

City of Marina

City Manager's Office – City Hall 211 Hillcrest Avenue Marina, CA 93933 P: 831.884.1278 www.cityofmarina.org

REQUEST TO AMEND AND COMBINE (PER MMC 19.08.010 C.1) COMMERCIAL CANNABIS APPLICATION

ORIGINAL BUSINESS INFORMATION
Provide information on the businesses that originally applied for a Commercial Cannabis Permit in the City of Marina.
ORIGINAL BUSINESS #1 LEGAL NAME: JC Marina Ventures, LLC
DBA:
Proposed Address/Location: 3343 Paul Davis Drive, Marina, CA 93933
ORIGINAL BUSINESS #2 LEGAL NAME: Marina Trading Company
DBA: Marina Trading Co.
Proposed Address/Location: 3112 Del Monte Blvd, Marina, CA 93933
NEW (COMBINED) BUSINESS INFORMATION
Provide information on the proposed new combined business.
NEW BUSINESS LEGAL NAME: JC Marina Ventures, LLC
DBA:
Proposed Address/Location: 3112 Del Monte Blvd, Marina, CA 93933
Phone: Email: _
24-Hour Contact Information: Brooke Gehring

BUSINESS STRUCTURE

Identify which sections from the original applications the applicants intend to be applicable to the new, combined business.

Select only ONE column per line item.

Application section	Original Business #1	Original Business #2
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Local Enterprise & Community Benefits		$\overline{\mathbf{Z}}$
Neighborhood Compatibility		Ø
Safety & Security Plan		

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applicant's sole owner), together with the	ne owners of Marina Tra	ading Company, a California
corporation (49%). Both parties will part	ticipate in the direction	and control of the business.
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Business Plan

DATE PREPARED: 5/30/2019

The Clinic Marina Business Plan

Overview

As demonstrated throughout the application, we bring a leadership team with invaluable experience in operating compliant cannabis companies in highly regulated markets. We have designed, constructed, managed, and operated multiple cultivation, processing and dispensary facilities in Colorado, Nevada, Illinois, Oregon, and New York. Now that California has established a regulatory framework, we are interested in expanding our operations to California. It would be an honor to have one of our first California Retail storefronts be in the City of Marina.

Brand trust is earned through experience. The Clinic is a progressive and reliable cannabis partner that is committed to operating in strict compliance to regulations and implementing industry best practices. The Clinic has been leading this fast-growth industry as an outright frontrunner since 2009 when they opened its first dispensary in Denver, Colorado. As one of the first state licensed dispensaries, The Clinic was actively involved in the development of MJ Freeways point-of-sale system and METRC Colorado's state required cannabis system. As a beta tester, The Clinic provided valuable input on the functionality of these software solutions that are now being used nationally. On January 1, 2014, The Clinic made history and opened its doors to the first legal marijuana market in the country serving all adult customers over the age of 21. With ten years of operating as a state legal compliant medical marijuana company, The Clinic now dually cultivates, manufactures, and dispenses to both medical and recreational markets.

The Clinic has been an outstanding steward in the community and leader in the cannabis industry since its inception in Colorado. See below for a few quotes about The Clinic:

- "The Clinic has consistently demonstrated a commitment to responsible business practices as well as making a positive impact on their community -- both in their dedication to helping seriously ill patients directly and supporting causes like the MS Society through their annual charity golf tournament. Additionally, The Clinic and its owners are one of the more politically engaged marijuana businesses in the United States. Max Cohen is an active member of the National Cannabis Industry Association's board of directors as well as the state-level Marijuana Industry Group, two important trade associations committed to raising the bar in the cannabis industry." Aaron Smith, Co-Founder and Executive Director National Cannabis Industry Association (NCIA)
- "As an early adopter of our Point of Sale program, The Clinic has been an integral part of its development. We have continued to work closely with them as a point of reference for improvements to the software. It is clear that The Clinic is an industry leader in this ever-growing field." - Jessica Billingsley, Co-Founder, COO – MJ Freeway Business Solutions

From our earliest days, we have been leading the charge to create a thriving cannabis industry in this country- and this commitment continues to evolve and grow. Our management team helped to forge and influence legislation, continues to foster responsible legislative action and is invested in the cannabis industry's ongoing expansion. We helped to establish the Colorado as the regulatory hub of the industry, while also helping to cultivate positive change in the form of job creation, increased tax revenues and overall economic growth.

Over the last decade, The Clinic has crafted consumer experiences and cultivated brand trust. Now, we are proud to present our time tested, ever-evolving Business Plan to the City of Marina. We believe that the culmination of our operating experience, our management team, and our branded store is a recipe for success in Marina.

Having already established our credentials as a reliable dispensary operator in other highly regulated markets, we strive to be the premier dispensary destination in California for quality products and outstanding customer service. Our team, our refined and real-world dispensing practices, and our substantial capital base offers the City of Marina proven and vetted execution capabilities and resources to ensure the successful and compliant implementation of the City's commercial cannabis program.

The Clinic Brand

The Clinic has emerged as an industry leading example of a multi-store, national brand that is recognized for its store design, operating in compliance to regulations, quality of product, customer service, employee knowledge and reputation for doing things right the first time.



The Clinic is built from its core to be better through quality, innovation, and service. People increasingly want to know what they are putting in their bodies and be more educated about the source and benefits of the things they are using. The Clinic uses impeccable quality control and rigorous tracking methods to provide the best products on the market. Additionally, The Clinic invests a significant amount of time and resources into educating its customers and the community at large so that customers can feel comfortable making cannabis purchases, make informed buying decisions, and can consume responsibly.

We gain experience by iteration, driving and informing industry-leading innovations that build relationships with the communities. Using valuable feedback collected from consumers over the last ten years, we have enhanced our training program, improved our standard operating procedures, and enhanced our architectural design and facility layout to better serve customers. We believe our innovative boutique and volume-tested operations will quickly gain local trust as it has in every other market we have entered.

Core Values

We are committed to becoming the most well-respected cannabis operator in every market we enter. In order to accomplish this vision, we are committed to the following Core Values:

- Understanding the market and facilitating the customers' needs, ensuring they have quality products and a positive cannabis experience
- Creating transparency about products, origins, effects, and process
- Maintaining an atmosphere based on professionalism, innovation, education, compassion, and security
- Eliminating negative stigmas attached to marijuana, through industry-leading services, charitable outreach, ongoing research and continuing education
- Respecting and honoring the marijuana laws set forth by local jurisdictions and by the state while continually monitoring any upcoming changes in regulation to ensure we are always 100% compliant
- Helping keep the local community safe, clean, and peaceful
- Collaborating, supporting, and promoting local charities, local culture, and the local economy
- Providing its employees with a safe, friendly and positive working environment
- Upholding the highest standards of integrity in all our actions

Qualifications of Applicant

We are leading cannabis operators with unparalleled cannabis industry knowledge and experience; strategic finance executives with unlimited resources and significant access to capital; and accomplished business professionals in the fields of law, finance, medicine, architecture, real estate, construction, marketing, business development, and supply chain management and logistics. The team has extensive experience <u>legally</u> dispensing recreational and medical cannabis in highly regulated markets, with a commitment to industry best practices in inventory management, sanitation and safety, recordkeeping policies, employee training, and consumer education.

The Clinic Overview

The Clinic has been leading this fast-growth industry as an outright frontrunner since 2009 when we opened our first dispensary in Denver, Colorado. Over the last ten years, The Clinic team has successfully designed, constructed, and operated eight cultivation facilities, five processing facilities and fifteen dispensary facilities in Colorado, Nevada, Illinois, Oregon, and New York (coming 2019). The Clinic has received local and national recognition as a best-in-class operator as a result of their business practices, documentation materials, and detailed training program. Notable recognitions include being named the Best Dispensary in America (High Times, 2017), the Best Dispensary in Colorado (Cannabis Now, 2017), the Best Dispensary for Newcomers (Westword, 2018), the Best Dispensary to Take Your Parents (Westword, 2016), and the Best Medical Dispensary (Cannabis Business Awards, 2016). The Clinic currently holds more than 40 state and local marijuana business licenses including medical-use cultivation, adult-use cultivation, medical-use processing, adult-use processing, medical-use dispensing, and adult-use dispensing in highly regulated markets. The Clinic has recently joined forces with Jushi, Inc (please see Jushi Inc. Overview, below). Together, we intend to maintain our leadership position and expand it to Marina through innovation, continual improvement, and local partnerships and collaboration.

Jushi, Inc Overview

Jushi and its industry leading management team is an integrated multi-state owner and operator of cannabis licenses across the United States. Jushi is focused on continuing to

build a diverse multi-state portfolio of branded cannabis assets through opportunistic investments and by internally pursuing licenses in attractive jurisdictions. Jushi strives to maximize shareholder value while delivering the highest quality products across all levels of the cannabis ecosystem. At the time of submission, Jushi has 18 retail stores under a signed binding agreement including 3 in California and 15 on the East Coast.

Dispensary Operation Experience

For nearly a decade, The Clinic has been a leading dispensary operator having processed over 4 million legal cannabis transactions. On January 1, 2014, The Clinic made history and opened its doors to the first legal marijuana market in the country serving all adult customers over the age of 21. With ten years of operating as a state legal compliant medical marijuana company, The Clinic now dually cultivates, manufactures, and sells to both medical and recreational markets. This relevant experience is why The Clinic is well positioned to expand into the Marina dispensary market.

Brooke Gehring, Chief Executive Officer, will be responsible for making major corporate decisions, working in conjunction with the COO to manage overall operations, and ensure that the company has the necessary resources and capital to succeed. Brooke is recognized as one of the country's most successful female entrepreneurs in the medical and adult-use cannabis industry with over a decade of expertise in regulated cannabis. She founded Live Green Consulting in Denver, Colorado in 2009. She is Co-Founder, Chairwoman and Chief Executive Officer of FGS Inc. the parent entity of Patients Choice of Colorado and Live Green Cannabis, an industry leading, verticallyintegrated medical and adult use marijuana company that has operated across four dispensary locations in Colorado and two large-scale cultivation facilities. She is former Chair of the Marijuana Industry Group (MIG), which is the largest and oldest industry trade organization in Colorado, along with being a Sustaining Member of the National Cannabis Industry Association (NCIA), Board Member of Cultivation Conference (2017-2019) and the Cannabis Dispensary Times Editorial Board. Brooke is also a Founding Board Member of the Council for Responsible Cannabis Regulation (CRCR) and a Funding Founder of Women Grow. Outside of Colorado, she has pivoted her vertically integrated operating experience to be a prominent consultant to multi-state licensees in California. Hawaii, Maryland, Minnesota, Nevada, New Jersey, New York, Ohio, and Pennsylvania.

