreement on December 15, 2025, which is also attached along with the Lease Agreement.

[SEE LEASE AGREEMENT AND LEASE AMENDMENT AGREEMENT ATTACHED]

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 18

Transcript of the April 17, 2026 CCC meeting.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
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Reviewer: J'Lyn D.

April 17, 2026 (1).docx

00:00 --> 00:28
Good afternoon, everyone. Good afternoon. Good afternoon, everyone. Good afternoon. It's Friday, April 17th. It's two o'clock and we have a quorum of the Canvas Control Commission. We're here at the PUC and I'm going to call the meeting to order. I'd like to begin with some introductory remarks.
00:28 --> 00:57
We know it has been a busy week and you may have lots of questions following last week's federal court order and joining the Commission from continuing the process of licensing applications, from continuing to process license applications and from conducting a selection process. We hope today's meeting can clarify some of the questions and quell some of the concerns you have. Issuing retail licenses remains the top priority
00:57 --> 01:16
for the Commission and we are committed to working hard to get us back on track to doing so. In a few moments, you will hear from our legal counsel regarding the status of the litigation and following her briefing, we will have a public comment section and you'll have an opportunity to speak then.
01:16 --> 01:30
I'd like to move to agenda item B. I move to approve the minutes of the open session meeting held on March 13, 2026. Is there a second?
01:30 --> 01:31
I second that.
01:31 --> 01:32
All in favor?
01:32 --> 01:32
Aye.
01:33 --> 01:44
Aye. The eyes have it. Agenda item C. I move to approve the minutes of the open session meeting held on April 14, 2026.
01:44 --> 01:46
I second that. I second that.
01:46 --> 01:47
All in favor? Aye.
01:48 --> 01:49
The eyes have it.
01:51 --> 02:00
Next, we're going to move out of order a little bit, as I said before, to agenda item E, a presentation by Chief of Legal Services, Mariana Ormond,
02:00 --> 02:07
to include the overview of the travel and status pending litigation, Penny versus the Cannabis Control Commission,
02:08 --> 02:14
Jensen versus the Cannabis Control Commission, and Almond versus Cannabis Control Commission.
02:15 --> 02:19
The presentation may resolve some of the questions and confusion regarding the pending lawsuits,
02:20 --> 02:26
and then following that, we'll go back to the public hearing session, or the public comment section.
02:29 --> 02:35
Before, I guess we'll go to you, Mariana.
02:35 --> 02:35
Thank you.
02:39 --> 02:40
Thank you, Commissioner.
02:41 --> 02:42
Thank you.
02:46 --> 02:54
So, last week, the Federal District Court for the District of Rhode Island issued an order in joining the Commission's application and licensing processes.
02:55 --> 03:01
This presentation will hopefully resolve some of the questions and provide some clarity as to the court's order.

03:01 --> 03:17
With that said, I would like everyone to know that these cases are still active and ongoing, so I cannot discuss strategy or similar topics, as anything I say in this public forum could be used against us in the court case.
03:20 --> 03:28
These are the three currently pending cases that are at the center of the recent order issued by the Federal District Court.
03:28 --> 03:40
All of the court filings, memoranda, and arguments made in these cases are public records, and they are available on the court's PACER system, or they can be found elsewhere on the Internet.
03:40 --> 03:52
The Jensen and Kenney cases were filed in the spring of 2024, and the Palmore case was filed most recently in November of 2025.
03:57 --> 04:02
There are three main causes of action set forth in these three cases.
04:02 --> 04:10
All three cases allege violations of the Dormant Commerce Clause and request a declaratory judgment from the court.
04:10 --> 04:17
The Jensen and Palmore cases additionally alleged violations of the Equal Protection Clause.
04:17 --> 04:28
To give a very simple, basic explanation of the Dormant Commerce Clause, it prevents the states from adopting protection as measures and thus preserves a national market for goods and services.
04:29 --> 04:37
To broadly summarize, excuse me, to briefly explain the Equal Protection Clause arguments made in Jensen and Palmore,
04:37 --> 04:45
their arguments are that the language in the Candidates Act and the Commission's regulations deprive them of the equal protection of the laws,
04:45 --> 04:52
by preventing them from qualifying as social equity applicants based on their areas of residence.
04:52 --> 05:00
And finally, the declaratory judgment action seeks a declaration from the court that portions of the Candidates Act are unconstitutional,
05:01 --> 05:05
based on the plaintiff's Dormant Commerce Clause and Equal Protection Clause arguments.
05:07 --> 05:13
So these are the provisions in the Candidates Act that the court cases challenge.
05:14 --> 05:18
The challenged provisions are statutory and are found in the Candidates Act.
05:19 --> 05:28
As a state agency, the Commission is bound to follow the statute and cannot meet regulations that conflict with the enabling statute,
05:28 --> 05:35
and the Commission's regulations do not depart from the statute.
05:35 --> 05:38
The Commission's corresponding regulations are also challenged in these court cases.
05:38 --> 05:51
The next three slides that are coming up contain an overview of the travel of each of the three cases up to the point of the recent district court order.
05:51 --> 05:56
This is not an exhaustive list of the filings and happenings in these cases.
05:56 --> 06:04
This is just a summary of some of the more pertinent filings and events to explain the travel of these cases through the litigation process,
06:04 --> 06:10
and to show that the Commission has been actively fighting all the challenges that have been brought against it.
06:10 --> 06:14
Again, all of these filings are publicly available.

06:14 --> 06:24
And in the Jensen and Kenney case, you'll see that the Commission successfully litigated those cases and that they were both dismissed in February of 2025.
06:24 --> 06:35
The plaintiffs appealed those dismissals and on appeal those decisions were reimbursed by the First Circuit on November 25th, 2025, in the middle of the Commission's application period.
06:35 --> 06:51
The First Circuit's order in both of those cases contained language requiring the District Court to issue a decision on the merits of plaintiffs' claims at least 45 days before the Commission issued any licenses.
06:51 --> 07:07
This language did not prohibit the Commission from continuing its application process, but it did prohibit the Commission from issuing any licenses until such time that the District Court had an opportunity to rule on the merits of those claims.
07:07 --> 07:26
During the Commission's social equity certification process, both Mr. Kenney and Mr. Palmore both applied for and were denied social equity applicant status, not based on their residency, but based on their inability to provide any verifiable documentation of their claimed arrests for cannabis possession.
07:26 --> 07:45
Following this denial, Mr. Palmore brought suit against the Commission, and although Ms. Benson does challenge the Act's social equity provisions, she did not apply for social equity applicant status with the Commission's certification process.
07:45 --> 08:04
Soon after the first court, excuse me, the first circuits order in December 2025, all three plaintiffs were extended an offer by the Commission to file an application for a retail cannabis establishment license in the Commission's pending application process, and were offered additional time to do so.
08:04 --> 08:19
Only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff, only plaintiff.
08:19 --> 08:34
And this slide shows the court's recent holding and despite diligent litigation efforts last week on April 8th, the District Court issued a memorandum and order denying the Commission's motion to dismiss and granting the motions for preliminary injunction.
08:34 --> 08:47
filed by plaintiffs Jensen and Kenney. The effect of the preliminary injunctions issued by the court is that the commission is stopped by court order from proceeding with its current application and licensing period.
08:47 --> 09:02
This means that the commission is not permitted to finalize its application review process or to hold the selection process for awarding any retail licenses. This injunction will remain in effect until the court order is lifted.
09:04 --> 09:29
So what comes next? The commission has filed a notice of appeal to try and get that preliminary injunction lifted and that because that is essentially what is stopping all of the commission's processes at this point. We have received some public concern that appeal could add more time to the process, but that's not true as the commission can't move forward with any application or licensing process until that injunction is removed.
09:30 --> 09:45
It should also be noted that the court's order was not a final decision on the merits. It only granted the plaintiff's preliminary injunction based on an assessment of a likelihood of success on the merits, and therefore these cases will continue to be litigated.
09:45 --> 10:01
The commission is also closely monitoring pending legislation that proposes changes to the cannabis act, which could result in statutory language changes that could impact the outcome of these cases.
10:02 --> 10:21
Earlier this week, there was also a question posed on whether the results of this court decision could have been avoided, and it should be known that these cases have been diligently defended, and as it relates to adult use cannabis licensing, there is no well-settled legal precedent, whether in this state or anywhere in this country.
10:22 --> 10:38
The U.S. Supreme Court has not weighed in on the issues and claims presented in these cases, and each state that has legalized medical or adult use sales is operating under its own unique independent state laws, which have been challenged in different ways with different results.

10:39 --> 10:46
No two state's laws or licensing structures are the same, and it is an extremely volatile and constantly evolving legal landscape.
10:47 --> 10:50
With that said, I'll turn this back to the commissioners for any questions.
10:50 --> 10:54
However, I may not be able to answer certain questions in this public forum.
10:55 --> 10:56
Thank you. Any questions, Commissioner?
10:57 --> 11:01
Thank you, Mariano. I don't think I have any questions.
11:03 --> 11:10
I think it's important to emphasize that we were permitted to move forward with the process, and that's exactly what we did.
11:10 --> 11:17
That's our job to follow the Cannabis Act to the extent that we're allowed to do so and we're permitted to do so.
11:17 --> 11:26
Obviously, with this recent decision, the circumstances have changed, and we're not permitted to do so in the areas that Mariano highlighted.
11:26 --> 11:33
But I just want to touch upon that because to the extent that we're able to move forward, that's what we've done.
11:33 --> 11:40
Now that there is a pretty significant bump in the road, there's an appeal that's been filed.
11:40 --> 11:50
We obviously have things to look at that we can't fully discuss in terms of strategy, but we intend to continue to move forward to the extent that we're able to do so.
11:53 --> 11:54
Thank you, Commissioner.
11:54 --> 11:54
Thank you, Commissioner.
11:54 --> 11:55
Well said.
11:55 --> 12:11
And looking back over this process, Commissioner Odienbo and I and the entire staff have looked at every single possible week that we could speed this process up by.
12:13 --> 12:17
So it's, you know, I think everybody in the room feels the same way about it.
12:19 --> 12:19
Thank you.
12:19 --> 12:21
Any other questions, Mariano?
12:21 --> 12:24
No questions, Jim.
12:24 --> 12:24
Thank you.
12:25 --> 12:25
Okay.
12:25 --> 12:28
Next, we'll move on to the public comments section.
12:29 --> 12:32
Before we do so, I'd like to make a couple of remarks.
12:33 --> 12:44
I'd like to emphasize that the commission moved forward with the adult use retail licensing process because we were authorized to do so, and that was our job.
12:46 --> 12:52
The cases have been pending for a while, but until recently, there was never a court order stopping us from proceeding.

12:53 --> 13:02
Prior to the court order, the cannabis office was nearing completion of the application review process, and the commission was working diligently to proceed with the selection process.
13:03 --> 13:20
We coordinated with Rhode Island lottery for the selection process, including conducting numerous site visits, creating operating procedures, purchasing necessary equipment, coordinating the outside border to ensure the integrity of the selection process.
13:20 --> 13:22
These are just a few of the steps we had taken.
13:22 --> 13:29
However, as the presentation explained, we are now stopped from continuing that process.
13:30 --> 13:37
That does not mean that we stop from figuring out the best path forward to reach our top priority, which is issuing retail licenses.
13:40 --> 13:52
As for the ground rules on the public comment section, I think you're all pretty familiar with them, but to avoid interruptions, we'll go over them again.
13:53 --> 13:57
I would appreciate if folks can silence cell phones or any electronic devices.
13:58 --> 14:00
The session is intended for your participation.
14:00 --> 14:06
This is not a question and answer session, nor is it a form for discussion, debate, argument, or otherwise.
14:06 --> 14:08
The commission will not be answering any questions.
14:09 --> 14:12
If you'd like to provide a comment today, there is a procedure for that.
14:13 --> 14:23
When you come through the door, there is a table with staffers at it by the front door.
14:23 --> 14:28
So if you'd like to speak and you haven't signed up yet, just let them know.
14:28 --> 14:30
They'll sign you in to the commission.
14:31 --> 14:34
We're going to call the speakers up in the order they signed up.
14:35 --> 14:42
In order to ensure equal opportunity for everyone to speak, we're going to afford each person in four minutes to present the comments.
14:42 --> 14:46
And we have a few staff members here to help keep track of the time.
14:46 --> 14:49
We'll give a one-minute warning when you reach the three-minute mark.
14:49 --> 14:52
I'm going to call two speakers up at a time to be efficient.
14:53 --> 14:57
When you call, please come down to the front row, which has a microphone set up so it can hear you.
14:59 --> 15:07
Finally, as you can see, there are members of the press here who do not have any control over what they say on air from these listening sessions.
15:07 --> 15:13
If you personally do not want to be identified in the news, I recommend that you tell the respective news outlets that may be here.
15:14 --> 15:22
Finally, I realize that not everyone is comfortable speaking in public, or the time limit may be difficult for you to get all your remarks in.
15:22 --> 15:33
If that is the case, you can also submit your entire comment without time or space limitations by sending an email to cccinquiry at ccc.ri.gov.
15:33 --> 15:39
You can also call us and leave a voicemail at 401-921-3010.

15:40 --> 15:41
So let's get started.
15:42 --> 15:50
The first two persons I'd like to call up are Alan Fung and it looks like Mel Bollea.
15:53 --> 15:55
Matt Bollea, I'm sorry.
16:07 --> 16:08
Right ahead, Alan.
16:10 --> 16:14
First, thank you, Commissioners, for the little added extra time.
16:15 --> 16:23
And speaking of time, as we all know, time is of the essence and everything kind of hit this roadblock with the decision.
16:23 --> 16:27
We appreciate the update from Mariana.
16:27 --> 16:35
One of the things I do want to put on the record is my legal arguments and points that I would like the CCC
16:35 --> 16:42
and hopefully the state to consider as it proceeds forward with the appeal and the process.
16:42 --> 16:48
You know, because one of the concerns for my clients and I'm sure many of the industries that continued litigation through an appeal,
16:49 --> 16:59
if that preliminary injunction is not lifted or modified, it's going to create more time delays on all of us because, you know,
16:59 --> 17:02
going up to the first circuit is going to be a lengthy process.
17:02 --> 17:11
The process and appeal just is going to create more uncertainty and keep many of the individuals that applied in limbo.
17:11 --> 17:25
You know, on the judge's decision itself, after reviewing it, I feel that that preliminary injunction was extremely overboard because it impacted my clients who were not part of the lawsuit and others who had applied.
17:26 --> 17:31
And essentially what it made us were indispensable parties to that litigation.
17:32 --> 17:36
And as such, I wasn't there on behalf of my clients.
17:36 --> 17:42
The plaintiffs who had their different constitutional arguments were not really representing our interests.
17:42 --> 17:48
And as far as the state's concerned, from what I saw in the ruling, you know, they made their arguments.
17:48 --> 17:53
But there were other points that should have been made on behalf of my clients and others.
17:53 --> 18:04
And this is one of the things that I want to make clear that as part of that continued argument to lift that, to put a stay on the preliminary injunction or to modify it,
18:04 --> 18:12
that that that indispensable argument component be made by the state on our behalf because we don't have a right to intervene.
18:13 --> 18:25
Next off, I want to propose a potential resolution because I want a dual approach coming from the state because it does have an impact on our clients.
18:26 --> 18:30
You know, I think it was discussed about a legislative fix.
18:30 --> 18:31
That's fantastic.
18:31 --> 18:36
I know that there's at least been one hearing on fixing the residency component.

18:36 --> 18:47
I think there's still other components that really need to amend that legislation to completely not only eliminate the residency requirements and infirmities identified by the judge,
18:47 --> 18:51
but more so to kind of assist in this process and make it more efficient.
18:52 --> 19:04
Give this body, the CCC and the cannabis office, the administrative authority to proceed with not only just the regulatory aspects,
19:04 --> 19:22
but from a granting of the license process to do it with the current applicants there and granted based upon merit instead of going through another lottery process and opening it up to others.
19:22 --> 19:24
And I think that's a good point.
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I'm the Social Equity applicant 2413407, RI Cannabis Company, LLC.
25:08 --> 25:10
Today I'm here to discuss two topics.

25:10 --> 25:22
The first is my petition for promulgation on adult use cannabis regulation in accordance with Title 560, Rhode Island Code and Regulations, Chapter 10, Subchapter 5, Part 1, Section 1.
25:22 --> 25:28
And the second is to discuss that state benefit programs require state residency.
25:28 --> 25:36
Firstly, yesterday I submitted to the Commission via email a petition to amend the Rhode Island Cannabis Laws in regards to the Social Equity Program.
25:36 --> 25:47
The one line I'm proposing to add is, quote, "Approved social equity applicants will be given priority for application review, lottery, and licensing." End quote.
25:47 --> 25:54
Now I'm going to quote exact language from other states' policies to show there's a clear precedent in other jurisdictions.
25:54 --> 25:58
I included all this information in the email and petition document with links for easy reference.
25:58 --> 26:01
I included nine other examples in my petition.
26:01 --> 26:03
For the sake of time today, I'm going to include three.
26:03 --> 26:05
First is Massachusetts.
26:05 --> 26:10
Social Equity Program benefits include expedited license application review.
26:10 --> 26:12
Also Massachusetts.
26:12 --> 26:20
Review and act on applications from economic empowerment applicants and social equity program participants before other applicants.
26:20 --> 26:21
New Jersey.
26:21 --> 26:33
Social equity businesses, diversity owned businesses, and impact-owned businesses will be prioritized in the licensing process so their applications are reviewed before other applicants, regardless of when they apply.
26:33 --> 26:34
Connecticut.
26:34 --> 26:52
Providing for expedited priority licensing processing for each license as a retailer, hybrid retailer, cultivator, micro-cultivator, product manufacturer, food and beverage manufacturer, package producer, transport and delivery service license for social equity applicants.
26:52 --> 27:00
The title 21 chapter 28.11-31 Rhode Island Cannabis Act.
27:00 --> 27:01
Social Equity Assistance Program and Fund.
27:01 --> 27:01
Subsection A paragraph 1.
27:01 --> 27:01
Findings.
27:01 --> 27:18
The General Assembly finds that additional efforts are needed to reduce barriers to ownership and participation in the cannabis industry for individuals and communities most inversely impacted by the enforcement of cannabis-related laws.
27:18 --> 27:19
Unquote.
27:19 --> 27:33
Updating the licensing lottery process to include social equity priority helps achieve this goal by reducing the most costly barrier, time, and it costs the state nothing, is free.
27:33 --> 27:44
Second, I would like to share that state benefit programs like Rhode Island Cannabis Act, Social Equity Assistance Program and Fund, typically require state residency for eligibility.

27:44 --> 27:55
These state funded and managed benefit programs that have socioeconomic eligibility requirements are almost exclusively limited to residents of the state providing the assistance.
27:55 --> 28:05
programs such as SNAP, Medicaid and CHIP, cash assistance, long term services and supports, and many more require state residency.
28:05 --> 28:08
Social equity requiring state residency is not unconstitutional.
28:08 --> 28:09
It is the standard.
28:09 --> 28:23
For this reason, the social equity lotteries can and should be conducted as soon as possible to ensure the best chance of success for the Rhode Island social equity businesses and thus the success of the Rhode Island Social Equity Assistance Program and Fund.
28:23 --> 28:25
Thank you so much for your research.
28:25 --> 28:26
Thank you.
28:26 --> 28:27
Thank you.
28:27 --> 28:28
Sasha.
28:28 --> 28:29
Good afternoon, commissioners.
28:29 --> 28:32
My name is Sasha Borski and I'm one of the owners of Tularia.
28:32 --> 28:34
We're one of the cultivators here in Rhode Island.
28:34 --> 28:46
I've been at a lot of these meetings and I think you know what I'm about to say, which is just that the cultivators have struggled for a really long time and we need these new retail outlets as quickly as possible.
28:46 --> 29:00
So I'm going to echo what Mr. Fung said in that there are licenses that people didn't apply for that I hope are part of the consideration in any, I don't know if it's settlement that you're making.
29:00 --> 29:01
I'm not a lawyer.
29:01 --> 29:02
I know most of you are.
29:02 --> 29:03
Lucky you.
29:03 --> 29:21
But really, I think what you'll hear from a lot of people is that time is of the essence and that the industry as a whole, the cultivators and the prospective applicants are being harmed every day that this continues.
29:21 --> 29:34
So we would really like to see things move forward as quickly as possible, whether that's working with the legislature, working out some kind of a deal with the plaintiffs, but just we need more retail outlets.
29:34 --> 29:35
Thank you.
29:35 --> 29:36
Thank you, Sasha.
29:36 --> 29:39
Andre Dev and Mike Simpson.
29:39 --> 30:04
Thank you, Sasha.
30:04 --> 30:13
I'm Dr. Andre Dev, Community Cannabis Network of Rhode Island, helping to support worker-owned cannabis retailers, find real estate, start their businesses.
30:13 --> 30:15
You guys know me.

30:15 --> 30:18
You're probably not super happy with me right now.
30:18 --> 30:19
That's not true.
30:19 --> 30:23
But I want to be clear about something.
30:23 --> 30:29
I don't blame you guys or the commission for this insane situation that we're in right now.
30:29 --> 30:30
Right?
30:30 --> 30:39
You're in an impossible place where you have to follow the statute that has something in it that probably we could have predicted was going to cause a problem.
30:39 --> 30:41
And you have to figure out how to deal with that.
30:41 --> 30:46
And that's not, I don't think there's going to be any easy solution to it.
30:46 --> 30:58
But the reason I've been speaking out about delays and about this process is because I need to make sure that the people I represent get to have a voice.
30:58 --> 31:07
And I think there are big structural reasons why it's harder for the people I want to represent to come out and talk about what their interests are and what their needs are.
31:07 --> 31:17
You know, if you're an existing cultivator and you want to talk about the way delays affect you in this market, you can end up getting blacklisted by the existing retailers.
31:17 --> 31:25
If you are an applicant and you want to talk to a reporter, you're not a cannabis operator. Why would they talk to you?
31:25 --> 31:32
If you are a cannabis worker right now, you probably have a full-time job right next to 420. You couldn't even come to this meeting.
31:32 --> 31:33
Right?
31:33 --> 31:39
So I think it is important to like think about the stakeholders here in that context.
31:39 --> 31:48
And I think it's important to be able to do that for structural reasons. And part of what I want to do is make sure that the people who don't have that voice get to have their say here today.
31:48 --> 31:55
So what I want to say, I'm not a lawyer, but I do ever network our own businesses.
31:55 --> 32:14
And my, my hope is that we don't do anything that delays this process, especially for the sake of residency requirements, which a lot of people I've consulted with feel is a very, very low likelihood of us succeeding in maintaining residency requirements.
32:14 --> 32:21
And more than that, there are already bills in both houses of the legislature to remove those residency requirements.
32:21 --> 32:30
So I would say any action on the underguyses part to defend those, if that causes a delay, it's not worth it.
32:30 --> 32:36
And the truth is, Rhode Island is the first state in the country to support worker ownership the way that it has.
32:36 --> 32:50
And if you want local ownership in cannabis, the best way to do it is worker ownership because of lawsuits like this, because of the landscape of social equity licenses and, you know, provisions for local ownership.
32:50 --> 32:56
So please do whatever you can to resolve this in a way that harms us the least.
32:56 --> 33:04
And you've heard from other cultivators and other applicants about how expensive it is to keep real estate investors and landlords on the hook.

33:04 --> 33:19
So, I mean, let me tell you, like, I've had conversations these last couple of weeks with landlords, with investors, and they say the same things, right?
33:19 --> 33:20
Why would they not see this coming?
33:20 --> 33:22
And, you know, I try to answer those questions.
33:22 --> 33:24
But in the end, they all say the same thing.
33:24 --> 33:26
Which is, well, that's Rhode Island.
33:26 --> 33:32
And I gotta say, I feel compelled to push back.
33:32 --> 33:36
I feel like, why do we accept that?
33:36 --> 33:37
Why is that okay?
33:37 --> 33:42
Why is that a thing that people can say to me and I'm just supposed to be okay with it?
33:42 --> 33:44
Why can't we demand more?
33:44 --> 33:50
I feel like, you know, I don't want to end up in a position in this state or to do business in the state.
33:50 --> 33:53
You have to do all this worst trading and whatever.
33:53 --> 33:59
You know, I don't want to be, end up accidentally upon in some internal battle at the Attorney General's office.
33:59 --> 34:02
Like, I don't want this business to be like that.
34:02 --> 34:07
And I think because of the insane situation you guys are in now, you probably feel exactly the same way.
34:07 --> 34:08
The kitchen charcoal.
34:08 --> 34:09
Thank you.
34:09 --> 34:13
So, yeah, I just want to say, I don't want to feel embarrassed about my state anymore.
34:13 --> 34:17
And that, I want it to be a great place to do business.
34:17 --> 34:20
And that is the perspective I'm going to keep speaking up for.
34:20 --> 34:21
Thank you.
34:27 --> 34:28
Hello.
34:28 --> 34:30
You guys want to talk about hemp?
34:30 --> 34:31
Good afternoon, commissioners.
34:31 --> 34:33
As you know, my name is Mike Simpson.
34:33 --> 34:37
I'm co-owner of Lovewell Farms, Rhode Island's only USDA organic hemp farm.
34:37 --> 34:42
I'm also speaking as a member of the Rhode Island Hemp Industry Alliance, which includes cultivators, retailers,
34:42 --> 34:47
processors, distributors, and other stakeholders across the hemp supply chain in this state.
34:47 --> 34:51
I want to briefly emphasize the importance of stability and clarity for small hemp businesses.

34:51 --> 34:56
The constant possibility of regulatory change is difficult for operators across the supply chain.
34:56 --> 35:03
It is destabilizing, expensive, and makes long-term planning much harder when businesses are making forward commitments on
35:03 --> 35:08
manufacturing, packaging, labeling, purchasing, and distribution weeks and months in advance.
35:08 --> 35:13
For that reason, I would respectfully urge the commission to deny the petition on the agenda today.
35:13 --> 35:20
A change of this kind, especially when applying a blanket THC limit across all product categories would create substantial
35:20 --> 35:25
disruption without adequately accounting for how different products actually function in the marketplace.
35:25 --> 35:32
I also want to reiterate and say clearly that a blanket THC limit across all product categories is simply bad policy.
35:32 --> 35:39
At its core reflects a fundamental misunderstanding of this industry, of these products, and of what consumers actually use them for.
35:39 --> 35:43
A beverage is not a tincture. A tincture is not a gummy. A gummy is not flour.
35:43 --> 35:51
A wellness product with a 15 to 1 or 30 to 1 CBD to THC ratio is not the same thing as a THC forward product designed for intoxication.
35:51 --> 36:00
Treating all categories the same is not science. It's simplification for its own sake, and businesses bear the cost of that simplification.
36:00 --> 36:04
At Love Hole Farms, we're a wellness company. We're in the business of chasing intoxication.
36:04 --> 36:12
That's why I have previously encouraged the commission to consider ratios and product category based limits as neighboring states like New York and Vermont already do.
36:12 --> 36:19
Those frameworks are not perfect, but they at least attempt to distinguish among products in a more realistic and evidence based way.
36:19 --> 36:33
I also think the timing matters. With the adult use rollout now paused, hemp derived THC beverages sold through licensed age restricted channels are functioning as one of the few practical points of lawful consumer access to regulated THC products.
36:33 --> 36:51
In Rhode Island, if the state narrows those channels while also further restricting THC limits across hemp derived products, the practical effect would be to reduce access from two directions at once, even as consumer demand continues to show that Rhode Islanders want a broader, safer, regulated marketplace.
36:51 --> 37:03
If the goal is broader regulated access, one constructive alternative would be to expand lawful pathways across licensed types, including allowing licensed THC cultivators to participate directly in the existing
37:03 --> 37:25
hemp derived retail distribution framework for free. So while I respectfully urge denial of this petition, I also hope the commission continues to think carefully about the broader regulatory framework going forward. Rhode Island has much to gain from a system built on clarity, science, product category, and regional best practices, rather than a one size fits all system. Thank you for your time.
37:25 --> 37:43
Thank you. Thank you. Thank you. Thank you both. We don't have anyone else signed up to speak with anyone else like to speak. We close the public comment section. Okay. Thank you all very much. And as we said before, if you have further comments,
37:43 --> 38:04
we'd like to submit comments to us at any time, feel free to do so through our email address. The staff gets it to the commissioners very promptly and we do read on your comments. So next, I'm going to move on to agenda item F review discussion and potential vote on a petition for rulemaking pursuant to 560.

