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AMESBURY CITY CLERK

Amesbury

Mayor C. Kenneth Gray
City Hall, 62 Friend Street
Amesbury, MA 01913-2884

(978) 388-8121
Fax: (978) 388-6727
mayor@amesburyma.gov

Certificate of Appointment

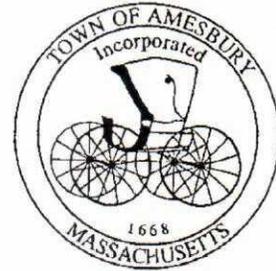
March 16, 2017

I hereby appoint Carolyn Ramm as a member of the Recreational Marijuana Committee for a term to expire January 1, 2019, and I certify that said person is qualified to perform the duties of said office and I make this appointment solely in the interest of the City of Amesbury.

Said person is not a member of another Amesbury board, committee, or commission, nor an employee of the City of Amesbury.

C. Kenneth Gray
Mayor

Town of Amesbury Massachusetts



Town Hall • 62 Friend Street • Amesbury, MA 01913 • (978) 388-8121 • Fax (978) 388-6727

APPLICATION FOR APPOINTMENT TO TOWN BOARD, COMMITTEE OR COMMISSION

The city appreciates your interest in serving on one of its Boards, Committees or Commissions. Please complete this form and return it to the Mayor's Office in Town Hall.

Name Carolyn Ramm

Home address 10 Cherry Street, Newburyport MA 01950

Mailing address (if different) _____

Home phone number 508-954-7774

Business phone number 978-388-3499

Please indicate which Board, Committee, or Commission you are applying to be appointed to:

- | | |
|---|---|
| <input type="checkbox"/> Board of Health | <input type="checkbox"/> Landry Stadium Commission |
| <input type="checkbox"/> Cable Advisory Commission | <input type="checkbox"/> Liquor Licensing Commission |
| <input type="checkbox"/> Cemetery Advisory Committee | <input type="checkbox"/> Master Plan Implementation & Oversight Committee |
| <input type="checkbox"/> Conservation Commission | <input type="checkbox"/> Parks & Recreation Commission |
| <input type="checkbox"/> Council on Aging | <input type="checkbox"/> Registrar of Voters |
| <input type="checkbox"/> Cultural Council | <input type="checkbox"/> Tree Board |
| <input type="checkbox"/> Fence Viewers | <input type="checkbox"/> Trustees of War Memorials |
| <input type="checkbox"/> Health Care Trust Commission | <input type="checkbox"/> Woodsom Farm Committee |
| <input type="checkbox"/> Historical Commission | <input type="checkbox"/> Zoning Board of Appeals |
| <input type="checkbox"/> Lakes & Waterways | |

Ad hoc Committees- Please Identify Recreational Marijuana Committee

Sub Committees of the Municipal Council*

Traffic and Transportation

* Please send applications for Municipal Council Sub Committees to **Town Clerk's Office at, Town Hall.**

1. Please explain why you would like to serve on a particular Board, Committee, or Commission. If necessary add additional sheets.

Please see attached sheet.

2. Please briefly describe your education and any relevant work or life experience or other activity which, in your opinion, would be beneficial in carrying out the responsibilities of this office. If necessary, attach additional sheets or your resume.

Please see attached resume. As it indicates, I am a very experienced attorney and business person with a strong track record of community involvement. I believe my legal and business skills will be valuable to the committee in assessing both the risks and the opportunities associated with legal recreational marijuana.

3. Please list any city offices you have held in Amesbury or elsewhere.

Date appointed or elected	Office	Term Expired
1982	Cable TV commissioner, Des Plaines, IL	1984

4. Public service on a Board, Committee, or Commission can be demanding. Please indicate the realistic time commitment you are willing and able to make.

- 1 hour per week 2-4 hours per week 4-6 hours per week Other

Additionally, please describe any standing commitments you may have which might conflict with set meeting schedules.

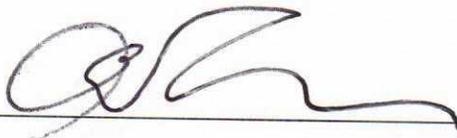
I attend a non-profit board meeting on the second Tuesday
of each month. Other than that, no regular conflicts.