J. Max Cohen, Chief Operating Officer, will be responsible for the operation and oversight of the Company. Max is a cannabis industry pioneer and started his own cannabis business in 2009. Under his leadership, he has successfully grown The Clinic to include cultivation, processing, and dispensary facilities in multiple regulated states. Utilizing his cannabis experience and leadership abilities, Max is actively involved on a local and national level with the political landscape shaping the cannabis industry. He is a founding member of the Marijuana Industry Group, a nonprofit dedicated to responsible policy and lobbying for the marijuana industry, and is a former board member of the National Cannabis Industry Association, a national marijuana lobbying and policy organization. Max's demonstrated business and operational experience in this space has been recognized nationally. In 2014, Max was named by the Cannabis Business Executive as one of the most influential people in the Cannabis Industry. In 2015,

Cannabis Business Awards named Max as the Cannabis Business Executive of Year. And in 2016, INC.com and the Denver Post acknowledged that Max was one of most influential people in Colorado's cannabis industry. In 2017, his dispensary was named the Best Dispensary in Colorado by Cannabis Now and his company was ranked 12th in CBE's 100 best producers, processors, and retailers. Most recently he was recognized as High Times 100 most influential people in the cannabis industry, MVP at the Cannabis Business Awards, and the Cannabis Industry's Top Power Couples.

Shawn Wurtsmith, Chief Security Officer, will oversee and coordinate security efforts across the Company, including information technology, human resources, communication, and facility management. Shawn brings more than 25 years of expertise in the security industry. Shawn has developed detailed security plans for cannabis facilities in Colorado, New York, Hawaii, Pennsylvania, Maryland, Ohio, Florida, New Jersey, and California. He is well versed in the latest safety and security regulations and risk management standards and is capable of full life cycle project management to include audit, master planning, regulatory compliance, design and engineering, implementation, training and exercise.

Blake Brower, Retail Operations Director (24 Hour Contact), will be responsible for the management of all retail activities including staffing, training, compliance, inventory management, budgets/reports, and recordkeeping. Blake brings over 6 years of regulated cannabis operations experience. From 2014-2019, Blake served as Director of Operations for Patients Choice of Colorado (serving medical patients) and LiveGreen Cannabis (serving adult-use cannabis consumers). In this position, he managed four locations including personnel, inventory, sales, and reporting functions. Blake has extensive experience using METRC and in implementing companywide policies to comply with regulations.

Product Knowledge and Experience

With 10 years of operational experience, The Clinic has cultivated over 150 different strains, manufactured over 200 different product SKUs, and dispensed over 10 million different cannabis products in regulated cannabis markets. Having the ability to understand how to successfully cultivate, manufacture, and dispense cannabis, and operate in compliance to regulations, provide The Clinic with a strategic advantage to best serve Marina customers.

Initially starting as a medical dispensary operator, we have years of experience working with patients that use cannabis as an alternative medicine to pharmaceutical drugs. As a result, we have an in-depth understanding of the medical benefits of cannabis and we ensure that each retail associate is properly trained in understanding medical conditions and symptoms, medical benefits of products, different devices and forms of administration, proper dosing, and the potential therapeutic and adverse effects of cannabis. The Applicant's Parent Company recently acquired proprietary anonymized data sets created from the practice group known as the Dent Neurological Institute, the largest private outpatient neurology clinic in the country, seeing over 260,000 patients annually. In 2016, the Dent Neurological Institute opened up the first ever Cannabis Clinic

to treat patients who were eligible under NY State Compassionate Care Act with medical cannabis which is now treating 8,000 patients and participating in over 60 clinical trials annually. Most patients are treated for Chronic Pain (70% of patients) which includes headache and migraine pain, cancer pain, back pain and concussion pain. Other conditions include MS, Huntington's Disease, HIV/AIDS, Neuropathies, Spinal Cord Damage, PTSD, Epilepsy, Cancer, IBS, and ALS.

Additionally, qualified training instructors conduct detailed training on each vendor and product offered at our dispensaries. Quarterly, we conduct product information seminars for personnel in order to keep staff knowledge current and relevant. It is critical for staff to have a deep understanding of all products sold in order to best help customers find the right product to meet their needs. The Clinic has earned the reputation for always putting the customer first, even if that means directing a customer to a lower margin product or explaining why the latest product trend may not be the best solution for an individual's specific needs. We are committed to implementing these industry-leading training methods and procedures and will pride ourselves on being the most trusted and customer-focused dispensary.

Industry Awards and Recognition

We have thrived in every cannabis sector we have operated in, from dispensing, to cultivation, to breeding, to manufacturing. The Clinic has become THE trusted, go-to authority with a critical eye on all forms of cannabis- from regulations to sustainable business practices to product trends. The Clinic has received over 75 awards for its products and operations including 54 first place awards, making it one of the most awarded cannabis companies in the United States. Additionally, The Clinic's implementation of best practices and industry knowledge have been recognized in the media and by cannabis industry experts as shown in the testimonials below.

- "The Clinic's meticulous quality control and dogged pursuit of fresh genetics keeps the menu up to even the most discerning standards. In a city with many options, any location of The Clinic is well worth a visit." – Cannabis Now Top 100 Best Dispensaries in the Nation
- "The Clinic is one of Colorado's oldest, mostly highly acclaimed dispensaries." Dope Magazine
- "The Clinic stands out in my mind as a group who is utilizing the best practices in every phase of their business."- Christian Sederberg, Partner – Vicente Sederberg Marijuana Law Firm
- "As an early adopter of our Point of Sale program, The Clinic has been an integral part of its development. We have continued to work closely with them as a point of reference for improvements to the software. It is clear that The Clinic is an industry leader in this ever growing field." - Jessica Billingsley, Co-Founder, COO – MJ Freeway Business Solutions
- "When you think about the large pharmacy chains in the US, a few names like CVS, RiteAid, and Walgreens come to mind. When you think about large retail players in the cannabis industry, The Clinic is well on its way to becoming one of them." Cannabis Business Executive

- "The Clinic has consistently demonstrated a commitment to responsible business practices as well as making a positive impact on their community -- both in their dedication to helping seriously ill patients directly and supporting causes like the MS Society through their annual charity golf tournament. Additionally, The Clinic and its owners are one of the more politically engaged marijuana businesses in the United States. Max Cohen is an active member of the National Cannabis Industry Association's board of directors as well as the state-level Marijuana Industry Group, two important trade associations committed to raising the bar in the cannabis industry." Aaron Smith, Co-Founder and Executive Director National Cannabis Industry Association (NCIA)
- "The Clinic has been a great supporter of the National MS Society over the past few years through their annual golf tournament and Walk MS team. Those funds have been used to help people in Colorado living with MS remain independent as well as fund critical research. The Clinic is passionate about finding a cure for MS and the National MS Society is thankful for their continued support of our shared mission." - Kaylin Daniels, National MS Society – Colorado Wyoming Chapter
- "Since becoming a member of the ArcView family, The Clinic has played an active roll in participating in the committee meetings to help select effective presentations for the quarterly Investor Meetings. As an industry leader, we are happy to have them as part of our group and advocate for the industry."- Troy Dayton, CEO -ArcView Investment Group

Strategic Partnerships

Over the last 10 years, The Clinic has developed strategic relationships and networks throughout the marijuana industry that can be leveraged to achieve mutually beneficial goals.

- MJ Freeway. As pioneers in the marijuana industry, The Clinic was an early adaptor to MJ Freeway's Point of Sale program and has been an integral part of its development.
- Marijuana Industry Group (MIG). As founding member, members of The Clinic's executive team and department managers are active participants in all of MIG's subcommittees including the following committees: Seed-to-Sale API; Economic Interest/Ownership; MED Efficiency; Pesticide; Technology; Production Management; Concentrate; and Testing Committee.
- National Cannabis Industry Association (NCIA). As a key member of NCIA's Board
 of Directors for four years, The Clinic helped the organization promote sensible
 legislation to ensure this emerging sector is treated fairly under federal law.
- National Fire Protection Association (NFPA). A member of The Clinic's executive team was asked to join NFPA's Marijuana Task Force to address safety practices and code requirements for the marijuana industry.
- National MS Society. The Clinic has raised more than \$750,000 for the National MS Society since 2009, through its annual Clinic Charity Golf Tournament and Walk MS team.
- Safe Harbor Private Banking. The Clinic was the second charter member of Safe Harbor Private Banking and has been a resource to the financial institution as they developed and implemented a program to serve the cannabis industry.

- Women Grow. A member of The Clinic team is a founder and member of Women Grow, an organization created to connect, educate, inspire and empower women in the cannabis industry.
- Supplier and Vendor Partners, comprising suppliers of products, technology and resources, which support the Company's core operations. The Clinic is highly selective about the vendors with whom the Company partners, focusing on developing partnerships with groups that have similar philosophies on quality, customer service, and education. Notable supplier/vendor partners include: Track Via, FlowKana, Green Broz, and Openvape. Additionally, we plan to partner with several local Marina vendors.
- Industry Partners, comprising a range of companies from various sectors, with which the Company shares resources and collaborates on joint projects; Notable strategic partners include Pax Era, Feather; FlowKana, and Go Fire.
- Non-profit and Community Partners, comprising a range of charitable organizations and programs with which the Company collaborates on projects. Notable partners include: National MS Society; Rocky Mountain MS Center; City Sessions. Additionally, we plan to partner with several local charities and community organizations.
- Affiliate and Marketing Partners, a range of websites and companies that generate sales and traffic. Notable marketing partners include: Leafly, Weedmaps, Leaflink, and Sensi Magazine.