38:04 --> 38:32
560.10.10.10.10.1.31.31.31.C. requesting that 560.10.20.1.5.A.2 of the commission's hemp regulations be amended to permit one milligram total THC per container instead of per serving as set forth in the definition of acceptable hemp THC level.
38:32 --> 38:38
The chief of legal services, our chief of legal services, Mariana Ormond, to present this agenda item.
38:38 --> 39:01
Thank you, commissioner. On March 17th, 2026, the commission received email correspondence from Ms. Sasha Borsky on behalf of the Rylan Grosers Association, seeking amendment of the commission's hemp regulation by way of a petition for rulemaking. On March 20th, I requested that Ms. Borsky's petition be resubmitted using corrected formatting,
39:01 --> 39:07
in accordance with the commission's regulations and according to the commission's regulations and Ms. Borsky responded the same day with a properly formatted petition.
39:07 --> 39:28
The petition request amendment of 560.10.10.20.1.5.A.2 of the hemp regulation to allow for one milligram total THC per serving, excuse me, per container instead of per serving in the manner of set form in the petition.
39:28 --> 39:35
The commissioners have been provided with a submitted petition and have been individually briefed on the petition and key considerations.
39:35 --> 39:40
The petition is now before the commission for consideration and vote. Thank you.
39:40 --> 39:41
Thank you.
39:41 --> 39:46
Is there any questions or comments?
39:46 --> 39:55
I'll just briefly say that I think the petition is premature. I don't think the time is right. I don't know if you have anything to add.
39:55 --> 40:19
Sure. I agree with that reasoning too. And Mariana's explanation. I would say that, Sasha, that, you know, we appreciate you bringing this to our attention. There is a bill that's been introduced in the General Assembly. It's directly, directly on this point. Is that right, Sharon?
40:19 --> 40:20
Yes, Sharon?
40:20 --> 40:40
So, if you would like to get information on that, you know, the office can give it to you if you can't find it on the General Assembly website. But, you know, if you want to have an impact on that issue, I suggest that you, you know, testify in the General Assembly on that issue when it comes up for a hearing on that bill.
40:40 --> 41:02
So, there's no further discussion. I'd like to ask for a motion in favor of the reasons discussed. I will make the motion to grant the petition and allow. No, I'm sorry. I make a motion to deny the petition for the reasons discussed by the commission.
41:02 --> 41:04
I would second that motion for the petition.
41:04 --> 41:08
Thank you. All those in favor of the motion, aye. The ayes have it.
41:08 --> 41:32
We'll move on to agenda item G. View, discussion, and potential growth to adopt, modify, reject the decision of the presiding officer in the matter of RTG Industries, Inc., doing business as Hanks Herbs, number CCC 2025-2, cultivation license number MMP-CV-0.
41:32 --> 41:55
MMP-CV-0.037, concerning whether the licensee's billboard advertising violated 560-RICR-1010-2.8-B-4-C of the commission's regulations. And I'd like to ask the Chief of Legal Services, Mariana Allman, to present this item.
41:55 --> 42:23
Thank you, Commissioner. The matter before the commission is a result of an enforcement action by the campus office. On October 27, 2025, the commission issued a notice of pre-hearing conference, an appointment of a presiding officer to parties, a hearing officer Catherine Warren as the presiding officer. The parties filed an

agreed to statement of facts and completed briefing on this matter on March 16, 2026. And the matter was determined based on these files.

42:23 --> 42:35

The issue before the commission is whether the image on the respondents advertising billboards violated section 2.8-B-4-C of the commission's operations regulation.

42:35 --> 42:57

The presiding officer issued a written decision on April 8, 2026 that contains findings of fact and conclusions of law in accordance with the Administrative Procedures Act, in which the presiding officer concluded that images portrayed on billboards did in fact violate section 2.8-B-4-C of the commission's operations regulations.

42:57 --> 43:07

As a result of these determinations. As a result of these determinations, the presiding officer recommends that the respondent shall cease and desist from using the image in violation of the regulation.

43:07 --> 43:19

The commissioners have been provided with a copy of the presiding officer's decision and this matter is now before the commission for review session and vote to either adopt, modify or reject the recommendation of the presiding officer.

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from 1637 West Main Road in Postman, 29 J.T. Connell Highway, Newport.
47:49 --> 47:53
Our Chief of Legal Services, Mariana Allman, will present this item.
47:55 --> 47:56
Thank you, Commissioner.
47:56 --> 48:01
On March 31st, 2026, the cannabis office received a change of location
48:01 --> 48:05
and variance request from Ocean State Controlled Botanicals, LLC,

48:06 --> 48:08
doing business as Newport Cannabis Company,
48:08 --> 48:13
which holds a hybrid cannabis retail license number MMKCC002.
48:14 --> 48:19
The variance request proposes the relocation of Newport Cannabis Company's retail premises
48:19 --> 48:25
and operations from its current location at 1637 West Main Road in Postman
48:25 --> 48:28
to 29 J.T. Connell Highway in Newport,
48:29 --> 48:33
with its cultivation premises remaining at its current location in Warwick.
48:34 --> 48:38
Internal review of the submitted documentation confirms that the variance request
48:38 --> 48:41
for the change of location meets all applicable rules and regulations.
48:42 --> 48:45
As such, it's recommended that the Commission vote to conditionally approve
48:45 --> 48:48
the change of location variant request as submitted,
48:48 --> 48:52
subject to the completion of any outstanding due diligence items and inspections.
48:53 --> 48:55
Thank you. Any discussion, Commissioner?
48:55 --> 48:56
No discussion.
48:56 --> 48:58
I don't have any either. Would you like to make a motion?
48:59 --> 49:08
Yeah, I move to approve the variance request subject to the diligence items that Mariana mentioned.
49:09 --> 49:11
I second the motion. All those in favor? Aye.
49:12 --> 49:13
The ayes have it.
49:14 --> 49:16
Next, we'll move on to agenda item I.
49:17 --> 49:25
I'll make a motion to move into executive session for the purpose of a vote to approve the minutes of the executive session held April 14, 2026.
49:26 --> 49:31
Update and discussion on pending litigation in Kenny versus Cannabis Control Commission,
49:32 --> 49:34
Jensen versus the Cannabis Control Commission,
49:35 --> 49:39
and Palomar versus the Cannabis Control Commission. Do I have a second?
49:40 --> 49:40
I second that motion.
49:41 --> 49:42
I second all those in favor? Aye.
49:42 --> 49:42
Aye.
49:42 --> 49:47
The ayes have it. So we'll be in executive session and we'll come back for the meeting.
49:50 --> 49:52
For some reason, the camera has moved.
49:55 --> 49:55
Aye.
49:55 --> 49:55
Aye.

49:55 --> 50:01
There we go.
50:03 --> 50:10
We're back on the record. It was 333. I move to return to open session. Is there a second?
50:11 --> 50:11
Aye.
50:11 --> 50:12
Second that.
50:12 --> 50:13
All in favor, aye.
50:13 --> 50:13
Aye.
50:14 --> 50:20
Ayes have it. Agenda item K. I move to seal the minutes of the executive session held on April 14, 2026.
50:20 --> 50:22
April 14, 2026. Is there a second?
50:22 --> 50:23
I second that.
50:23 --> 50:24
All those in favor? Aye.
50:25 --> 50:27
Ayes have it. Agenda item L.
50:28 --> 50:31
We've been put out on the action and votes taken in the executive session.
50:31 --> 50:39
We voted to approve the minutes of the executive session held on April 17, 2026.
50:40 --> 50:41
Is that the date we approved?
50:41 --> 50:41
April 14.
50:41 --> 50:42
April 14.
50:42 --> 50:47
Right. April 14, 2026.
50:49 --> 50:50
I second that.
50:50 --> 50:52
Okay. All those in favor? Aye.
50:53 --> 50:54
That was a joke.
50:55 --> 51:02
Item N. The next meeting is to be determined, but we will probably have to determine very shortly.
51:02 --> 51:05
Agenda item N. I move to adjourn.
51:05 --> 51:06
In favor? Aye.
51:06 --> 51:07
All those in favor?
51:09 --> 51:09
Aye.
51:09 --> 51:10
All those in favor? Aye.
51:10 --> 51:10
I see.
51:11 --> 51:12
Oh, my goodness.
51:12 --> 51:13
I have it.

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Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 19

Philip C. Silverman's March 3, 2026 Vicente LLP letter objecting to Green Dolphin LLC's dual Zone 4 applications, with accompanying correspondence.

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Vicente.

Prudential Tower
800 Boylston Street, Suite 1565
Boston, MA 02119
Tel: 617.934.2121

California · Colorado · Florida · Maryland · Massachusetts
Michigan · Minnesota · New Jersey · New York · Oregon · Texas

March 3, 2026

VIA EMAIL

Rhode Island Cannabis Control Commission
Application Review Team
560 Jefferson Boulevard
Warwick, RI 02886
CCC.AURAPP@ccc.ri.gov

Suzannah F. Skolnik, Esq.
Chief of Legal Services
Rhode Island Cannabis Control Commission
560 Jefferson Boulevard
Warwick, RI 02886
Suzannah.F.Skolnik@ccc.ri.gov

Re: Objection to the Rhode Island Cannabis Control Commission's Allowance of Green Dolphin LLC's Dual Applications in Zone 4 and Reservation of Rights

Dear Ms. Skolnik and Members of the Application Review Team:

This office represents Ancora Partners LLC d/b/a Flower & Pot ("Ancora") in connection with Ancora's formal objection to certain actions taken by the Rhode Island Cannabis Control Commission ("CCC"). More specifically, Ancora objects to CCC's arbitrary decision to permit Green Dolphin LLC ("Green Dolphin") to submit dual applications for both a social equity retail license and a general retail license in the same geographic zone (Zone 4), in direct violation of CCC's regulations, license application requirements, and FAQ response guidance.

Ancora also objects to CCC's subsequent attempt to "remedy" the clear violation of the regulations and license application instructions. Rather than disqualifying both of Green Dolphin's applications in accordance with the law and application instructions, CCC allowed Green Dolphin to elect to proceed in the social equity lottery pool or the general retail lottery pool based on the strategically beneficial information it learned since applying regarding the makeup of the general retail and social equity retail license applicant lottery pools to the disadvantage of every other Zone 4 applicant that strictly complied with explicit regulatory and application submission requirements.

Such action by the CCC effectively rewards Green Dolphin's clear regulatory and application submission violations with the ability to obtain a *de facto* extension of the December 29, 2025 deadline to make such an election and increase the odds of being selected for a social equity retail license through the lottery. This confers an unfair competitive advantage upon Green Dolphin and prejudices compliant applicants such as Ancora, which relied in good faith on the

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CCC's explicit application instructions, FAQ response guidance, and regulations prohibiting multiple applications in the same geographic zone.

We would urge the CCC to immediately reverse this decision, disqualify both of Green Dolphin's retail license applications in Zone 4 pursuant to its authority under 560-RICR-10-10-1.3.4(E)(1)-(2), 560-RICR-10-10-1.5(G), and related provisions, and protect the integrity and fairness of the lottery process.

I. Factual Background and Regulatory Violations

Ancora submitted a single application for a social equity retail license in Zone 4 prior to the December 29, 2025, deadline (the "Application Deadline") established by CCC in strict compliance with the Commission's regulations and guidance. During the period prior to the submission of Ancora's license application, this office reviewed CCC regulations,[1] numerous FAQ responses from the CCC,[2] and the Application Instructions for Adult-Use Cannabis Retail License (the "Application Instructions")[3] and advised Ancora that it could not lawfully increase its chances of being selected for licensure in the lottery by filing as both a social equity retail applicant and a general retail applicant at the same address in Zone 4. We advised Ancora that it was required to elect to apply as a social equity retail applicant or a general retail applicant in Zone 4 by December 29, 2025.

With that understanding, Ancora (and presumably all other Zone 4 social equity retail applicants) undertook a due diligence process to determine which applicant pool offered it the best chance to succeed in the lottery. This involved a detailed inquiry into various sources of publicly available

[1] 560-RICR-10-10-1.3.4(E)(1)-(2) states: "An applicant who applies for any retail cannabis license may only submit one application per geographic zone," and "A person or entity cannot be an interest holder with respect to more than one applicant or application per zone irrespective of license type."

560-RICR-10-10-1.4(C) reiterates: "An applicant who applies for a cannabis retail sales license may only submit one application per geographic zone specified in § 1.3.4 of this Part."

560-RICR-10-10-1.5(C) similarly provides: "An approved social equity applicant who applies for a social equity retail license may only submit one application per geographic zone specified in § 1.3.4 of this Part."

[2] RHODE ISLAND CANNABIS CONTROL COMMISSION, *Frequently Asked Questions - Adult-Use Retail License* APPLICATION [FAQ], RESPONSE #11 (last updated 12/22/2025 and available at: https://ccc.ri.gov/node/291) states: "An individual may not be an interest holder in more than one application per Zone, pursuant to § 1.3.4(E)(2) of 560-RICR-10-10-1."

FAQ Response #47 states: "An applicant may only apply for one license per zone, regardless of license type or social equity status. A social equity applicant may apply for a social equity license in each or any zone, or may pay the required application fee and apply instead for a general retail license in each or any zone, but cannot submit multiple applications for licensure within the same zone."

FAQ Response #63 states: "An applicant can only apply for one retail license per zone, regardless of license type."

[3] RHODE ISLAND CANNABIS CONTROL COMMISSION, *Application Instructions for Adult-Use Cannabis Retail License* states on Page 6: "An Applicant who applies for an Adult-Use Cannabis Retail license may only submit one application per zone, regardless of license type. A person or entity cannot be an interest holder (as defined in the Regulations) in more than one Applicant or Application per zone."

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information. Having done its due diligence, and with only the information available at the time, Ancora made a decision to submit one application for a social equity retail license and proceeded to submit its complete application prior to the Application Deadline.

As noted above, it has recently come to our attention that Green Dolphin submitted applications for both a social equity retail license and a general retail license at the same Zone 4 location in clear violation of the CCC regulations, Application Instructions, and FAQ guidance. Moreover, we have also recently learned from CCC that CCC's response to the violation was to allow Green Dolphin to choose to proceed under one of its improperly filed applications and thereby elect to enter into the social equity retail applicant lottery pool well after the Application Deadline established for every other license applicant in Zone 4. The email chain of correspondence is attached hereto as Exhibit A. It is also our understanding that an applicant in Zone 5 and an applicant in Zone 6 also impermissibly submitted multiple retail license applications in the same zone and were also allowed to choose which license application to proceed with by the CCC.

As set forth on Page 7 of the Application Instructions, CCC "may disqualify or deny any Application" if "[t]he Applicant fails to demonstrate to the Commission's satisfaction that it adequately meets the qualifications and requirements outlined in this application, the Act, and/or the Regulations." Notwithstanding CCC's right to disqualify or deny Green Dolphin for failing to comply with clear regulatory and application requirements, CCC, instead, rewarded Green Dolphin by granting it the competitive edge of additional time after the Application Deadline to do further diligence on the applicant pools for different license types so as to determine its best option for success in the Zone 4 lottery – an opportunity not afforded to Ancora or any other Zone 4 applicant.

II. Unfair Advantage and Prejudice to Compliant Applicants

The overall regulatory scheme set forth in CCC's regulations makes clear that CCC intended to create a fair process and level playing field for all license applicants. And yet, by allowing Green Dolphin to withdraw one of its license applications and "play the odds" with additional knowledge of the pools in each category (including specific information regarding the applicants, locations and quality of each application), the CCC has created an inequitable two-tiered system: one for rule-breakers who receive preferential treatment and gain a competitive advantage in the lottery despite impermissibly submitting multiple license applications in the same zone, and another for compliant applicants like Ancora who are disadvantaged by their adherence to the law and clear application process set forth by the CCC. This decision by the CCC violates principles of equal protection and due process under the Rhode Island Constitution (Art. I, §§ 2, 10) and constitutes arbitrary and capricious agency action under R.I. Gen. Laws § 42-35-15(g). It also exposes the CCC to potential liability for inconsistent enforcement and selective application of its rules that results in treating similarly situated applicants differently.

The correct and lawful approach to Green Dolphin's regulatory violations is disqualification or denial of both of its applications as explicitly authorized by the Application Instructions. Anything less erodes public trust in the CCC's administration of the Cannabis Act, regulations, and retail licensing process and invites legal challenge. Accordingly, we strongly urge the CCC to immediately disqualify both of Green Dolphin's applications in Zone 4 and recalculate and republish the number of license applicants for Zone 4 accordingly.

If the CCC declines to take these requested remedial actions, Ancora hereby notifies the CCC that it reserves all rights to pursue all available legal remedies, including but not limited to filing suit for injunctive relief, declaratory judgment, and damages under applicable state laws.

* * *

As I am sure you can imagine, my client is extremely concerned that its efforts to comply with applicable law and play by the rules for the retail licensing process could play out to its detriment. Adding to this concern are statements which have been made by other Zone 4 applicants indicating that CCC may be considering further extending the March 2, 2026, deadline to obtain required final zoning approvals, which if true, would undoubtedly similarly prejudice my client. We believe that these types of substantial changes to the retail license process, enacted well after compliant applicants have made significant strategic decisions and financial outlays based upon their reasonable understanding of the clear regulations and application requirements, would wreak havoc upon CCC's retail licensing process. I am hoping you might be able to provide some comfort and clarity on this issue so that litigation may be avoided on this front, as well.

We trust the CCC will act swiftly to rectify these matters and preserve the integrity, lawfulness, and fairness of the licensing process. Please feel free to contact me if you would like to discuss this further.

Very Truly Yours,



Philip C. Silverman, Esq.
Vicente LLP

cc: David M. Ullian, Esq. (Vicente LLP)
Meg Curley Nash, Esq. (Vicente LLP)
Lisa Pontarelli (Ancora Partners LLC)
David Rozen (Ancora Partners LLC)
Layi Oduyingbo (Cannabis Control Commission)
Robert Jacquard (Cannabis Control Commission)
Michelle Reddish (Cannabis Control Commission)

Enclosures:

Exhibit A: Email Chain re: Green Dolphin LLC Zone 4 Withdrawal

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Vicente.

Prudential Tower
800 Boylston Street, Suite 1565
Boston, MA 02119
Tel: 617.934.2121

California · Colorado · Florida · Maryland · Massachusetts
Michigan · Minnesota · New Jersey · New York · Oregon · Texas

March 9, 2026

VIA EMAIL

Rhode Island Cannabis Control Commission
Application Review Team
560 Jefferson Boulevard
Warwick, RI 02886
CCC.AURAPP@ccc.ri.gov

Re: Inquiry Regarding License Approval Process If Only One Applicant Qualifies in a Zone

Dear Application Review Team:

As you may be aware, this office represents Ancora Partners LLC d/b/a Flower & Pot ("Ancora") in connection with its Application for a social equity retail license in Zone 4.

It has recently come to our attention that each of the other Zone 4 social equity retail license applicants was unable to satisfy the Cannabis Control Commission (the "Commission") requirement to submit its final local zoning approval documentation to the Commission by the March 2, 2026, deadline. More specifically, both Vennicia Kingston (Cranston) and X's and O's Enterprises (Warwick) have locations in which cannabis retail is not allowed as a use under the applicable zoning ordinances (and, of course, accordingly have not obtained Special Use permits prior to the March 2nd deadline). The other applicants – Green Dolphin LLC (North Kingstown), Popsicle Palace LLC (North Kingstown), Disco Llama Collective LLC (Warwick), Dancing Otter Co. LLC (Warwick), and Thunder Hill Strategies LLC (Warwick) – were all unable to obtain and submit the Special Use Permits required by their respective host municipalities' zoning ordinances to the Commission by the March 2nd deadline.

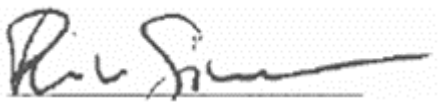
As the license applications of the other Zone 4 social equity retail license applicants are incomplete and therefore cannot be deemed "qualified" by the Commission in accordance with the Rhode Island Cannabis Act, 560-RICR-10-10-1.5, and the Commission's retail license application process, Ancora is the only applicant that submitted a complete license application and is eligible for a social equity retail license in Zone 4.

Based on the foregoing, and in light of the Commission's clear statement that no extensions of the March 2, 2026, deadline to submit final zoning approval would be granted, we are seeking clarification of the Commission's license approval process once Ancora's application is deemed qualified by the Commission. Our understanding is that in prior lottery processes for medical compassion center licenses, when an applicant is the sole qualified applicant in a given zone, that applicant has been issued a license without the need to await unnecessarily for a lottery. Please

confirm at the earliest convenience if the Commission intends to follow the same process in this instance as well.

Thank you for your attention to this matter, and we look forward to hearing from the Commission soon.

Very Truly Yours,



Philip C. Silverman, Esq.
Vicente LLP

cc: David M. Ullian, Esq. (Vicente LLP)
Meg Curley Nash, Esq. (Vicente LLP)
Lisa Pontarelli (Ancora Partners LLC)
David Rozen (Ancora Partners LLC)
David Pontarelli (Ancora Partners LLC)
Suzannah F. Skolnik, Esq. (Cannabis Control Commission)
Layi Oduyingbo (Cannabis Control Commission)
Robert Jacquard (Cannabis Control Commission)
Michelle Reddish (Cannabis Control Commission)

Case Number: PC-2026-02802
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Submitted: 9/26/2026 4:28 PM
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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 20

Ancora Partners LLC Articles of Organization, filed April 5, 2022.

State of Rhode Island
Office of the Secretary of State

Fee: $150.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Limited Liability Company Articles of Organization

(Chapter 7-16-6 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited liability company is: Ancora Partners LLC

ARTICLE II

The street address (post office boxes are not acceptable) of the limited liability company's registered agent in Rhode Island is:

No. and Street: 187 SHADOW BROOK DRIVE
City or Town: WARWICK State: RI Zip: 02886

The name of the resident agent at such address is: DAVID ROZEN

ARTICLE III

Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:
Check one box only

X a partnership __ a corporation __ disregarded as an entity separate from its member

ARTICLE IV

The address of its principal office of the limited liability company if it is determined at the time of organization:

No. and Street: 187 SHADOW BROOK DRIVE
City or Town: WARWICK State: RI Zip: 02886 Country: USA

ARTICLE V

The limited liability company has the purpose of engaging in any lawful business, unless a more limited purpose is set forth in Article VI of these Articles of Organization.

The period of its duration is: X Perpetual __

ARTICLE VI

Additional provisions, if any, not inconsistent with law, which members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or any other provision which may be included in an operating agreement:

ARTICLE VII

The limited liabilty company is to be managed by its X Members or __ Managers (check one)

(If managed by Members, go to ARTICLE VIII)

The name and address of each manager **(If LLC is managed by Members, DO NOT complete this section)**:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country

ARTICLE VIII

The date these Articles of Organization are to become effective, not prior to, nor more than 90 days after the filing of these Articles of Organization.

Later Effective Date:

This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the company, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-16.

Signed this 5 Day of April, 2022 at 2:31:56 PM by the Authorized Person.

DAVID ROZEN

Address of Authorized Signer:
187 SHADOW BROOK DRIVE
WARWICK, RI 02886

Form No. 400
Revised 09/07

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 RI SOS Filing Number: 202213969190 Date: 4/5/2022 2:29:00 PM

State of Rhode Island
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

April 05, 2022 02:29 PM

Nellie M. Gorbea
Secretary of State

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 21

Executed Ancora Partners LLC Operating Agreement, dated November 21, 2025.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

OPERATING AGREEMENT OF ANCORA PARTNERS LLC
A RHODE ISLAND LIMITED LIABILITY COMPANY

This Operating Agreement (this "Agreement") of Ancora Partners LLC (the "Company"), a Rhode Island limited liability company, is entered into and effective as of November 21, 2025, by and among Lisa Pontarelli, David Rozen, and Robert Coupe (each a "Member" and collectively the "Members").

R E C I T A L S

WHEREAS, the Members have formed the Company under the Rhode Island Limited Liability Company Act for the principal purpose of applying for and operating an adult-use cannabis retail dispensary as a social equity applicant under the Rhode Island Cannabis Act; and

WHEREAS, Lisa Pontarelli qualifies for social equity applicant status and will maintain majority ownership and full managerial control as required by R.I. Gen. Laws § 21-28.11-3(35) and 560-RICR-10-10-1;

NOW, THEREFORE, the parties agree as follows:

SECTION 1: DEFINITIONS

1.1 "Agreement" means this Limited Liability Company Operating Agreement, as amended.

1.2 "Articles of Organization" means the articles of organization which were filed with the Secretary of State of the State of Rhode Island for the purpose of forming this Company.

1.3 "Business" means the assets of Ancora Partners LLC, along with any other assets owned by the Company.

1.4 "Code" means the Internal Revenue Code of 1986, as amended, and the Treasury Regulations promulgated thereunder. Any reference to a Section of the Code or a Treasury Regulation that is subsequently amended, modified, rectified or otherwise superseded shall be deemed to be a reference to the superseding Section(s) or Treasury Regulation(s) to the greatest extent possible so as to achieve the result originally intended, if possible, under this Agreement.

1.5 "Capital Account" means the amount of a Member's Capital Contribution, as adjusted, including but not limited to increases due to profits or additional contributions and decreases due to losses and distributions.

1.6 "Capital Contribution" means any contribution of value, including but not limited to cash, property, assets, etc., by a Member to the capital of the Company.

1.7 "Financial Interest" means a Member's right to share in the profits, losses, incomes, expenses, or other monetary items and to receive distributions and allocations from the Company.

1.8 "Company" means Ancora Partners LLC, a Rhode Island Limited Liability Company under the laws of the State of Rhode Island.

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1.9 "Membership Interest" or "Interest" means an ownership interest in the Company, which includes the Financial Interest, the right to vote, the right to participate in management, and the right to obtain information concerning the Company and any other rights granted to a Member under the Articles of Organization or this Agreement.

1.10 "Managing Member" means the person(s) elected, appointed, or otherwise designated in accordance with this Agreement to manage and operate the Company.

1.11 "Member" means any person or entity who owns any interest in this Company.

1.12 "Property" means any and all assets, in whole or in part, of the Company, both tangible and intangible.

1.13 "Act" means the Rhode Island Limited Liability Company Act, R.I. Gen. Laws § 7-16-1 et seq., as amended.

1.14 "Distributable Cash Flow" means net cash from operations after payment of expenses, debts, and reserves as determined by the Members.

SECTION 2: FORMATION

2.1 Formation of the Company. The Members have agreed to form the Company pursuant to the laws of the State of Rhode Island by filing the Articles of Organization with the Secretary of State on April 5, 2022.

2.2 Name. The name of the Company is "Ancora Partners LLC". The Company may conduct business under the trade name or "doing business as" (DBA) "Flower & Pot" for its cannabis dispensary operations, as filed on April 28, 2023. The Members shall operate the business of the Company under such name or use such other names as the Members deem necessary provided that such names do not violate the Act.

2.3 Principal Office. The Company's principal place of business will be located at 187 Shadow Brook Drive, Warwick RI 02886 or any other location mutually agreed upon by the Members. If the principal office is located outside the state of organization, and the Company has one or more business offices in the state of organization, the Members shall fix and designate a principal business office in the state of organization. Branch or subordinate offices may be established at any time and at any place as the Members may determine.

2.4 Term. The Company shall continue to exist until terminated or dissolved in accordance with its Articles of Organization or this Agreement.

2.5 Business Purpose. The purpose of the Company is to engage in the operation of a licensed cannabis dispensary in accordance with all applicable Rhode Island state laws and regulations governing cannabis, including but not limited to the Rhode Island Cannabis Act (R.I. Gen. Laws § 21-28.11-1 et seq.) and regulations promulgated by the Rhode Island Cannabis Control Commission, and to engage in any other lawful activities related thereto or permitted under the Act.

2.6 Registered Agent. The Company's registered agent will be David Rozen or any other person or entity with an office in the state of organization as determined by the Members.

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2.7 Registered Office. The Company's registered office will be the office of the registered agent located at 187 Shadow Brook Drive, Warwick, RI 02886 or any other location within the state of organization as determined by the Members.

2.8 Regulatory Compliance. The Company and all Members shall at all times comply with all applicable Rhode Island state laws and regulations pertaining to cannabis operations, including but not limited to licensing requirements, product testing, packaging, labeling, advertising, record-keeping, security, and reporting obligations. Any violation of such laws by a Member shall constitute a material breach of this Agreement. The Members acknowledge that the Company's cannabis license is tied to the specific ownership structure and individuals identified herein, and any changes in ownership or control must obtain prior approval from the Rhode Island Cannabis Control Commission or other relevant regulatory authorities to avoid invalidation of the license.

SECTION 3: MEMBERSHIP

3.1 Capital Contributions and Membership Interests. The Members have made or shall make Capital Contributions in amounts reflected in the Company’s books and records. The Membership Interests and ownership percentages are:

Member	Ownership / Membership Interest	Financial Interest
Lisa Pontarelli	51%	51%
David Rozen	44%	44%
Robert Coupe	5%	5%

These percentages constitute each Member’s voting rights, share of capital, and all other rights under this Agreement except as expressly modified by the preferential distribution in Section 6.4.

3.2 Additional Members. Additional persons or entities may be admitted to the Company as Members, and Membership Interests may be issued to those additional Members, if all of the current Members consent to the admission of the additional Members on such terms and conditions as determined by all of the Members and in accordance with the Articles of Organization and this Agreement, including compliance with applicable cannabis regulatory requirements, such as approval by the Rhode Island Cannabis Control Commission. All new Members must sign a copy of this Agreement and agree to be bound by the terms of this Agreement.

3.3 Liability to Third Parties. No Member shall be liable for the debts, obligations or liabilities of the Company to a third party unless the Member agrees in writing to be liable.

3.4 Authority. No Member has the authority or power to act for or on behalf of, to bind, or to incur any liability on behalf of the Company except as provided in this Agreement.

3.5 Withdrawal. No Member has the right to withdraw from the Company as a Member except as provided in this Agreement. However, a Member has the power to withdraw, but such withdrawal shall be deemed a breach of this Agreement. If a Member does exercise such power of withdrawal in breach of this Agreement, the Member shall be liable to the Company and the other Members for all monetary damages as a result of the breach, including but not limited to direct, indirect, incidental, and consequential damages. The Company and the other Members shall not have the right to prevent the withdrawing Member from withdrawing through the use of an injunction or otherwise.

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3.6 Compensation. No Member shall receive compensation for services rendered to the Company except as expressly permitted by this Agreement or any other written agreement. The Company shall reimburse Members for any expense paid by them that is properly an expense of the Company.

SECTION 4: MANAGEMENT

4.1 Management by Managing Member. The business and affairs of the Company shall be managed exclusively by the Managing Member. **Lisa Pontarelli is hereby designated as the sole Managing Member of the Company.** The Managing Member shall have exclusive authority to make all decisions, including but not limited to licensing, regulatory compliance, day-to-day operations, contracts, banking, hiring, and all matters related to the Company's adult-use cannabis retail license with the Rhode Island Cannabis Control Commission. No other Member may bind or act on behalf of the Company without the Managing Member's prior written consent. The Managing Member may only be removed by a vote of Members holding at least 100% of the Membership Interests and only if a replacement Managing Member who qualifies as a social equity applicant under Rhode Island law is simultaneously appointed.