5. How did you hear about the vacancy on this Town Board, Committee or Commission?

- Town Hall Information Board
 Council, Board, Committee or Commission Meeting
 Newspaper
 City Website
 Word of mouth
 Other: _____

6. APPLICANT'S STATEMENT AND SIGNATURE: I hereby submit this as my application for the position I have indicated on the front of this form. I understand that my completion of this form in no way assures appointment. All Board, Committee, and Commission vacancies will be filled by citizens deemed most qualified to serve in a particular capacity. I also understand that in the event that I am appointed to a position, my activities will be governed by the Massachusetts Conflict of Interest Law (M.G.L. c 268A), the Massachusetts Open Meeting Law (M.G.L.c.39), the Massachusetts Public Records Law (M.G.L. c. 66), the Massachusetts Campaign Finance Law (M.G.L. c 55), the Amesbury Town Charter and ordinances, and all other applicable federal, state, and local laws or regulations.

Signature _____



Date _____

1/21/17



Town of Amesbury
Town Hall
62 Friend Street
Amesbury, MA 01913

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Amesbury, MA 01913

Question 1 – Carolyn Ramm Committee Application

Although I do not reside in Amesbury, I have a strong commitment to its future by reason of the fact that I own and operate a downtown business, the Riverwalk Gallery at 57 Main Street, and in addition own two pieces of real estate in Amesbury. I spend far more time in Amesbury than I do in Newburyport (at least while I'm awake) and have invested several hundred thousand dollars in Amesbury over the past two years.

My attitude toward legal recreational marijuana is somewhat ambivalent. I believe that legal marijuana presents risks that need to be thought through and addressed before the commercial aspects of the new law go into effect. At the same time, I am aware of the rather large business opportunities that accompany what in essence will be the formation of a new industry in our commonwealth, and in keeping with Mayor Gray's forward-looking and business-friendly policies it makes sense to investigate these opportunities and see whether and how they might benefit Amesbury.

When I read about the formation of the Recreational Marijuana Committee in the Newburyport Daily News, I was immediately interested. I believe that it is very important to the city to get its response to legal marijuana right. I also believe that my legal and business skills will enable me to make a solid contribution to the committee's work, and that my experience and insight will help shape policy recommendations that will benefit Amesbury and all of its residents and businesses.

Thank you very much for considering my application.

CAROLYN E. RAMM

10 Cherry St., Newburyport, MA 01950

(508) 954-7774

carolyn.e.ramm@gmail.com

PROFILE: Results-oriented and business-friendly attorney with strong experience in industries such as high technology, retail and energy; seasoned manager; effective negotiator; recent M.B.A.; thrives on making a difference.

EXPERIENCE:

LEGAL COUNSEL

Qualcomm Corporation, Burlington, MA and San Diego, CA

2007 – present

Became business unit counsel for the Document Imaging Division of Qualcomm via its acquisition of my previous employer Cambridge Silicon Radio Ltd., a maker of silicon and software for Bluetooth, WiFi, GPS and consumer electronics applications, in August 2015. Heavily transactional workload includes negotiating licenses and other contracts with customers, suppliers and service providers; supporting the Human Resources function; and managing the company's intellectual property at the divisional level.

- **Transactions:** Negotiated key agreements with major customers that accounted for over half of the division's revenue each year; recently drove completion of two important joint development agreements.
- **Governance:** Oversaw entity maintenance for all company affiliates; managed corporate paralegal.
- **Litigation Management:** Managed a sizable breach of contract suit against a customer and settled the case for approximately \$1 million, which the company viewed as a significant win; disposed of several patent infringement suits against the company on favorable terms.
- **Open Source Software:** Led the development and implementation of the company's first open source policy; trained all engineers; conducted code base reviews to identify open source in the company's products.

ASSISTANT GENERAL COUNSEL

Parexel International Corporation, Waltham, MA

2007

Member of the legal department of a major clinical research organization providing services to the pharmaceutical and biotechnology industries. Worked closely with management of Perceptive Informatics, Inc., a wholly-owned subsidiary supplying software and technology used in clinical research, to meet all of its legal needs.

VICE PRESIDENT & GENERAL COUNSEL

SavaJe Technologies, Inc., Chelmsford, MA

2003-2007

Sole in-house attorney for a technology startup developing a Java-based software operating system for mobile phones. Combined hands-on legal work with careful management of outside counsel to tightly control legal expenses. Participated in all customer and vendor transactions. Served as corporate secretary and oversaw corporate governance. Played an instrumental role in the sale of the company's assets to Sun Microsystems.