Ownership Pledge

We pledge to have a business where an appropriate level of time, money, and work hours are dedicated to upholding quality standards and best business practices. We support our robust training program and we understand that every employee and contractor has a role to play in our operations. We seek continuous process improvement in our training programs and operational practices. Our management commitment will be exercised by creating a system of integrity that is supported by three components of the Company culture, including: management participation and attitude, professional and trained management, and employee recognition. Managers across the Company activities will support and participate in quality programs and best business practices. We will create a workforce trained in these standards led by professional and qualified managers. Finally, we will recognize leaders across the Company through a peer review process that allows workers to acknowledge and recognize those who set the standard for quality and best practices.

Adequate Staffing

Utilizing a detailed staffing model, each dispensary will be appropriately staffed with qualified manager and trained personnel for all hours of operation to ensure that each customer receives adequate attention and a positive cannabis experience. Under the ownership team's directive, the General Manager will oversee the onsite operations and implement The Clinic's proven best practices. Management will adjust staffing levels and sales stations as needed to maintain exceptional service. Each dispensary agent will be knowledgeable in the all areas relevant to providing a successful customer consultation including but limited to a thorough understanding of each product type, the medical benefits (if applicable) for each product type, different devices and forms of

administration, proper dosing, drug interactions and consumer safety issues of cannabis, customer service, and customer management.

We are confident in our ability to become a fully compliant and financially strong leading dispensary operator in California, by leveraging our proven, hands-on cannabis operating success in other markets combined with our deep financial resources and capable California based team of employees.

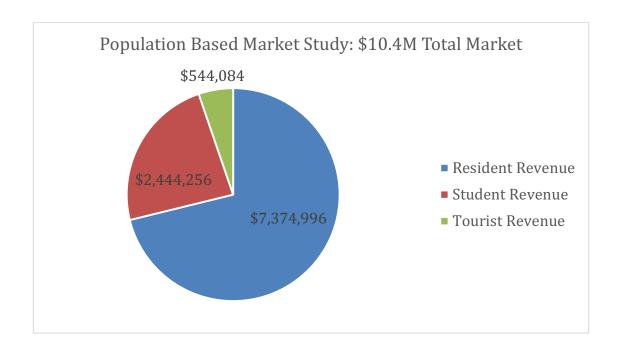
Market Analysis

With over a billion-dollar market size, California is the nation's largest legalized market. The Marijuana Business Daily gave California an A+ rating for marijuana business opportunity, the highest ranking given for all 50 states. As a result, we believe that with a properly formulated business plan and proper execution, significant opportunity exists for qualified cannabis firms to successfully operate in California. And, there is no better market than the City of Marina.

Based on data from the 2017 US Census ACS, Marina's total population of 21,227 was subdivided into 4 distinct age groups, with regular / occasional cannabis usage rates ranging from 24% to 6% according a 2018 Gallup poll. Using the population and usage data described above, we estimate there to be 2,050 Marina residents (9.6% of Marina's total population or 13% of Marina's 21+ population).

In addition to the resident population, we also considered Cal State Monterey Bay students and the tourism market. Due to Marina's proximity to the Cal State Monterey Bay campus compared to existing legal dispensary sites in Seaside, we estimate that 680 Cal State Monterey Bay students (or 75% of regular / occasional users) will also choose to come to Marina for legal cannabis purchases. Using Transient Occupancy Tax revenue in Marina, we estimate that Marina sees 286,000 visitors annually, of which we estimate 2% or 5,700 will choose to purchase cannabis in Marina annually.

Finally, based on proprietary data from our existing operations, we estimate that the average monthly ticket price for residents (including students) will be \$300 and the annual one-time ticket price for tourists will be \$95, leading to a total mature market size of \$10.4 Million annually and growing to \$11.2 Million within 5 years. These results are summarized below.



Marketing Plan

Strategy

Our marketing strategy will focus on a specific target audience in the Marina community through media, promotion, and community outreach. Cannabis is still a very new product to many adults, so education will be a key pillar of our messaging especially as it pertains to the benefits it has had on our medical patients. Similar to the alcohol industry, we believe that cannabis products should be marketed responsibly. We abide by all regulations regarding advertising and marketing. All of the content is truthful, appropriately substantiated, and directed to recipients 21+ years of age.

Signage Plan

Professionalism is replacing novelty as the driver of business to cannabis brands. Above the entrance, "THE CLINIC" signage is wall-mounted in a classic clean font. This minimalism speaks volumes to how our professionalism and operation speaks for itself through consumer experiences.

Media

We will advertise in print magazines creatively and responsibly to help build awareness of our brand and our products. We will target publications that are used by our target audience to ensure we are delivering a relevant message to the right audience. The key objectives of the advertisements will be to build awareness and drive consumer traffic to our stores.



We will leverage social media (i.e., Instagram, Facebook, Twitter) and digital platforms (i.e., website, podcasts) to introduce our brand positioning, provide education, promote campaigns, and publicize our community-based activities. These social media platforms are especially useful because you can reach a specific audience to deliver targeted messaging. Additionally, we will use social media to create communities amongst our customers where they can engage in peer-to-peer dialogue and also engage with our brand to gain more education and insights into people and our products.

In-Store Experience

We will educate our staff to provide best-in-class customer service and product knowledge to both new and experienced cannabis customers. We see this as a distinct competitive advantage and will utilize in-house and industry training programs to ensure that our staff members are product experts, committed to social responsibility, and vigilant about staying on top of industry regulations.

We will leverage in-store promotions to help drive awareness for specific products and reward both new and frequent customers with special price promotion(s). We will create a loyalty member program that tracks the purchases of repeat customers with points that can be redeemed for future price discounts or branded merchandise (i.e., baseball hat).

Events

Similar to our Affiliate operations in other states, we will host a variety of events, including: educational workshops, open mic nights, game nights, and local's night. Each of these of events is further described in our Local Enterprise & Community Benefits Plan of this application.

Community Outreach

We are passionate about giving back to the community where we reside and will actively engage with non-profits and community-based organizations to help raise awareness for their respective initiatives. These ambitions are further discussed in our Local Enterprise & Community Benefits Plan of this application.



Our ambition is to develop long-term partnerships with these group(s), so we can identify shared company values and collaboratively build plans that will help us achieve our common goals.

Financial Plan

Operational Timeline

Upon receiving notification from the City that we have moved on to Phase IV, we will immediately begin preparing all of the necessary documents required for the Conditional Use Permit (CUP). We have already developed a site plan for the proposed location. We will submit for the CUP in a timely fashion in order to meet the City's anticipated timeline of end of the CUP process December 17th, 2019. Assuming CUP deliverance of December 17th, we will begin the buildout December 31st, 2019. We anticipate a 4-month buildout with an anticipated construction completion date of April 21st, 2020.

Marina Operational Timeline					
Phase IV	10/16/2019 – 12/17/2019				
Construction/Buildout	12/31/2019 – 04/21/2020				
Local Hiring and Recruitment	03/01/2020 - 04/01/2020				
Staff Training	04/01/2020 - 05/01/2020				
Inspections	4/21/2020 - 04/28/2020				
Certificate of Occupancy	05/01/2020				
Commence Operations	05/04/2020				

Planning and Capital Improvements

Our financial model includes a detailed list of expenses that it expects to incur during the startup phase. Our conservative model and experience with all facets of production, distribution, compliance, and of course, dispensary operations, teaches us to budget ample resources for each detail, so we budget conservatively. These expenses are broken down as follows:

Community Engagement

In an effort to establish a relationship with the community, we hosted a community event at The American Legion near our proposed location. The \$2,000 fee covered printing costs, mailers, food, and venue.

Inventory Costs

Opening inventory costs total to \$165,391 to fund our initial spectrum of products including flower, edibles, concentrates, tinctures, topicals, and vaporization products. Based on our existing operational dispensaries, we expect a turnover of 1 month for inventory and have modeled accordingly in our financial model.

Employee Costs

The personnel start up costs accounts for initial staffing required prior to the opening including the general manager and an allocated portion of salaries from corporate including the chief security officer, the retail operations manager, the chief compliance officer, and the marketing director.

Retail Expenses

The start-up costs budget accommodates for all anticipated legal, accounting and licensing, banking and insurance fees.

Financial Planning and Accounting

To ensure ongoing financial success, our experienced corporate accounting department will be responsible for the oversight of the organization's financial functions and accounting processes. The Clinic Marina will employ a local controller that will be responsible for managing all financial and accounting operations including budgeting, forecasting, and reporting.

Estimated revenues and expenses

We utilized our existing operational stores and publically available information related to the California market to build a 5-year pro forma that projects annual revenue, cost of products sold, and operating expenses.





Community Benefits

Marina Trading Center (MTC) selected Marina, California to open their dispensary, due to the active **efforts of the City Council to revitalize the community**. These efforts inspired our team to actively contribute to the effort of rejuvenating the community, by empowering citizens in Marina with incredible employment opportunities, and by providing or participating in community programs.

MTC believes that it can, and should, contribute to the quality of life of the community, if we intend to participate professionally, in the community. Our founders believe that we have an important obligation to be a "great neighbor" and provide benefits to our community as part of our healthcare mission. Therefore, we view our Community Benefits Plan as a blueprint for how we plan to accomplish this objective.

The Community Benefits Plan is a foundational focus for our founders, and therefore, everyone in our organization. Our senior management will be responsible for overseeing the implementation of the Community Benefits Plan, including designating the programs or activities to be included in the plan, allocating the resources, and ensuring ongoing program audits, to improve the impact of the programs.

MTC will support the Community Benefits Plan with the following services:

- Event & Charity Sponsorships
- Marina Hiring Preference
- Fair Pay Plus programs
- Employee 'Owned and Operated'
- Recycling Program
- Cannabis Community Safety
- CSUMB Internship Program
- Police & Community Program
- Policies Against Discrimination:
 Diversity and Inclusion



We believe in Marina's Mission and are excited to contribute to the mission. The founders Wes and Tyson want the city council to see them as partners driving the mission. Marina Trading Company is and will be dedicated to the community – our collective growth and commitment to one another will bring mutual benefits. As seen below, Wes and Tyson have already joined the Marina community – contributing to the Earth Day festivities and several park and roadside clean ups.