SECTION 5: CAPITAL ACCOUNTS

5.1 Initial Contributions. The initial Members shall contribute to the Company the following Capital Contributions and shall receive the following Membership Interests:

Name	Contribution	Membership Interest
Lisa Pontarelli	$10.00	51.0%
David Rozen	$350,000.00 (approximate, plus funding for build-out)	44.0%
Robert Coupe	$10.00	5.0%

David Rozen has committed to funding the build-out of the dispensary property if a cannabis license is granted, and such additional amounts shall be treated as further capital contributions.

5.2 Additional Contributions. Except as specifically set forth in this Agreement, no Member shall be required to make any additional Capital Contributions. Additional capital contributions may be required only upon approval as a Major Decision.

5.3 Failure to Contribute. If a Member fails to timely provide a required Capital Contribution, the Company may take such action as it deems necessary and appropriate including but not limited to instituting a court proceeding to obtain payment, canceling the Member's Membership Interest, or exercising any other right or remedy available at law or equity.

5.4 Capital Accounts. A Capital Account shall be established and maintained for each Member. Each Member's Capital Account will be accounted for separately and will be maintained in accordance with generally accepted accounting principles. However, a Member who has more than one Membership Interest shall have only one Capital Account that reflects all of that Member's Membership Interests. If a Member validly transfers his or her Membership Interest, the Capital Account of the transferring Member shall carry over to the transferee Member in accordance with the Code.

5.5 Adjustments to Capital Accounts. Each Member's Capital Account shall be adjusted as follows:

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(a) Increases. Each Member's Capital Account shall be increased by: (1) capital contributions of cash and/or property at its agreed upon fair market value; and (2) all items of Company income and gain (including income and gain exempt from tax).
(b) Decreases. Each Member's Capital Account shall be decreased by: (1) distributions of cash and/or property at its agreed upon fair market value; and (2) all items of Company deduction and loss (including deductions and loss exempt from tax).

5.6 Advances by Members. Members may, at any time, advance moneys to the Company. An advance is a loan from the Member to the Company and shall bear interest at the prevailing interest rate. An advance is not a Capital Contribution.

5.7 Preemptive Rights. Each Member of the Company shall be entitled to full preemptive or preferential rights, as such rights are defined by law, to subscribe for or purchase his or her proportional part of any additional or future Membership Interests which may be issued by the Company.

5.8 Return of Capital. No Member shall have the right to withdraw or obtain a return of his or her capital contribution except as provided in this Agreement. The return of a Member's capital contribution may not be withdrawn in the form of property other than cash except as provided in this Agreement.

SECTION 6: ALLOCATIONS AND DISTRIBUTIONS

6.1 Determination of Profits and Losses. Profits and losses shall mean net income and net loss as determined by the books and records of the Company which shall be kept in accordance with generally accepted accounting principles and the Code.

6.2 Allocations. Except as provided in the Code, all items of income, revenues, deductions, gain, and loss shall be allocated pro-rata in accordance with a Member's Membership Interests, subject to the special allocations required under Code Section 704 and considering the limitations of IRC Section 280E (which disallows certain deductions for cannabis businesses).

6.3 Qualified Income Offset. Notwithstanding the above, if a Member unexpectedly receives any adjustments, allocations, or distributions described in Treasury Regulation Section 1.704-1(b)(2)(ii)(d)(4), (5) or (6) or any amendment thereto, or receives an allocation of loss which produces a negative capital account for any Member while any other Member has a positive capital account, then items of Company income shall be specially allocated to such Member such that the deficit Capital Account is eliminated. This paragraph is intended to constitute a "qualified income offset" within the meaning of Treasury Regulation Section 1.704-1(b)(2)(ii)(d).

6.4 Minimum Gain Chargeback. Notwithstanding the above, if there is a net decrease in Company "minimum gain" during a taxable year, each Member shall be specially allocated, before any other allocation, items of income and gain for such taxable year (and, if necessary, subsequent years) in proportion to each Member's share of the net decrease in Company "minimum gain" as determined in accordance with Treasury Regulation Section 1.704-2(g)(2). This paragraph is intended to comply with the "minimum gain chargeback" provisions of Treasury Regulation Section 1.704-2(f).

6.5 Section 704(c) Allocation. Notwithstanding the above, to the extent that Code Section 704(c) is applicable to any item of income, gain, loss, and deduction with respect to any property (other than cash) that has been contributed by a Member and which is required to be allocated to such Member for income tax purposes, the item shall be allocated to such Member in accordance with Code Section 704(c).

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6.6 Distributions of Distributable Cash Flow. Distributable Cash Flow (as defined in Section 1.14) shall be distributed at least quarterly (or more frequently as the Managing Member determines) to the Members pro rata according to their Ownership Percentages in §3.1, after full repayment of any outstanding loans to the Company.

6.7 Tax Distributions. To the extent cash is available, the Company shall make distributions to cover each Member's estimated tax liabilities attributable to allocations of Company income, calculated at the highest applicable federal and state tax rates, considering IRC Section 280E.

SECTION 7: MANAGEMENT

7.1 Place of Meeting. Meetings of Members shall be held at any place within the United States designated by the Members and stated in the notice of the meeting. If no place is so specified, Members' meetings shall be held at the Company's principal office.

7.2 Annual Meeting. An annual meeting of Members shall be held on the first Monday in January of each year at 1112 Reservoir Ave, Cranston RI 02920 provided, however, that should such day fall upon a legal holiday, then the annual meeting of Members shall be held at the same time and place on the next day thereafter which is a full business day. At the annual meeting, any proper business may be transacted.

7.3 Special Meetings. A special meeting of the Members may be called at any time by one or more Members holding Interests which, in the aggregate, constitute not less than 10 percent of the Membership Interests. A request for a special meeting of the Members shall be in writing, specifying the time and place of the meeting and the general nature of the business proposed to be transacted. The notice shall be delivered in accordance with paragraphs 6.4 and 6.5 below.

7.4 Notice of Members' Meetings. All notices of meetings of Members shall be sent or otherwise given in accordance with paragraph 6.5 below and not less than ten nor more than sixty days before the date of the meeting being noticed. The notice shall specify the place, date, and hour of the meeting and (i) in the case of a special meeting, the general nature of the business to be transacted, or (ii) in the case of the annual meeting, those matters which are intended to be presented for action by the Members. If a proposal contains (i) a contract or transaction in which a Member has a direct or indirect Financial Interest, (ii) an amendment of the Articles of Organization, (iii) a reorganization of the Company, or (iv) a voluntary dissolution of the Company, the notice shall state the general nature of such proposal.

7.5 Manner of Giving Notice; Affidavit of Notice. Notice of any meeting of Members shall be given either personally, by first class mail, facsimile, telegraphic, or other written communication, charges prepaid, addressed to each Member at the address of each Member appearing on the books of the Company or more recently given by the Member to the Company for the purpose of notice. Notice shall be deemed to have been given at the time when delivered personally, deposited in the mail, or sent by facsimile, telegram, or other means of written communication. If any notice addressed to a Member at the address of such Member appearing on the books of the Company is returned to the Company by the United States Postal Service marked to indicate that the United States Postal Service is unable to deliver the notice to the Member at such address, all future notices or reports shall be deemed to have been duly given without further mailing if the same shall be available to the Member upon written demand of the Member at the principal office of the Company for a period of one-year from the date of the giving of such notice. An affidavit of the mailing or other means of giving any notice of any Members' meeting shall be executed by the Member giving such notice, and shall be filed and maintained in the books and records of the Company.

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7.6 Conduct of Meetings. All meetings of the Members shall be presided over by the chairman of the meeting who shall be designated by a majority of the Members at the meeting. The chairman of the meeting shall determine the order of business and the procedures to be followed at the meeting.

7.7 Quorum. The presence, in person or by proxy, of the holder(s) of an aggregate of a majority or more of the Membership Interests shall constitute a quorum at all meetings of the Members for the transaction of business.

7.8 Voting. Each Member shall have a number of votes equal to the percentage Membership Interest held by such Member. However, if a Member is not entitled to vote on a specific matter, then such Member's number of votes and Membership Interest shall not be considered for purposes of determining whether a quorum is present, or whether approval by vote of the Members has been obtained, with respect to such specific matter. A majority of the Membership Interests shall be required to approve any action, unless a greater or lesser vote is required pursuant to this Agreement or by the Act.

7.9 Adjourned Meeting and Notice Thereof. Any Members' meeting, annual or special, whether or not a quorum is present, may be adjourned from time to time by the vote of a majority of the Membership Interests represented at such meeting, either in person or by proxy, but in the absence of a quorum, no other business may be transacted at such meeting. When any meeting of Members, either annual or special, is adjourned to another time and place, notice need not be given of the adjourned meeting if the time and place thereof are announced at the meeting at which the adjournment is taken, unless a new record date for the adjourned meeting is fixed, or unless the adjournment is for more than five days from the date set for the original meeting, in which case the Members shall set a new record date. Notice of any such adjourned meeting, if required, shall be given to each Member entitled to vote at the adjourned meeting in accordance with paragraphs 6.4 and 6.5 above. At any adjourned meeting, the Company may transact any business which might have been transacted at the original meeting.

7.10 Waiver of Notice or Consent by Absent Members. The transactions of any meeting of Members, either annual or special, however called and noticed, and whenever held, shall be as valid as if it had occurred at a meeting duly held after regular call and notice, if a quorum be present either in person or by proxy, and if, either before or after the meeting, each person entitled to vote but not present in person or by proxy, signs a written waiver of notice, a consent to the holding of the meeting, or an approval of the minutes thereof. The waiver of notice or consent shall state either the business to be transacted or the purpose of any annual or special meeting of Members. All such waivers, consents and approvals shall be filed with the Company's books and records. Attendance of a person at a meeting shall constitute a waiver of notice of such meeting, unless such person objects at the beginning of the meeting.

7.11 Member Action by Written Consent without a Meeting. Any action which may be taken at any annual or special meeting of Members may be taken without a meeting and without prior notice, if consent in writing, setting forth the action so taken, are signed by Members holding Membership Interests representing the aggregate number of votes equal to or greater than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all Membership Interests entitled to vote thereon were present and voted. All such consents shall be filed with the Company's books and records.

7.12 Proxies. Every Member entitled to vote shall have the right to do so either in person or by one or more agents authorized by a written proxy signed by the Member and filed with the Company. A proxy shall be revocable unless the proxy specifically states that it is irreversible.

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7.13 Voting Trusts. If any Member files a voting trust agreement with the Company, the Company shall take notice of its terms and trustee limitations.

7.14 Management Structure. The Company shall be managed by the Managing Member. Lisa Pontarelli is hereby appointed as the initial Managing Member.

7.15 Vacancies. A Managing Member vacancy shall be deemed to exist if the Managing Member dies, resigns, or is removed by the Members. Vacancies are to be filled by election at a special meeting of the Members in accordance with Section 6 of this Agreement.

7.16 Resignation. The Managing Member may resign effective upon the delivery of written notice to any Member, unless the notice specifies a later effective date.

7.17 Powers. Lisa Pontarelli has general supervision, direction, and control of operating business of the Company to include all decisions and all actions on behalf of the Company not otherwise provided for in this Agreement including but not limited to the following:

(a) select and remove all officers, agents, and employees of the Company; prescribe any powers and duties for the officers that are consistent with law, with the Articles of Organization, and with this Agreement; and require from the officers security for faithful service;
(d) call a meeting, annual or special, of the Members at any time upon notification as set forth in paragraphs 6.4 and 6.5 above;
(e) enter into, make, and perform contracts and agreements which bind the Company that are necessary and appropriate in the ordinary course of business of the Company;
(f) open and maintain bank and investment accounts and sign checks or drafts or give instructions concerning those accounts;
(g) maintain the assets of the Company;
(h) collect sums due and owing to the Company;
(i) pay the debts and obligations of the Company; and
(j) acquire, use, and dispose of assets during the ordinary course of business.

SECTION 8: TRANSFER AND ASSIGNMENT OF MEMBERSHIP INTERESTS

8.1 Transfer or Assignment of Member's Interest. Except as otherwise provided in this Agreement, no Member may transfer and/or assign, in whole or in part, his or her Membership Interest at any time. For purposes of this Agreement transfer shall mean sale, exchange, assignment, alienation, disposition, gift, pledge, hypothecation, encumbrance, or grant of security interest in the Membership Interest.

8.2 Consent to Transfer. No transfer or assignment of a Membership Interest, or any part thereof, will be valid without the express written consent of a majority of the remaining Membership Interests, excluding the Member proposing to transfer or assign his or her Membership Interest, and compliance with Rhode Island cannabis licensing requirements, including obtaining regulatory approval for any change in ownership. If a Membership Interest is transferred or assigned without the consent of a majority of the remaining Membership Interests, the transferee shall have no rights in, nor may participate in, the management or operation of the business and affairs of the Company nor have the right to become a Member of the Company. Any transfer or assignment of a Membership Interest without the proper consent shall only effect a transfer or assignment of the Member's Financial Interest, and the transferring Member shall still be bound to the terms of this Agreement. If a transfer or assignment does obtain the required consent, then the transferee shall be admitted as an additional Member pursuant to this Agreement.

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8.3 Transfer to Family Members. For purposes of this section, the restriction on the transfer or assignment of a Membership Interest shall apply to transfers or assignments to a Member's immediate family, including his or her spouse, parents, siblings, and children, or a successor trustee or corporation, unless said corporation is controlled by the transferring Member.

8.4 Right of First Refusal. If a Member receives a bona fide offer to purchase their Membership Interest, they must first offer it to the existing Members on the same terms. The existing Members shall have a right of first refusal (ROFR) to purchase the interest pro-rata to their existing Membership Interests, exercisable within thirty (30) days of notice.

8.5 Effect of Transfer. Any permitted transfer shall not relieve the transferor of liabilities incurred prior to the transfer. The transferee must agree in writing to be bound by this Agreement.

8.6 Preservation of Social Equity Control. The Members acknowledge that the Company is applying for an adult-use cannabis retail license as a social equity applicant and that current Rhode Island law and Cannabis Control Commission regulations require at least 51% ownership and control by one or more qualifying social equity individuals at all times. Accordingly, no direct or indirect transfer of Membership Interests shall be permitted that would cause Lisa Pontarelli (or another Commission-approved social equity qualifier) to own less than 51% of the Membership Interests and exercise less than full managerial control (unless State Law changes). Any attempted transfer in violation of this section is null and void. Any proposed change requiring Commission approval must be pre-approved in writing by the Commission via variance or the Social Equity Applicant Interest Holder Change Request process.

SECTION 9: REMEDIES

9.1 In addition to all other remedies permitted by law, equity or under this Agreement, any Member that is in compliance with the terms and provisions of this Agreement ("non-defaulting Member") shall have the remedies described in this Section against a Member who commits a default ("defaulting Member").

(a) The non-defaulting Member shall have the right, but not the obligation, to advance money owing by the defaulting Member.

i. The amount of such advance shall constitute a loan to the defaulting Member and shall bear interest at the annual rate equal to the lesser of ten (10%) percent annually or the maximum rate allowed by law.

(b) Any such advance shall be due and repayable upon demand of the advancing non-defaulting Member. Unless repaid on demand, any such advance, together with interest as set forth above, shall, at the option of the non-defaulting Member, be deducted and repaid from any proceeds due to the defaulting Member upon the sale of the Property.

SECTION 10: PROCEDURES FOR DEFAULT

10.1 In the event that any Member believes another Member is in default or has failed to comply with any of the Sections of this Agreement, he shall provide a written letter of grievance to the other Member which outlines the complaint and cites the Section which he believes have been violated.

10.2 Upon delivery of such written letter of grievance from any Member the Notified Member shall have 15 calendar days to provide a written response to such notice.

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10.3 In the event that the stated dispute can not be resolved to the satisfaction of at least a majority of the Membership Interests within 30 calendar days of delivery of the initial notice, then the Members agree that the dispute shall be resolved through negotiation and mediation. If mediation fails, disputes shall be resolved by binding arbitration in Rhode Island under the rules of the American Arbitration Association. The arbitrator's decision shall be final and enforceable in any court of competent jurisdiction.

10.4 Regardless of any ongoing disputes which may arise, it is fully understood and agreed by the Members that at no time, under any circumstances, are any Members' responsibilities for the timely payment of all obligations compromised in any way.

10.5 Should there be any outstanding obligations at the time of sale of the Business or Property which are in dispute between the Members, the Members agree that an escrow account will be established and funded with any net proceeds gained from the sale of the Business or Property in an amount not to exceed the value of said obligations and will be held in said account until a legal ruling is obtained by the courts. It is further understood and agreed that these escrow funds will then be used to satisfy any judgement made by the courts.

SECTION 10: BOOKS AND RECORDS

10.1 Maintenance of Books and Records. The Company shall establish and maintain appropriate books and records of the Company in accordance with generally accepted accounting principles. There shall be kept at the principal office of the Company and the registered office of the Company, if different, the following Company documents:

(a) a current list of the name and business or residence address of each Member and his or her Capital Contribution and Membership Interest;
(b) a current list of the name and business or residence address of the Managing Member;
(c) a copy of the Articles of Organization and this Agreement and any amendments thereto;
(d) copies of the Company's federal, state, and local income tax or information returns, if any, for the past six fiscal years;
(e) copies of the financial statements of the Company, if any, for the past six fiscal years;
(f) originals or copies of all minutes, actions by written consent, consents to action, and waivers of notice to Members, Member votes, actions and consents; and
(g) any other information required to be maintained by the Company pursuant to the Act.

10.2 Annual Accounting. Within ninety days after the close of each fiscal year of the Company, the Company shall cause to be prepared and submitted to each Member a balance sheet and income statement for the preceding fiscal year of the Company (or portion thereof) in conformity with generally accepted accounting principles and provide to the Members all information necessary for them to complete federal and state tax returns.

10.3 Inspection and Audit Rights. Each Member has the right, upon reasonable request, for purposes reasonably related to the interest of that Member, to inspect and copy during normal business hours any of the Company books and records. Such right may be exercised by the Member or his or her agent or attorney. Any Member may require a review and/or audit of the books, records, and reports of the Company.

10.4 Bank Accounts. All funds of the Company shall be deposited in the Company's name in such banks as determined by the Members. All checks, drafts, or other orders for payment of money, notes or other

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evidence of indebtedness, issued in the name of or payable to the Company, shall be signed or endorsed by such person or persons and in such manner as, from time to time, shall be determined by the Members.

10.5 Fiscal Year. The Company's fiscal year shall end on December 31.

10.6 Accounting Method. For financial reporting purposes, the books and records of the Company shall be kept on the cash method of accounting applied in a consistent manner and shall reflect all transactions of the Company and be appropriate and adequate for the purposes of the Company.

SECTION 11: TAXATION

11.1 Tax Year. The Company's taxable year shall end on December 31.

11.2 Tax Matters Partner. A majority of Membership Interests at a meeting of the Members shall appoint a Tax Matters Partner pursuant to Code Section 6231 to represent the Company. The Tax Matters Partner, on behalf of the Company, shall oversee the Company tax affairs in the overall best interests of the Company and make all elections for federal income tax purposes. The Tax Matters Partner shall have all necessary federal and state income and information tax returns prepared and filed on behalf of the Company. The determination of the Tax Matters Partner as to adjustments to the financial reports, books, records, and returns of the Company, in the absence of fraud or gross negligence, shall be final and binding upon the Company and all of the Members. The initial Tax Matters Partner shall be the Managing Member.

SECTION 12: INDEMNIFICATION

12.1 Definitions: Agents, Proceedings, and Expenses. For the purposes of this Agreement, "Agent" means any person who is or was a Member, Managing Member, officer, employee, or other agent of this Company; "Proceeding" means any threatened, pending or completed action or proceeding, whether civil, criminal, administrative, or investigative; and "Expenses" means any and all costs, fees, and expenses including but not limited to court costs and attorneys' fees.

12.2 Actions other than by the Company. The Company shall indemnify and hold harmless any person or Agent who was or is a party, or is threatened to be made a party, to any Proceeding (other than an action by or in the right of this Company) by reason of the fact that such person is or was an Agent of this Company, against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with such Proceeding, if that person acted in good faith and in a manner that person reasonably believed to be in the best interests of this Company, and, in the case of a criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any Proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in the best interests of this Company or that the person had reasonable cause to believe that his or her conduct was unlawful.

12.3 Actions by the Company.

(a) This Company shall indemnify any person or Agent who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action by or in the right of this Company to procure a judgment in its favor by reason of the fact that the person is or was an Agent of this Company, against expenses actually and reasonably incurred by that person or Agent in connection with the defense or settlement of that action if that person or Agent acted in

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good faith, in a manner that person or Agent believed to be in the best interests of this Company, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

(b) No indemnification, however, shall be made under this Section: (i) with respect to any claim, issue or matter as to which that person or Agent shall have been adjudged to be liable to this Company in the performance of that person's or Agent's duty to the Company, unless the court in which that action was brought shall determine upon application that the person or Agent is fairly and reasonably entitled to indemnity for the expenses which the court shall determine; (ii) for amounts paid in settling or otherwise disposing of a threatened or pending action, with or without court approval; or (iii) for expenses incurred in defending a threatened or pending action which is settled or otherwise disposed of without court approval.

12.4 Successful Defense by Agent. To the extent that an Agent of this Company has been successful on the merits in defense of any Proceeding, the agent shall be indemnified against expenses actually and reasonably incurred by the Agent in connection with the Proceeding.

12.5 Required Approval. Any indemnification under this Section shall be made by the Company only if authorized upon a determination by a majority vote of the Membership Interests of Members who were not parties to the proceeding at a duly held meeting of the Members at which a quorum is present.

12.6 Advance of Expenses. Expenses incurred in defending any Proceeding may be advanced by the Company before the final disposition of the Proceeding upon receipt of an undertaking by or on behalf of the Agent to repay the amount of the advance unless it shall be determined ultimately that the Agent is entitled to be indemnified.

12.7 Other Contractual Rights. Nothing contained in this Section shall affect any right to indemnification to which Agents of this Company or any subsidiary may be entitled by contract, by vote of the Members, as a matter of law or equity, or otherwise.

12.8 Insurance. The Company may, upon a determination by all Members, purchase and maintain insurance on behalf of any Agent of the Company against any liability which might be asserted against or incurred by the Agent in such capacity, or which might arise out of the Agent's status as such, whether or not the Company would have the power to indemnify the Agent against that liability.

12.9 Limitations. Notwithstanding the foregoing, no indemnification shall be provided for any acts or omissions that constitute illegal activities, including violations of federal or state cannabis laws, gross negligence, willful misconduct, or breach of this Agreement.

12.10 Amendment to State of Organization's Laws. In the event that the Act regarding indemnification of members, managing members, officers, employees, and other agents of a limited liability company, as in effect at the time of adoption of this Agreement, is subsequently amended to in any way that increases the scope of permissible indemnification beyond that set forth herein, the indemnification authorized by this Section shall be deemed to be coextensive with the maximum afforded by the Act as so amended.

SECTION 13: TERMINATION AND DISSOLUTION

13.1 Dissolution. The Company shall be dissolved upon the happening of any of the following events:

(a) the expiration of the period fixed in the Articles of Organization;

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(b) the written consent of all of the Membership Interests;
(c) the occurrence of an event requiring dissolution under the Act; or
(d) judicial decree.

13.2 Statement of Intent to Dissolve. Upon the occurrence of any of the events specified above, the Company shall execute and file a Statement of Intent to Dissolve, if required by the Act.

13.3 Conduct of Business. Upon the occurrence of any of the events specified above, a majority of the Members (excluding those Members who caused the dissolution event) shall appoint one or more of the Members (or the Managing Member) to act as liquidator and wind up all Company business and affairs. However, the Company shall continue to exist until Articles of Dissolution have been filed or until a decree dissolving the Company has been entered by a court of competent jurisdiction.

13.4 Distribution of Net Proceeds. Upon the occurrence of any of the events specified above and the completion of the winding up all Company business and affairs, the assets of the Company shall be promptly liquidated and distributed in the following order:

(a) to the payment of creditors, excluding Members, in the order of priority as provided by law;
(b) to the payment of loans or advances made by the Members; then
(c) a return of any outstanding capital contribution, interest or other monies owed to a Member, in accordance with the waterfall priorities set forth in Section 5.6;
(d) to the Members in proportion to their Capital Accounts after adjustments for all allocations of net profits and net loss.

Where the distribution consists both of cash and noncash assets, the cash shall be distributed first, in descending order, to the above categories. With respect to the noncash assets, which distribution values are to be based on the fair market value of the noncash asset as determined in good faith by the liquidator, the liquidator may sell the noncash assets and distribute the cash proceeds or distribute the assets in kind, in descending order, to the above categories.

13.5 Termination. The Company shall be terminated upon the distribution of all assets. The Members shall cause the Company to file Articles of Dissolution, if required, or take any other actions necessary to terminate the Company.

SECTION 14: AMENDMENTS

14.1 Amendments by Members. This Agreement may be adopted, amended, altered, or repealed by the vote or written consent of all of the Membership Interests at a meeting of the Members at which a quorum is present.

SECTION 15: GENERAL PROVISIONS

15.1 Entire Agreement/Modification. This Agreement contains the entire understanding of the parties with respect to the subject matter of the agreement, and it supersedes all prior understandings and agreements, whether written or oral, and all prior dealings of the parties with respect to the subject matter hereof. This Agreement, in whole or in part, cannot be changed, modified, extended, or discharged orally and no waiver of compliance with any provision or condition hereof and no consent provided for herein shall be effective unless evidenced by an instrument in writing duly executed by the party against whom enforcement of any waiver, change, modification, extension, or discharge is sought. Further, no consent

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or waiver, express or implied, to or of any breach or default shall constitute a consent or waiver to or of any other breach.

15.2 Partition. Each Member agrees that he or she has no right, and irrevocably waives any and all such rights, to have the assets of the Company partitioned, or to file a complaint, or institute and maintain any proceeding at law or equity to have the assets of the Company partitioned.

15.3 Further Actions. Each of the Members agrees to execute, acknowledge, and deliver such additional documents, and take such further actions, as may reasonably be required from time to time to carry out each of the provisions and the intent of this Agreement, and every agreement or document relating hereto, or entered into in connection herewith.

15.4 Severability. If any provision of this Agreement or the application thereof to any person or circumstance shall be invalid or unenforceable to any extent (including changes in cannabis regulations), such provision shall be deemed modified to the minimum extent necessary to make it valid, legal, and enforceable, and if it cannot be so modified, it shall be deemed severed from this Agreement, and the remainder of this Agreement and the application of such provision to other persons or circumstances shall not be affected thereby and shall be enforced to the greatest extent permitted by law.

15.5 Successors and Assigns. This Agreement shall be binding upon and inure to the benefit of the parties and their respective successors, legal representatives, and assigns. This Agreement may not be assigned by any party without the express written consent of the other parties.

15.6 Notices. All notices, requests, demands, and other communications made hereunder shall be in writing and shall be deemed duly given if delivered or sent by telex, facsimile, or registered or certified mail, postage prepaid, as follows, or to such other address or person as the party may designate by notice to the other party hereunder:

Lisa Pontarelli
991 Plainfield Street, Second Floor
Johnston, RI 02919

David Rozen
187 Shadow Brook Drive
Warwick, RI 02886

Robert Coupe
17 Briar Hill Drive
Cranston, RI 02921

15.7 Attorneys' Fees. In the event of any litigation, arbitration or other dispute arising as a result of or by reason of this Agreement, the prevailing party in any such litigation, arbitration or other dispute shall be entitled to, in addition to any other damages assessed, its reasonable attorneys' fees, and all other costs and expenses incurred in connection with settling or resolving such dispute.

15.8 Construction. Throughout this Agreement, the masculine, feminine, or neuter genders shall be deemed to include the masculine, feminine, and neuter and the singular, the plural, and vice versa. The section headings of this Agreement are for convenience of reference only and do not form a part hereof and do not in any way modify, interpret, or construe the intentions of the parties.

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15.9 Execution and Counterparts. This Agreement may be executed in several counterparts each of which shall be deemed to be an original, and all such counterparts when taken together shall constitute one and the same instrument.

15.10 Governing Law. This agreement shall be governed by and interpreted in accordance with the laws of the State of Rhode Island, without regard to conflict of laws principles. The parties hereby agree that any legal action or proceeding shall be brought in the courts of the State of Rhode Island. The parties further agree to submit to the jurisdiction of the State of Rhode Island and consent to the service of process in accordance with applicable procedures and rules of said jurisdiction.

SECTION 16: TRANSFER UPON DEATH

16.1 Automatic Transfer to Designated Beneficiary: Upon the death of a Member, that Member's Membership Interest shall automatically transfer to the individual(s) designated by the Member in a written and duly executed Beneficiary Designation Form delivered to the Company and kept with its records.

16.2 Rights of Beneficiary: The Beneficiary shall, upon transfer, assume all rights, interests, and obligations associated with the Membership Interest, including the right to participate in management (if applicable), receive distributions, and share in profits and losses of the Company.

16.3 No Beneficiary Designated: If no Beneficiary has been designated, or if the designated Beneficiary predeceases the Member, the Membership Interest shall transfer in accordance with the Member's estate plan or applicable laws of descent and distribution.

16.4 Consent of Remaining Members Not Required: Notwithstanding any other provision of this Agreement, the transfer of a Membership Interest upon death of a Member to the designated Beneficiary shall not require the consent or approval of the remaining Members.

16.5 Company Records: The Company shall update its records to reflect the Beneficiary as the successor Member upon receipt of a death certificate and any other documentation reasonably required to confirm the transfer.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of this 21st day of November, 2025.