- **Transactions:** Closed three rounds of preferred equity financing totaling \$70 million. Negotiated and drafted customer agreements with major Asian consumer electronics manufacturers and European wireless network operators. Negotiated and drafted numerous in-licensing agreements with software vendors, including an essential agreement with Sun Microsystems. Negotiated office leases for the company's Massachusetts, California and U.K. offices.
- **Intellectual Property:** Initiated the company's first patent applications, resulting in issuance of 6 patents. Became expert in open source and Java community source licensing; established and enforced the company's policy on use of open source software.
- **Employment/HR:** Oversaw a large immigration caseload. Put in place personnel policies and procedures for U.S. and U.K. offices. Planned and executed three large reductions in force without legal repercussions. Resolved several discrimination claims on favorable terms. Managed Human Resources function from Oct. 2005.
- **International:** Played a key role in the company's expansion into India and China. Worked on establishing Chinese legal entity; negotiated Chinese customer agreements, real estate lease, and HR service contract. Negotiated outsourcing agreements with partners in India and China. Formed the company's U.K. subsidiary.

VICE PRESIDENT & GENERAL COUNSEL

Switchboard Incorporated, Westboro, MA

2002-2003

Carolyn E. Ramm

General counsel of a small publicly-traded Internet directory services company (subsequently acquired by Infospace). Managed major stockholder litigation; oversaw SEC reporting; planned annual meeting and proxy solicitation; developed the company's first Sarbanes-Oxley compliance program. Participated in all contract and transactional activity.

PRINCIPAL

Law Office of Carolyn E. Ramm, Andover, MA

2001-2002, 2007

Independent corporate attorney providing a full range of legal services to technology companies on a "quasi-in-house" consulting basis. Representative clients included Zoran Corporation, eCopy, Inc., SecureMedia, Inc., and Worcester Polytechnic Institute.

VICE PRESIDENT – ADMINISTRATION and GENERAL COUNSEL

Virtual Ink Corporation, Boston, MA

1999-2001

Sole in-house attorney for a rapidly growing startup developing advanced PC peripherals. Also managed human resources and facilities functions, and served as acting head of finance pending recruitment of CFO.

- **Contracts:** Negotiated and drafted sales, distribution and reseller agreements with major office equipment manufacturers and distributors. Negotiated and drafted manufacturing agreements with the company's Chinese contract manufacturers.
- **Finance:** Raised a \$37 million round of venture financing, including term sheet negotiation and all legal work for closing. Arranged \$15 million in debt financing.
- **HR/Facilities:** Handled sensitive employee terminations without repercussions to the company. Aggressively renegotiated rates for benefit plans and insurance. Expanded space from 11,000 to 35,000 square feet on advantageous terms. Managed department of six.
- **Intellectual Property:** Managed growth of the company's patent portfolio from 0 to 15 patents. Obtained trademark and domain name protection in numerous jurisdictions.

VICE PRESIDENT & GENERAL COUNSEL

Xionics Document Technologies, Inc., Burlington, MA

1995-1999

(acquired by Oak Technology, Inc. in 2000)

Chief in-house attorney for an industry-leading developer of embedded systems software for imaging peripheral devices. Sophisticated practice included public and private financings, mergers and acquisitions, securities matters (including all SEC and NASDAQ reporting and compliance), executive compensation matters, major software development and licensing deals, hardware development and manufacturing arrangements, patent-oriented intellectual property activities, litigation management and corporate governance. Worked closely with Sales, Finance, Human Resources and the company's outside accountants to help define and meet the company's business objectives.

- **Founded Legal Department:** Established legal function at Xionics and brought most legal work in-house, reducing outside legal expenses by 80%. Managed staff of three.
- **IPO:** Helped drive the preparation and completion of Xionics' \$35 million initial public offering – drafted much of S-1 registration statement and amendments, completed underwriters' due diligence, negotiated SEC staff issues, negotiated underwriting agreement, selected and set up transfer agent, established internal securities compliance policies and programs, advised on all IPO-related issues.
- **M&A:** Played a key role in negotiating and implementing the company's merger agreement with Oak Technology, as well as an earlier merger agreement that was not consummated. Completed a variety of acquisitions, spinoffs and strategic investments entirely in-house.
- **Intellectual Property:** Set up a formal patent program to stimulate creation of intellectual property, resulting in issuance of five patents. Steered the company through a serious patent infringement claim to a good outcome.