PHILANTHROPY & CHARITY SPONSORSHIP

The Marina Trading Company Pledge

We will donate \$10,000 annually to The Veterans Transition Center and the Friends or Marina Parks

Marina Trading Co. has already donated \$2000 to the Marina VTC and Friends of Marina Parks association.

Both of these organizations are an integral part of the community in Marina. Tyson and Wes and shown dedication through helping with the set up and break down of the VTC car show and numerous park and roadside clean ups throughout the year. Our two philanthropy partnerships include:

- 1. The Veterans Transition Center
- 2. Friends of Marina Parks Association



This will ultimately create economic value for all members of our community. Not only will Marina Trading Company donate to the community, we will appoint an individual to contribute to the City Council to drive community engagement. Some of our ideas include the following:

- Taco Truck Tuesdays
- Indoor Cannabis Growing Training
- Annual Corn Hole Tournament
- Farmers Market

California State Monterey Bay "otter" Internship Program

Each summer semester, we will be bringing in a CSUMB student for our paid internship program. Cannabis is the fastest growing industry and we want to give a recent graduate the opportunity to work in the emerging marketplace. Monterey County has a lot of young adults move to San Jose or San Francisco to get jobs. We want to give recent grads the opportunity to stay in this great peninsula and not move.

Free Home Safety Cultivation Seminars (Do's and Don'ts of at home cultivation)

Marina Trading Company will be giving back to the community with a multiple free educational seminars open to all Marina residents. We will be sponsoring a free seminar on the do's and don'ts of at-home cultivation.

HOMES ARE NOT GREENHOUSES

"In my opinion, the problems that we found in home grows aren't marijuana problems," Dr. Martyny said. They are having a greenhouse in your house, problems."

Citizens are becoming increasingly familiar with the risks associated with growing at home, or in any indoor environment. Many plant-centric accommodations need to be made in a household, in order to ensure a successful harvest of cannabis. The balance of human health and plant health begins to change over time.

Video about home growing concerns: https://youtu.be/0ukbuKHOXL8

The concern is without the required expertise, most of those rec-growers are introducing health risks to the occupants in the home, or neighboring homes, while making the needed plant-based environmental changes.

The problems are introduced by attempting to create a greenhouse inside a home, which required modification of the household. The hazards include obvious challenges such as fires, explosions or increased crime potential, to much less apparent long-term health problems, like asthma and respiratory illness. Most home-growers are not even aware of the dangers they are introducing to the household.

By leveraging city experts like Fire officials, housing permit employees, contractors and growers, which will serve as our guest speakers, we can provide professional insight on areas like:

- Electrical Hazards
- HVAC and Mold Warning Signs
- Liability of modifying a household without a proper permit
- Home Growing do's and don'ts
- Proper water usage and plant chemicals
- The cultivation to extraction dangers
- Overall awareness to the risks and liabilities

Food Drives

In addition to event sponsorship, Marina Trading Company will host an annual food drive that will be specifically designed to benefit the local community. We will obtain sponsorships from our vendor partners as well collect food and monetary donations on behalf of the community. All items collected will be distributed locally in partnership with local charities.

Recycle Responsibly

Here at Marina Trading Company, we take recycling seriously. The cannabis industry is a huge creator of plastic waste. We have decided to start a discount program where any customer brings back in their bag, jars, etc. they can receive a discount on their next purchase. We then turn it back in to the grower so they can reuse the container.

Employee Stock Ownership Program

Marina Trading company will be the first dispensary in Monterey County to offer incentive stock options to its employees. Marina Trading Company is committed to making all employee shareholders. With the acceptance of all offer letters, employees will be granted options to purchase shares of the Company. We want our cannabis dispensary to be a career, not a job. We believe an employee stock option plan will attract and retain the best available personnel, provide employees with additional incentive, and promote the success of the business.



"Ensuring the employees have a stake in the growth in the company is truly important to me" – CEO Wesley Clark

"Because of the stock program, every customer that comes into the store will be able to tell the difference in the employee morale."

COO Tyson Hunter

MARINA HIRING PREFERENCE

Marina Trading Company is committed to engage in professional recruiting practices to hire the most qualified candidates. Additionally, an active effort will be made to recruit a diverse workforce based out of Marina, California. We will do this through local job fairs and other recruiting events. Our goal is to staff a bare minimum of 10 employees, who are local residents of Marina.

Our employees will be well paid, well qualified, and well-trained personnel. All employees will be fingerprinted and have successfully passed a criminal background screening. All staff will be required to wear photo identification at all times while on the dispensary premises.

Employees will be provided with precise definition of responsibilities, clearly understood chains of authority and thorough training. Our staff will be expected to uphold Marina Trading Company's professional brand image.

FAIR PAY

As good moral stewards, it is crucial to Marina Trading Company that all employees are taken care of through compensation and benefits. The minimum wage of a full-time employee will be \$40,000. This is 246% above the Federal Poverty Level Guidelines set forth for a 2-person household. We will offer annual employee reviews where increases to compensation will be awarded based on employee performance.

Position	Rate	Dollars Above Minimum Wage
Reception	\$14.50	\$2.50
Sales Associate	\$17.50	\$5.50
Security	\$17.50	\$5.50
Cashier	\$14.50	\$2.50

Positions Available:	We have identified and interviewed our first group pf Marina candidates:
General Manager	Audra Walton- FOH Manager -
Assistant Manager	Juan Arroyo- BOH Manager-
Purchasing Manager	Bruce Leleua- Budtender -
Reception – 4 positions	George Hernandez- Budtender-
Sales Associate – 5 positions	Mike Torres- Budtender-
Security – 3 Positions	Dylan Scott - Budtender-
Cashier – 3 Positions	Yesenia Ortiz- Budtender-
Trader – 3 Positions	Rachal Melhem- Budtender-

POLICIES AGAINST DISCRIMINATION: DIVERSITY AND INCLUSION

Marina Trading Company is committed to a workplace that does not discriminate and provides a safe, fun, and exciting environment for employees to work. To drive this atmosphere, we believe a diverse workforce is necessary.

Diversity Plan

Marina Trading Company is an "equal opportunity employer." We will not discriminate and will take measures to ensure that our policies continue to protect against discrimination in

employment, recruitment, and advertisements for employment, compensation, termination, upgrading, promotions, and other conditions of employment against any employee or job applicant on the basis of race, creed, color, national origin, or sex.

Additionally, we will exhibit evidence of diversity and inclusion by including minority persons and veterans in Marina Trading Company workforce. Finally, Marina Trading Company will make significant efforts to employ individuals who fall into the category of protected classes. These are individuals who are older than 40. The Age Discrimination in Employment Act (ADEA) forbids age discrimination against people. Marina Trading Company recognizes the value that these individuals could add to our organization. We will seek out diverse talent and hire on the merit an individual will bring to our organization.

Anti-Harassment Policy

Marina Trading Company is committed in all areas to providing a work environment that is free from harassment. Harassment based on an individual's sex, race, ethnicity, national origin, age, religion or any other legally protected characteristics will not be tolerated. All employees, including supervisors and other management personnel, are expected and required to abide by this policy. No person will be adversely affected in employment with the employer as a result of bringing complaints of unlawful harassment.

If an employee feels that he or she has been harassed on the basis of his or her sex, race, national origin, ethnic background, or any other legally protected characteristic they should immediately report the matter to his or her supervisor. If that person is not available, or if the employee feels it would be unproductive to inform that person, the employee should immediately contact that supervisor's superior or human resources. Once the matter has been reported, it will be promptly investigated, and any necessary corrective action will be taken where appropriate. All complaints of unlawful harassment will be handled in as discreet and confidential a manner as is possible under the circumstances.

Marina Trading Company will take any and all claims of harassment seriously. All claims of harassment reported will be logged and investigated.

POLICE AND COMMUNITY PROGRAM

In keeping with our approach of exploring more opportunities of becoming a *great neighbor*, Marina Trading Company is excited to offer the city of Marina, a unique community program. This program has the potential to help bring communities closer together, especially when considering the new cannabis laws. We all know that misinformation tends to lead to confusion, unsubstantiated opinions and finally, unwarranted positions. We have a program that was being developed for the San Diego PD back in 2005, before the program sponsor moved out of state. We would humbly like to offer a similar program, to the city of Marina.

BLUE SKIES COMMUNITY

A professional exercise, in a personal environment. Break down the barriers, in a community, friends and family environment. Being on a First name basis = Community Comfort. A bi-annual community event to get the local police, (off duty and out of uniform) participating in a local park barbeque meet and greet (and play) with the citizens.

The focus is to create a less formal environment where people can have open discussions, while interacting on levels that can resonate with citizens on deeper, more personal levels. This is all set in an interactive and fun environment.

Play basketball, frisbee golf, horseshoes, charades, and more while eating, drinking and asking hard ball and soft ball questions.

The police officers will be prepped with anticipated questions and have an opportunity to formulate their thoughts and semi-personal responses, that are in-line with the city's positions, state and local laws. There are foundational answers, and there are extensions of those answers, which allow the officers to elaborate in a personal manner, that molds the relationship.

The by-product of the BLUE SKIES COMMUNITY will be moving the citizens one, two, or three steps closer, as the defensive walls begin to erode, and the trust begins to build.



COMMUNITY RECOMMENDATION

Amy Tackett

Marina, CA 93933

June 5, 2019

City of Marina 211 Hillcrest Ave Marina, CA 93933

To whom it may concern:

I am writing this reference at the request of Wesley Clark and Tyson Hunter, who are applying for a cannabis permit in the City of Marina. Wes and Tyson have worked with Friends Of Marina Parks (FOMP) for several months now, and I have known them in the capacity of community volunteers and philanthropists.