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BY:

Lisa Pontarelli, as Member and Managing Member

David Rozen, as Member

Robert Coupe, as Member

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 22

Executed November 21, 2025 promissory note from Ancora Partners LLC to David Rozen.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

PROMISSORY NOTE

Initial Principal Amount: $350,000.00 Committed Additional Amount: $2,000,000.00 (upon Conditional License Award) Date: November 21, 2025 Place: Warwick, Rhode Island

FOR VALUE RECEIVED, Ancora Partners LLC, a Rhode Island limited liability company (the "Borrower"), with its principal place of business at 187 Shadow Brook Drive, Warwick, RI 02886, hereby promises to pay to David Rozen (the "Lender"), an individual with an address at 187 Shadow Brook Drive, Warwick, RI 02886, or order, the principal sum of Three Hundred Fifty Thousand Dollars ($350,000.00), together with any additional advances made by the Lender to the Borrower as provided herein (collectively, the "Initial Principal Amount"), and an additional committed sum of Two Million Dollars ($2,000,000.00) (the "Committed Additional Amount") upon the occurrence of the condition set forth in Section 2(b) below, without interest, in lawful money of the United States of America, on the terms and conditions set forth below. The Initial Principal Amount and the Committed Additional Amount, once advanced, are collectively referred to herein as the "Principal Amount."

1. Purpose of Loan

The Principal Amount is advanced or committed by the Lender to the Borrower for the purpose of funding startup costs, construction, and operational expenses related to the Borrower's application for and operation of an adult-use cannabis retail dispensary under the Rhode Island Cannabis Act (R.I. Gen. Laws § 21-28.11-1 et seq.) and applicable regulations of the Rhode Island Cannabis Control Commission (CCC), including but not limited to those set forth in 560-RICR-10-10-1. The Borrower shall use the proceeds solely for such purposes and in compliance with all applicable federal, state, and local laws and regulations, including those governing cannabis establishments.

2. Advances and Commitments

(a) **Initial Advances.** The Lender has advanced or may, in his sole discretion, make additional advances to the Borrower from time to time upon written request by the Borrower (each an "Additional Advance"). Each Additional Advance shall be added to the Initial Principal Amount and shall be subject to the same terms and conditions as the initial advance. The Borrower shall maintain records of all Additional Advances, and the total Initial Principal Amount shall be updated accordingly. No Additional Advance shall exceed the amount reasonably necessary for the Borrower's cannabis-related operations, and all such advances shall be documented in writing.

(b) **Firm Commitment for Additional Funding.** The Lender hereby irrevocably commits to advance the Committed Additional Amount of $2,000,000.00 to the Borrower upon the Borrower being selected in the Rhode Island Cannabis Control Commission adult-use retail license lottery and receiving a conditional license award (the "Conditional License Award"). Such advance shall be made within ten (10) business days of the Borrower's written notice to the Lender of the Conditional License Award, accompanied by official documentation from the CCC

confirming the award. Once advanced, the Committed Additional Amount shall be added to the Principal Amount and subject to the same repayment terms as the Initial Principal Amount.

3. Interest

This Note shall bear no interest (0% per annum). No interest shall accrue on the Principal Amount or any unpaid portion thereof.

4. Repayment Terms

(a) **Amortization Schedule.** The Principal Amount shall be repaid in equal monthly installments over an eighteen (18)-month period (the "Amortization Period"), commencing on the first day of the month following the date of the final advance of the Principal Amount (or, if the Committed Additional Amount is advanced, the first day of the month following such advance). Each monthly installment shall be in an amount equal to the then-outstanding Principal Amount divided by the number of remaining months in the Amortization Period. Repayments shall be made solely from the Borrower's "Distributable Cash Flow" (as defined in the Borrower's Operating Agreement dated November 21, 2025, or any amendments thereto), after the Borrower has paid all operating expenses, debts, taxes, regulatory fees, and reasonable reserves (including those required by the CCC for compliance, working capital, or contingencies). If Distributable Cash Flow is insufficient to make a full installment in any month, the unpaid portion shall be deferred without penalty and added to the next installment(s) until fully paid.

(b) Priority of Repayment. This Note shall be subordinate to all other secured or unsecured debts of the Borrower, including but not limited to bank loans, vendor obligations, and regulatory-required reserves. The Lender agrees that no repayment shall be demanded if it would impair the Borrower's ability to maintain compliance with CCC regulations or operate the cannabis dispensary.

(c) Maturity Date. If not sooner repaid, the entire unpaid Principal Amount shall become due and payable on the date that is eighteen (18) months from the commencement of the Amortization Period. The Maturity Date may be extended by mutual written agreement of the parties.

(d) Prepayment. The Borrower may prepay all or any portion of the Principal Amount at any time without penalty or premium.

5. Events of Default

The occurrence of any of the following shall constitute an "Event of Default" under this Note: (a) The Borrower fails to make a repayment when Distributable Cash Flow is available and such failure continues for thirty (30) days after written notice from the Lender; (b) The Borrower files for bankruptcy, becomes insolvent, or makes an assignment for the benefit of creditors; (c) The Borrower ceases operations of the cannabis dispensary or loses its CCC license; or (d) Any material breach of the Borrower's Operating Agreement that affects the Lender's rights hereunder. (e) The Borrower fails to meet any installment payment under the Amortization

Period for three (3) consecutive months due to insufficient Distributable Cash Flow, and such failure continues for thirty (30) days after written notice from the Lender.

Upon an Event of Default, the Lender may, at his option, declare the entire unpaid Principal Amount immediately due and payable, and pursue any remedies available under Rhode Island law.

6. Governing Law and Venue

This Note shall be governed by and construed in accordance with the laws of the State of Rhode Island, without regard to conflict of laws principles. Any legal action or proceeding arising under or relating to this Note shall be brought exclusively in the courts of the State of Rhode Island located in Providence County. The parties hereby submit to the jurisdiction of such courts and waive any objection to venue or convenience.

7. Notices

All notices required or permitted hereunder shall be in writing and deemed given when delivered personally or sent by certified mail, return receipt requested, or email with confirmation of receipt, to the addresses set forth above or such other addresses as the parties may designate in writing.

8. Waiver and Amendment

No waiver of any provision of this Note shall be effective unless in writing and signed by the Lender. This Note may be amended only by a written instrument signed by both parties.

9. Severability

If any provision of this Note is held invalid or unenforceable, the remainder shall continue in full force and effect.

10. Entire Agreement

This Note constitutes the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior understandings or agreements, whether oral or written.

11. Binding Effect

This Note shall be binding upon and inure to the benefit of the parties hereto and their respective heirs, successors, and permitted assigns. The Borrower may not assign this Note without the prior written consent of the Lender.

IN WITNESS WHEREOF, the Borrower has executed this Promissory Note as of the date first above written.

BORROWER: Ancora Partners LLC

By: 

Lisa Pontarelli
Managing Member

LENDER:



David Rozen

Filed in Providence/Bristol County: PSC-up 2026-4: 28000 Case Number: 20 26 Submitted: 6/26/2026 4:58:57 PM Envelope: 6 Reviewer: J'Lynn

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 23

Executed lease between Wired 2Ten, LLC and Ancora Partners LLC, effective July 14, 2023, for 1112 Reservoir Avenue, Cranston.

LEASE AGREEMENT

THIS LEASE AGREEMENT (this "Lease") is executed as of the date of the last signatory to this Lease, and effective as of July 14 2023 (the "Effective Date"), by and between **Wired 2Ten, LLC**, a Rhode Island limited liability company, with a primary address of 115A Pratt Street, Providence, Rhode Island 02906 ("Landlord") and **Ancora Partners LLC**, a Rhode Island limited liability company, with a primary address of 187 Shadow Brook Drive, Warwick, Rhode Island 02886 ("Tenant"). Collectively, Landlord and Tenant shall hereinafter be referred to as the "Parties".

WHEREAS, Tenant will be engaging in the lawful operation of state-licensed adult use cannabis retail facilities in the State of Rhode Island, among other operations and activities;

WHEREAS, Landlord, as the record owner of the Property (as hereinafter defined), desires to lease said Property to Tenant, upon such terms as provided here, for Tenant's intended use for the Property as a retail cannabis facility and other related uses (the "Intended Uses"); and

WHEREAS, Tenant is in the process of obtaining the applicable permits, approvals, and licenses necessary in order to develop the Property for its Intended Uses.

NOW, THEREFORE, in consideration of the terms hereof, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. **PROPERTY.** Landlord is the record title owner and in rightful possession, custody, and control of that certain parcel or parcels of real property located at 1112 Reservoir Avenue, Cranston, Rhode Island, containing approximately 18,000 square feet +/-, sometimes identified as Plat 9, Section 2, Lot 2713 by the City of Cranston Tax Assessor, together with the buildings and improvements thereon and designated parking areas and any further easements and rights of record, meaning and intending the property conveyed by that certain deed recorded at Book 6626, Page 69 of the Land Evidence Records of the City of Cranston, to which reference is made for a more particular description (the "Property").

2. **GRANT.** In consideration of the rent and covenants herein reserved and contained on the part of Tenant to be paid, performed or observed, and subject to the conditions hereinafter set forth, Landlord hereby demises and leases the Property unto Tenant.

3. **TERM.** Subject to earlier termination, as may be provided for herein, the term of this Lease (the "Term") shall commence on the Effective Date and shall expire on the tenth (10^{th}) anniversary of the Rent Commencement Date (the "Expiration Date"). Each year during the Term shall be referred to as a "Lease Year." Notwithstanding, the first (1^{st}) Lease Year shall commence on the Effective Date continue until the first (1^{st}) anniversary of the Rent Commencement Date.

4. **BASE RENT**. Commencing on the earlier of the following: i) the date that Tenant opens for business to the public; and ii) January 1, 2024 (the "Base Rent Commencement Date"), and continuing until the end of the third (3^{rd}) Lease Year, Tenant shall pay annual base rent of Ninety Thousand and 00/100 Dollars ($90,000.00) in equal monthly installments of Seven

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Thousand Five Hundred and 00/100 Dollars ($7,500.00) on the first (1st) day of each month ("Minimum Base Rent"). At the start of the fourth (4th) Lease Year, and at the commencement each successive Lease Year thereafter, Base Rent shall be increased and equal 102% of the Best Rent payable in the prior Lease Year. In no case shall Additional Rent, as contemplated in Section 6 hereof, be due until such time as Tenant opens for business to the public.

5. **PERCENTAGE RENT**. In addition to Base Rent, if Tenant produces Gross Sales (as hereinafter defined), which are specifically generated and derived from the sale of goods at the Property only, Tenant shall, in addition to the Minimum Base Rent, pay an additional payment to Landlord, within thirty (30) days of the close of such calendar quarter, in an amount equal to three percent (3%) of such quarterly Gross Sales less Twenty Two Thousand Five Hundred Dollars ($22,500.00) ("Percentage Rent"). Notwithstanding, Percentage Rent for any calendar year shall not exceed Sixty Thousand Dollars ($60,000.00), which shall be the maximum Percentage Rent amount due for any calendar year. The Parties hereto expressly agree that any of the Tenant's gross sales received from any other operations outside of the Property shall not be subject to the within Percentage Rent obligation. Percentage Rent shall be payable as hereinafter provided without any diminution, deduction or set-off whatsoever and without prior notice or demand.

(a) *Gross Sales.* The term "Gross Sales" as used herein is hereby defined to mean receipts from gross sales from all business conducted at, in, on, from or arising out of the Property by Tenant and all others specifically operating out of the Property (including all licensees, concessionaires and tenants of Tenant operating at the Property), and whether such sales be evidenced by check, credit, charge account, exchange or otherwise, and shall include, but not be limited to, the amounts received from the sale or rental of goods, wares and merchandise, and for services performed on the Property, together with the amount of all orders taken, received or fulfilled at the Property, and whether such sales be made by means of merchandise or other vending devices in the Property. If any portion of the Property shall be sublet by Tenant or conducted by any person, firm or corporation other than Tenant, then there shall be included in the Gross Sales for the purpose of determining the Percentage Rent payable hereunder all of the gross sales of such departments or divisions in the same manner and with the same effect as if the business or sales of such departments and divisions had been conducted by Tenant itself. Each charge or sale upon installment or credit shall be treated as a sale for the full price in the quarter during which such charge or sale shall be made, irrespective of the time when Tenant shall receive payment (whether full or partial) therefor. Gross Sales shall not include (i) sales of merchandise returned and claimed to be defective or unsatisfactory, provided such sales have been included in Gross Sales; (ii) the amount of any sales, use or gross receipts tax imposed by any federal, state, municipal or governmental authority directly on sales and collected from customers, provided that the amount thereof is separately added to the selling price and paid by Tenant to such governmental authority; (iii) revenues generated, received, and/or collected by the Tenant as a result of any other business, sales, operations, or activities of the Tenant or its affiliates conducted and fulfilled outside of the Property; (iv) the net amount of any discounts, rebates, coupons, or rewards allowed to any organization or to any customer pursuant to any customary and reasonable policy adopted by Tenant, in Tenant's sole discretion; (v) shipping and delivery charges; (vi) withholding taxes collected from employees; (vii) all sums received by Tenant for lost, spoiled, and damaged products; (viii) sales by Tenant of machinery, furniture, equipment, personal property, fixed assets, and/or trade fixtures; (ix) the amount of returns to shippers, vendors, suppliers, and/or manufacturers; and (x) tips or gratuities actually paid to employees of Tenant and not retained by Tenant. The Parties expressly agree that in no event shall

the Landlord be entitled to any portion or percentage of the Tenant's gross revenues received from any of the Tenant's other operations outside of the Property. No franchise or capital stock tax and no income or similar tax based upon income or profits as such shall be deducted from Gross Sales in any event whatsoever. There shall be deducted from Gross Sales the sales price of merchandise returned by customers for exchange, provided that the sales price of merchandise delivered to the customer in exchange was originally included in Gross Sales.

(b) *Audit*. Tenant will preserve for at least three (3) years at Tenant's notice address all original books and records disclosing information pertaining to Gross Sales and such other information respecting Gross Sales and Adjusted Gross Sales as Landlord requires, including, but not limited to, cash register tapes, sales slips, sales checks, gross income and sales tax returns, bank deposit records, sales journals and other supporting data including itemized records of permitted exclusions. Landlord and its agents shall have the right during business hours to examine and audit such books and records preserved by Tenant. If such examination or audit discloses a liability for Percentage Rent three percent (3%) or more in excess of the Percentage Rent paid by Tenant for any period and at least $500.00 of Percentage Rent is owed as the result of such audit, or if Tenant's Gross Sales cannot be verified due to the insufficiency or inadequacy of Tenant's records, or if Tenant shall have failed to furnish Landlord any monthly statement of Gross Sales during any Lease Year, Tenant shall promptly pay Landlord the cost of said audit. Tenant shall, in any event, pay to Landlord the amount of any deficiency in rents which is disclosed by such audit. If such examination or audit discloses an overpayment of Percentage Rent, then the excess, less the cost of such examination or audit, shall be credited to Tenant's account. Tenant's obligation to preserve all original books and records shall survive the expiration of the Lease Term or the earlier termination of this Lease.

6. **ADDITIONAL RENT**. All rents, charges, costs, expenses, reimbursements, fees, interest, liquidated damages, and other payments to be made by Tenant to Landlord under this Lease, other than Base Rent, shall be deemed to be "Additional Rent" and, commencing on the date that Tenant opens for business to the public, shall be paid to Landlord without diminution, deduction or set-off whatsoever and without prior notice or demand.

7. **RENT**. Collectively, Minimum Base Rent, Percentage Rent and Additional Rent shall be referred to in this Lease as "Rent", except as otherwise provided herein.

8. **NET LEASE**. This Lease shall be deemed and construed to be a "net lease," and, except as set forth herein, Tenant shall pay absolutely net throughout the Lease Term, all Rent due by Tenant hereunder including Impositions (as hereinafter defined) and all expenses arising from the leasing, operation, management, construction, maintenance, repair, replace or use and occupancy of the Property in any manner whatsoever (including, but not limited to, and except as otherwise provided herein, real estate taxes, personal property taxes, utility charges, service charges, operational costs/expenses, repair costs/expenses, upkeep costs/expenses, maintenance costs/expenses, management costs/expenses, cleaning costs/expenses, costs/expenses for any minor and/or major repair(s) to and/or replacement(s) of and/or to any portion of the Property), free of any back charges, assessments, impositions or deductions of any kind and without abatement, deduction or set-off; provided, further, that following a written request by Landlord for the same, Tenant shall provide Landlord written evidence that Tenant has timely satisfied all third party obligations imposed upon Tenant under this Lease. Except as expressly permitted in this Lease,

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under no circumstances or conditions, whether now existing or hereafter arising, or whether beyond the present contemplation of Landlord and/or Tenant, shall Landlord be expected or required to make any payment of any kind whatsoever associated with the Property, or be under any obligation and/or liability associated with the Property and/or Tenant. "Impositions" shall mean any and all: (a) property taxes of every kind and nature (including any school, county, town or other taxes); (b) real property assessments (whether general, special, business improvement district or otherwise); (c) personal property taxes; (d) occupancy and rent taxes; (e) water, water meter and sewer rents, rates and charges; (f) excises; (g) levies; (h) license and permit fees; (i) service charges with respect to police protection, fire protection, street and highway construction, maintenance and lighting, sanitation and water supply, if any; (j) fines, penalties and other similar or like governmental charges applicable to the foregoing and any interest or costs with respect thereto; and (k) any and all other governmental levies, fees, rents, assessments or taxes and charges, general and special, ordinary and extraordinary, foreseen and unforeseen, of any kind and nature whatsoever, and any interest or costs with respect thereto, which at any time during the Term are, or, if the Property or any part thereof or the owner thereof were not exempt therefrom, would have been: (i) assessed, levied, confirmed, imposed upon or would have become due and payable out of or in respect of, or would have been charged with respect to, the Property or any document to which Tenant is a party creating or transferring an interest or estate in the Property (excluding any capital gains taxes imposed in connection with the execution of this Lease), or the use and occupancy thereof by Tenant; or (ii) encumbrances or liens on: (A) the Property; or (B) the sidewalks or streets in front of or adjoining the Property; or (C) any vault (other than a vault in respect of which a utility company is obligated to pay any charge specified above or which is exempt from any such charge by reason of use thereof by any such utility company), passageway or space in, over or under such sidewalk or street; or (D) any other appurtenances of the Property; or (E) any personal property used in the operation thereof; or (F) the Rent (or any portion thereof).

9. SECURITY DEPOSIT. Within seven (7) days of the Tenant receiving the Operating Licenses, as set forth in Section 39 of this Lease, Tenant shall make a security deposit payment to the Landlord ("Security Deposit") in the amount of $15,000. The Security Deposit shall be held as additional security for the Tenant's performance as herein provided and refunded to Tenant at end of this Lease subject to the Tenant's satisfactory compliance with the conditions hereof and the terms of this Lease. Landlord may commingle the Security Deposit with other funds and Tenant shall be entitled to no interest thereon. Should Landlord apply any part of the Security Deposit, Tenant shall as Additional Rent furnish Landlord with additional funds equal to the amount so applied. Tenant shall not assign, encumber, or pledge the Security deposit and neither the Landlord nor its successors and assigns shall be bound by any such assignment, encumbrance, or pledge. No mortgagee succeeding to Landlord's rights hereunder shall be required to refund the Security Deposit unless and to the extent it has received the same. Tenant shall not apply the Security Deposit against any Rent including the last month's Rent due hereunder.

10. TIMELINESS. Commencing on the Lease Commencement Date, all Additional Rent shall be paid such that Landlord (or, such other party as is entitled to said payment(s) under this Lease) receives said payment in a timely manner, and in no event later than thirty (30) days after Tenant receives notice of such obligation. If any payment of Rent required under this Lease is not paid within seven (7) days of when due, Tenant shall pay Landlord a late fee penalty in the amount of Five Percent (5%) of the amount owed ("Late Fee," which shall be deemed Additional Rent), without prejudice to Landlord's other rights or remedies under this Lease, at law, in equity

or in admiralty, by statute or otherwise, plus an amount equal to one and one-half perfect (1.5%) of the amount due for each month or portion thereof during the period in which arrearage continues.

11. TENANT IMPROVEMENTS.

(a) "Tenant Improvements" are those improvements, modifications, and/or alterations to the Property proposed to be performed by or for Tenant. Landlord shall reasonably cooperate with Tenant concerning Tenant's acquisition of permits, licenses, and/or authorizations, including signing applications for the same as owner of the Property, so long as such requested cooperation (i) is in furtherance of permits, licenses, and/or authorizations for Tenant Improvements, (ii) such permits, licenses and/or authorizations are for activities on the Property permitted under this Lease and under Applicable Law, and (iii) does not require Landlord's expenditure of any monies, except as may otherwise be required herein.

(b) Any work done by or on behalf of Tenant in accordance with this Lease shall be done in a good and workmanlike manner employing materials of good quality and condition, and so as to conform with all Applicable Laws. All contractors retained by Tenant shall carry Worker's Compensation Insurance in accordance with statutory requirements and comprehensive public liability insurance covering such contractors on or about the Property in the amount of no less than $1,000,000.00 combined single limit and shall, upon Landlord's request, cause evidence of such insurance to be furnished to Landlord. Upon completion of such work, if requested by Landlord, Tenant shall use good faith efforts to obtain lien releases from all contractors, subcontractors, materialmen and suppliers in connection with the provision of such materials and/or work. Tenant shall save harmless and indemnify Landlord from and against all loss, injury, claims, liability, damage, cost, and/or expense to any person or property occasioned by or arising out of such work and/or materials provided and/or delivered to and/or at the Property. The Tenant Improvements shall be promptly commenced at the earliest practicable date; shall not affect the soundness of the Property or any improvement existing thereon; and shall be diligently prosecuted to completion.

(c) Tenant shall promptly pay for all Tenant Improvements, keeping the Property free from any lien or encumbrance (including, without limitation, any mechanic's liens), hereby covenanting and agreeing to indemnify and hold harmless Landlord from and against any loss, cost, claim, suit, or damage with respect thereto. Tenant shall maintain at all times an updated list (with all identifying information, including the nature and scope of the work and/or materials provided) of all contractors, subcontractors, and other providers of services and materials associated with Tenant Improvements at the Property (the "Contractor/Supplier List"), and Tenant shall promptly provide the most updated Contractor/Supplier List to Landlord upon Landlord's request for the same. Tenant shall require Tenant's general contractor and/or construction manager to promptly provide Tenant with the underlying information for the Contractor/Supplier List, including any changes thereto.

12. TENANT'S MAINTENANCE OBLIGATIONS.

(a) Tenant shall, at Tenant's sole cost and expense, keep and maintain the Property (which shall include all Tenant Improvements thereon) in good order and repair during the Term, including, without limitation, all walls, roof, roof membrane, foundation, exterior

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components, interior components, piping, sewer, water, electrical, boiler, elevator, security, heating, air conditioning, plumbing, wiring, fire system, fire notification systems, fire protection systems, firewater protection systems, infrastructure, machinery, and equipment relating to utilities (including, but not limited to, heating, water, telephone, internet, cable, alarm, and alarm monitoring and security services as well as such utility infrastructure located at, on, above, or below the Property), lighting, fixtures, interior walls, floors, floor coverings, ceilings, all wires and equipment, doors, windows, window frames, glass in windows and doors, gutters, downspouts, building appliances and all other portions of the Property.

(b) Tenant shall further be responsible, at Tenant's sole cost and expense, for keeping the Property clean and in neat order and condition, including, but not limited to, promptly removing trash and debris therefrom, mowing, gardening and/or landscaping, lighting the Property, and removing and treating any snow and ice as necessary to protect the health, safety, and welfare of the Property, Tenant, and/or Tenant's guests, invitees, licensees, affiliates, subsidiaries, contractors, employees, agents, or anyone claiming by, through or under Tenant. Tenant shall make reasonable inspection from time to time of the Property and shall be responsible for immediately notifying Landlord of any condition that may render any of the foregoing unsafe (but without imposing upon Landlord any duty to take any action in response thereto).

13. LANDLORD'S MAINTENANCE OBLIGATIONS. Except for any damage, casualty, or loss caused by gross negligence or an intentional act of Landlord, Landlord shall have no obligation whatsoever to maintain, repair, and/or replace any portion of the Property, including without limitation, the Property in its present condition as of the date of this Lease, or as permissibly modified by Tenant pursuant to the terms and conditions of this Lease (e.g., the Tenant Improvements).

14. UTILITIES. Tenant shall pay all charges for water, electricity, sewerage, telephone, internet, cable, alarm, alarm monitoring, security services, and any other utilities furnished to the Property.

15. USE OF THE PROPERTY. During the Term, and any holdover period, Tenant shall use the Property as a cannabis dispensary subject to applicable state law and regulations, (the "Permitted Use"). In furtherance of the Permitted Use, but subject to the other terms and conditions of this Lease, Tenant shall be permitted to construct the Tenant Improvements on the Property. The Property shall not be used for any purpose and/or activity in violation of any applicable law, except for any uses which are required for or incident to the Permitted Use which are not in violation of applicable Rhode Island laws and regulations.

16. REPRESENTATIONS, WARRANTIES, COVENANTS, DISCLAIMERS.

(a) Tenant represents, warrants, and covenants that:

(i) Tenant has had a full and fair opportunity to inspect, analyze, and evaluate the Property, including, but not limited to, the existing land, improvements and parking areas;

(ii) Subject to Tenant receiving the necessary permits, approvals, and entitlements to conduct the Permitted Use lawfully on the Property, as well as to perform the Tenant Improvements, the Property is otherwise acceptable to Tenant, and Tenant accepts the Property "AS IS," without relying on any warranty or representation of Landlord (or any principal, partner, affiliate, owner, trustee, beneficiary, member, manager, agent, and/or representative of Landlord) (collectively, "Landlord Parties") of any kind or nature whatsoever and Any and all alternations and improvements necessary for the Tenant to conduct the Permitted Use, will be at the Tenant's sole expense.

(b) Landlord represents and warrants that there is no mortgage loan or other obligation of Landlord which would preclude the Property from being leased for the intended purpose of operation of a retail cannabis dispensary. Landlord expressly disclaims any other warranties, express or implied, including, without limitation, the warranty of merchantability or fitness for a particular purpose, and without recourse against Landlord. Landlord shall not be liable for any defects, whether known or unknown, latent or otherwise, in or related to any part of the Property or for any limitation on their use, and Tenant shall defend (with counsel of Landlord's choosing), hold harmless, and indemnify Landlord from and against any claims, suits, losses, costs, and/or expenses arising therefrom.

(c) This Lease does not create a bailment. Landlord shall have no duty of care or responsibility for the safety or security of the Property (including any Tenant Improvements), or any motor vehicles parked on, or personal property located at, the Property. Landlord shall also not have any duty of care with respect to, or responsibility for, fire, theft, or any damage to any of the foregoing mentioned in this sentence. Landlord shall further have no duty of care with respect to, or responsibility for, the safety or security of people at, on, and/or within the Property, including by Tenant or Tenant Parties. The Property is occupied and used at the sole risk of Tenant, and Tenant Parties, and Tenant shall defend (with counsel of Landlord's choosing) hold harmless and indemnify Landlord from and against any claims, suits, losses, costs and/or expenses related thereto or arising therefrom.

(d) Landlord makes no representation or warranty that any uses contemplated hereunder are permitted on the Property in compliance with any Applicable Laws (including without limitation, any zoning law), and expressly disclaims any such warranty or representation.

(e) In the event of an emergency, including, but not limited to, foul weather, Tenant shall be solely responsible for the safety and security of motor vehicles and any improvements, personal property, or persons at or near the Property. Tenant agrees that it is not relying in any way upon the skill or intervention of Landlord, or anyone on its behalf to protect any motor vehicles or any personal property or persons should foul weather, or other emergency, threaten to damage, or damages, any vessels, motor vehicles, and/or personal property or persons thereon or therein, and Landlord shall have no such duty.

17. TENANT'S INSURANCE.

(a) Tenant agrees to secure and maintain, at its sole expense, a policy or policies of insurance for:

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(i) commercial general liability insurance (so-called "CGL" or its equivalent) covering Tenant's operations at, on, under, within, upon, and/or concerning the Property, with limits of no less than $1,000,000 per occurrence and $2,000,000 in the aggregate;

(ii) "all risk" property insurance (ISO "Special Form" policy) with respect to personal property, improvements, etc. (including all Tenant Improvements) at, on, under, within, upon, and/or concerning the Property, including, without limitation, loss by fire, with extended coverage, and by all other casualties and risks; in an amount equal to "replacement cost", with insurance companies, and on forms reasonably satisfactory to Landlord; provided, that prior to the Commencement Date, the Tenant shall be required to only maintain insurance at the "actual cash value" of the Property;

(iii) builder's risk coverage, during the course of effectuating Tenant Improvements, with limits and coverages acceptable to Landlord based upon the nature and extent of such Tenant Improvements;

(iv) automobile liability covering all autos, hired autos, and non-owned autos in the amount of no less than $1,000,000;

(v) workers compensation insurance, in sums not less than the amounts required from time to time by Applicable Law, shall be provided to cover all persons working in, on, and/or at the Property; and

(vi) umbrella coverage in the amount of less than $3,000,000 in the aggregate.

With respect to personal property damage, fire and other casualty, coverage shall be not less than full replacement cost. The insurances required to be maintained, the limits of the coverage, the deductibles, and the endorsements and other coverage terms and conditions may be modified or increased from time to time, upon Landlord's written request, if such changes are commercially reasonable for real estate, improvements, or similar uses in the New England area. All such policies shall name Landlord and Landlord's lender(s) as additional insured(s) and contain a provision that the insurer will not cancel or change the insurance without first giving Landlord and Landlord's lender(s) twenty (20) days' prior written notice. A copy of the certificate(s) of insurance (and the underlying policies, if specifically requested by Landlord) shall be delivered to Landlord: (i) prior to the Commencement Date; (ii) upon each anniversary of the Commencement Date; and (iii) at any other time upon written request of Landlord. If Landlord requests any additional evidence of any insurance, then Tenant shall provide such additional proof provided as soon as practicable.

