Member-Proposed Topics of Discussion

RChain Governance Process: GP001

Background:

This process has been drafted in response to a member 'Item of Business' petition to the Co-op Board reference IoB #4 entitled "Member Participation in Governance". Iob #4[1] instructed the Co-op board to:

- define some parameters by which a decision (to craft a deal, make an investment, or distribute staking tokens) can be deemed "important"
- institute a process for public deliberation to precede such decisions

Purpose

To ensure that formal defined processes exist within the co-op:

- for co-op members[2] to be consulted *in advance* of *important* co-op decisions
- for co-op members to propose items of discussion to a governance body appropriate to the topic and/or to submit the item for public discussion by the membership
- for escalation of disputes/unresolved matters for arbitration and final settlement.

Scope and Applicability

This process applies to:

- the Rchain Co-op. Other subsidiary organisations may subscribe to the process if they decide to do so in their local bylaws, articles or procedures.
- The membership of the coop including its officers and board.
- Activities of partner organizations where they are conducted under the brand of, or in the name of the co-op.

All Topics of Discussion (ToD) are included in the scope of this process to the extent that **all** elements of co-op governance are required to include representation of members' voice in line with the values and principles of the co-op and the charter of the Governance Committee.

The ToD process may involve appropriate democratic, peer-to-peer member discussion and voting ('expression of wish') mechanisms. Any outcome of such discussion is normally advisory and non-binding on the board, but if rejected may be cited in support of exceptional measures as defined in the bylaws.

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[1] More details of the background and intent of the original submission are in this shared gdocs document
[2] Approved, validated current members.

Constraint: There may be some topics of discussion which could for example impact individual member privacy, or compromise legal or commercial processes. Such topics may be handled in a private forum, outside the scope of this process, if justified.

Process

Before raising a Topic of Discussion (ToD)

Candidate topics of discussion should first be discussed with other members so that there has been a degree of peer review before invoking this formal process. Discussion can take place in any appropriate collaboration channel or tool. Members must make reasonable effort to reach out to and at least inform all parties impacted in the candidate ToD.

Topics of discussion are normally raised in 'business as usual' agenda-setting process for the governance body relevant[3] to the topic. Each committee, body or business unit has a membership representative who may be contacted in order to table the item in the agenda/decision-making process operated by that unit.

When to Raise a Formal ToD

ToD's may be raised where:
- there is no obvious accountable/responsible body already in existing co-op governance to address the candidate topic, or
- the ToD is deemed to be of 'board level significance'[4] and is not already on the Co-op Board agenda, or
- the topic has already been submitted, but the proposer and a significant number of peers feel that the topic has not been properly addressed and requires escalation as a dispute or unresolved matter for arbitration and final settlement.

How to Raise a Formal ToD

- Create a ToD document, ideally, in collaboration with peers, that should include:

  Title: short (50 char max) but informative
  Description of ToD (no more than 1 page)
  Context: link to previous discussion / documents and history of previous submission and outcomes.
  Impact statement: on co-op ongoing costs, effort, third party / external impact, reputation, external valuation etc. (Must include timing of impacts, quantified wherever possible - link)

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[3] See the RChain website Governance Overview or contact the Governance Committee for guidance.

[4] See Appendix A for the criteria that determine 'board level significance'

Benefits statement
(Must include timing of benefits, quantified wherever possible - link)
Implementation Costs, Plan and Risk Assessment (links)

Time frame for discussion - allowing reasonable time to adjust the ToD, if necessary, and for the proposed consultation *mechanism*
Governance Bodies to be advised: e.g. Board, Finance and Audit, or Governance (in the case of a governance change)
Mechanism proposed for expressing collective sentiment / making decision, including pre and post consultation. (This should be discussed with the Governance Committee)
Change Log to record any significant changes to the ToD (what, who, why, when etc)

● Submit the proposal to the Governance Committee to review, register[5] and agree an appropriate mechanism with the proposer(s).

Actioning the ToD

If the ToD is intended for RChain Board, the Community Observer role (acting on behalf of the members and the board) will:
● Record the ToD in the Rchain [Gdrive directory for governance committee](#) administered by the Governance Committee where Topics of Discussion (ToD's) can be published and commented on
● Manage changes and maintain appropriate versions for a ToD discussion baseline.
● Inform the members of the progress of ToD's in the discussion, chat, newsletters, website, and other channels
● Trigger the agreed consultation mechanism and record the outcome
● Communicate the outcome to the membership
● Agree and record any follow-up / action tracking necessary

Appendix A

Definition of 'Board Level Significance'

A proposal is deemed to have 'board level significance' if it satisfies any of the following criteria:

Material impact on the overall value or reputation of the co-op (positively or negatively)
● Any proposal that does, or is likely to:
○ provoke public media interest or comment beyond 'domestic' Rchain community discussion in public channels.
○ be price sensitive in terms of Rchain community token value

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[5] A reference will be allocated and an entry made in an appropriate decision log.