They began their dedication to Marina by volunteering at two FOMP park beautification events. Their involvement was very positive, and I observed that they are community oriented individuals. They were also very generous with a monetary donation to help get the Tate Park Mural project fully funded. Based on my knowledge and experience of working with them, they will benefit our city - bringing their strengths: being goal oriented, humble, and passionate. They have demonstrated a self-reliance and positivity that fits well with the values of our city. I feel it will make a significant impact on Marina to have Wesley Clark and Tyson Hunter's continued support and dedication to our city parks.

In conclusion, Wes Clark and Tyson Hunter receive my highest recommendation. If their community involvement is any indication of how they perform as business owners, Wes and Tyson will be an extremely positive addition to the city of Marina. If you need any additional information, feel free to contact me at

Sincerely,

Amy Tackett, Chair, Friends of Marina Park

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	*	<u>10</u>		NOON LAWRENCE B		MARINA CA 93933- 3000
	4	<u>11</u>		MONTEREY KOREAN COVENANT CHURCH		MARINA CA
	1	<u>12</u>		CABRERA ANTONIO MORALES		MARINA CA 93933- 3038
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	•	<u>16</u>		MILLER PERRY D TR		MARINA CA 93933- 2914

Date: 5-23-19

Pascel #



To the City of Marina

of the neighboring property owner of Marina Trading Co. would like to express my support of their cannabis dispensary and I attest that I have no objection to the cannabis based business located at 3112 Del Monte Blvd in Marina CA.

x Den furtie

Marina Trading Company

Neighborhood Acknowledgement

Date: 5/27/2019



To the City of Marina

MARITA, CA, 93933

BUDATI of VETTIMIETIA

_ the neighboring property owner

of Marina Trading Co. would like to express my support of their cannabis dispensary and I attest that I have no objection to the cannabis based business located at 3112 Del Monte Blvd in Marina CA.

Marina Trading Company

Neighborhood Acknowledgement

Date: 5/26/2019

Parcel#



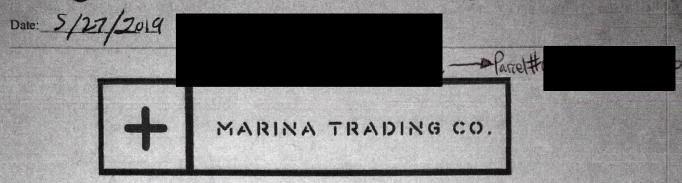
To the City of Marina
I Anabel of
of Marina Trading Co. would like to express my support of their cannabis dispensary and I attest
that I have no objection to the cannabis based business located at 3112 Del Monte Blvd in
Marina CA.
make Cabrua

MARINA TRADING CO.

To the City of Marina

I Lawrence Non of Carmel Beach of the neighboring property owner of Marina Trading Co. would like to express my support of their cannabis dispensary and I attest that I have no objection to the cannabis based business located at 3112 Del Monte Blvd in Marina CA.

x Jarylo 5/24/19

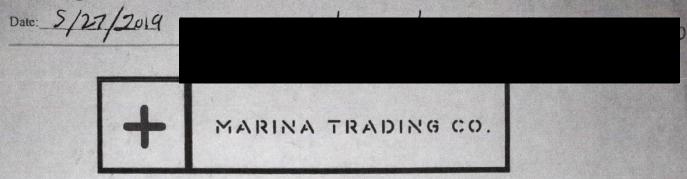


To the City of Marina

I RAY M. HOMAMI OWNER of ROUND TABLE PIZZA the neighboring property owner of Marina Trading Co. would like to express my support of their cannabis dispensary and I attest that I have no objection to the cannabis based business located at 3112 Del Monte Blvd in Marina CA.

X

x M. Q. Homami



X

To the City of Marina

I RAY M. HOMAMI OWNER of ROUND TABLE PIZZA the neighboring property owner of Marina Trading Co. would like to express my support of their cannabis dispensary and I attest that I have no objection to the cannabis based business located at 3112 Del Monte Blvd in Marina CA.

x M. Q. Homami)

Date: 5-23-19 Parcel #



To the City of Marina

owner of Marina Trading Co. would like to express my support of their cannabis dispensary and I attest that I have no objection to the cannabis based business located at 3112 Del Monte Blvd in Marina CA.

Date: 5-23-19

Parcel #



To the City of Mar.	ina	
Rick Roed	of	withe neighboring property
owner of Marina Trading Co. wou	ald like to express my	support of their cannabis dispensary and I attest
that I have no objection to the	cannabis based bus	iness located at 3112 Del Monte Blvd in
Marina CA.		

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Date: 6-3-19

Parcel #



MARINA TRADING CO.

To the City of Marina

I Steve Mast of 3 the neighboring property owner of Marina Trading Co. would like to express my support of the neighboring property that I have no objection to the cannabis based business located at 3116 Del Monte Blvd in Marina CA.

x ld confact

Security Plan

DATE PREPARED: 5/30/2019



Safety Plan

DATE PREPARED: 5/30/2019

The Clinic Marina Safety Plan

The Clinic's Safety Plan consists of a Fire Prevention Plan and an Emergency Action Plan. The Safety Plan combined with the Security Plan make up the Safety and Security plan for Marina, California. The Safety Plan design can be found in Appendix F.

Emergency Action Plan

Before an Emergency...

The Clinic remains steadfast in its commitment to provide a safe and secure working environment.

Tips for Being Prepared

Make sure the Emergency Contact list is current and readily available both electronically and in hard copy in case of power failure. Hard copies of the Emergency Contact list should be kept at the following locations: front desk, managers office, break room.

Determine where the emergency assembly point is for your office – train your staff! This should only be used for gas leaks, bomb threats and fire.

Familiarize yourself and your co-workers with this Emergency Action Plan. The latest version of this guide is located with the General Manager.

Check the date on fire extinguishers – none should be more than one year since last inspection.

Know how to shut off your center utilities – gas, water, and electricity.

Know where to find the following:

- Circuit breakers
- Gas shut off
- Water shut off
- Emergency Contact List
- Floor diagram of center

Active Shooter: Run / Hide / Fight

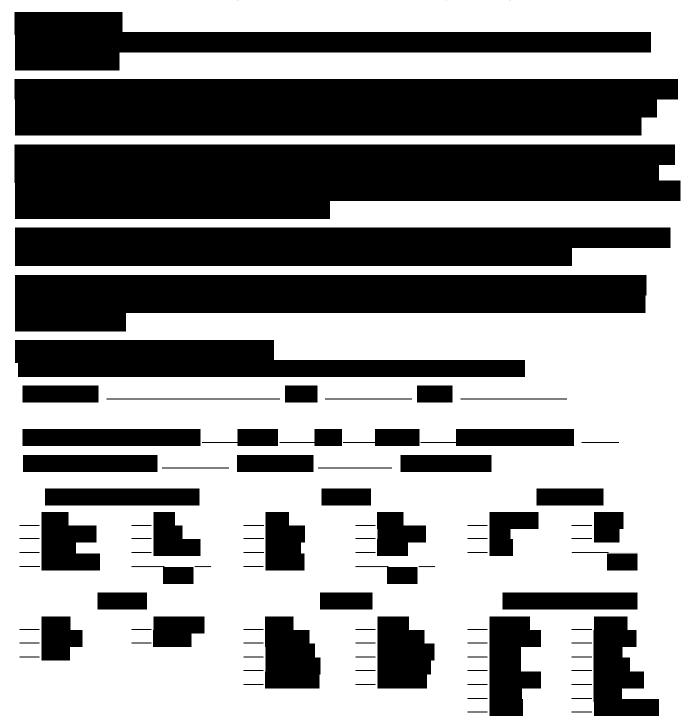
- Run
 - Run opposite of where the shooter is
 - Run to a neighboring residence or business
 - · Get out of sight as quickly as possible
 - Call 911
 - Check in with The Clinic after event is over
 - DO NOT disappear we need to account for everyone
- Hide
 - Hide in designated locations
 - Barricade door, turn off lights, turn phone to silent
 - · Lay on floor away from the door
 - Call 911
 - When calling 911, you do not have to talk to activate an emergency call. Talking may give away your hiding spot
 - Do not come out of your hiding spot until you are 100% sure that it is law enforcement that is clearing the building

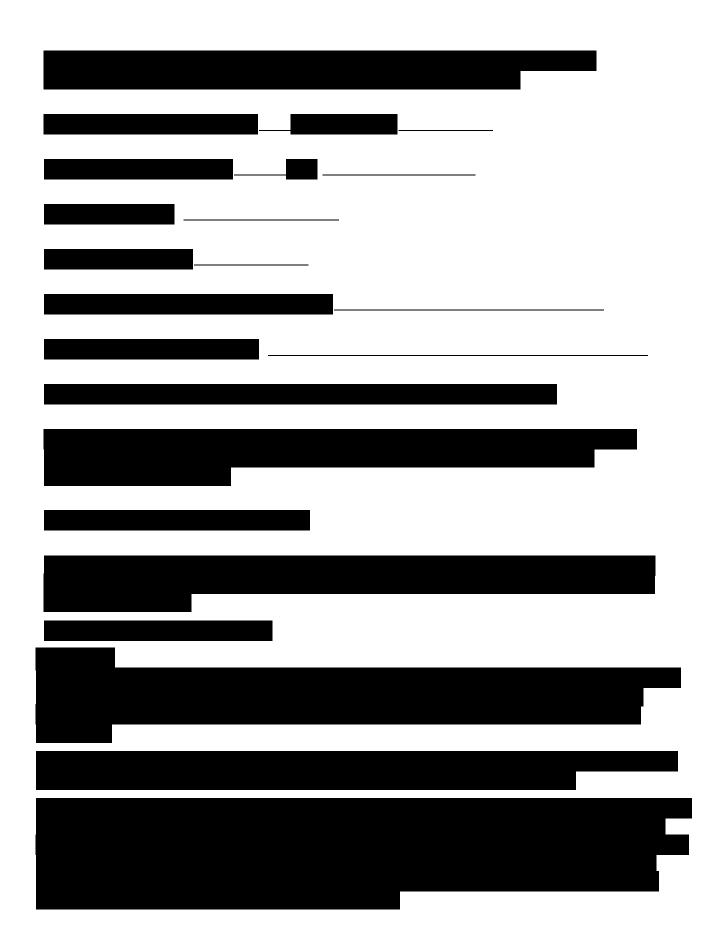
- Communicate (text, IM, etc.) with the outside world to confirm the "all clear" code and understand what is going on.
- When coming out of your hiding spot, come out with your hands up as to not be deemed a threat by first responders. Leave all personal items behind.