(b) Landlord shall have no obligation whatsoever to maintain any insurance concerning the Property and/or Tenant; provided, however, that if Landlord elects to maintain any insurance, Tenant's insurances (and not Landlord's) shall be deemed primary.

(c) Tenant shall ensure, and obtain appropriate certificates confirming, that all contractors and subcontractors performing work at the Property (including, without limitation, the Tenant Improvements as defined herein) are duly licensed, bonded, and insured in a commercially reasonable manner for a similar project taking place in the State of Rhode Island. Such insurance

shall include, without limitation, general liability, workers' compensation, and excess coverage policies. Failure to utilize contractors and subcontractors in compliance with the provisions of this clause shall be a breach of and an Event of Default (as hereinafter defined) under this Lease.

(d) None of the requirements contained herein as to types, limits, or Landlord's approval of insurance coverage to be maintained by Tenant are intended to and shall not in any manner limit, qualify, or quantify the liabilities and obligations assumed by Tenant under this Lease or otherwise provided by Applicable Law.

(e) To the extent covered by the insurances to be maintained by Tenant hereunder, Tenant hereby releases Landlord from liability for any and all loss or damage to the extent so covered, even if such loss or damage shall be brought about by the fault or negligence of Landlord or persons and/or entities claiming under Landlord or for whom Landlord may be derivatively liable.

LIMITATION OF LIABILITY, FORCE MAJEURE. In no event shall Landlord's principals, owners, members, managers, beneficiaries, trustees, officers, agents, and/or representatives be liable to Tenant or any other party with respect to this Lease. Except for Tenant's obligation to pay Rent fully and timely, neither Tenant nor Landlord shall be liable for damages due to delay or failure to perform any obligations under this Lease or under Applicable Law, including, but not limited to, any interruption or interference with the use and/or enjoyment of the Property, if such failure or delay results directly or indirectly from circumstances beyond the reasonable control of Landlord or Tenant, respectively ("Force Majeure"). "Force Majeure" shall include, but shall not be limited to, an Act of God; adverse weather; the common enemy or the result of war, terrorism or threat thereof; riot; civil commotion; strike or labor dispute; failure of supply, or inability, by exercise of reasonable diligence, to obtain supplies, parts or employees necessary to perform services; any cause due to any act or neglect on the part of the other party to this Lease; acts of the government in either its sovereign or contractual capacity; government regulation; or any other cause beyond Landlord's or Tenant's respective reasonable control. In no event shall Landlord be liable for any incidental, indirect, consequential, special, punitive, or exemplary damages, or lost profits, of any kind arising from this Lease, even if Landlord shall have been advised of the possibility of such damages, regardless of the negligence or other fault of Landlord, and regardless of whether such liability arises in contract, negligence, tort, strict liability or any other theory of liability. The liability of Landlord for Landlord's obligations under this Lease shall be limited to Landlord's interest in the Property, and Tenant shall look solely to the interest of Landlord, its successors and assigns, in the Property, for the satisfaction of each and every remedy of Tenant against Landlord. Tenant shall not look to any of Landlord's other assets seeking either to enforce Landlord's obligations under this Lease, or to satisfy any money or deficiency judgment for Landlord's failure to perform such obligations, such exculpation of personal liability is and shall be absolute and without any exception whatsoever.

18. TOTAL DAMAGE BY FIRE OR OTHER CASUALTY. In the event at any time the Property (including the Tenant Improvements thereon) are wholly destroyed, or otherwise rendered entirely unfit for the Permitted Use, by fire or other casualty to such an extent that the Property cannot reasonably be rebuilt or restored to a fit condition within eighteen (18) months, then Landlord or Tenant may, by written notice to the other party, given within sixty (60) days after the occurrence of such casualty, terminate this Lease, and in such case the Rent shall be pro-rated

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to the later of the date of such cancellation or the surrender of the Property by Tenant to Landlord as provided herein, Tenant shall not be responsible for Rent after such date, and any Rent paid in advance shall be adjusted to such date; provided, however, that Tenant shall neither have such option nor be relieved of the obligation to pay Rent if such fire or other casualty, or the damage or harm resulting therefrom, was caused by, or was not reasonably prevented in whole or in part by the act or omission of Tenant and/or Tenant Parties, though in such case Landlord may still, at its option, cancel this Lease and require Tenant to pay the Rent provided for in this Lease without limitation to other rights or remedies of Landlord at law or in equity, by statute or otherwise. In the event at any time the Property or the Tenant Improvements thereon are partially destroyed, or rendered partially unfit for the Permitted Use, by fire or other casualty, then Tenant's obligations under this Lease shall remain in full force and effect and Tenant shall cause such affected Property (including the Tenant Improvements) to be rebuilt to its former condition prior to such fire or other casualty.

19. TAKING BY EMINENT DOMAIN.

(a) In case of a taking by eminent domain of the whole of the Property, then this Lease shall terminate as of the date of the actual taking of possession by the public authorities. In case of a taking of such portion of the Property as shall equal twenty five percent (25%) or more of the area of the Property, either Landlord or Tenant may terminate this Lease by notice given to the other within thirty (30) days after Tenant has been deprived by the taking authorities of physical possession of the Property taken. Landlord reserves the right to all damages and awards payable on account of such taking, including and not in limitation of the foregoing, the value of the leasehold; provided, however, that Tenant shall be entitled to any moving allowance that may be payable to Tenant by the taking authorities in connection with such taking.

(b) In the event that a portion of the Property or any part thereof shall be taken by eminent domain, and the parties elect not to terminate the Lease, the Rent shall be abated according to the nature, location, and extent of the injuries sustained by the Property.

20. ASSIGNMENT AND SUBLETTING. Notwithstanding any other provisions herein contained, Tenant may not assign this Lease or sublet the whole or any part of the Property, without the prior written consent of Landlord, which may be withheld in Landlord's sole discretion. In the event Tenant is an entity, any transfer of ownership shall be deemed an assignment for purposes of this section and shall also require prior written approval of Landlord. Notwithstanding the aforesaid, if Landlord does consent to an assignment or subletting for which Landlord's consent is required, (i) Tenant shall remain primarily liable for all obligations of Tenant hereunder, including payment of Rent, (ii) any assignee or subtenant shall also be subject to and liable for the performance of all terms and conditions of this Lease, and (iii) the payment of Rent, directly to Landlord by any subtenant or assignee of Tenant shall not constitute a novation, release, and/or waiver, relieving Tenant of Tenant's obligations under this Lease, including this Section.

21. DEFAULT AND TERMINATION.

(a) Tenant's Events of Default: The occurrence of any one or more of the following events shall constitute an Event of Default:

i. if Tenant shall fail to pay Rent or any other sum payable under this Lease within five (5) days of the date due (provided that the first such failure in any rolling twelve (12) month period shall not constitute an Event of Default unless such failure continues for more than five (5) days after written notice of such failure is delivered by Landlord to Tenant);

ii. If Tenant shall neglect or fail to perform or observe any term, covenant or condition by Tenant to be performed or observed hereunder with respect to any term, covenant, or condition other than the covenant to pay Rent and/or any other covenant calling for the payment of money by Tenant, and such neglect or failure shall continue for and more than thirty (30) days after written notice to Tenant (provided however, if such default or breach cannot be reasonably cured within such period, so long as Tenant has commenced to cure the same and diligently continues to do so, Tenant shall have an additional time period up to sixty (60) days to cure such default);

iii. if a petition is filed by Tenant or any guarantor under any bankruptcy law and the same shall not be dismissed within twenty (20) days from the date upon which it is filed;

iv. If a receiver, trustee in bankruptcy, or similar officer or custodian shall be appointed to take charge of all or any part of Tenant's property by a court of competent jurisdiction, and such appointment shall remain in effect twenty (20) days following the date of such appointment; or

v. If any liquidation or dissolution or other termination of Tenant's existence shall result in a termination of the obligations hereunder to pay Rent and otherwise observe Tenant's obligations hereunder.

(b) Landlord's Remedies: In the event Tenant defaults, and does not cure the default within the applicable cure period, Landlord shall, subject to applicable provisions of Applicable Laws of the State of Rhode Island, then and at any time thereafter, in accordance with such laws, be entitled to immediate possession of the Property, to all arrearages in Rent, to terminate this Lease, and/or to exercise any remedy legally available to Landlord to enforce its rights by reason of Tenant's default. Without limiting the foregoing and in supplement to and not replacement of any other obligation of Tenant relevant to termination of this Lease, Tenant shall at Landlord's option (i) vacate the Property, and/or (ii) remove Tenant's personal property from the Property. Notwithstanding termination of the Lease and surrender of the Property to Landlord, Landlord shall immediately be entitled to recover from Tenant, and Tenant shall forthwith pay to Landlord as compensation, in addition to any other payment obligations of Tenant under this Lease, all unpaid Rent accrued to date or other payments called for hereunder accrued to such date and all accelerated Rent and other amounts payable by the Tenant for the full balance of the Term hereof.

(c) Landlord's Event of Default. If Landlord fails to perform or observe any of Landlord's obligations, responsibilities, or covenants herein, Tenant may give Landlord written notice specifying such default and, if Tenant shall do so, then Landlord shall have thirty (30) days

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in which to cure any such default; provided, however, if such default cannot be reasonably cured within such period, so long as Landlord has commenced to cure the same and diligently continues to do so, Landlord shall have an additional sixty (60) days to cure such default.

(d) Surrender of the Property upon termination, expiration or cancellation. At the expiration or any other termination or cancellation of this Lease, or any extension thereof, Tenant shall remove all of its property, including, but not necessarily limited to, any signage and the personal property of Tenant or Tenant Parties, and shall quietly and peaceably surrender up to Landlord full possession of the Property, in as clean and good repair, order and condition as such areas were as of the Lease Commencement Date or placed by Tenant thereafter (including after the installation of the Tenant Improvements), reasonable use and wear accepted. Without limiting the generality of the foregoing, upon any termination, expiration or cancellation of this Lease, Tenant shall be responsible for ensuring that any and all personal property is fully removed from the Property, without damage to the Property.

(e) **Notwithstanding any provision of this Lease to the contrary, Landlord hereby agrees that Landlord's rights and remedies following a default, breach, surrender, or any failure to perform under this Agreement, shall not include the seizure of assets protected by the R.I. Gen. Laws § 21-28.11-1, *et seq.* (or any applicable state regulations promulgated thereunder), *i.e.*, any raw or finished material or product containing any amount of marijuana. Landlord shall not be entitled to a repayment or remedy that provides Landlord with inventory of Tenant that contains any amount of marijuana, in any form, whether flower or infused product. Landlord hereby forfeits any such remedy. In addition, Landlord hereby understands and agrees that any license issued by the Cannabis Control Commission, whether provisional or final, is non-transferrable, and may not be assigned or transferred without prior State approval. Landlord agrees that any license issued to Tenant by the Rhode Island Cannabis Control Commission or any other applicable state agency related to Tenant's Intended Uses is not an asset that may be seized by Landlord or available as a remedy for Tenant's default, breach, or other failure to perform under this Agreement or any other agreement. Furthermore, Landlord expressly agrees that, should new or modified regulations be promulgated by the Rhode Island Cannabis Control Commission or any other State reviewing agency which require any additional contractual language between a Landlord and Tenant seeking to operate a cannabis establishment, as that term is defined in R.I. Gen. Laws § 21-28.11-3, Landlord agrees to cooperate with Tenant in promptly executing an amendment to this Lease to satisfy such requirements and regulatory provisions, in furtherance of Tenant's Intended Uses.**

(f) Lien on Tenant's Property. Subject to Section 21(e) hereof and any other applicable provisions of this Lease, to secure the payment and performance by Tenant under this Lease, Tenant hereby grants to Landlord an express contractual lien on and security interest in all of Tenant's personal property physically located at the Premises and which Tenant owns ("Tenant's Property") and also upon all proceeds of any insurance which may accrue to Tenant by reason of damage to or destruction of any such Tenant's Property (collectively, the "Collateral"), and which is granted in addition to the Landlord's statutory and common law liens and shall be cumulative thereto. Tenant hereby authorizes Landlord to file Uniform Commercial Code financing statements in order to perfect the aforesaid security interest. Notwithstanding the foregoing, Tenant shall have the right from time to time to grant a security interest in all of the Collateral to its lenders in connection with Tenant's financing arrangements. In such event and at the written request of Tenant, Landlord agrees to subordinate the lien and

security interest granted pursuant to this Section by executing a subordination of lien agreement reasonably acceptable to Landlord with any such lenders providing financing for Tenant's Collateral.

22. WAIVER. A waiver of any provision of this Lease shall not be construed to be a waiver of any other provisions of this Lease.

23. QUIET ENJOYMENT. Subject to all the terms and provisions of this Lease, on full and timely payment by Tenant of the Rent, and observing, keeping, and performing all of the terms and provisions herein contained on Tenant's part to be performed, kept and observed, Tenant shall peaceably and quietly hold and enjoy the Property hereby demised without ejection or unreasonable interruption by Landlord or any person or persons claiming under Landlord.

24. HOLDING OVER. If Tenant holds over or continues in possession of the Property after the expiration or earlier termination of this Lease without written permission of Landlord and without the execution of a new lease, the tenancy thus created shall be from month to month; provided, however, that the Rent to be paid by Tenant shall be equal to 150% of the Rent. For purposes of calculating the holdover rent, the Rent shall be the Rent for the month immediately prior to the Expiration Date. Nothing herein shall preclude Landlord from the exercise of any right of re-entry or other remedy under this Lease or under Applicable Law, including Landlord's right to recover attorneys' fees and costs in enforcing Landlord's rights and remedies.

25. NOTICES. All notices that may be or are required to be given pursuant to the provisions of this Lease shall be sent by both (a) first class mail, and (b) either (i) hand delivery or (ii) reliable overnight carrier, or (iii) U.S. certified mail, return receipt requested, postage prepaid, or (iv) email (if an email address is specifically provided below), as follows:

If to Landlord: Wired2Ten, LLC
115A Pratt Street
Providence, Rhode Island 02906
Attn: Rhonda Sugarman

with a copy to: Stefano G. Caprara, Esq.
Caprara Law PC
85 Swanson Road, Ste. 320D
Boxborough, MA 01719

If to Tenant: Ancora Partners LLC
187 Shadow Brook Drive
Warwick, Rhode Island 02886
Attn: David Rozen

with a copy to: Michael L. Mineau, Esq.
Partridge Snow & Hahn LLP
40 Westminster Street, Suite 1100
Providence, RI 02903
mmineau@psh.com

Filed in Providence Submitted: Enve Reviewer: Case/Business Unit Document: PSC-up 2026 4:57 2800

Any of the above addresses and information may be changed at any time by notice given as provided above.

26. NO RECORDING. Tenant shall not record, or cause to be recorded, this Lease or all the terms and conditions contained herein; provided, however, that either Landlord or Tenant may record a customary memorandum, summary or notice thereof (which shall contain a reference to the right of first refusal), in the Land Evidence Records of the City of Cranston, Rhode Island, so long as (a) the financial and other confidential terms and conditions of this Lease are not recited therein, and (b) both Landlord and Tenant consent to the form of such document, which consent shall not be unreasonably withheld.

27. STATUS REPORT. Recognizing that both parties may find it necessary to establish to third parties, such as accountants, banks, mortgagees, or the like, the then current status of performance hereunder, either party, upon ten (10) days' prior written request of the other made from time to time (time being of the essence), will promptly execute, acknowledge, and deliver to the other (or any mortgagee or other party in interest) a reasonable and customary written statement of the status of any matter pertaining to this Lease, including, but not limited to, an estoppel certificate and/or statement that this Lease as attached to such certificate or statement is genuine and unmodified (or, if modified, the terms surrounding the same); whether any default exists or has been claimed; the specific nature of the default; a recitation of the Rent due hereunder and the dates to which the Rent and other amounts, sums and charges have been paid, including if in advance; the existence of any claimed counterclaims or defenses to this Lease; the dates of the Renewal Terms and the date of expiration; and any other matters as may be reasonably requested, it being intended that any such certificate or statement delivered pursuant hereto may be relied upon by any prospective purchaser of the Property or of the interest of Landlord therein, any mortgagee or prospective mortgagee thereof, or any prospective assignee of any mortgagee thereof or any such party requesting the same.

28. RIGHTS OF LANDLORD TO PERFORM TENANT'S COVENANTS. Landlord may at any time, after thirty (30) days' notice to Tenant (or without notice in case of emergency or in case any fine, penalty, interest, loss or cost may otherwise be imposed or incurred) make any payment or perform any act required of Tenant under any provision of this Lease, and in exercising such right, to incur necessary and incidental costs and expenses, including, but not limited to reasonable counsel fees. Nothing herein shall imply any obligation on the part of Landlord to make any payment or perform any act required of Tenant, and the exercise of the right so to do shall not constitute a release of any obligation or a waiver of any default. Without prejudice to other rights of Landlord at law, in equity or in admiralty, by statute or otherwise, all payments made and all costs and expenses incurred in connection with any exercise of such right shall be deemed to be Additional Rent and shall be reimbursed by Tenant within ten (10) days after such payments are made by or on behalf of Landlord.

29. SUCCESSORS AND ASSIGNS. All the covenants, conditions, and provisions of this Lease shall apply to, inure to the benefit of, and be binding upon, Landlord's successors and assigns and Tenant's permitted successors and assigns, both as to rights and as to duties and liabilities except with respect to the right of Tenant to assign or sublet, which shall be subject to the terms of this Lease concerning the same. Tenant shall execute and deliver such documents of assignment as are reasonably necessary to confirm Tenant's knowledge of the completion of such

assignment by Landlord, but the lack of such Tenant-executed confirmation shall not in any way affect the validity or finality of such assignment, or Tenant's obligations to the succeeding Landlord under this Lease. Landlord, at any time and from time to time, may make an assignment of its interest in this Lease and, in the event of such assignment, Landlord and its successors and assigns (other than the assignee of Landlord's interest in this Lease) shall be released from any and all liability thereafter accruing hereunder.

30. ATTORNEYS' FEES. The prevailing Party shall, following a trial or evidentiary hearing on the merits, be awarded its attorneys' fees and costs in any lawsuit or arbitration arising out of or related to this Lease, including, without limitation, expert fees, attorneys' fees, and costs incurred in enforcing the terms of any order or judgment by way of collection or otherwise.

31. NO BROKERAGE. The Parties each represent and warrant to the other that no real estate broker, salesperson, or finder has been involved in this transaction. If a claim for commissions or other monies in connection with this transaction is made by any broker, salesperson or finder, claiming to have dealt with, through, or on behalf of one of the parties hereto, such party shall indemnify, defend and hold harmless the other party from and against all liabilities, damages, claims, costs, fees and expenses whatsoever (including reasonable attorney's fees and court costs at trial and all appellate levels) with respect to said claim for commissions or other sums.

32. NO JOINT VENTURE. Nothing in this Lease creates or is intended to create an association, trust, partnership, joint venture or other entity or similar legal relationship between Landlord and Tenant, or impose a trust, partnership or fiduciary duty, obligation, or liability on or with respect to Landlord and/or Tenant. Except as otherwise expressly provided herein, neither Landlord nor Tenant is or shall act as or be the agent or representative of the other.

33. GOVERNING LAW; JURISDICTION. This Lease shall be governed in all respects, whether as to validity, construction, capacity, performance or otherwise, by the laws of the State of Rhode Island without regard to its conflict of laws principles.

34. CONSTRUCTION; HEADINGS. Each party acknowledges that such party has been represented by legal counsel of such party's choice in the negotiation and preparation of this Lease. Each party has read and reviewed this Lease, in consultation with legal counsel, and is aware not only of its content but also of its legal effect and consequences. Since the Lease is a joint effort of the parties and their respective counsel, it should and shall be construed with fairness as between the parties, and it should not and shall not be more strictly construed in favor of or against any particular party. As used in this Lease, references to Landlord or Tenant in the masculine, feminine or neuter gender, and/or the singular or plural, shall be deemed to refer to Landlord, Tenant or both as the context requires. The language of this Lease shall be construed according to its plain meaning, and not strictly for or against Landlord or Tenant; and the construction of this Lease and of any of its provision shall be unaffected by any argument or claim that this Lease has been prepared, wholly or in substantial part, by or on behalf of either Party. The headings of the various sections of this Lease have been inserted only for convenience of reference and do not modify, explain, enlarge or restrict, or in any way affect the construction or interpretation of any of the provisions of this Lease.

Filed in Providence/Bristol County
Submitted: 6/26/2020 4:28:00 PM
Envelope: 2800257
Reviewer: Jeremy S.

35. ENTIRE AGREEMENT. This Lease constitutes the entire agreement between Landlord and Tenant and it is not subject to any representations, conditions, or understandings, which are not expressly stated. Any amendment or termination of this Lease must be in writing and signed by Landlord and Tenant to be valid.

36. SEVERABILITY. If any provision of this Lease is held to be invalid or unenforceable, the remaining portions of this Lease shall remain in full force and effect, and the court shall be empowered to modify such provision to the minimum extent necessary to render it enforceable while effectuating insofar as possible the basic purposes and intent of such provision.

37. REMEDIES CUMULATIVE. Any and all of Landlord's rights and remedies provided for in this Lease, or otherwise provided for at law, in equity, in admiralty, by statute, or otherwise, shall be cumulative and not limited, and the exercise of a right or remedy by Landlord shall not constitute a waiver by, or estoppel against, Landlord exercising any other right or remedy on a cumulative basis.

38. COUNTERPARTS. This Lease may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Signatures conveyed by facsimile, .pdf, and/or electronic mail attachment shall be binding and have the same force and effect as original signatures.

39. TERMINATION RIGHT. At any time prior to the date upon which the Tenant commences operations at the Property, Tenant shall have the right to terminate the Lease in its entirety by giving written notice (the "Cancellation Notice") to Landlord in the event that Tenant has not received any and all licenses, permits, and/or approvals from any and all state and municipal entities, including, but not limited to, the City of Cranston, Rhode Island, the Rhode Island Cannabis Control Commission, and any other state or local public or quasi-public entities, necessary or required for the Tenant to open and operate a recreational retail marijuana facility (the "Operating Licenses"). If such Operating Licenses are not granted by December 31, 2023, Tenant shall have the right to pay to Landlord on a monthly basis the Minimum Base Rent to extend the Operating Licenses award notification and the Lease Commencement Date. In the event Tenant elects to terminate the Lease under this Section, Tenant in no case shall be obligated to pay any early termination fee to Landlord.

40. OPERATING OBLIGATIONS. Tenant shall be responsible for any fees and expenses (including attorney's fees) in connection with its pursuit and maintenance of the Operating Licenses and any required agreements with the City of Cranston, Rhode Island, which shall include but shall not be limited to, costs of any hearings or litigation arising from the same. Tenant shall indemnify and hold Landlord harmless from and against any loss, liability, claim or expense, including without limitation reasonable attorneys' fees, arising from or in connection with any such fees or expenses which are, in the first instance, the Tenant's obligations.

41. RIGHT OF FIRST REFUSAL. In the event Landlord shall receive from a third party at any time a bona fide written Offer to purchase the Property at a purchase price (the "ROFR Purchase Price") and pursuant to specified terms and conditions deemed acceptable, to Landlord (the "ROFR Terms and Conditions"), whether the ROFR Purchase Price and/or the ROFR Terms and Conditions be first fixed by Landlord or the third party, and the Landlord shall decide to sell

the same for such ROFR Purchase Price and upon such ROFR Terms and Conditions, the Landlord shall, within ten (10) days after the receipt of such offer, give to Tenant notice of the ROFR Purchase Price and the ROFR Terms and Conditions of such offer and of the Landlord's willingness to sell the same for the ROFR Purchase Price offered and upon such ROFR Terms and Conditions, and Tenant shall have the first refusal and privilege (which will hereinafter be referred to as a "right") of purchasing the same at the ROFR Purchase Price and upon all such ROFR Terms and Conditions; such right to be exercised within ten (10) days after Tenant receives notice from the Landlord, by Tenant notifying the Landlord in writing that it will, at a closing to be held within thirty (30) days following Tenant's notice to the Landlord, purchase the same for the ROFR Purchase Price and upon the ROFR Terms and Conditions specified in said offer. In the event Tenant shall not give the Landlord notice as required hereunder of its election to purchase for the ROFR Purchase Price and upon the ROFR Terms and Conditions specified in said offer, Tenant shall not be obligated to effect such purchase, and the Landlord may thereafter sell, the same to the third party making the offer for the ROFR Purchase Price and upon the ROFR Terms and Conditions set forth in said offer. In the event that that third party does not so consummate that purchase and/or in the event said offer is not for all of the Property, the terms and provisions of this paragraph shall apply to future offers to purchase the Property or remaining portions thereof, as the case may be.

42. PURCHASE OPTION. In consideration of the terms and conditions and mutual promises contained in this Lease and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, commencing on the seventh (7^{th}) Lease Year and continuing through the remainder of the Lease Term, plus any extensions thereof (the "Option Term"), Landlord grants to Tenant an option to purchase the Property (the "Option") for a purchase price which shall be the greater of (i) One Million Five Hundred Thousand and 00/100 ($1,500,000.00) Dollars or (ii) the Property FMV (as hereinafter defined) plus fifteen percent (15%) of FMV (the "Purchase Price"), payable as hereinafter set forth at the Option Closing (as hereinafter defined). The purchase and sale contemplated hereby shall be made upon and subject to the terms and conditions contained herein.

For purposes of this Lease the term "Property FMV" shall mean the fair market value of the Property as determined by a qualified real estate appraiser acceptable to Landlord and Tenant. In the event Landlord and Tenant cannot agree on such appraiser, each party shall select an appraiser and such appraiser shall designate a third appraiser; thereafter, such third appraiser shall conduct the appraisal of the Property and determine its fair market value of the Property which results shall be final and binding on the parties.

During the Option Term, Tenant may exercise the Option to purchase by giving notice of same to Landlord no later than the expiration of the Lease Term, or any extended Lease Term, and depositing with Landlord's attorney or such other mutually acceptable escrow agent the sum of Ten Thousand and 00/100 ($10,000.00) dollars as a deposit toward the Purchase Price (the "Deposit"). If Tenant shall fail to give such notice as and when required hereunder then the Option and the rights and privileges herein granted to Tenant shall terminate.

Upon delivery of a notice exercising the Option, Landlord shall permit Tenant and representatives of Tenant to perform a complete inspection and review, obtaining data and conducting tests of the Property, including, but not limited to, surveys, a Phase I environmental assessment (provide, that no sub-surface inspection is permitted without consent of the Landlord), a title search, a review of

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zoning and building matters and a review of all applicable public records concerning the Property (the "Inspections"). Tenant shall have a period of thirty (30) days to complete the Inspections (the "Diligence Period"). In the event that Tenant causes any physical changes to the Property, Tenant promptly shall restore the Property to a condition substantially similar to its original condition. Tenant shall indemnify and hold harmless the Seller from and against any and all claims, costs and expenses, including, without limitation, attorneys' fees, which Landlord may incur as a result of personal injury (including, without limitation, death) and/or property damage, resulting from Tenant, its agents and/or any and all others acting on behalf of, or at the direction of, Tenant, having entered upon the Property as contemplated by this section. Upon or prior to the expiration of the Diligence Period, Tenant may deliver to the Landlord a notice that Tenant has completed the Inspections and is satisfied with the results thereof (the "Closing Notice"). If Tenant does not deliver a Closing Notice prior to the expiration of the Diligence Period or provides to Landlord a notice that it is not satisfied with the results of the Inspections, Tenant shall have no obligation to acquire the Property pursuant to this Option and the Option shall be terminated with no further force or effect.

The closing for the purchase and sale of the Property hereunder (the "Option Closing") shall take place at a location mutually selection by Landlord and Tenant at 10:00 a.m. on the forty fifth (45) day following the date of exercise of the Option, as the case may be, unless such date is not a business day, in which case it shall take place on the next succeeding business day, or it shall take place at such other time or date as the parties may mutually agree upon in writing prior thereto.

At the Option Closing, Tenant shall pay in cash, by certified funds drawn on a FDIC insured bank, or by wire transfer of immediately available federal funds an amount equal to the difference between the Purchase Price and the aggregate of (a) the Deposit and (b) an amount equal to the sum of any other credits accruing to Tenant and/or any amounts due to Landlord under the various provisions of this Section 43 hereof. At the Option Closing, Landlord shall sell, convey and transfer title to the Property by the execution and delivery of a Warranty Deed conveying good, clear and marketable title to the Property.

Subject to Tenant's payment obligations hereunder (a) real estate taxes and any other taxes assessed against the Property as of December 31 of the calendar year immediately preceding the calendar year in which the delivery of the deed occurs are to be prorated on a municipal year basis, (b) any assessments constituting a lien on the Property, which are payable over a period of more than one year shall be apportioned in such manner that Landlord shall pay installments due during the municipal years prior to Closing Date; and Tenant shall pay or assume the balance during the Term. Rents, fuel, water charges, fire district assessments, sewage use charges and other utility charges, if any, shall be adjusted as of the Closing Date. Landlord and Tenant shall execute and deliver such other agreements, documents and certificates reasonably requested to facilitate the conveyance of the Property to Tenant.

43. SALE OF CANNABIS. Tenant agrees throughout the Term of this Lease to use all reasonable efforts and diligence to maintain the Operating Licenses in full force and effect and good standing. Without limiting the generality of other Section of this Lease, Tenant agrees to indemnify and hold harmless Landlord from and against any and all claims and any and all loss, cost, damage or expense relating to the sale of cannabis, and all derivatives thereof, in and from the Premises.

