

RCHAIN COOPERATIVE

RESOLUTIONS BY THE BOARD OF DIRECTORS AT A DULY CALLED MEETING

The undersigned, being all of the members of the Board of Directors of RChain Cooperative, (the “**Board**”), a Washington cooperative (the “**Coop**”), pursuant to RCW 23.86, hereby approve and adopt the following resolutions at a duly called special meeting (the “**Resolutions**”) held telephonically on August 24, 2018:

Present: *Lucius Gregory Meredith, Ian Bloom, Kenny Rowe, Evan Jensen,
Navneet Suman, David Currin, Hendrik Jan Hilbolling*

Absent: *Vlad Zamfir,*

Others Present: *Kate Gonsalves, Ashley Careaga, Michael Ovadia, Jon West*

Meeting called to order at 12:05 PST.

Approve All Back Minutes

Kenny Rowe made a motion to approve and adopt all back minutes, attached as **Exhibit A**, which was seconded by Kenny Rowe. The motion passed unanimously with all directors present voting in favor.

RESOLVED, the Board hereby approves and adopts the attached minutes of the meetings of the Board of Directors for June, July, and August.

Proposed Extension of Deadline for Nomination of Director Candidates

The Board discussed a proposed extension of the deadline by two weeks for the submission of nomination for candidacy at the upcoming meeting of the members and the election of directors to occur on October 24th and reviewed the current list of names who have been submitted as candidates.

After discussion of the number of names, the Board decided that no extension of the deadline is necessary at this time.

Compensation Committee Proposal of August 16th

The Board reviewed the Compensation Committee proposal document submitted by the Compensation Committee, attached as **Exhibit B**, containing four proposals.

Kenny Rowe made a motion to accept the Compensation Committee's Proposal 2, concerning RHOC/REV compensation to Greg Meredith over the next 4 years, which was seconded by Evan Jensen. Kenny Rowe, Ian Bloom, Evan Jensen, Navneet Suman, David Currin, and Hendrik Jan Hilbolling voted in favor. Greg Meredith abstained. Accordingly, the motion passes 6-0.

RESOLVED, the Board hereby approves and adopts the Compensation Committee's Proposal 2.

Kenny Rowe made a motion to accept the Compensation Committee's Proposal 4, concerning setting the amount of compensation for directors, which was seconded by Ian Bloom. The motion passed unanimously with all directors present voting in favor.

RESOLVED, the Board hereby approves and adopts the Compensation Committee's Proposal 4.

Codifying Rules of Procedure for Board Meetings

The Board discussed codifying some rules of procedure for the Board, specifically contemplating that new directors are likely to be elected at the upcoming election and are likely to require some introduction and information about how the Board conducts meetings.

Meeting adjourned 13:10 PST.

FINALLY RESOLVED, that any or all actions heretofore taken by any director of the Company with respect to any matter referred to or contemplated by the foregoing resolutions be, and hereby is, ratified and confirmed as the act and deed of the Company.

THEREFORE, the undersigned directors hereby approve these resolutions as of the date set forth below.

DIRECTORS:

Lucius Gregory Meredith
Director

Date: _____

Vlad Zamfir
Director

Date: _____

Ian Bloom
Director

Date: _____

Kenny Rowe
Director

Date: _____

Evan Jensen
Director

Date: _____

Navneet Suman
Director

Date: _____

David Currin
Director

Date: _____

Hendrik Jan Hilbolling
Director

Date: _____