Fight

- This is a last resort
- Identify anything in your hiding place that can be used to fight with
- Commit 110% to taking the active shooter down
- Call 911

WATCH: Learn tips for responding to an active shooter situation by watching this video.







Winter Storm

Due to inclement weather, the hours of operation may change. The Clinic has the responsibility to assess the weather conditions to determine if hours of operation will change or if possible, conduct work from home. If this possibility is not available, work will be called-off for that day. Upon that assessment, The Clinic will notify all affected staff as soon as possible.

BE ADVISED

Did you know that winter storms are referred to as "deceptive killers?"

This is because most deaths are indirectly related to the storm. Fatalities may occur due to prolonged exposure to the cold, which leads to hypothermia or in traffic accidents on icy roads.

Some facilities operated by The Clinic have the potential to be impacted by severe winter weather. Some winter storms are large enough to affect several states while others affect only a single community. Winter storms can range from a moderate snow over a few hours to a blizzard that lasts

for several days. Blizzards are severe winter storms that consist of blowing snow and wind resulting in very low visibility. In Colorado, blizzards may occur anytime from fall to winter, and even into the spring.

Additionally, familiarizing yourself with the terms below may help with what to expect so you can properly prepare.

<u>Winter Weather Advisory</u> — Winter weather conditions are expected to cause significant inconveniences and may be hazardous. When caution is used, these situations should not be life threatening.

<u>Winter Storm Watch</u> — A winter storm is possible in your area. Tune in to NOAA Weather Radio, commercial radio, or television for more information.

Winter Storm Warning — A winter storm is occurring or will soon occur in your area.

<u>Blizzard Warning</u> — Sustained winds or frequent gusts to 35 miles per hour or greater and considerable amounts of falling or blowing snow (reducing visibility to less than a quarter mile) are expected to prevail for a period of three hours or longer.

Frost/Freeze Warning — Below freezing temperatures are expected.

Despite the risks of winter weather, there are several measures you can take so you aren't left unprepared — read the information below to learn about what you can do during the winter months!

BEFORE

- Be familiar with winter storm watches and warnings.
- Service snow removal equipment; have rock salt on hand to melt ice on walkways and kitty litter to generate temporary traction.
- Winterize your vehicle and keep the gas tank full. A full tank will keep the fuel line from freezing.
- Make sure you have sufficient heating fuel as regular fuel sources may be cut off.
- Insulate your home by installing storm windows or covering windows with plastic from the inside to keep cold air out.
- Have safe emergency heating equipment available such as a fireplace with an ample supply
 of wood, or small, well-vented, wood, coal or camp stove with fuel.
- Keep pipes from freezing by wrapping pipes in insulation or layers of old newspapers, covering the newspapers with plastic to keep out moisture, and letting faucets drip a little to avoid freezing — know how to shut off water valves.
- Have disaster supplies on hand in case the power goes out. Include a flashlight and extra
 batteries, portable, battery-operated radio and extra batteries, a first aid kit, a one-week
 supply of food (include items that do not require refrigeration or cooking in case the power is
 shut off), a manual can opener, one-week supply of essential prescription medications, extra
 blankets and sleeping bags.

- Develop an emergency communication plan in case family members are separated from one another during a winter storm (a real possibility during the day when adults are at work and children are at school) and have a plan for getting back together.
- Ask an out-of-state relative or friend to serve as the "family contact" because after a disaster, it's often easier to call long distance. Make sure everyone knows the name, address, and phone number of the contact person.
- If you will be going away during cold weather, leave the heat on in your home set to a temperature no lower than 55° F.

DURING

Inside

- Stay indoors and dress warmly.
- Listen to the radio or television to get the latest information.
- Bring pets/companion animals inside during winter weather. Move other animals or livestock
 to sheltered areas and make sure that their access to food and water is not blocked by snow
 drifts, ice or other obstacles.
- Open kitchen and bathroom cabinet doors to allow warmer air to circulate around the plumbing.
- Close off unused rooms to conserve heat.
- Keep the thermostat set to the same temperature both during the day and at night. By temporarily suspending the use of lower nighttime temperatures, you may incur a higher heating bill, but you can prevent a much costlier repair job if pipes freeze and burst.

Outside

- Dress warmly and wear loose-fitting, layered, light-weight clothing. Layers can be removed to prevent perspiration and chill. Outer garments should be water repellant. Mittens are warmer than gloves because fingers generate warmth when they touch each other.
- If you go out to shovel snow, do a few stretching exercises to warm up your body. Also take frequent breaks.
- Protect your lungs from extremely cold air by covering your mouth when outdoors. Try not to speak unless absolutely necessary.
- Avoid overexertion. Cold weather puts an added strain on the heart. Unaccustomed exercise such as shoveling snow or pushing a car can bring on a heart attack or make other medical conditions worse.
- Be aware of symptoms of dehydration.
- Watch for signs of frostbite and hypothermia.

- Keep dry and change wet clothing frequently to prevent a loss of body heat. Wet clothing loses all of its insulating value and transmits heat rapidly.
- Remember to help your neighbors who may require special assistance Infants, elderly people and people with disabilities.

AFTER

• Continue to protect yourself from frostbite and hypothermia by wearing warm, loose-fitting, lightweight clothing in several layers. Stay indoors, if possible.

Flood

Flooding can occur from external water sources, internal water supply and fire extinguisher systems, and as the result of ceiling failure.

Before a flood:

- Make sure that there are copies of both the emergency phone tree and emergency contact (vendors) list in a safe off-site location
- Make sure these directories are up to date
- Keep a cell phone charged and handy
- Have a plan in place to notify staff and volunteers from an off-site location

If a flood is approaching (advance warning)

- Contact staff and volunteers (if time permits)
- Log off & power down computers
- Unplug power strips and store as high as possible
- Remove or relocate computers as able
- Elevate files to highest level
- Lock file cabinets
- LEAVE don't jeopardize your safety
- Shut off power

After the flood

- Do not use electrical devices while standing in water or on wet floors
- Assess the scene
- Arrange for emergency cleanup
- Contact the vendors located in your emergency contacts list
- Allow any wet electrical devices to dry for at least 24 hours before reconnecting them
- If ceiling tiles are damp or damaged, take them down ASAP they will collapse otherwise

Tornado

At the time a tornado warning is announced, or when a tornado is believed to threaten the center:

- 1. A designated staff member will direct all persons to the basement.
- 2. Lock the front doors and record file cabinets, if time allows.

- 3. **Do not open** doors or windows to equalize pressure. This will only create damage from the straight winds.
- 4. The designated staff member will take a phone, radio (battery operated, if possible) flashlights and the first-aid kit to the basement or core room.
- 5. Stay in the basement or core room until the radio announces, "All clear."

Earthquakes

During the shaking:

REMEMBER: DUCK, COVER, and HOLD. Keep calm. Do not run or panic. If the earthquake strikes while you are indoors, take cover under a piece of furniture or stand in a doorway. Stay away from glass, windows, and overhead light fixtures. DO NOT use elevators. If the tremor occurs while you are outside, move away from buildings, trees, utility wires, and other structures. Move to an open area and stay there until the shaking stops. If the earthquake strikes while you are in a crowded public place, remain calm and seek shelter from falling debris. Do not rush for the exits—other people will have the same idea. If the tremor occurs while you are in a car, pull to the side of the road, away from overhead power lines. Remain in the vehicle and turn on the radio. When leaving the automobile, move to an open area away from other cars.

After the shaking stops:

Prepare for possible aftershocks. Check for injuries. Do not attempt to move persons who may be seriously injured unless they are in danger of further injury. Take an inventory of the area you are in and notify the authorities present of any dangers so an evacuation can be conducted if necessary. Evacuation of buildings is not automatic and depends on surrounding circumstances (e.g., gas leak, fire, or severe structural damage). If buildings are evacuated, stay out of them until directed to reenter.

Evacuations

In case of an emergency where evacuation is necessary, occupants will be notified by the following:

Verbal notice from a staff member

Upon receiving orders to evacuate:

- Walk, DO NOT RUN, to the nearest exit.
 - This may mean using the ladder to exit an upstairs window
- Proceed to a designated evacuation site.
- Wait for attendance to be taken by a staff person.
- Stay out of the way of emergency personnel.
- Immediately notify the staff person or emergency personnel if you know of a disabled or injured person needing assistance.
- Wait for instructions to:
 - Re-enter the building or

Report to a long-term evacuation site.

EVACUATION OF DISABLED PERSONS:

In the event of an emergency, persons in wheelchairs and other disabled persons should observe the following evacuation procedures:

- ALL persons shall move toward the nearest marked exit. Never use the elevator in the case
 of fire, earthquake, or power outage.
- When a person in a wheelchair or other disabled person reaches an obstruction, such as a staircase, he/she should request assistance from others in the area.

NOTE: It is suggested that persons in wheelchairs or other disabled persons prepare for emergencies in advance by instructing a staff member on how to assist them during emergencies.

 If assistance is not immediately available, the person in a wheelchair or other disabled person should stay in the exit corridor or on the landing. The disabled individual should continue to call for help until rescued.

FIRES AND FIRE EVACUATIONS

Upon discovering a fire, immediately dial 911.

When a fire alarm sounds, ALL PERSONS must evacuate the building immediately. Walk, DO NOT RUN, as quickly as possible to the nearest exit, notifying others of the fire and closing all doors (but do not lock them) as you exit so the spread of the fire is slowed down. On stairways, use handrails and keep to the right. Check all doors for heat (top and bottom) with the back of your hand. If the door is hot, do not open it. If you are caught in heavy smoke, drop to hands and knees and crawl; hold your breath as much as possible; breathe shallowly through your nose; and use a blouse, shirt, or jacket as a filter.