[SIGNATURES ON NEXT PAGE]

Case Number: PC-2026-04280 Filed in Providence/Bristol County: Submitted: 8/26/2026 4:57:58 PM Envelope: 6000000 Reviewer: Jay S.

IN WITNESS WHEREOF, Landlord and Tenant have executed and delivered these presents, as of the day and year first above written.

Wired2Ten, LLC

Wired 2 Ten, LLC
By: Rhonda S. Chairman
Its: managing Member

Ancora Partners LLC

David R
By: David Rozen
Its: Member

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Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 24

Lease Amendment Agreement effective December 15, 2025, signed December 18, 2025.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Lease Amendment Agreement

This Lease Amendment Agreement (this "Amendment") is executed as of December 15, 2025 (the "Amendment Effective Date"), by and between Wired 2Ten, LLC, a Rhode Island limited liability company, with a primary address of 115A Pratt Street, Providence, Rhode Island 02906 ("Landlord"), and Ancora Partners LLC, a Rhode Island limited liability company, with a primary address of 187 Shadow Brook Drive, Warwick, Rhode Island 02886 ("Tenant"). Landlord and Tenant may be referred to herein individually as a "Party" and collectively as the "Parties."

Recitals

WHEREAS, the Parties entered into that certain Lease Agreement dated as of July 14, 2023 (the "Original Lease"), pursuant to which Landlord leased to Tenant the real property located at 1112 Reservoir Avenue, Cranston, Rhode Island (the "Property"), for use as a state-licensed adult use cannabis retail facility and related uses;

WHEREAS, the Parties desire to amend the Original Lease to eliminate any percentage-based rent provisions, implement a fixed base rent ramp-up schedule commencing upon Tenant's opening for business, and confirm that Landlord has no financial interest in Tenant's business operations other than the collection of fixed rent as provided herein; and

WHEREAS, except as expressly modified herein, the Original Lease remains in full force and effect.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Definitions

Capitalized terms used but not defined in this Amendment shall have the meanings ascribed to them in the Original Lease. For purposes of this Amendment:

- "Opening Date" shall mean the date on which Tenant first opens the Property for business to the public as a licensed adult use cannabis retail dispensary.

2. Deletion of Percentage Rent (Section 5)

Section 5 of the Original Lease ("Percentage Rent") is hereby deleted in its entirety and shall have no further force or effect. For the avoidance of doubt, Tenant shall have no obligation to pay any Percentage Rent, and all references to "Gross Sales" or related calculations in the Original Lease are hereby null and void.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

3. Amendment to Base Rent (Section 4)

Section 4 of the Original Lease ("Base Rent") is hereby deleted in its entirety and replaced with the following:

"**4. BASE RENT.** Prior to the Opening Date, Tenant shall continue to pay Minimum Base Rent in the amount of Seven Thousand Five Hundred and 00/100 Dollars ($7,500.00) per month, payable on the first (1st) day of each month, without diminution, deduction, or set-off, and without prior notice or demand. Such payments shall continue until the Opening Date, prorated for any partial month if the Opening Date does not fall on the first day of a month.

Commencing on the Opening Date (the "Revised Rent Commencement Date"), and continuing thereafter, Tenant shall pay annual base rent ("Base Rent") in equal monthly installments on the first (1st) day of each month, without diminution, deduction, or set-off, and without prior notice or demand, according to the following ramp-up schedule, with months measured from the Opening Date:

- **Months 1 through 3:** Eight Thousand Seven Hundred Fifty and 00/100 Dollars ($8,750.00) per month;
- **Months 4 through 6:** Ten Thousand and 00/100 Dollars ($10,000.00) per month;
- **Months 7 through 9**: Eleven Thousand Two Hundred Fifty and 00/100 Dollars ($11,250.00) per month;
- **Months 10 through 12:** Twelve Thousand Five Hundred and 00/100 Dollars ($12,500.00) per month;
- **Commencing on the first day of Month 13** and continuing through the end of the third (3rd) anniversary of the Opening Date: Twelve Thousand Five Hundred and 00/100 Dollars ($12,500.00) per month.

At the commencement of the fourth (4th) anniversary of the Opening Date, and at the commencement of each successive anniversary thereafter during the Term, Base Rent shall be increased to an amount equal to one hundred two percent (102%) of the Base Rent payable in the immediately preceding period.

For purposes of this Section 4, the Term and Lease Years shall be recalibrated such that the first Lease Year commences on the Opening Date and ends on the first anniversary thereof, with subsequent Lease Years following accordingly. In no case shall Additional Rent, as contemplated in Section 6 hereof, be due until the Opening Date."

4. No Financial Interest of Landlord

Section 21(f) of the Original Lease is hereby deleted in its' entirety and the following new Section 44 is hereby added to the Original Lease:

"**44. NO FINANCIAL INTEREST OF LANDLORD.** Landlord hereby represents, warrants, and covenants that it has no financial interest in the business operations of Tenant, including but not limited to any ownership interest, profit-sharing arrangement, or revenue-based compensation, other than the collection of fixed Base Rent and any Additional Rent as expressly provided in this Lease.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

5. Ratification

Except as expressly modified by this Amendment, all terms, conditions, covenants, and provisions of the Original Lease are hereby ratified and confirmed and shall remain in full force and effect. In the event of any conflict between the terms of this Amendment and the Original Lease, the terms of this Amendment shall control.

6. Governing Law

This Amendment shall be governed by and construed in accordance with the laws of the State of Rhode Island, without regard to its conflict of laws principles.

7. Counterparts

This Amendment may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Electronic signatures (including via DocuSign or similar platforms) shall be deemed valid and binding.

IN WITNESS WHEREOF, the Parties have executed this Amendment as of the Amendment Effective Date.

LANDLORD: Wired 2Ten, LLC

By: Rhonda Sugarman

Name: Rhonda Sugarman

Title: Managing Member

Date: Dec. 18, 2025

Ancora Partners LLC

TENANT:

By: David Rozen

Name: David Rozen

Title: Member

Date: 12/18/25

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 25

March 2, 2026 Cranston zoning certificate for 1263 Oaklawn Avenue.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 4/1/2026 6:12:12 PM
Envelope: 5857003
Reviewer: J Lyn D.

401-780-6012
401-780-6002 (fax)

City of Cranston
Zoning Certificate

35 Sockanosset Crossroad Suite 6
Cranston, RI 02920

Property Address: 1263 OAKLAWN AVENUE

Property Owner: CARIANO REALTY

Assessor's Plat #: 18 Assessor's Lot #: 865, Date: 3/2/26

Your Name : DAVID PONTARELLI Phone #: 401-640-0031

Mailing Address: 130 MADISON AVENUE Email: OAAPROVIDENCE@GMAIL.COM

CRANSTON, RI 02920 Cell #: 401-640-0031

Previous / Existing Use: YOGA STUDIO

Is this building / tenant space currently vacant? NO How Long?

Proposed type of use: RETAIL (CANNABIS) CANNABIS STORE

I hereby certify that under penalty of perjury, the information and statements given on this applicant are true and correct to the best of my knowledge. I understand that if the information on this application is not correct or complete, the result may be the invalidation or revocation of this zoning certificate, Furthermore, the undersigned attests that no easement, covenant, or deed restriction exists which may be in violation of this certificate.

X

(Signature of Owner and / or Applicant)

The fee for each zoning certificate is **$30**. Payable by **check** or **money order** only to the City of Cranston. (Code sec. 15.04.020, 118.2)
We are permitted fifteen (15) business days to process this zoning certificate.

TO BE FILLED IN BY THE ZONING OFFICIAL

Zone: C4 Lot Area: 17,086 sf Lot Frontage: Flood Plain: X

Last legal record of use: Highway Business

The proposed use is: √ Denied ____ Approved ____ Approved by variance

____ Approved: **SUBJECT TO OBTAINING A CERTIFICATE OF OCCUPANCY OR USE**

A Retail Cannabis Establishment is not an allowed use in a C4 zone without ZBR approval.

Disclaimer: This document is specifically intended to authorize USE of the premises ONLY and expressly disclaims that this certificate in no way implies, guarantees, or warrants the information contained within it.

THIS CERTIFICATE DOES NOT SIGNIFY BUILDING CODE REVIEW OR APPROVAL AND IS NOT AN AUTHORIZATION TO UNDERTAKE ANY WORK WITHOUT THE ISSUANCE OF THE PROPER PERMITS FROM THE APPLICABLE AUTHORITIES.

Occupancy or use prior to obtaining a Certificate of Occupancy or Certificate of Use **(if required)** is illegal and subject to monetary penalties and imprisonment as per the City of Cranston Zoning Code and the Rhode Island State Building Code.

Date: 3/2/26

Zoning Official (zoning clerk)

Check #: 321 Rec'd By: Date Paid: 3/2/26 Total Fee Paid: -30

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 26

March 2, 2026 Warwick zoning letter concerning 1708 Elmwood Avenue, with ordinance attachment.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

FRANK J. PICOZZI
MAYOR

ALFRED T. DeCORTE
DIRECTOR & BUILDING OFFICIAL

CITY OF WARWICK
BUILDING DEPARTMENT

3275 POST ROAD • WARWICK, RHODE ISLAND • 02886-7152
Tel (401) 921-9534 • Fax (401) 732-5071

March 2, 2026

David Pontarelli
130 Madison Avenue
Cranston, RI 02920

RE: 1708 Elmwood Ave., Warwick, RI
Assessor's Plat 287, Lot 89

Dear Mr. Pontarelli:

Please be advised that the subject property is located in a General Business (GB) zoning district.

The use of the subject property for retail sales of marijuana and marijuana related products is not an allowed use. Said use not allowed in accordance with Table 1 Use Regulations #511, footnote 29, see attached.

This letter is for zoning purposes only. Please contact the Zoning Office at (401) 921-9534 if you have any questions.

Sincerely,

Alfred T. DeCorte
Director & Building Official

ATD/ac

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

THE CITY OF WARWICK
STATE OF RHODE ISLAND

APPENDIX A
ZONING

No. O-25-3 *Date* 3-11-25

Approved [signature] *Mayor*

AN ORDINANCE AMENDING APPENDIX A, ZONING ORDINANCE OF THE CITY OF WARWICK TO EXPAND THE GEOGRAPHICAL AREA IN WHICH RETAIL SALES OF MARIJUANA AND RELATED PRODUCTS CAN OCCUR
THOUSAND LAKES, LLC, PETITIONER
319 BALD HILL ROAD
ASSESSOR'S PLAT 273, LOT 481

Be it ordained by the City of Warwick:

Section I. Appendix A, Zoning Section 300, Table 1 Use Regulations of the City of Warwick Code of Ordinances is hereby amended as follows, with numbered parenthesis representing the insertion of a footnote:

Zoning Districts	OS	A-40	A-15	A-10	A-7	O	WB	GB	LI	GI	Inter modal	Gateway	Village District
511. Retail sales of Marijuana and Marijuana-related products	No	No	No	No	No	No	No	Yes (29)	S	S	No	No	No

Footnotes:

[…]

(29) Allowed only within selected areas of GB zone district along Route 2 between and including the intersections of ~~Route 113~~ West Natick Road and Route 2, and Route 3 / Cowesett Road and Route 2.

Section II. The Clerk of the Zoning Board of Review is hereby authorized and directed to cause said changes to be made within the Zoning Ordinance.

Section III. This Ordinance shall take effect upon passage and publication as prescribed by law.

SPONSORED BY: COUNCIL PRESIDENT SINAPI

COMMITTEE: PUBLIC PROPERTIES, LAND USE, & COMMUNITY AFFAIRS

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 27

March 2, 2026 North Kingstown planning correspondence concerning 7560 and 6840 Post Road, reproduced within a September 17, 2026 forwarding email.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Subject: Fwd: 7560 Post Road & 6670 Post Road
Date: Thursday, September 17, 2026 at 1:57:09 PM Eastern Daylight Time
From: David Pontarelli
To: David Rozen
Attachments: image001.png, image003.jpg, image002.jpg

North Kingstown

DAVID PONTARELLI

401-640-0031 cell
dapprovidence@gmail.com

---------- Forwarded message ---------
From: **Nicole LaFontaine** <NLaFontaine@northkingstownri.gov>
Date: Mon, Mar 2, 2026 at 11:44 AM
Subject: RE: 7560 Post Road & 6670 Post Road
To: David Pontarelli <dapprovidence@gmail.com>
CC: Corlies Black <CBlack@northkingstownri.gov>

David,

We have no application for cannabis at 7560 Post Road. If a zoning application had been submitted, you would be able to see it on our portal at https://northkingstownri.portal.opengov.com/locations/25042

We received an application for the Zoning Board of Review for a special use permit on Feb 6 2026 for 6840 Post Road; however, the application was placed on hold with the following comment:

Jenna McCauley Public February 9, 2026 at 11:57 am

Hi there. Thank you for submitting.

This use does require a special use permit; however, it also requires development plan review approval from the planning commission. These two applications can take place at the same time but requires a development plan review application. Please give me a call at 401-268-1574 for more information.

Thank you.

We then received an appeal to the Zoning Board of Review for same property on February 27,

2026.

These applications and their associated files can be found at:

https://northkingstownri.portal.opengov.com/records/68960

https://northkingstownri.portal.opengov.com/records/69470

There are no approvals recorded for either property.

Our zoning ordinance includes retail cannabis in our land use table:
https://library.municode.com/ri/north_kingstown/codes/code_of_ordinances?nodeId=PTIIIREOR_CH21ZO_ARTIIILAUSTA

Please review our ordinance, specifically Section 21-325(29) which are development standards for *cannabis retailer/hybrid cannabis or medical marijuana emporium*.

Here is a link which should bring you directly to Section 21-325:
https://library.municode.com/ri/north_kingstown/codes/code_of_ordinances?nodeId=PTIIIREOR_CH21ZO_ARTXIIMIPR_S21-325DESTCEUS

Please contact me for any further information.

Thank you,

Nicole

Nicole LaFontaine

Director of Planning and Development

Department of Planning and Development



Town of North Kingstown (Rhode Island)

Phone: 401-268-1570

E: nlafontaine@northkingstownri.gov

Please be aware that applicants to the Town of North Kingstown have been receiving phishing emails that appear to be from the town requesting payment of fees related to development applications with attached invoicing and wiring instructions. ***Do NOT respond or send any funds to the sender of these emails and be advised the TONK Planning Department does not request payments via wire transfer.*** *Any fees in need of payment will be requested in the form of a check payable to the Town of North Kingstown and we can confirm any legitimate payment of fees that might be due via phone at 401-294-3331 ext 316.*

From: David Pontarelli <dapprovidence@gmail.com>
Sent: Monday, March 2, 2026 11:03 AM
To: Nicole LaFontaine <NLaFontaine@northkingstownri.gov>
Subject: 7560 Post Road & 6670 Post Road

You don't often get email from dapprovidence@gmail.com. Learn why this is important
CAUTION: This email originated outside of The Town of North Kingstown. Do not click links or open attachments unless you recognize the sender and have verified the content is safe.

Good morning, Nicole,

As per our conversation in person today at your office, could you please send to me the status of the applications for retail cannabis use at both 7560 Post Road and 6840 Post Road as of Monday, 3/2/26.

Regards,

DAVID PONTARELLI

401-640-0031 cell

dapprovidence@gmail.com

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 28

March 2, 2026 Warwick zoning letter concerning 175 Jefferson Boulevard, with ordinance attachment.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

FRANK J. PICOZZI
MAYOR

ALFRED T. DeCORTE
DIRECTOR & BUILDING OFFICIAL

CITY OF WARWICK
BUILDING DEPARTMENT

3275 POST ROAD • WARWICK, RHODE ISLAND • 02886-7152
Tel (401) 921-9534 • Fax (401) 732-5071

March 2, 2026

David Pontarelli
130 Madison Avenue
Cranston, RI 02920

RE: 175 Jefferson Boulevard, Warwick, RI
Assessor's Plat 283, Lot 1

Dear Mr. Pontarelli:

Please be advised that the subject property is located in a General Industrial (GI) zoning district.

The use of the subject property for retail sales of marijuana and marijuana related products, would require a special use permit to be approved by the Warwick Zoning Board of Review, in accordance with Table 1 Use Regulations #511, see attached.

This letter is for zoning purposes only. Please contact the Zoning Office at (401) 921-9534 if you have any questions.

Sincerely,

Alfred T. DeCorte
Director & Building Official

ATD/ac

Case Number: PC-2026-02802
Filed in Providence/~~Bristol County~~ Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

THE CITY OF WARWICK
STATE OF RHODE ISLAND

APPENDIX A
ZONING

No. O-25-3 *Date* 3/1-25

Approved *Mayor*

AN ORDINANCE AMENDING APPENDIX A, ZONING ORDINANCE OF THE CITY OF WARWICK TO EXPAND THE GEOGRAPHICAL AREA IN WHICH RETAIL SALES OF MARIJUANA AND RELATED PRODUCTS CAN OCCUR
THOUSAND LAKES, LLC, PETITIONER
319 BALD HILL ROAD
ASSESSOR'S PLAT 273, LOT 481

Be it ordained by the City of Warwick:

Section I. Appendix A, Zoning Section 300, Table 1 Use Regulations of the City of Warwick Code of Ordinances is hereby amended as follows, with numbered parenthesis representing the insertion of a footnote:

Zoning Districts	OS	A-40	A-15	A-10	A-7	O	WB	GB	LI	GI	Inter modal	Gateway	Village District
511. Retail sales of Marijuana and Marijuana-related products	No	No	No	No	No	No	No	Yes (29)	S	S	No	No	No

Footnotes:

[…]

(29) Allowed only within selected areas of GB zone district along Route 2 between and including the intersections of ~~Route 113~~ West Natick Road and Route 2, and Route 3 / Cowesett Road and Route 2.

Section II. The Clerk of the Zoning Board of Review is hereby authorized and directed to cause said changes to be made within the Zoning Ordinance.

Section III. This Ordinance shall take effect upon passage and publication as prescribed by law.

SPONSORED BY: COUNCIL PRESIDENT SINAPI

COMMITTEE: PUBLIC PROPERTIES, LAND USE, & COMMUNITY AFFAIRS

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 29

March 2, 2026 Warwick zoning letter concerning 231 Elm Street, with ordinance attachment.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

FRANK J. PICOZZI
MAYOR

ALFRED T. DeCORTE
DIRECTOR & BUILDING OFFICIAL

CITY OF WARWICK
BUILDING DEPARTMENT

3275 POST ROAD • WARWICK, RHODE ISLAND • 02886-7152
Tel (401) 921-9534 • Fax (401) 732-5071

March 2, 2026

David Pontarelli
130 Madison Avenue
Cranston, RI 02920

RE: 231 Elm Street., Warwick, RI
Assessor's Plat 284, Lot 234

Dear Mr. Pontarelli:

Please be advised that the subject property is located in a Light Industrial (LI) zoning district.

The use of the subject property for retail sales of marijuana and marijuana related products, would require a special use permit to be approved by the Warwick Zoning Board of Review, in accordance with Table 1 Use Regulations #511, see attached.

This letter is for zoning purposes only. Please contact the Zoning Office at (401) 921-9534 if you have any questions.

Sincerely,

Alfred T. DeCorte
Director & Building Official

ATD/ac

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

THE CITY OF WARWICK
STATE OF RHODE ISLAND

APPENDIX A
ZONING

No. O-25-3 *Date* 3-11-25

Approved _____ *Mayor*

AN ORDINANCE AMENDING APPENDIX A, ZONING ORDINANCE OF THE CITY OF WARWICK TO EXPAND THE GEOGRAPHICAL AREA IN WHICH RETAIL SALES OF MARIJUANA AND RELATED PRODUCTS CAN OCCUR
THOUSAND LAKES, LLC, PETITIONER
319 BALD HILL ROAD
ASSESSOR'S PLAT 273, LOT 481

Be it ordained by the City of Warwick:

Section I. Appendix A, Zoning Section 300, Table 1 Use Regulations of the City of Warwick Code of Ordinances is hereby amended as follows, with numbered parenthesis representing the insertion of a footnote:

Zoning Districts	OS	A-40	A-15	A-10	A-7	O	WB	GB	LI	GI	Inter modal	Gateway	Village District
511. Retail sales of Marijuana and Marijuana-related products	No	No	No	No	No	No	No	Yes (29)	S	S	No	No	No

Footnotes:

[…]

(29) Allowed only within selected areas of GB zone district along Route 2 between and including the intersections of ~~Route 113~~ West Natick Road and Route 2, and Route 3 / Cowesett Road and Route 2.

Section II. The Clerk of the Zoning Board of Review is hereby authorized and directed to cause said changes to be made within the Zoning Ordinance.

Section III. This Ordinance shall take effect upon passage and publication as prescribed by law.

SPONSORED BY: COUNCIL PRESIDENT SINAPI

COMMITTEE: PUBLIC PROPERTIES, LAND USE, & COMMUNITY AFFAIRS

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 30

March 2, 2026 Warwick zoning letter concerning 1127 Toll Gate Road, with ordinance attachment.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

FRANK J. PICOZZI
MAYOR

ALFRED T. DeCORTE
DIRECTOR & BUILDING OFFICIAL

CITY OF WARWICK
BUILDING DEPARTMENT

3275 POST ROAD • WARWICK, RHODE ISLAND • 02886-7152
Tel (401) 921-9534 • Fax (401) 732-5071

March 2, 2026

David Pontarelli
130 Madison Avenue
Cranston, RI 02920

RE: 1127 Toll Gate Rd., Warwick, RI
Assessor's Plat 261, Lot 74

Dear Mr. Pontarelli:

Please be advised that the subject property is located in a Light Industrial (LI) zoning district.

The use of the subject property for retail sales of marijuana and marijuana related products, would require a special use permit to be approved by the Warwick Zoning Board of Review, in accordance with Table 1 Use Regulations #511, see attached.

This letter is for zoning purposes only. Please contact the Zoning Office at (401) 921-9534 if you have any questions.

Sincerely,

Alfred T. DeCorte
Director & Building Official

ATD/ac

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

THE CITY OF WARWICK
STATE OF RHODE ISLAND

APPENDIX A
ZONING

No. O-25-3 *Date* 3/1/25

Approved _____ *Mayor*

AN ORDINANCE AMENDING APPENDIX A, ZONING ORDINANCE OF THE CITY OF WARWICK TO EXPAND THE GEOGRAPHICAL AREA IN WHICH RETAIL SALES OF MARIJUANA AND RELATED PRODUCTS CAN OCCUR
THOUSAND LAKES, LLC, PETITIONER
319 BALD HILL ROAD
ASSESSOR'S PLAT 273, LOT 481

Be it ordained by the City of Warwick:

Section I. Appendix A, Zoning Section 300, Table 1 Use Regulations of the City of Warwick Code of Ordinances is hereby amended as follows, with numbered parenthesis representing the insertion of a footnote:

Zoning Districts	OS	A-40	A-15	A-10	A-7	O	WB	GB	LI	GI	Inter modal	Gateway	Village District
511. Retail sales of Marijuana and Marijuana-related products	No	No	No	No	No	No	No	Yes (29)	S	S	No	No	No

Footnotes:

[…]

(29) Allowed only within selected areas of GB zone district along Route 2 between and including the intersections of ~~Route 113~~ West Natick Road and Route 2, and Route 3 / Cowesett Road and Route 2.

Section II. The Clerk of the Zoning Board of Review is hereby authorized and directed to cause said changes to be made within the Zoning Ordinance.

Section III. This Ordinance shall take effect upon passage and publication as prescribed by law.

SPONSORED BY: COUNCIL PRESIDENT SINAPI

COMMITTEE: PUBLIC PROPERTIES, LAND USE, & COMMUNITY AFFAIRS

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 31

Creative Services, Inc. social equity verification report for Lisa Pontarelli, Reference No. 2403278, first three pages, with personal identifiers redacted.

Creative Services, Inc.

BACKGROUND SCREENING REPORT

Prepared for: Rhode Island Cannabis Control Commission

64 Pratt Street
Mansfield, MA 02048
508-339-5451

Subject Information:

Subject:	PONTARELLI, LISA ANN
DOB:	[redacted]
Social Security Number:	[redacted]
Order Number(s):	2403278
Report Disposition	CLEAR
Package Name(s):	Social Equity Verification
Address:	[redacted]
Order Date:	September 18, 2025 04:21 PM
Completion Date	November 21, 2025 11:38 AM
Time First Completed	October 20, 2025 01:23 PM

Requestor Information:

Requestor Name:	CSI
Requestor Userid:	riccc1/admin
Requestor Phone:	508-339-5451
Requestor Email:	rhodeisland@creativeservices.com
Email:	[redacted]
Billing Identifier 1:	NA
Billing Identifier 2:	2403278
Billing Identifier 3:	

Report Summary Information:

Component	Status
Criteria 1, page 2	COMPLETE - Pursued Qualified
Criteria 2, page 2	COMPLETE - Not Pursued
Criteria 3, page 2	COMPLETE - Not Pursued
Criteria 4, page 2	COMPLETE - Not Pursued
Criteria 5, page 2	COMPLETE - Not Pursued
Residential History Verification, page 2	COMPLETE - Clear
Residential History Verification, page 2	COMPLETE - Clear
Business Entity, page 2	CANCELED - Canceled
Current Rhode Island Residency, page 3	COMPLETE - Clear
Report Completion, page 3	COMPLETE - Complete
Internal Quality Control Review, page 3	COMPLETE - Clear

Criteria 1	COMPLETE - Pursued Qualified :

Criteria 2	COMPLETE - Not Pursued :

Criteria 3	COMPLETE - Not Pursued :

Criteria 4	COMPLETE - Not Pursued :

Criteria 5	COMPLETE - Not Pursued :

Residential History Verification	COMPLETE - Clear :

Address: 52 Valley Street, #113, Providence, RI 02909
Applicant Provided Dates: 08/01/2016 to 01/01/2021
Applicant Provided Sources: W-2, Tax Return, Bank Statement

Verified Dates: 07/24/2016 to 12/31/2020
Verified Sources: W-2, Tax Return, Bank Statement, Armory Management Company – Sue Reis, VP of Property Management
Research Results: Clear
Comments: On 09/25/2025 and 09/26/2025, the applicant was contacted for additional information. The applicant was responsive to our outreach and was able to provide us sufficient information to proceed with this validation. The applicant provided 52 Valley Street, Providence, RI 02909 as the address; however, provided documentation confirms 52 Valley Street, #113, Providence, RI 02909 as the exact address.

Residential History Verification	COMPLETE - Clear :

Address: 1 Chestnut Street, Unit 115, Providence, RI 02909
Applicant Provided Dates: 06/12/2015 to 07/31/2016
Applicant Provided Sources: Account Statement

Verified Dates: 06/12/2015 to 07/31/2016
Verified Sources: Account Statement, Viviana Muriel – Beneficent House Assistant Property Manager
Research Results: Clear
Comments: On 09/25/2025 and 09/26/2025, the applicant was contacted for additional information. The applicant was responsive to our outreach and was able to provide us sufficient information to proceed with this validation. The applicant provided 1 Chestnut Street, Providence, RI 02909 as the address; however, our source provided 1 Chestnut Street, Unit 115, Providence, RI 02909 as the full address.

Business Entity	CANCELED - Canceled :

Current Rhode Island Residency COMPLETE - Clear :

Current Address: [redacted]
Verified Sources: Rhode Island Driver' s License and Cranston Property Records
Research Results: Clear

Report Completion COMPLETE - Complete :

Internal Quality Control Review COMPLETE - Clear :

On 09/19/2025, 09/22/2025, and 09/23/2025 the applicant was contacted via phone and email for additional information or clarification. The applicant was responsive to our outreach and was able to provide us sufficient information to proceed with the certification.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 32

David Rozen's October 17, 2025 public comment to the CCC concerning zoning requirements and dual-category applications.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

David Rozen
Managing Member
Ancora Partners
187 Shadow Brook Drive
Warwick, RI 02886

October 17, 2025

Rhode Island Cannabis Control Commission 560 Jefferson Boulevard Warwick, RI 02886

RE: Public Comment - Opposition to Proposed Revisions to Adult-Use Cannabis Retail Licensing Rules Requiring Full Zoning Approval

Dear Commissioners:

I am writing as the Managing Member of Ancora Partners LLC, a Rhode Island-based entity actively pursuing an adult-use cannabis retail license in Zone 4 pursuant to the Rhode Island Cannabis Act, R.I. Gen. Laws § 21-28.11-1 et seq., and the Commission's implementing regulations at 560-RICR-10-10-1. As you may recall from my prior correspondence dated January 24, 2023, I have been deeply engaged in Rhode Island's cannabis licensing processes since the medical lottery era. I am a concerned citizen, experienced business operator, and committed stakeholder who has invested substantial time, resources, and capital to comply fully with the Commission's established rules.

I understand that certain applicants and interested parties have petitioned the Commission to revise the adult-use retail licensing rules, specifically to relax or eliminate the requirement for full zoning approval as a prerequisite to lottery eligibility under 560-RICR-10-10-1.1.2(A)(3) and related provisions. I strongly oppose any such revisions. As detailed below, any alteration to the current framework would unfairly prejudice diligent, prepared applicants like myself; undermine the integrity and predictability of the licensing process; contravene the Commission's statutory mandate to promote public health, safety, and equity under R.I. Gen. Laws §§ 21-28.11-2 and 21-28.11-5; and potentially introduce unnecessary legal delays and inefficiencies that harm the State and its residents. I urge the Commission to maintain the existing rules without modification.