- materially affect the value of any asset held by the co-op

Resource impact greater than $10000 (one time) or $1000 per month
.. … .. .. 20 man days

Any asset acquisition / disposal greater than $25000

Any distribution of staking tokens - *every* proposed distribution is to be announced and listed in a community channel at least 10 days in advance so as to allow member proposed objections to be raised and discussed (if sufficient support for objection is obtained)
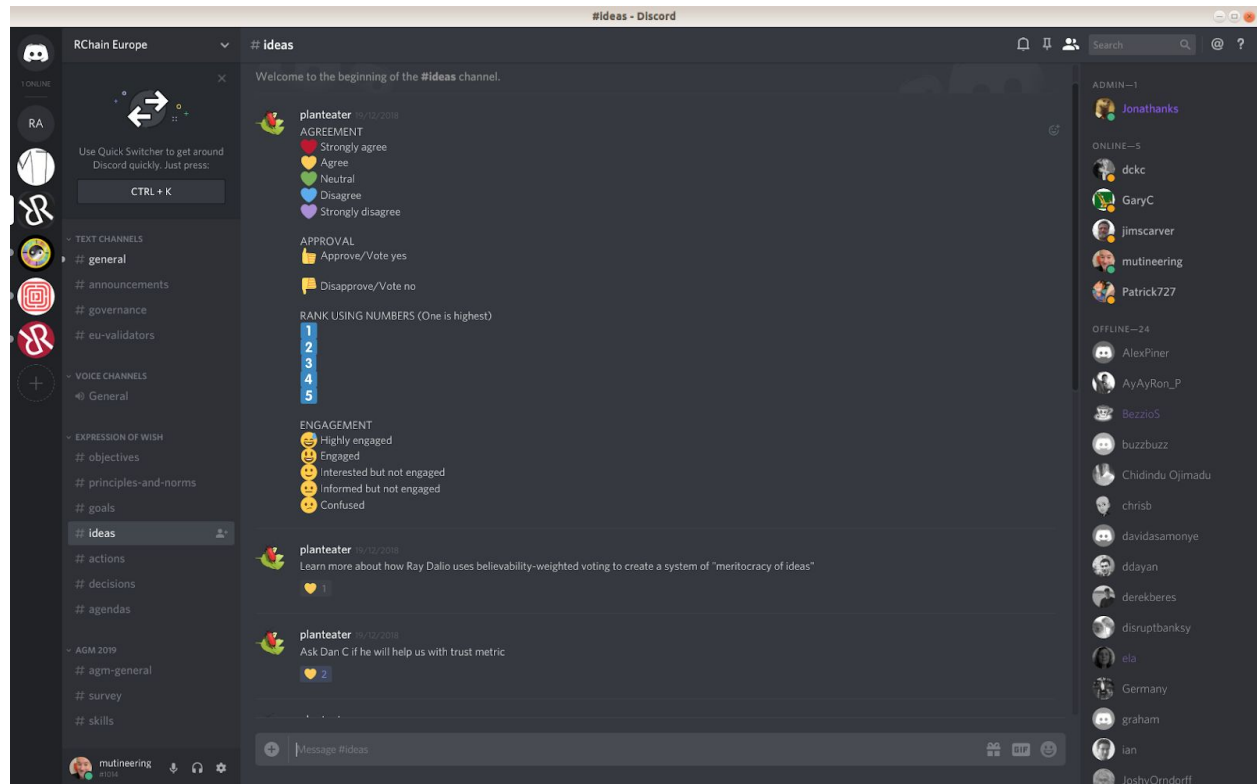
Any Third Party contract greater than $25000

Any changes to Values / Principles

Appendix B

Expression of Wish

A separate working group is researching, developing and evaluating approaches amd mechanisms, including processes tools and guidance, for digital democracy.

In the interim, Discord post reactions can be used to test community support for Topic of Discussion submissions, using the following reaction emoji protocol (choose the emoji set most relevant to the topic question / issue raised):

A more sophisticated expression of wish process will follow - supported by a tool that is either custom-developed for the co-op or an adopted third-party tool.