If your clothing catches on fire, DO NOT RUN. STOP, DROP, and ROLL.

Go to the designated evacuation site for further instructions and wait for an "all clear" from the proper authorities before returning to the building. Immediately notify emergency personnel on the scene if you suspect that someone may be trapped inside the building.

GAS LEAK EVACUATIONS

If you or anyone in the building smells gas, immediately evacuate the building and call the fire department and gas company from a telephone outside the building. DO NOT turn any light or appliance switches on or off. It could cause a spark that could ignite a fire. DO NOT use any lighters or matches if a gas leak is suspected. Open windows only if it is safe to do so.

Once outside, turn off the gas at the shut-off valve. The main shut-off valve is located next to your meter on the inlet pipe. Use a wrench to give the valve a quarter turn in either direction so that it runs crosswise to the pipe. The line will be closed. Only gas company employees should attempt to relight the pilot lights on any gas appliance.

Do not re-enter the facility until you are told it is safe by the gas company and/or fire department.

Fire Alarms

Staff should be familiar with the fire alarms, what they sound like and where the exits are located. All staff and volunteers should gather at a predetermined meeting spot during a fire or fire drill.

Fire alarms should be tested twice a year to make sure they are all working properly. If the fire alarms have batteries, change the batteries twice a year.

Look around the room now to see where exits are located. You should also note the location of fire extinguishers in rooms and in hallways.

Hazardous Materials Leaks/Spills

Flammable • Toxic • Corrosive • Oxygen • Cryogenic

If there is a spill, leak, or fire involving hazardous material, the following steps should be taken immediately:

- Confine the spill, leak, fumes, or fire by exiting the space and shutting the door. Avoid contact with the material. If time permits, locate the Material Safety Data Sheets (MSDS) for any identifiable materials.
- Sound the building fire alarm so evacuation can begin.
- Dial 911

Robbery

- Give your name, department, location of the emergency, nature of the incident, and description of the material.
- Evacuate to the designated evacuation area. DO NOT return to the building until instructed that it is safe to do so.



Medical Emergencies

In case of a medical emergency, dial 911

Use the following guidelines and your own common sense to determine what is a true medical emergency (the following is not an exclusive list):

- Chest pain
- Difficulty breathing (choking, etc.)
- Excessive or uncontrollable bleeding
- Unconsciousness
- Life-threatening injuries (e.g., falling, severe head injuries, severe burns, etc.)
- If you are in doubt about the seriousness of the injury, call 911.

In medical emergency situations:

- Assess the situation.
- Call or send someone else to dial 911.
- Administer first aid (if you are trained in first aid AND permission is granted by the injured).
- Have someone direct emergency and medical personnel to the scene.
- Remain with the victim until emergency personnel arrive.

Power/Utility Outage

The possibility of a power failure is ever present and a situation that can be handled calmly. The most important thing to do is think safety!

Employees should consult with their supervisor before leaving their workstation, whenever possible., and comply with directions from building coordinators and emergency personnel.

DO NOT use candles for illumination; these are fire hazards. Use battery-operated lights instead. Also, turn off any electronic equipment that was still in use, to avoid power surges when service is restored, and leave a task light on so that you can determine when service is restored.

Exercise caution with valuables, and limit movement between floors of a building; if such movement is necessary, use stairways.

The Clinic Emergency Contact List

Address: 3343 Paul Davis Drive, M	arina, CA 93933	
Telephone: TBD	Fax: TBD	
Backup Cell:		
Police: 911	Fire: 911	Medical: 911
Utilities Emergencies (Name and ph	none number)	
Electric: SDG&E		800.411.7343
Water: CAL Am Water		888.237.1333
Gas: SDF&E		800.411.7343
Telephone:		800.288.2020
The Clinic Staff:		
Chief Operating Operations:	Brooke Gehring	
Director of Retail Operations:	Blake Brower	
Assistant Manager:	TBD	
VP of Global Security:	Shawn Wurtsmith	
	CONFIDENTIAL	
FOR U	SE ONLY IN THE CLINIC I	BUSINESS

Fire Prevention Plan

The following fire prevention plan is based on the Occupational Safety and Health Administration's (OSHA) Fire Prevention Plan Standard, 29 Code of Federal Regulations (CFR) 1910.39, and should be used as a bases adding site specific requirements. The Company has hired TERPconsulting (www.TERPconsulting.com), a nationwide fire and life safety consulting firm, licensed in the state of California, to review and update our safety plan. [Appendix E – retainer agreement]

Objective

The purpose of this Fire Prevention Plan is to eliminate the causes of fire, prevent loss of life and property by fire, and to comply with the Occupational Safety and Health Administration's (OSHA) standard on fire prevention, 29 CFR 1910.39. It provides employees with information and guidelines that will assist them in recognizing, reporting, and controlling fire hazards.

Background

The Clinic is committed to minimizing the threat of fire to employees, visitors, and property. The Clinic complies with all applicable laws, regulations, codes and good practices pertaining to fire prevention. The Clinic's separate Emergency Action Plan spells out the procedures for responding to fires. The Fire Prevention Plan serves to reduce the risk of fires in the following ways:

- Identifies materials that are potential fire hazards and their proper handling and storage procedures;
- Distinguishes potential ignition sources and the proper control procedures of those materials; describes fire protection equipment and/or systems used to control fire hazards;
- Identifies persons responsible for maintaining the equipment and systems installed to prevent or control ignition of fires;
- Identifies persons responsible for the control and accumulation of flammable or combustible material;
- Describes good housekeeping procedures necessary to ensure the control of accumulated flammable and combustible waste material and residues to avoid a fire emergency; and
- Provides training to employees with regard to fire hazards to which they may be exposed.

Assignment of Responsibility

Fire safety is everyone's responsibility. All employees should know how to prevent and respond to fires and are responsible for adhering to company policy regarding fire emergencies.

- Management Management determines The Clinic's fire prevention and protection policies.
 Management will provide adequate controls to provide a safe workplace and will provide adequate resources and training to its employees to encourage fire prevention and the safest possible response in the event of a fire emergency.
- Plan Administrator Responsible Person(s) shall manage the Fire Prevention Plan for The Clinic and shall maintain all records pertaining to the plan. The Plan Administrator shall also:
 - Develop and administer The Clinic fire prevention training program.
 - o Ensure that fire control equipment and systems are properly maintained.
 - Control fuel source hazards.
 - Conduct fire risk surveys (see Appendix A) and make recommendations.
- Supervisors Supervisors are responsible for ensuring that employees receive appropriate fire safety training, and for notifying Responsible Person when changes in operation increase the risk of fire. Supervisors are also responsible for enforcing The Clinic fire prevention and protection policies.
- Employees All employees shall:
 - o Complete all required training before working without supervision.
 - o Conduct operations safely to limit the risk of fire.
 - Report potential fire hazards to their supervisors.

o Follow fire emergency procedures.

Plan Implementation

- Good Housekeeping To limit the risk of fires, employees shall take the following precautions:
 - Minimize the storage of combustible materials.
 - Make sure that doors, hallways, stairs, and other exit routes are kept free of obstructions.
 - Dispose of combustible waste in covered, airtight, metal containers.
 - Use and store flammable materials in well-ventilated areas away from ignition sources.
 - Use only nonflammable cleaning products.
 - o Keep incompatible (i.e. chemically reactive) substances away from each other.
 - o Perform "hot work" (i.e. working with an open flame or other ignition sources) in controlled and well-ventilated areas.
 - Keep equipment in good working order (i.e. inspect electrical wiring and appliances regularly and keep motors and machine tools free of dust and grease.
 - o Ensure that heating units are safeguarded.
 - Report all gas leaks immediately. Responsible Person shall ensure that all gas leaks are repaired immediately upon notification.
 - o Repair and clean up flammable liquid leaks immediately.
 - o Keep work areas free of dust, lint, sawdust, scraps, and similar material.
 - Do not rely on extension cords if wiring improvements are needed and take care not to overload circuits with multiple pieces of equipment.
 - Ensure that required hot work permits are obtained
 - o Turn off electrical equipment when not in use.
- Maintenance Responsible Person(s) will ensure that equipment is maintained according to manufacturers' specifications. The Clinic will also comply with requirements of the National Fire Protection Association (NFPA) codes for specific equipment. Only properly trained individuals shall perform maintenance work. The following equipment is subject to the maintenance, inspection and testing procedures:
 - Equipment installed to detect fuel leaks, control heating and control pressurized systems:
 - Portable fire extinguishers, automatic sprinkler systems and fixed extinguishing systems:
 - o Detection systems for smoke, heat or flame;
 - Fire alarm systems; and
 - o Emergency backup systems and the equipment they support.

Types of Hazards

The following sections address the major workplace fire hazards at The Clinic's facilities and the procedures for controlling the hazards.

- Electrical Fire Hazards Electrical system failures and the misuse of electrical equipment are leading causes of workplace fires. Fires can result from loose ground connections, wiring with frayed insulation, or overloaded fuses, circuits, motors or outlets.
 - To prevent electrical fires, employees shall:
 - Make sure that worn wires are replaced.
 - Use only appropriately rated fuses.
 - Never use extension cords as substitutes for wiring improvements.
 - Use only approved extension cords [i.e. those with Underwriters Laboratory (UL) or Factory Mutual (FM) Label].
 - Check wiring in hazardous locations where the risk of fire is especially high.
 - Check electrical equipment to ensure that it is either properly grounded or double insulated.
 - Ensure adequate spacing while performing maintenance.