I. The Current Rules Were Well-Telegraphed, and Any Change Would Unfairly Penalize Prepared Applicants in Favor of the Unprepared

The Rhode Island Cannabis Act was enacted in 2022, establishing clear geographic zones for adult-use retail licenses and authorizing the Commission to implement a lottery-based allocation process for the distribution of licenses. The Commission's regulations, approved on April 11, 2025, and effective on May 1, 2025, explicitly require applicants to demonstrate full zoning approval from the host municipality as a condition of eligibility. This requirement was not imposed arbitrarily; it aligns with the Act's emphasis on local compliance, community safety, and orderly development (see R.I. Gen. Laws § 21-28.11-10). Responsible applicants have had ample time since the Act's enactment in 2022 to select zones, identify properties meeting setback

requirements, engage with municipalities, and prepare for compliance, followed by over eight months since the regulations' approval to secure the necessary approvals.

In reliance on these well-established rules, Ancora Partners has expended over $340,000 to date in direct costs associated with our application, including legal fees, architectural and engineering services, site assessments, and municipal compliance efforts. We have obtained full zoning approval from the City of Cranston for our proposed site at 1112 Reservoir Avenue (Plat 9, Section 2, Lot 2713), as well as a full building permit. All required capital is not merely committed but deposited in a dedicated bank account under the applicant entity's name, ensuring immediate operational readiness. Our principals possess extensive business experience, including in regulated industries, and our application exceeds all qualification criteria outlined in 560-RICR-10-10-1, including financial feasibility, security plans, and community impact assessments.

Any relaxation of the zoning approval requirement would retroactively disadvantage me by placing our fully compliant application into a diluted lottery pool alongside less prepared or qualified entrants. This would transform a merit-informed process into a pure game of chance, rewarding procrastination and penalizing foresight. Such a change would breach principles of fundamental fairness and due process, as it would erode the reliance interests of applicants who acted in good faith based on the Commission's explicit directives. Courts have consistently held that regulatory agencies may not arbitrarily alter rules mid-process in ways that prejudice parties who have complied with existing standards (see, e.g., Bowen v. Georgetown Univ. Hosp., 488 U.S. 204 (1988), emphasizing the prohibition on retroactive rulemaking). Here, I and others have detrimentally relied on the Commission's rules, incurring substantial irreversible costs, only to face potential harm from an eleventh-hour revision.

II. Revisions Are Unnecessary, Counterproductive, and Contrary to the Public Interest

Empathy for unprepared applicants is misplaced and should not justify undermining the process for those who are ready. The zoning hurdle is not an insurmountable barrier; it is a deliberate safeguard to ensure that only viable, community-supported proposals advance. The licensing timeline was the most telegraphed in recent history—zones were delineated years ago, and the lottery mechanism was finalized well in advance. The period from the approval of the regulations on April 11, 2025, to the application deadline on December 29, 2025, provides over eight months—easily achievable to secure zoning approval, especially given the years applicants had to identify suitable zones, properties, and ensure compliance with setbacks and other preliminary requirements. To the extent that a perceived lack of applications has motivated these petitions, this is a misinterpretation. The true cause is not the zoning requirement but the simultaneous timing of the social equity and adult-use lotteries, coupled with the apparent prohibition on submitting the same property for both (see 560-RICR-10-10-1.1.2(A)(12), limiting applications per zone). Many applicants, including myself, are strategically waiting to assess the odds in each lottery before deciding which one to enter, and thus plan to submit our applications much closer to the December 29, 2025, deadline. If the Commission seeks to increase early participation, it should consider allowing dual submissions (social equity and adult use) for a single property rather than eroding core eligibility standards.

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Modifying the rules now would introduce needless delays by increasing litigation risks (as seen in Minnesota's lottery disputes referenced in my 2023 letter), and degrade the overall quality of licensees.

III. The Commission Risks Being Unduly Influenced by a Vocal Minority, Penalizing the Silent Majority

These proposed changes appear driven by vocal advocacy from underprepared applicants, creating an imbalance where the Commission's decisions favor a minority at the expense of the prepared majority. Those who have met all requirements have had no reason to lobby aggressively, yet I now face prejudice from this asymmetry. Regulatory equity demands that the Commission resist such pressures and adhere to neutral, data-driven decision making. Allowing revisions would signal that persistence in non-compliance trumps adherence to rules, eroding public trust in the Commission's independence and fairness.

IV. A Balanced Alternative: Maintain the Process and Hold a Subsequent Lottery if Needed

There is no compelling need to alter the rules; the current framework is sound and promotes the Act's objectives. If, after the initial lottery, licenses remain unallocated due to insufficient compliant applications, the Commission could hold a supplemental lottery in 3-6 months for remaining slots. This approach would preserve the integrity of the process, reward preparedness, ensure high-quality operators enter the market first, and still accommodate others without penalizing the diligent. It would also fulfill the Commission's revenue expectations by collecting all anticipated fees while avoiding the chaos of midstream changes.

In conclusion, I respectfully urge the Commission to reject any petitions to revise the zoning approval requirement or related rules. Maintaining the status quo upholds the principles of fairness, accountability, and public safety enshrined in the Cannabis Act. I stand ready to provide any additional information or participate in hearings on this matter. Thank you for your consideration.

Sincerely,



David Rozen
Managing Member
Ancora Partners LLC
david@ancoraadvisors.net
(401) 714-5362

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 33

CCC May 21, 2026 letter to the House Corporations Committee supporting H8544, signed by Michelle A. Reddish.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Cannabis Control Commission
STATE OF RHODE ISLAND

Thursday, May 21, 2026

The Honorable Joseph Solomon, Jr.
Chairman, House Corporations Committee
Rhode Island House
82 Smith Street
Providence, RI 02903

RE: H8544 – An Act Relating to Food and Drugs – The Rhode Island Cannabis Act

Dear Chairman Solomon,

The Cannabis Control Commission submits this letter in support for H8544 – An Act Relating to Food and Drugs – The Rhode Island Cannabis Act. H8544 proposes targeted amendments to portions of the Rhode Island Cannabis Act following the April 8, 2026 federal court order enjoining the Commission's adult-use retail licensing process.

The legislation seeks to clarify and refine certain statutory provisions while preserving core components of Rhode Island's regulated cannabis framework, including the State's commitment to social equity and safe, regulated market implementation.

Among other changes, the legislation removes the current partial residency requirement contained within portions of the Cannabis Act, revises social equity eligibility criteria, and eliminates references to disproportionately impacted areas within the statute. The bill retains social equity eligibility pathways for individuals and families directly impacted by prior cannabis-related criminal enforcement, including individuals previously arrested, convicted, or adjudicated delinquent for cannabis offenses that have since been decriminalized in Rhode Island.

The Commission notes that the recent Social Equity Applicant Status Certification process demonstrated that a substantial majority of approved applicants qualified under the criterion that remains preserved within the proposed legislation. According to Commission data, approximately 80% of approved social equity applicants were certified based upon prior cannabis-related criminal justice involvement or impacted family status, thereby establishing direct impact from the enforcement of prior cannabis activity that has since been legalized under the Cannabis Act.

The Commission believes that the legislation would also facilitate restarting the social equity applicant certification and adult-use retail license application processes under the amended statutory provisions, as the prior processes carried out under the current version of the Cannabis Act were enjoined by the federal court. In addition, the bill would allow the Commission to proceed using severable and non-conflicting portions of existing regulations while additional regulatory review and implementation efforts continue.

The Commission believes these amendments will provide additional statutory clarity and administrative direction from the General Assembly. The Commission believes that the bill may also

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assist in supporting continuity, regulatory consistency, and operational efficiency within Rhode Island's adult-use cannabis program.

The Commission remains committed to implementing a cannabis regulatory framework grounded in public health, safety, transparency, equity, and accountability. Because litigation related to the adult-use retail licensing process remains ongoing, the Commission's comments are limited to the operational and administrative implications of the proposed legislation.

Thank you for your consideration.

Sincerely,



Michelle A. Reddish, MS, MPH
Cannabis Office Administrator

CC: The Honorable Members of the House Committee on Corporations
The Honorable Scott Slater
Danica Iacoi, Chief of Staff
Nicole McCarty, Esq., Chief Legal Counsel
Lynne Urbani, Director of House Policy

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PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

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EXHIBIT 34

September 6, 2024 CCC approved meeting minutes and Licensing Selection Process presentation, including slide 16, “Rhode Island: Hybrid Randomized Selection Process.”

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Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

Cannabis Control Commission
STATE OF RHODE ISLAND

560 Jefferson Boulevard
Warwick, Rhode Island 02886

Cannabis Control Commission

Open Meeting Minutes

DATE:	**Friday September 6, 2024**
TIME:	**1:00 PM**
PLACE:	**Public Utilities Commission** **89 Jefferson Boulevard** **Warwick, RI 02886**
MEMBERS PRESENT:	Chair Kimberly R. Ahern, Esq. Commissioner Robert B. Jacquard, Esq. Commissioner Olayiwola Oduyingbo, Esq.
MEMBERS ABSENT:	None
OTHERS PRESENT:	Michelle Reddish, MS, MPH, Administrator, Cannabis Office Mariana Ormonde, Esq., Chief of Legal Services, Cannabis Control Commission Kelsey McQueeney, Administrative Officer, Cannabis Control Commission Carla Aveledo, Esq., Policy Liaison and Legal Support, Cannabis Control Commission

Chairperson Ahern called the meeting to order at 1:05 pm.

The first item of business was:

Introductory remarks from Chairperson Ahern, which included:

- Moving from introductory remarks to the next agenda item.

The next item of business was:

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Motion to approve the minutes of the Open Session Meeting held on August 27, 2024.

Upon motion made by Commissioner Jacquard and duly seconded by Commissioner Oduyingbo, it was unanimously

VOTED: To approve the minutes of the open session meeting held on August 27, 2024.

The next item of business was:

Ethics presentation by Lynne Radiches, Staff Attorney and Education Coordinator, Rhode Island Ethics Commission, which included:

- Attorney Radiches provided a training on the Rhode Island Code of Ethics, R.I. Gen. Laws Chapter 36-14, to the Commission.

The next item of business was:

Presentation on the proposed licensing process for new adult use cannabis retailers as set forth in the Rhode Island Cannabis Act, which included:

- Reviewed licensing schemes from nearby states with adult-use cannabis.
- Chairperson Ahern noted that Rhode Island is different from some of our larger neighboring states who either had more licenses to obtain or operate under an unlimited licensing scheme.
- Reported on lessons learned from other states' licensing process.
- Noted challenges with states that chose a purely merit-based selection process.
- Provided examples of the demand of licenses for both retail and social equity licenses from other states.
- Reviewed previous licensing selection process in Rhode Island, with respect to the 2021 Office of Cannabis Regulation random selection process for the selection of Compassion Center licenses.
- Proposed hybrid randomized selection process for licenses in Rhode Island.
- Hybrid randomized selection process would include an initial merit-based application to ensure applicant meets qualification and readiness for licensure.
- Screened, qualified applicants would then be placed into a pool for random selection process.
- Random selection process would be conducted only in zones where demand for retail licenses outweighs the supply of available licenses.

Discussion ensued amongst the Commissioners, which included:

- Questioned if there's been collusion between applicants or anti-trust issues in other states.

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- Discussed the potential legislative intent of the General Assembly in not specifying a selection process in the Cannabis Act.
- Noted that the statute could be amended in legislative session to specify a selection process.
- Discussed the licensing fee and financial wherewithal of applicants for consideration.
- Expressed the competitive differences between a merit-based system and lottery system.
- Discussed the possibility of a lottery system if necessary, and potential issues that could arise.
- Noted that litigation is a potential but could be contained to either a particular license type or particular zone.
- Discussed the provisional nature of the licensing scheme presented.
- Noted that the staff will take Commissioners' feedback to review the proposed licensing selection process.
- Reviewed conditional approval by the Commission to allow for the staff to continue work on the regulations.
- Highlighted that the conditional approval is not final until the rules and regulations are presented in their entirety to the Commission by Chief Legal counsel.

Upon motion made by Commissioner Oduyingbo and duly seconded by Commissioner Jacquard, it was unanimously

VOTED: To allow Commission staff to proceed in a manner consistent with the materials presented, with the caveat that the Commission shall, at a later time, consider this process for final approval and promulgation of official rules and regulations.

The next item of business was:

Public Comment:

Four people provided public comment, which included:

- Requested more retail stores be opened as soon as possible.
- Suggested that merit-based qualifications should include zoning, proof of funds, city/town approval, and then could be moved into a lottery of qualified applicants.
- Need regulations to be passed as soon as possible.
- Expressed that inflation has hurt the cannabis industry and cultivators.
- Requested changes that could help cultivators with profit margins, to include

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larger batch sizes for testing.

- Requested that no additional processing licenses be introduced.
- Appreciation for the Commission's work.
- Suggested looking to the legislature for special court that may help expedite any potential litigation issues that could come from licensing.
- Suggested that applicants be able to show building plans and
- Expressed support for hybrid licensing model.
- Noted that the 2021 Compassion Center lottery model was very transparent.

Adjournment:

Upon motion made by Commissioner Oduyingbo and duly seconded by Commissioner Jacquard, it was unanimously

VOTED: To adjourn the meeting at 2:59 pm.

Next Meeting Date: September 13, 2024.

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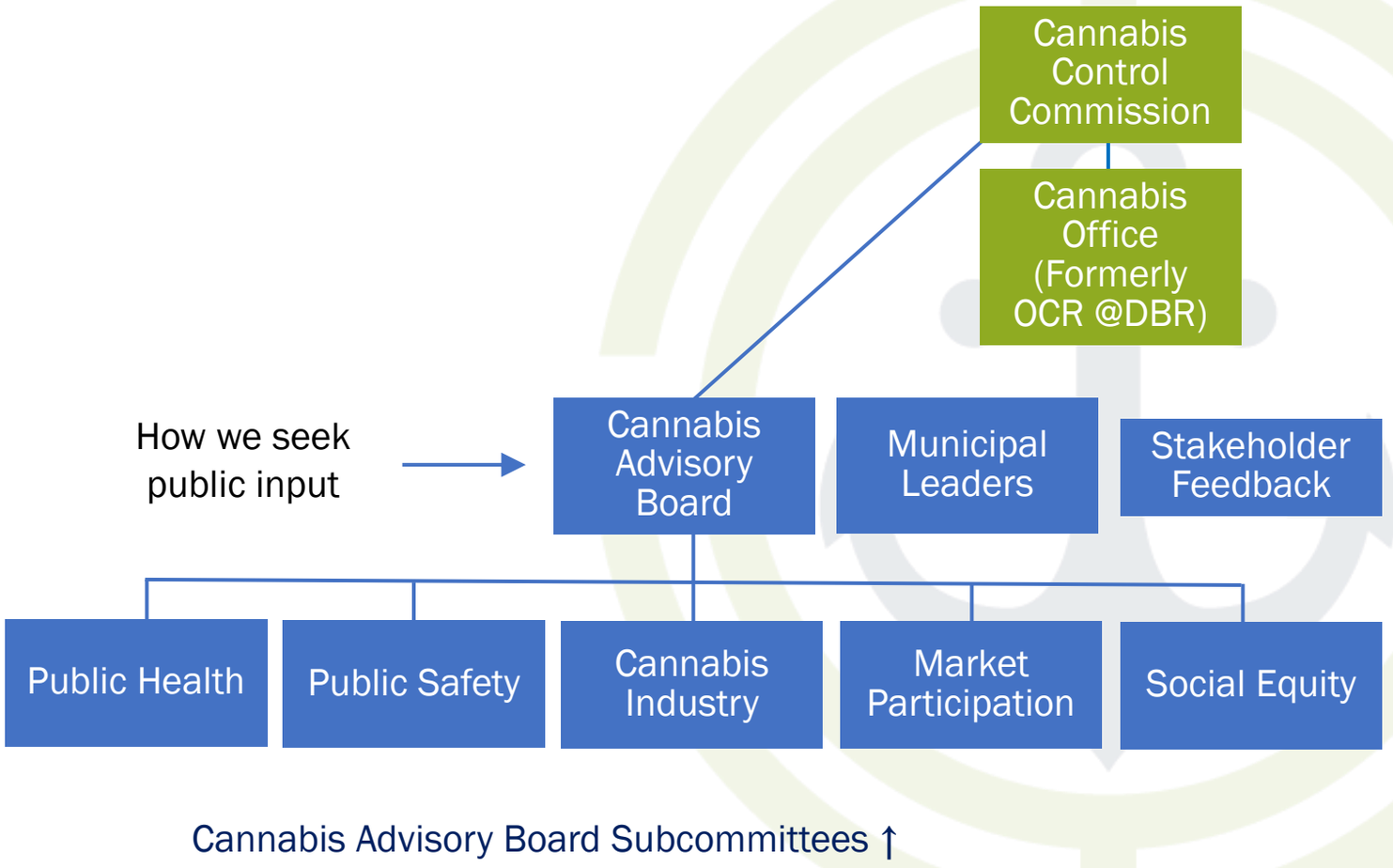
Cannabis Control Commission

STATE OF RHODE ISLAND

Licensing Selection Process Presentation

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Reviewer: J'Lyn D.

CCC Organizational Chart, Goals & Source Information



Guiding Pillars

- Safety
- Transparency
- Equity

Goals

- Competitive with neighboring states
- Supporting RI small businesses
- Raising per capita income
- Creating sustainable market

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Submitted: 3/26/2026 4:23 PM
Envelope: 5357003
Reviewer: J Lyn D.

The Year 2023 In Review: Where We've Been

Key appointments:

- May: Governor appointed inaugural three members of the Cannabis Control Commission (CCC)
- June: State Senate gave Commission members Advice & Consent
- August: The Governor, House Speaker and Senate President named appointed members to the Cannabis Advisory Board (CAB)

Accomplishments:

- July through November: CCC held five listening sessions across the state in various formats (zoom, in-person, Spanish speaking) to receive input from the community and industry professionals
- September- December: CCC hired essential staff to begin implementing its operational and regulatory goals
- November: The CAB held its first public meeting and has since held numerous open meetings. The CAB formed its five statutorily mandated subcommittees and through as series of open meetings has been receiving matters for consideration from the CCC.

Industry Snapshot:

- Adult-use cannabis sales in Rhode Island have steadily increased nearly every month since being legalized in December 2022. This growth is due in part to the State's efforts to create a safe and regulated market that is accessible to adult consumers over the age of 21. There are currently 7 hybrid retailers selling medical and adult use cannabis, over 60 cultivators, and 3 testing laboratories.

Helping Small Businesses:

- With the recommendation of the Department of Business Regulation (DBR), the General Assembly passed an amendment to the state's advertising regulations allowing RI retailers to advertise their products in the state. The change has helped retailers effectively compete in the growing market. Another bill was recently passed allowing cultivators to advertise.

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2024: Where We Are Going

- May 2024: Governor appointed Michelle Reddish, MS, MPH, as first ever Administrator to the future Cannabis Office. Michelle was confirmed by the state Senate in June 2024
- Spring 2024: CCC submitted two study reports to the General Assembly on the Medical Marijuana Program and a market demand study on cultivation, and has acquired and compiled data and information to comply with imminent reporting requirements
- Launched new data hub on the Office of Cannabis Regulation website to provide real-time cannabis industry data to the public
- Assigning key topics to the Cannabis Advisory Board, including those mandated in the Cannabis Act, and receiving feedback, recommendations and advice as the CAB reports back to the CCC
  - For example, CAB recommendations were delivered in June 2024 to the CCC on cannabis product packaging and labeling
- Designing Rhode Island's first Social Equity Program
  - Includes working with data professionals to map key demographic data specified in the Cannabis Act to identify the state's disproportionately impacted areas
  - The CCC will provide future public briefing on details of the Social Equity Program
- In process of actively drafting future CCC regulations, requiring the CCC to follow the detailed Administrative Procedures Act process to draft, finalize and promulgate our first set of regulations
- Allow for Public Comment and Feedback through presentations on key regulatory topics at Open Meetings
  - For example, proposed changes to packaging and labeling draft regulations presented to public at July open meeting

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Reviewer: J'Lyn D.

Cannabis Landscape in the United States

- 38 states, along with 3 U.S. territories and Washington D.C. permit medical use cannabis
- 24 States have legalized adult use cannabis, along with 3 U.S. territories and Washington D.C.
- 7 additional states have decriminalized possession of adult use cannabis
- All New England states except for New Hampshire permit adult use cannabis sales
- On the federal front, the United States Department of Justice initiated a formal rulemaking process to consider re-scheduling marijuana from a schedule I to schedule III narcotic under the Federal Controlled Substances Act

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Reviewer: J'Lyn D.

Conditions in Nearby States and Beyond…

Massachusetts: Unlimited licenses available, oversaturation of cannabis market causing drop in product price

Connecticut: Limited licenses awarded through hybrid randomized selection process that screens for qualified applicants, regulators assessing market conditions before awarding additional retail licenses

Maine and Vermont: Unlimited licenses, merit-based application process

New York: Litigation attacking roll out of priority licensing for applicants with prior cannabis convictions over other qualified social equity applicants brought licensing scheme to halt following judicial grant of injunctive relief, causing hundreds of unlicensed retailers to flood the unregulated market during the delay

California and Colorado: Unlimited licensing and significant cannabis overproduction has led to lobbying and efforts toward affirmative litigation in other states seeking to open interstate cannabis commerce markets

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Lessons from Licensing Litigation in Other Adult Use States

- Cannabis licensing is extremely competitive, industry experts advise that applicants know when and how to challenge denials of applications for cannabis licenses
- Litigation can delay the entire licensing process as litigants often seek injunctive relief to stop entire licensing process from proceeding while their case is pending
- Even non-meritorious litigation can still impact and slow down the system enough to stop progress
- Most common reasons to challenge a cannabis license denial include:
  - Unfair or unlawful licensing process: includes attacking constitutionality of process under enabling act or the administration of the licensing process
  - Arbitrary or capricious grading: challenges include inconsistent scoring, negligent scoring, and erroneous scoring; still occurs in states that hire third-party consultants to score applications and is recognized in the industry as the most successful grounds for an appeal
  - Bias and/or corruption: allegation that is often brought if state's regulators have a close relationship with a successful applicant

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Reviewer: Alyx F.

Merit-Based Licensing Selection Challenges in Other States

- Illinois: Accepted applications in 2019 and 2020 as part of a merit-based system that used a scoring point-based system. After years of litigation stemming from the scoring process, regulators were required by the courts to move to a lottery system

- Alabama: Accepted applications in 2022 for a limited number of medical licenses. Regulators attempted to award licenses for integrated facility licenses and retailers multiple times and after each attempt were faced with litigation that has not yet resolved, resulting in producers with no outlets to sell their products

- New Jersey: Assessment of ~150 applicants in a 2019 merit-based process was delayed for more than a year due to litigation related to the challenged disqualification of several applicants on technical grounds. This was the second time the state faced lawsuits stemming from merit-based applications

- Georgia: Issuance of 2/3 of state medical licenses were held up for over two years by lawsuits from unsuccessful applicants who did not score high enough to receive licenses in the scoring system employed. The state has decided to award licenses while lawsuits continue, creating uncertainty for the market



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Reviewer: J'Lyn D.

Examples of Demand in General Cannabis License Lotteries

State	# of Applications Received	# of Licenses Issued	Date of Lottery Drawing
Arizona (AZ)	355 "Early Applicant" applications received	13 "Early Applicants" received adult-use dispensary licenses, across 8 counties	April 2021
Connecticut (CT)	7,208 applications received, from 736 unique applicants	56 applicants received licenses	June 2022
Illinois (IL) - First Round	3,332 applications received	55 applicants received licenses	August 2021
Illinois (IL) - Second Round	1,611 applications received	75 applicants received licenses	August 2021
Washington (WA)	1,174 applications received	24 applicants received licenses	April 2014

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Reviewer: Lilyn D.

Examples of Demand in Social Equity License Lotteries

States	# of Social Equity Applicants	# of Social Equity Licenses Awarded	Date of Lottery Drawing
Arizona (AZ)	1,301 applications received	26 applicants received licenses	April 2022
Connecticut (CT)	8,260 applications received, from 419 unique applicants	28 applicants received licenses across 8 license types	May 2022
Illinois (IL)	3,695 applications received	55 applications from across 17 regions received licenses	August 2021
Maryland (MD)	1,708 applications received	174 applicants received licenses for various cannabis business types	March 2024
Missouri (MO)	1,625 applications received	48 applicants received licenses	October 2023
Minnesota (MN)	1,817 applicants	280 licenses available	TBD

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Authority: The Rhode Island Cannabis Act

R.I.G.L. § 21-28.11-5, Powers and Duties of the Commission:

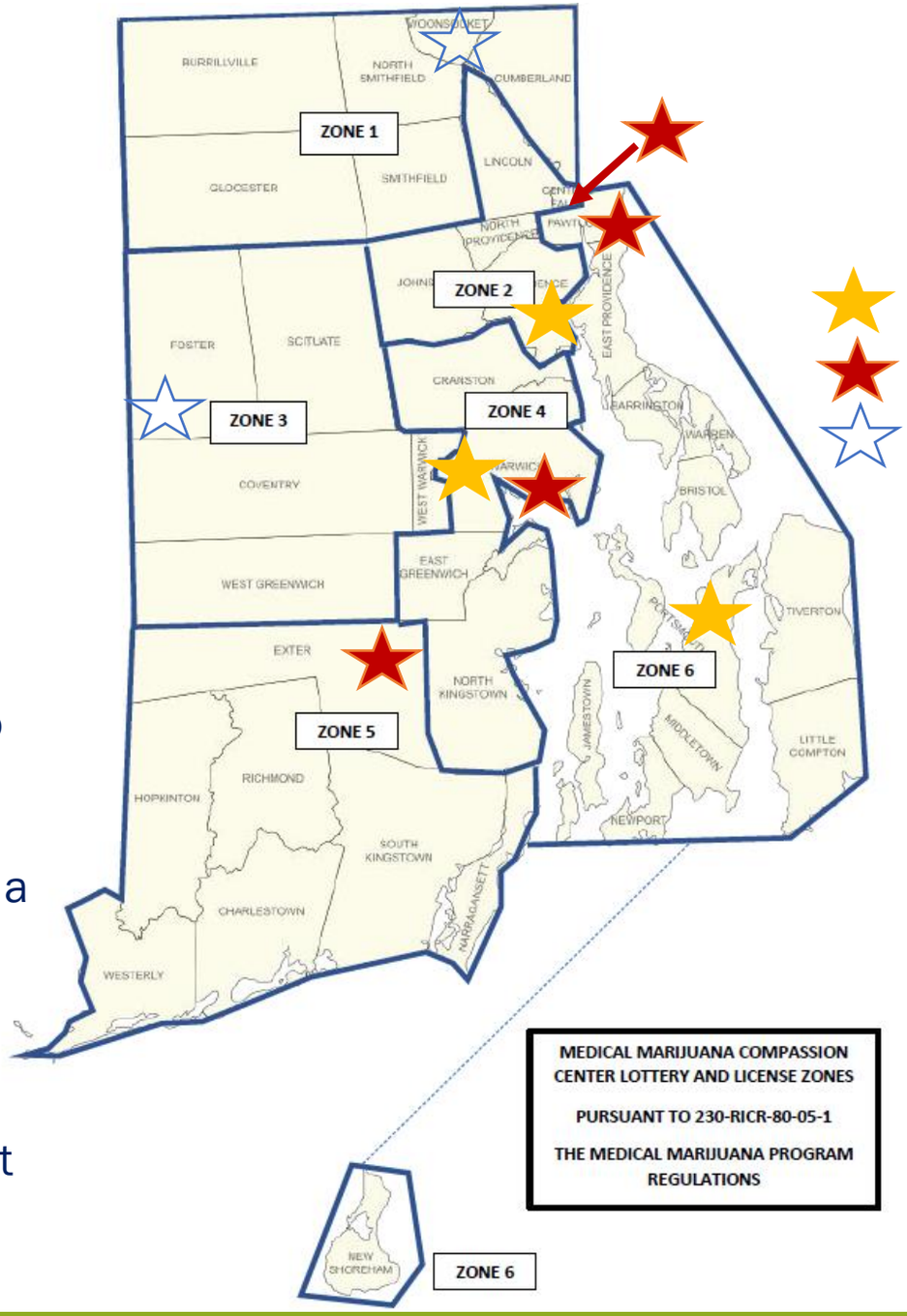
- Determine which applicants shall be awarded licenses
- Deny an application or limit, condition, restrict, revoke or suspend any license
- Determine and establish the process and methodology by which licenses shall be awarded by the Commission

R.I.G.L. § 21-28.11-17, No right to license:

- Nothing contained in the Cannabis Act shall be construed as establishing a right in any person or entity to be issued a license

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Reviewer: J'Lyn D.

Regulatory Zones + Compassion Center locations



- CC licensed pre-2022
- Newly licensed CC
- Licensure in process

- The Cannabis Act authorizes the CCC to issue up to 24 adult use retail licenses, to be distributed equally across 6 regulatory zones; two licenses in each zone are reserved for a social equity applicant and a workers' cooperative applicant.

- This will bring the total number of retail outlets in RI to 33, with 9 existing hybrid/MMP licenses plus the 24 new adult use retailers to be added

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Reviewer: Lyn D.

Rhode Island:
Previous Practices in Licensing Selection Process

- In October 2021, the Office of Cannabis Regulation held a random selection process for the selection of available Compassion Center licenses under the Medical Marijuana Act
- There were a total of 45 applications received and 40 applicants were entered in the random selection process
- There were only 6 licenses available for licensure under the Medical Marijuana Act with its associated statutory license fee of $500,000
- Licensing process was live-streamed and open to public attendance
- State licensing process was not subject to litigation
- Timing was efficient – thorough review of applications and the licensing selection process was conducted within 4 to 6 months

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Envelope: 5857065
Reviewer: J'Lyn D.