PRIOR EXPERIENCE

Held positions in several legal departments in the high-technology, retail and energy industries. Detail provided on request.

EDUCATION: J.D., **Northwestern University School of Law**, Chicago, IL, 1980

Northwestern University Law Review

B.A., **Political and Economic Systems, Yale College**, New Haven, CT, 1976

M.B.A., **Boston University School of Management**, Boston, MA, 2013

ADMISSIONS & AFFILIATIONS: Admitted to the practice of law in Massachusetts and Illinois. Notary Public for Massachusetts. Board member, Folk Arts Center of New England, Inc.

CAROLYN E. RAMM

10 Cherry Street, Newburyport MA 01950
(508) 954-7774
carolyn.e.ramm@gmail.com

EDUCATION: **Boston University School of Management**, Boston, MA – M.B.A., 2013
Concentration in Public and Nonprofit Management
Northwestern University School of Law, Chicago, IL – J.D., 1980
Northwestern University Law Review, 1978 – 1979
Yale College, New Haven, CT – B.A., 1976, Political and Economic Systems

VOLUNTEER EXPERIENCE:

FOLK ARTS CENTER OF NEW ENGLAND, INC., Stoneham, MA

2005 – present

Board of Directors, 2005 – present

President, 2014 - present

The Folk Arts Center is a mid-sized 501(c)(3) arts organization dedicated to promoting interest and participation in the traditional folk arts of many cultures. See www.facone.org.

- Member of the Board of Directors since 2005; currently serving president
- Volunteer attorney providing varied pro bono legal services to the Folk Arts Center as needed (e.g. contracts, corporate governance advice, employment law advice, trademark work)
- Program liaison to the Boston Harbor Scottish Fiddle School, the Folk Arts Center's largest sponsored program; also serve as assistant director and webmaster for this program (see www.scottishfiddleschool.org)
- Helped create the Folk Arts Center's fiscal sponsorship program, which has enabled the organization to extend its mission by supporting projects with complementary goals while also accessing a new source of revenue
- Led the Personnel Committee's first formal performance evaluation of the Executive Director in 2008
- Time spent on Folk Arts Center business exceeds 10 hours per month consistently over a period of 11 years – total is now 1,100+ hours

LUTHERAN SOCIAL SERVICES OF NEW ENGLAND, Worcester, MA
(recently renamed Ascentria Care Alliance)

2009 – 2014

Governance Committee

Member of the Governance Committee of this large NGO with approximately 50 social service programs in New England ranging from continuing care communities to immigration and adoption services. Lutheran Social Services is a joint venture of the Evangelical Lutheran Church in America and the Lutheran Church – Missouri Synod and is affiliated with Lutheran Services of America, which exceeds the American Red Cross in size and scope. Also served on the Finance Committee from 2009 – 2011.

FAITH LUTHERAN CHURCH, Andover, MA

1984 - 2014

Church Council Member, Committee Chair, Program Volunteer

Long-term consistent involvement with this ELCA congregation and its activities, including among others:

- Council member
- Social Ministry Committee chair
- Led a Cambodian refugee resettlement project in early 1990's
- Raised funds for a major building project
- Taught Sunday School for more than 15 years; led the children's music program for much of that time
- Organized and ran an alternative gift fair to promote charitable giving during the Christmas season
- Ran the "confirmation kitchen" (providing dinner for teens attending the church's weekly confirmation classes)
- Served on search committees for new professional personnel (pastors and church musicians)
- Cantor and choir member for many years

ST. PAUL'S EPISCOPAL CHURCH, Newburyport, MA

2014 – present

Joined St. Paul's after moving to Newburyport in 2014. Involvement to date includes altar guild, choir membership, and assisting with annual fundraising fair.

MY BROTHER'S TABLE, Lynn, MA

2002 – present

Server, Cook

My Brother's Table is a feeding program serving an impoverished clientele, including a significant number of homeless people, in a small New England city. Prep, set up, serve, and clean up after meals; occasionally responsible for cooking the main course.