- Portable Heaters All portable heaters shall be approved by Responsible Person. Portable
 electric heaters shall have tip-over protection that automatically shuts off the unit when it is
 tipped over. There shall always be adequate clearance between the heater and combustible
 furnishings or other materials.
- Office Fire Hazards Fire risks are not limited to The Clinic's industrial facilities. Fires in offices
 have become more likely because of the increase use of electrical equipment, such as
 computers and chargers for phones etc. To prevent office fires, employees shall:
 - o Avoid overloading circuits with office equipment.
 - o Turn off nonessential electrical equipment at the end of each workday.
 - Keep storage areas clear of rubbish.
 - o Ensure that extension cords are not placed under carpets.
 - o Ensure that trash and paper set aside for recycling is not allowed to accumulate.
- Flammable and Combustible Materials Responsible Person shall regularly evaluate the
 presence of combustible materials at The Clinic (see Appendix D). Certain types of substances
 can ignite at relatively low temperatures or pose a risk of catastrophic explosion if ignited. Such
 substances obviously require special care and handling.
 - Class A combustibles These include common combustible materials (wood, paper, cloth, rubber and plastics) that can act as fuel and are found in non-specialized areas such as offices. To handle Class A combustibles safely:
 - Dispose of waste daily.
 - Keep trash in metal-lined receptacles with tight-fitting covers (metal wastebaskets that are emptied every day do not need to be covered).
 - Keep work areas clean and free of fuel paths that could allow a fire to spread.
 - Keep combustibles away from accidental ignition sources, such as hot plates, soldering irons or other heat or spark producing devices.
 - Store paper stock in metal cabinets.
 - Store rags in metal bins with self-closing lids.
 - Do not order excessive amounts of combustibles.
 - Make frequent inspections to anticipate fires before they start

Water, multi-purpose dry chemical (ABC) and halon 1211 are approved fire extinguishing agents for Class A combustibles.

- Class B combustibles These include flammable and combustible liquids (oils, greases, tars, oil-based paints and lacquers), flammable gases and flammable aerosols. To handle Class B combustibles safely:
 - Use only approved pumps, taking suction from the top, to dispense liquids from tanks, drums, barrels or similar containers (or use approved self-closing valves or faucets).
 - Do not dispense Class B flammable liquids into containers unless the nozzle and container are electrically interconnected by contact or by a bonding wire. Either the tank or container must be grounded.
 - Store, handle and use Class B combustibles only in approved locations where vapors are prevented from reaching ignition sources such as heating or electric equipment, open flames or mechanical or electric sparks.
 - Do not use a flammable liquid as a cleaning agent inside a building (the only exception is in a closed machine approved for cleaning with flammable liquids).
 - Do not use, handle, or store Class B combustibles near exits, stairs, or any other areas normally used as exits.
 - Do not weld, cut, grind, or use unsafe electrical appliances or equipment near Class B combustibles.
 - Do not generate heat, allow an open flame, or smoke near Class B combustibles.
 - Know the location of and how to use the nearest portable fire extinguisher rated for Class B fire.

Water should not be used to extinguish Class B fires caused by flammable liquids. Water can cause the burning liquid to spread, making the fire worse. To extinguish a fire caused by flammable liquids, exclude the air around the burning liquid. The following fire-extinguishing agents are approved for Class B combustibles: carbon dioxide, multipurpose dry chemical (ABC), halon 1301, and halon 1211. (NOTE: Halon has been determined to be an ozone-depleting substance and is no longer being manufactured. Existing systems using halon can be kept in place.)

 Smoking - Smoking is prohibited in all The Clinic buildings. Certain outdoor areas may also be designated as no smoking areas. The areas in which smoking is prohibited outdoors are identified by NO SMOKING signs.

Training

Responsible Person shall present basic fire prevention training to all employees upon employment, and shall maintain documentation of the training, which includes:

- review of 29 CFR 1910.38, including how it can be accessed;
- this Fire Prevention Plan, including how it can be accessed;
- good housekeeping practices;
- proper response and notification in the event of a fire;
- instruction on the use of portable fire extinguishers (as determined by company policy in the Emergency Action Plan); and
- recognition of potential fire hazards.

Supervisors shall train employees about the fire hazards associated with the specific materials and processes to which they are exposed and will maintain documentation of the training. Employees will receive this training:

- at their initial assignment;
- annually; and
- when changes in work processes necessitate additional training.

Program Review

Responsible Person shall review this Fire Prevention Plan at least annually for necessary changes.

Appendix A

Fire Risk Survey

Type of Fire Hazard	Location	Emergency Actions	Required PPE

Completed by:	Date:
Completed by	Date.

Appendix B

The Clinic General Fire Prevention Checklist

Use this checklist to ensure fire prevention measures conform with the general fire prevention requirements found in OSHA standards.

□ Yes □ No	Is the local fire department acquainted with your facility, its location, and specific hazards?
□ Yes □ No	If you have a fire alarm system, is it tested at least annually?
□ Yes □ No	If you have interior standpipes and valves, are they inspected regularly?
□ Yes □ No	If you have outside private fire hydrants, are they on a routine preventive maintenance schedule and flushed at least once a year?
□ Yes □ No	Are fire doors and shutters in good operating condition?
□ Yes □ No	Are fire doors and shutters unobstructed and protected against obstructions, including their counterweights?
□ Yes □ No	Are automatic sprinkler system water control valves, air pressure, and water pressure checked weekly or periodically?
□ Yes □ No	Has responsibility for the maintenance of automatic sprinkler systems been assigned to an employee or contractor?
□ Yes □ No	Are sprinkler heads protected by metal guards?
□ Yes □ No	Is proper clearance maintained below sprinkler heads?
□ Yes □ No	Are portable fire extinguishers provided in adequate number and type?*
□ Yes □ No	Are fire extinguishers mounted in readily accessible locations?*
□ Yes □ No	Are fire extinguishers recharged regularly with the recharge date noted on an inspection tag?*
□ Yes □ No	Are employees periodically instructed in the use of extinguishers and fire protection procedures?*

^{*(}NOTE: Use of fire extinguishers is based on company policy regarding employee firefighting in your Emergency Action Plan and local fire code.)

Completed by:	Date:

Appendix C

The Clinic Exits Checklist

Use this checklist to evaluate The Clinic's compliance with OSHA's standard on emergency exit routes. □ Yes □ No Is each exit marked with an exit sign and illuminated by a reliable light source? □ Yes □ No Are the directions to exits, when not immediately apparent, marked with visible signs? □ Yes □ No Are doors, passageways, or stairways that are neither exits nor access to exits, and which could be mistaken for exits, marked "NOT AN EXIT" or other appropriate marking? □ Yes □ No Are exit signs provided with the word "EXIT" in letters at least five inches high and with lettering at least one inch wide? □ Yes □ No Are exit doors side-hinged? Are all exits kept free of obstructions? □ Yes □ No □ Yes □ No Are there at least two exit routes provided from elevated platforms, pits, or rooms where the absence of a second exit would increase the risk of injury from hot, poisonous, corrosive, suffocating, flammable, or explosive substances? □ Yes □ No Is the number of exits from each floor of a building and from the building itself appropriate for the building occupancy? (NOTE: Do not count revolving, sliding, or overhead doors when evaluating whether there are sufficient exits.) Are exit stairways that are required to be separated from other parts of a building □ Yes □ No enclosed by at least one-hour fire-resistant walls (or at least two-hour fire-resistant walls in buildings over four stories high)? □ Yes □ No Are the slopes of ramps used as part of emergency building exits limited to one foot vertical and 12 feet horizontal? □ Yes □ No Are glass doors or storm doors fully tempered, and do they meet the safety requirements for human impact? Can exit doors be opened from the direction of exit travel without the use of a key □ Yes □ No or any special knowledge or effort? □ Yes □ No Are doors on cold storage rooms provided with an inside release mechanism that will release the latch and open the door even if it's padlocked or otherwise locked on the outside?

□ Yes □ No Whe	re exit doors open directly onto any street, alley, or other area where vehicles may be operated, are adequate barriers and warnings provided to prevent employees from stepping into the path of traffic?	
□ Yes □ No	Are doors that swing in both directions and are located between rooms where there is frequent traffic equipped with glass viewing panels?	
Completed	oy: Date:	

Appendix D

The Clinic Flammable and Combustible Material Checklist

Use this checklist to evaluate The Clinic's compliance with OSHA's standards on flammable and combustible materials:

□Yes □No	Are combustible scrap, debris, and waste materials such as oily rags stored in covered metal receptacles and removed from the worksite promptly?
□Yes □No	Are approved containers and tanks used for the storage and handling of flammable and combustible liquids?
□Yes □No	Are all connections on drums and combustible liquid piping vapor and liquid tight?
□Yes □No	Are all flammable liquids kept in closed containers when not in use?
□Yes □No	Are metal drums of flammable liquids electrically grounded during dispensing?
□Yes □No	Do storage rooms for flammable and combustible liquids have appropriate ventilation systems?
□Yes □No	Are NO SMOKING signs posted on liquefied petroleum gas tanks?
□Yes □No	Are all solvent wastes and flammable liquids kept in fire-resistant covered containers until they are removed from the worksite?
□Yes □No	Is vacuuming used whenever possible rather than blowing or sweeping combustible dust?
□Yes □No	Are fuel gas cylinders and oxygen cylinders separated by distances or fire- resistant barriers while in storage?
□Yes □No	Are fire extinguishers appropriate for the materials in the areas where they are mounted?*
□Yes □No	Are appropriate fire extinguishers mounted within 75 feet of outside areas containing flammable liquids and within 10 feet of any inside storage area for such materials?*
□Yes □No	Are extinguishers free from obstruction or blockage?*
□Yes □No	Are all extinguishers serviced, maintained, and tagged at least once a

	year?*		
□Yes □No	Are all extinguishers fully charged and in their designated places?*		
□Yes □No	Where sprinkler systems are permanently installed, are the nozzle heads directed or arranged so that water will not be sprayed into operating electrical switchboards and equipment?		
□Yes □No	Are NO SMOKING signs posted in areas where flammable or combustible materials are used or stored?		
□Yes □No	Are safety cans utilized for dispensing flammable or combustible liquids at the point of use?		
□Yes □No	Are all spills of flammable or combustible liquids cleaned up promptly?		
□Yes □No	Are storage tanks adequately vented to prevent the development of an excessive vacuum or pressure that could result from filling, emptying, or temperature changes?		
*(NOTE: Use of fire extinguishers is based on company policy regarding employee firefighting in your Emergency Action Plan and local fire code.)			
Completed b	y: Date:		

Appendix F