Lessons from Other States: Considerations that Weigh Against a Wholly Merit-Based Licensing Selection Process

- Rhode Island has a small, limited number of new retail licenses available and will likely receive more qualified applications than licenses available
- There is difficulty in creating an appropriately-weighted, merit-based application in which scoring cannot be challenged as arbitrary or capricious
- Selecting applications based wholly on merit in a small state fosters the appearance of favoritism and/or impropriety in the selection process
- As we have seen from other states, selecting licensees based on “merit” will increase likelihood of litigation due to discretionary decision
- Multi-state operators with established financial and legal resources have advantage in merit-based licensing over local businesses, start-ups and social equity applicants
- Merit based scoring systems face the most legal challenges, leading to unwanted delay

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Reviewer: Jacy D.

Considerations that Support Hybrid Randomized Selection Process Licensing in Rhode Island

- Selection process used by most limited-license states
- Ideal for states with limited number of licenses where thousands of applications could be received for a small number of available licenses
- Similar to prior licensing process in R.I. and follows industry precedent
- License application for entry into selection pool can ensure that all finalists are qualified and ready for final licensure
- Blind fairness system for pool of qualified applicants is based on chance rather than being selected over other applicants
- Reduces risk of litigation stemming from scoring system or discretionary choice challenges
- Eliminates appearance of favoritism, outside influence, inside advantage, bias and corruption
- Mitigates factors that may delay licensing process

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Reviewer: Dilyn D.

Rhode Island:
Hybrid Randomized Selection Process

- Applies key lessons learned from 2021 selection process, including efficiency and effectiveness of process
- Initial merit-based application ensures applicant qualifications, ability and readiness for licensure
- Screened, qualified applicants then placed into pool for random selection process
- Random selection process conducted only in those zones where the demand for retail licenses outweighs the supply of available licenses



Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/26/2026 4:28 PM
Envelope: 5857003
Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 35

Affidavit of Erica Ferrelli dated June 12, 2026, filed as Defendant's Exhibit B to the CCC's objection to Ancora's original motion.

Case Number: PC-2026-02802
Filed in Providence/Bristol County Superior Court
Submitted: 9/22/2026 6:29 PM
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Reviewer: Alexandra R.

Exhibit B

Case Number: PC-2026-02802
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Envelope: 5854203
Reviewer: Alexandra R.

STATE OF RHODE ISLAND **SUPERIOR COURT**
PROVIDENCE, SC.

ANCORA PARTNERS, LLC d/b/a FLOWER & POT, *Plaintiff,*	:	
v.	:	**C.A. No. PC-2026-02802**
RHODE ISLAND CANNABIS CONTROL COMMISSION *Defendant*	:	

AFFIDAVIT OF ERICA FERRELLI, CHIEF REGULATORY OFFICER, CANNABIS OFFICE, CANNABIS CONTROL COMMISSION

I, Erica Ferrelli, under oath and hereby state:

1. I am a resident of the State of Rhode Island. I am over the age of 18 and have personal knowledge of all the facts stated herein, except those matters stated upon information and belief; as to those matters, I believe them to be true. If called as a witness, I could and would testify competently to the matters set forth below.
2. I am currently employed by the Rhode Island Cannabis Commission ("Commission") as the Chief Regulatory Officer of the Cannabis Office. In that role, my responsibilities include, but are not limited to, overseeing the receipt and review process of Adult-Use Retail license applications.
3. In my role as Chief Regulatory Officer, I am familiar with the application and review processes for Adult-Use Retail licenses.
4. Under the Rhode Island Cannabis Act ("RICA" or the "Act"), the Commission may issue up to 24 new Adult-Use Retail Licenses for retail cannabis establishments statewide. *See* R.I. Gen. Laws § 21-28.11-10.2(a). Four licenses may be issued in each of the six geographic zones defined by the Act; of the four licenses in each zone, one license is reserved for a workers' cooperative applicant, and one license is reserved for a social equity applicant. *See id.* Accordingly, the Act provides for a total of six Workers' Cooperative Retail Licenses, six Social Equity Retail Licenses, and twelve General Retail Licenses statewide.

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5. In September of 2025, the Commission officially began the process of issuing the twenty-four retail licenses permitted by the Act by accepting applications for all retail licenses.
6. For the retail licensing process, the Adult-Use Retail License application window opened on September 12, 2025 and closed on December 29, 2025. While the application period was open, in October 2025 the Commission voted to give applicants who otherwise submitted timely applications additional time to complete one Adult-Use Retail License requirement, namely, to submit documentation of final zoning approval for the applicant's proposed retail cannabis establishment by March 1, 2026. This is the only application requirement that an applicant was allowed to provide at a later date to supplement their already-submitted retail application.
7. When the Adult-Use Retail License application period closed at 4:00 p.m. on December 29, 2025, the Commission had received 98 total Adult-Use License applications: 23 applications for the six Social Equity Retail Licenses, 19 applications for the six Workers' Cooperative Retail Licenses, and 56 applications for the twelve General Retail Licenses.
8. Upon information and belief, Plaintiff Ancora Partners, LLC submitted an application for a Social Equity Adult-Use Retail License on December 29, 2025 at approximately 2:03 p.m.
9. In January 2026, the Cannabis Office began the first phase of application review of all applications. As a part of this process, applications were submitted to Weaver Tidwell (an accountancy and business advisory firm retained by the Commission to assist with reviewing applications) for corporate document review. This review was focused on both an assessment of claims and supporting documentation related to each application's business plan as well an assessment of all interest holders disclosed in each application. This part of the review process was never completed as the Federal District Court issued an injunction halting the process before it could be completed.
10. The Commission never completed its review of the submitted Adult-Use Cannabis Retail Applications.
11. The Commission did not make any final determinations regarding which applications were complete and/or qualified for an Adult-Use Retail License.
12. The Commission has not granted or denied any Adult-Use Cannabis Retail License applications at this time.

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13. The Commission has never issued an Adult-Use Cannabis Retail License to Ancora Partners, LLC.
14. The Commission has not selected any applicants to receive an Adult-Use Cannabis Retail License or issued any Adult-Use Cannabis Retail Licenses.

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Reviewer: Alexandra R.

Respectfully submitted,

Erica Ferrelli
Chief Regulatory Officer
Cannabis Office
Cannabis Control Commission

Sworn to and subscribed before me on this the 12th day of June, 2026

NOTARY PUBLIC

My Commission Expires: 3/17/2027

Karen M Ragosta
Notary Public, State of Rhode Island
Notary ID# 770218
My Commission Expires 3/17/2027

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Filed in Providence/Bristol County Superior Court
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Reviewer: J'Lyn D.

STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
v. Rhode Island Cannabis Control Commission

C.A. No. PC-2026-02802

EXHIBIT 36

Affidavit of David Rozen dated June 2, 2026 (First Rozen Affidavit), previously filed June 8, 2026 with Ancora's original motion.

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STATE OF RHODE ISLAND
SUPERIOR COURT
PROVIDENCE COUNTY

ANCORA PARTNERS, LLC
d/b/a FLOWER & POT,

Plaintiff,

v. C.A. No. PC-2026-02802

RHODE ISLAND CANNABIS
CONTROL COMMISSION,

Defendant.

AFFIDAVIT OF DAVID ROZEN

I, David Rozen, being duly sworn, depose and state as follows:

1. I am a Member of Ancora Partners, LLC d/b/a Flower & Pot ("Ancora").

2. I submit this Affidavit based upon my personal knowledge in support of Ancora's request for temporary and preliminary injunctive relief.

3. I have been personally involved in Ancora's efforts to obtain an adult-use cannabis retail license from the Rhode Island Cannabis Control Commission ("CCC").

4. Ancora applied for the Zone 4 Social Equity Adult-Use Cannabis Retail License.

5. Throughout the application process, Ancora complied with all material requirements imposed by the applicable statutes, regulations, published guidance, and directives governing the Zone 4 Social Equity licensing process.

6. Ancora secured control of a proposed retail location and undertook substantial efforts to satisfy municipal and state requirements applicable to the license application.

7. Ancora obtained municipal zoning approval for its proposed location and timely submitted that approval as part of the licensing process.

8. Ancora timely submitted its application materials and related documentation required by the licensing process.

9. In reliance upon the licensing framework established by the State of Rhode Island and administered by the CCC, Ancora expended substantial sums of money pursuing the license opportunity.

10. As of the date of this Affidavit, Ancora has expended in excess of Five Hundred Thousand Dollars ($500,000.00) in connection with the pursuit of the Zone 4 Social Equity license and related business preparations.

11. Those expenditures included, among other things, site acquisition and development costs, professional fees, consulting expenses, regulatory compliance efforts, and other business-related expenses associated with the licensing process.

12. Ancora made those expenditures in reliance upon the statutes, regulations, deadlines, and licensing process established and administered by the CCC.

13. Based upon information made available to Ancora during the licensing process, Ancora understands and believes that it was the only applicant for the Zone 4 Social Equity license that timely obtained and submitted full municipal zoning approval as required by the governing framework.

14. Prior to the entry of the federal preliminary injunction in the litigation commonly known as Jensen, Kenney, and Palmore, Ancora had completed the actions required of it to continue advancing through the licensing process.

15. Ancora remained ready, willing, and able to proceed under the licensing process as it then existed.

16. Ancora has not abandoned its application and continues to seek issuance of a cannabis retail license in Rhode Island.

17. If Ancora's application, approvals, compliance efforts, or position in the licensing process are voided, nullified, disregarded, or materially impaired, Ancora will suffer substantial harm.

18. In my opinion, the loss of Ancora's position in the licensing process would not be adequately remedied by money damages alone.

19. Ancora has devoted substantial time, effort, and financial resources to pursuing the Zone 4 license opportunity in reliance upon the licensing process established by the State of Rhode Island and administered by the CCC.

20. If Ancora's application, approvals, compliance efforts, or position in the licensing process are voided or nullified, Ancora would suffer severe and potentially catastrophic harm to its business plans, investments, contractual relationships, and ability to participate in Rhode Island's adult-use cannabis market.

21. Ancora remains ready, willing, and able to participate in a licensing process that complies with and honors any lawful directives issued by the federal courts concerning Rhode Island's cannabis licensing system.

22. To my knowledge, allowing qualified out-of-state applicants to participate in the licensing process does not require the elimination or disregard of the efforts,

expenditures, approvals, compliance actions, or application status previously achieved by Ancora.

23. Ancora does not seek to exclude any applicant from participation in a lawful licensing process. Rather, Ancora seeks recognition and preservation of the substantial efforts, expenditures, approvals, and compliance actions it completed in reliance upon the State's published requirements.

24. To my knowledge, the concerns identified by the federal court regarding residency requirements can be addressed without treating Ancora's application as though it had never been submitted.

25. Ancora has complied with numerous requirements unrelated to residency preferences, including municipal approvals, site-related requirements, application requirements, ownership requirements, and other regulatory obligations imposed by the licensing framework.

26. Throughout the licensing process, Ancora made business decisions based upon the statutes, regulations, guidance documents, instructions, and requirements published by the CCC.

27. Ancora applied for a Zone 4 Social Equity license because that was the licensing category and process established by the State of Rhode Island and the CCC.

28. Ancora did not select the Social Equity category in an effort to gain an unfair advantage over other applicants. Rather, Ancora sought to comply with and participate in the licensing framework that the CCC had established.

29. Throughout the application process, Ancora endeavored to follow the rules and requirements published by the CCC, including requirements concerning zoning approvals, application eligibility, deadlines, and the licensing categories available within each zone.

30. Ancora understood that the CCC's published rules and guidance prohibited applicants from pursuing both Social Equity and General Retail applications within the same zone.

31. Ancora structured its application strategy and devoted substantial resources in reliance upon those published rules and requirements.

32. Ancora understands that certain applicants pursued application strategies that differed from the approach Ancora believed was required under the CCC's published rules and guidance.

33. Ancora nevertheless chose to comply with the licensing framework as it understood the CCC required, rather than pursuing alternative approaches that Ancora believed were inconsistent with the published rules.

34. Ancora remains ready, willing, and able to compete for and operate a cannabis retail license under any lawful licensing framework ultimately adopted by the State of Rhode Island, provided that Ancora's prior compliance efforts, approvals, expenditures, and reliance interests are fairly recognized and considered.

35. Ancora's position in this litigation is not that only a Social Equity license may be awarded. Rather, Ancora seeks recognition of the substantial efforts, expenditures, approvals, and compliance actions it completed in reliance upon the State's licensing framework.

36. To my knowledge, even if the CCC elects to modify, discontinue, or replace the Social Equity licensing category in response to federal litigation, such action would not require the State to disregard Ancora's prior compliance efforts, approvals, expenditures, or qualifications.

37. Ancora seeks preservation of the status quo so that the parties' respective rights and obligations may be determined through judicial review before any action is taken that would permanently impair Ancora's position.

38. I make this Affidavit in support of Ancora's request for temporary and preliminary injunctive relief.

David Vincent Rozen

David Rozen

Subscribed and sworn to before me this 2nd day of June, 2026.

Stephanie Christine Sharper

Notary Public

My Commission Expires: 06/18/2029

Commonwealth of Pennsylvania - Notary Seal
Stephanie Christine Sharper, Notary Public
Philadelphia County
My commission expires June 18, 2029
Commission Number 1398268

Notarized remotely online using communication technology via Proof.

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STATE OF RHODE ISLAND SUPERIOR COURT
PROVIDENCE, SC. | BUSINESS CALENDAR

Ancora Partners, LLC d/b/a Flower & Pot
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C.A. No. PC-2026-02802

EXHIBIT 37

Second Affidavit of David Rozen dated September 25, 2026 (Second Rozen Affidavit).

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STATE OF RHODE ISLAND **SUPERIOR COURT**
PROVIDENCE, SC. BUSINESS CALENDAR

ANCORA PARTNERS, LLC
d/b/a FLOWER & POT,
Plaintiff,
v. C.A. No. PC-2026-02802
RHODE ISLAND CANNABIS
CONTROL COMMISSION,
Defendant.

SECOND AFFIDAVIT OF DAVID ROZEN

I, David Rozen, being duly sworn, depose and state as follows:

1. I am an adult and a member of Ancora Partners, LLC d/b/a Flower & Pot (Ancora). I executed the Affidavit of David Rozen dated June 2, 2026 (First Rozen Affidavit), previously filed in this action and designated Exhibit 36 in the common TRO exhibit set. This Second Affidavit of David Rozen (Second Rozen Affidavit), designated Exhibit 37, supplements that affidavit with specific communications, records, and matters I investigated, including information I reviewed after this lawsuit began. It does not replace the First Rozen Affidavit.

2. After Ancora filed this lawsuit on May 26, 2026, I continued investigating the Commission's handling of the retail application process. My work included reviewing publicly available meeting materials and a legislative-hearing recording, as well as Commission records furnished in response to Ancora's Access to Public Records Act request. Some of the events and documents I examined predated the lawsuit, although my review of them occurred afterward.

3. I describe matters in which I participated, communications I received, and information I learned from the identified sources. Where I describe a document, recording, or another person's statement, I identify that source. Exhibit references use the common TRO numbering in Ancora's separate exhibit submission; they do not refer to a separate set of attachments to this affidavit. My earlier testimony concerning Ancora's original compliance, expenditures, and understanding of the application categories remains in the First Rozen Affidavit, ¶¶ 5–16, 26–37; I provide additional particulars here.

4. In March 2026, I was familiar with David Pontarelli's municipal investigation and discussed his findings with him. He reported that he had gathered the relevant zoning information by visiting or otherwise contacting the municipal offices in approximately one day and that none of the seven competing Zone 4 social equity applicants had met the final zoning requirement. We pursued that inquiry in the ordinary course of Ancora's business. Ancora was paying rent for premises where it could not yet conduct its intended cannabis retail business, and we wanted the Commission to act so that the project could proceed. At the time of that inquiry and our March submissions, I did not know that the *Jensen* litigation was pending or that it could interrupt the licensing process. The Commission had not

notified me of that litigation or that risk. The investigation was prompted by our business needs, not by knowledge of Jensen.

5. *Exhibit 10* is Attorney Philip C. Silverman's March 9, 2026 letter to the Commission's Application Review Team. I was copied on that letter. It identifies seven competing Zone 4 social equity applicants, describes the zoning deficiencies Ancora reported, and states that Ancora alone had submitted a complete application and was eligible for that license. It asks the Commission to clarify the approval process for Ancora as the sole qualified applicant.

6. I was copied on David Pontarelli's March 18, 2026 email to Suzannah Skolnik and the Commission team transmitting documents described as having been submitted in hard copy at the Commission's March 13 meeting. I was also copied on Skolnik's acknowledgment of receipt. Exhibit 08 is a copy of that correspondence. Pontarelli expressly requested a response to the March 9 letter concerning the applicants' zoning status as of March 2.

7. I am familiar with the municipal information Ancora provided to the Commission in March through my discussions with David Pontarelli, my participation in Ancora's communications, and my review of the records. The March 9 letter identifies the competing applicants and the zoning deficiencies reported for their proposed locations. Exhibit 10. Examples of the underlying municipal information include Ancora's December 17, 2025 Pikul zoning determination (Exhibit 04), the March 2 Cranston certificate for 1263 Oaklawn Avenue (Exhibit 25), the March 2 Warwick letter for 1708 Elmwood Avenue (Exhibit 26), and the March 2 North Kingstown correspondence concerning 7560 and 6840 Post Road (Exhibit 27). The present Exhibit 27 also includes a later forwarding email. The Warwick letters concerning 175 Jefferson Boulevard, 231 Elm Street, and 1127 Toll Gate Road identify special-use-permit requirements. Exhibits 28–30. Our report concerning compliance with the March 2 deadline combined those records with the results of Pontarelli's inquiries, as summarized in the March submission.

8. The March communications directly informed the Commission that Ancora was the sole qualified Zone 4 social equity applicant and supplied the supporting zoning information. They requested action on Ancora's December 29, 2025 application, whose receipt the Commission confirmed that day. Exhibit 07. I was aware of and participated in these communications when Ancora supplied the information; my knowledge of the March notice is not based solely on later records review. Based on my participation in the application process and review of Ancora's communications with the Commission, by March 30, 2026, Ancora had received neither a determination acknowledging its application as satisfactory and complete nor a rejection identifying specific deficiencies. The Commission still had not provided either determination before the April 8 injunction. Its acknowledgment of the March submission confirmed receipt of documents.

9. I reviewed the Commission's October 20, 2025 application-process presentation and adopting minutes, reproduced in Exhibit 13. Page 4 of the presentation describes a ninety-day application review process beginning January 1, 2026 and coordination with municipalities to confirm final zoning compliance. Page 2 identifies March 2 as the

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final-zoning date. Page 5 separately identifies May 2026 as the tentative time for random selection. The minutes record adoption of that timeline. The presentation thus describes application review and the later selection event as distinct steps.

10. I reviewed the Commission's April 17, 2026 open-session minutes, reproduced in Exhibit 15. At page 3, the minutes record the explanation that, before the court order, nothing legally stopped the Commission from proceeding with the application and licensing process. The meeting transcript also records statements that there had been no court order stopping the Commission before the recent order and that its application review had been nearing completion. Exhibit 18, entries at 12:46 and 12:53. This paragraph reports the statements recorded in those materials.

11. After this lawsuit was filed, I reviewed the publicly available recording of the Rhode Island Senate Committee on Finance hearing held on March 31, 2026. Capitol Television publishes the hearing as show 11953 at https://capitoltvri.cablecast.tv/show/11953. On August 17, 2026, I accessed that source and downloaded the portion containing the Commission representatives' testimony. I listened to the relevant testimony described in the following paragraphs.

12. At approximately 2 hours, 2 minutes, and 20 seconds into the full published hearing, Michelle Reddish, the Administrator of the Cannabis Office, stated in substance that the Commission was not then in a position to make a decision regarding its application process because of pending litigation, and that even if it wanted to make that decision, it would have to wait for a decision in the litigation. This is my account of the statement I heard on the recording.

13. At approximately 2 hours, 31 minutes, and 20 seconds into the full published hearing, Carla Aveledo, the Commission's Chief of Policy, explained in substance that twelve or thirteen applicants had requested an extension concerning the zoning requirement at the March Commission meeting; that the Commission had voted against extending that requirement for the current application pool; and that the zoning-extension issue was separate from the litigation the Commission faced. This is my account of the statement I heard on the recording.

14. The preceding two paragraphs summarize the identified portions of the recording. The times refer to the full published hearing, rather than the start of the downloaded excerpt. I retain the downloaded recording from which I reviewed those portions.

15. I reviewed the Commission's July 24, 2026 presentation, Update on Adult-Use Retail License Process, reproduced in Exhibit 16. It describes changes to the Cannabis Act, including removal of references to disproportionately impacted areas and the voiding of past application processes. It identifies a new social equity certification process using new criteria and a new retail application process involving all available licenses. Exhibit 16, pp. 3–5.

16. After this action began, Ancora received records produced by the Commission in response to an Access to Public Records Act request. I reviewed those records, including the April 8, 2026 email exchange between Tucker Wentz and Carla Aveledo reproduced in Exhibit 09. This was an internal Commission communication that I learned of through the production.

17. In the April 8 exchange, Wentz identified five licenses that could be given out without a lottery, including the Zone 4 social equity license. Aveledo asked for the completeness status of the highlighted applications and any missing pieces. Wentz said he needed until the following day to provide a more comprehensive overview and expected the outside Weaver review to remain outstanding for most of them. Exhibit 09, pp. 1–2. The exchange identifies Zone 4 social equity as a category not requiring a lottery while showing that staff had not yet assembled the requested completeness report.

18. After this action began, I spoke with Jeffrey Jensen, who was involved in the Jensen litigation, concerning the Commission's handling of that case and possible resolutions. Mr. Jensen described the Commission's handling of the litigation as arrogant and stated, in substance, that it proceeded in a way that exposed applicants such as Ancora to the worst possible outcome. He told me that the plaintiff had proposed several ways to resolve the litigation while allowing pending applicants to continue through the existing licensing process.

19. Mr. Jensen told me that the litigation could have been resolved at no cost to the Commission while protecting existing applicants. According to Mr. Jensen, the proposed resolutions included permitting out-of-state applicants to apply and participate in the ongoing process without nullifying applications already submitted. He stated that the Commission would not negotiate or entertain compromise and did not participate in the proposed settlement discussions. I am reporting what Mr. Jensen told me. I did not personally participate in those settlement discussions.

20. I have also spoken with members of the Rhode Island House of Representatives and Senate about the cannabis licensing legislation. Those members told me that the Commission advocated nullifying pending applications and restarting the process, and presented that approach as the "only way" to resolve the litigation-related impasse and allow licensing to resume.

21. I reviewed the Commission's May 21, 2026 letter to the House Corporations Committee supporting H8544. Exhibit 33 fairly and accurately reproduces that letter. It supports passage of the bill, describes eliminating the disproportionately impacted area criterion, and advocates restarting the social equity certification and retail application processes. It does not identify Ancora or discuss whether any applicant had already satisfied the existing requirements. The letter predates the May 26 filing of this action but I reviewed it after the filing of this case. The Commission's later July 24 presentation describes voiding prior application processes and nullifying past applications. Exhibit 16, pp. 3–5.

22. I also reviewed the Commission's September 6, 2024 presentation concerning the licensing selection process. Slide 16, titled "Rhode Island: Hybrid Randomized Selection Process,"

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states: "Random selection process conducted only in those zones where the demand for retail licenses outweighs the supply of available licenses." The same slide describes an initial review of qualifications followed by a pool of screened, qualified applicants. The slide appears at PDF page 20 of Exhibit 34, the combined September 6, 2024 minutes and presentation. That is the Commission's published explanation that random selection would be used where qualified demand exceeded available licenses. The April 8 internal email described in paragraph 17 applies the no-lottery approach to the Zone 4 social equity license.

23. I personally participated in the members' discussions about pursuing a social equity license or a general retail license. The choice affected our ownership arrangement. We chose the social equity route in good faith based on Lisa Pontarelli's approved certification, and I accepted a non-majority position as part of that choice. The November 21, 2025 Operating Agreement assigns Lisa a 51% interest, me a 44% interest, and Robert Coupe a 5% interest, and designates Lisa as the sole Managing Member. Exhibit 21, §§ 3.1, 4.1. I reviewed the Commission's November 14 certification letter and its December 15 approval of our disclosed interest holders and corporate structure. Exhibit 01, pp. 1–3. Those approvals were part of the basis on which we proceeded with that structure.

24. Exhibit 32 fairly and accurately reproduces my October 17, 2025 public comment to the Commission. Before Ancora submitted its retail application, I raised the restriction on pursuing both categories for the same property and asked the Commission to allow dual submissions. The Commission did not advise me that it had granted that request or that Ancora could submit both applications in Zone 4. Ancora proceeded with its single social equity application. This correspondence supplies the contemporaneous detail underlying the category election described in the First Rozen Affidavit, ¶¶ 26–33.

25. Exhibits 22–24 fairly and accurately reproduce Ancora's promissory note to me, its lease for 1112 Reservoir Avenue, and the lease amendment. I am the lender identified in the November 21, 2025 note. Ancora is the borrower; the note states an initial principal amount of $350,000, and Lisa Pontarelli signed for Ancora as Managing Member. The amendment, effective December 15, 2025, provides for pre-opening minimum base rent of $7,500 per month. These agreements document the financing and carrying costs of the project. The indebtedness described here is Ancora's indebtedness.

26. Exhibits 09, 13, 15, and 16 fairly and accurately reproduce the Commission communication and public materials I reviewed. Exhibits 08 and 10 reproduce the March communications I received. The September 6, 2024 presentation identified in paragraph 22 fairly and accurately reflects the published material I reviewed. My descriptions of the municipal information are based on my discussions with David Pontarelli, participation in Ancora's March communications, and review of the records.

27. Ancora submitted its December 29, 2025 application for the Zone 4 social equity retail license under submission number S-000099042, for 1112 Reservoir Avenue in Cranston. The December 17, 2025 Cranston zoning determination was included with that application

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as AUR Exhibit E(ii). Exhibits 04 and 07. Ancora did not need the March 2, 2026 extension to submit its own final zoning determination. Our March communications concerning the competing applicants were additional submissions, not an effort to supply zoning documentation missing from Ancora's original application.

28. I reviewed the February 4–5, 2026 correspondence concerning the Commission's notice that it could not locate Lisa Pontarelli's NCIC background check. The correspondence includes David Pontarelli's response explaining that the State Police had already sent the check and Elizabeth Beaven's February 5 message confirming that she had a copy, that it apparently had not reached the right person in the office, and that she would forward it. Apart from that notice concerning a document the Commission confirmed it possessed, the Commission did not identify any deficiency in Ancora's application or request additional information or documentation from Ancora. Ancora did not receive the February 17 zoning-deficiency notice sent to applicants whose final zoning documentation remained outstanding.

29. On July 31, 2026, the Commission produced records to Ancora in response to its APRA request. Item 20 sought all records concerning Ancora Partners, LLC d/b/a Flower & Pot. The response partially granted that request and included a consolidated 358-page file. I reviewed that production. Exhibit 17 fairly and accurately reproduces fifteen pages extracted from that Commission production, including the application forms and required-item cover sheets. Page 11 is the December 17, 2025 Pikul zoning determination. These pages come from the Commission's produced file, not merely from Ancora's retained copy of its submission. Their presence identifies materials the Commission held when it produced the file.

30. I also reviewed the two internal Ancora review memoranda signed by Carter Wells on February 11, 2026 and reproduced in Exhibit 06. The interest-holder review identified no interest holders on other licenses and no additional areas for consideration. The other-jurisdiction review identified no other licenses or associated enforcement actions. The memoranda document those portions of the review. The spreadsheet referred to as the AUR Doc table in the April 8 email exchange described in paragraphs 16–17 was not included in the materials produced to Ancora that I reviewed.

31. Through my participation in Ancora's certification and application process and my review of its records, I am familiar with the basis on which Lisa Pontarelli qualified for social equity status. Her certification rested on the disproportionately impacted area residence criterion. Exhibits 01 and 31. The Commission's July 24 presentation describes the removal of that criterion from the new process. Exhibit 16. To my knowledge, Lisa has no qualifying cannabis-offense or impacted-family basis for certification under the remaining criteria. Ancora's present ownership and management arrangement therefore does not supply the qualifying majority owner needed for a new social equity application. Obtaining a new qualifying majority owner would change the ownership arrangement on which we agreed and on which the Commission approved our prior application structure.

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32. The new social equity certification period closed on September 11, 2026. Lisa did not apply in that round because the residence criterion under which she had qualified was no longer available and, to my knowledge, she did not qualify under the remaining criteria. Ancora has not submitted a general retail application in the new round. Our original decision to pursue the social equity category, and my acceptance of a non-majority interest as part of that decision, preceded the change in criteria. The Commission's restarted retail process is described in Exhibits 11 and 16. Ancora continues to seek a licensing outcome that will permit it to operate at its existing Zone 4 premises.

33. I reviewed the April 8, 2026 memorandum and order in *Jensen*, reproduced in Exhibit 05. At page 26, the order records the State's position that the applicants had made significant investments of time, effort, and financial resources and would be materially prejudiced by a delay in issuing licenses. The same page discusses refunding application fees or transferring current applications to a new application period as examples of ways the Commission could reduce harm to applicants. This paragraph describes the statements in that order.

34. I submit this Second Rozen Affidavit in support of Ancora's renewed motion for temporary restraining order and preliminary injunction.

David Rozen

David Rozen

STATE OF NEVADA
COUNTY OF CLARK

Subscribed and sworn to before me this 25th day of September, 2026, by David Rozen.

Notary Public
Printed Name: Davida Washington
My Commission Expires: 08/15/2027

Davida Washington
NOTARY PUBLIC
STATE OF NEVADA
Appt. No. 23-1040-01
Expires August 15, 2027

Notarized remotely using audio-video communication technology via Proof.