BALLOT FORM

This form is for completion of a vote at the RChain Cooperative Annual Membership Meeting, held on October 24, 2018.

Section 1 - Election of Directors.

Four candidates will be elected to four director seats. Three of the seats will be for a three (3) year term, with one seat being for a one (1) year term, replacing Aleksandr Bulkin for his remaining term.

The top three candidates with the most votes will be elected to a full three-year term. The next candidate with the fourth-most votes will be elected to a one-year term. The rest of the candidates will not be elected as directors.

Fill in a number in each of the blank spaces provided next to each candidate name to rank each candidate in order of preference, with **1** being the **most preferred** candidate. Use only natural numbers starting with 1, then 2, then 3, etc. Please write clearly. Empty or improperly formatted entries (i.e. writing C or -8.2) will not be counted.

<u>Candidates</u>

___   Barry Cynamon

___   Christoph Frehsee

___   Kevin Goldstein

___   Medha Parlikar

___   Navneet Suman

Section 2 – Member Ballot Measure Voting

For each ballot measure, select only one option. Ballots selecting more than one option for a single measure will not be counted.

Ballot Measure 1: Financial Transparency (Submitted by Barry Cynamon)

The RChain Cooperative shall be required to disclose financial reports on a quarterly basis to be delivered no later than 20 days after the quarter ends. If resources and time allow financial reports may be delivered on a monthly basis.

Additional Information for Ballot Measure 1: (Link)

   (A)   Yes

   (B)   No

Ballot Measure 2: Operations Roadmap (Submitted by Barry Cynamon)

The RChain Cooperative shall create and maintain a public operations roadmap that exposes to cooperative stakeholders a series of objectives and milestones for the organization to be presented at every developer conference or similar gathering.

Additional Information for Ballot Measure 2: (Link)

   (A)   Yes

   (B)   No

Ballot Measure 3: Conflict of Interest Policy (Submitted by Barry Cynamon)

The RChain Cooperative board of directors shall craft a policy that defines a potential conflict of interest so that the organization has guidance when making decisions. This policy will be enforced by the Audit and Finance Committee.

Additional Information for Ballot Measure 3: (Link)

      (A)   Yes

      (B)   No

Ballot Measure 4: Member Participation in Governance (Submitted by Barry Cynamon)

The RChain Cooperative board shall define some parameters by which a decision (to craft a deal, make an investment, or distribute staking tokens) can be deemed "important" and institute a non-binding process for public deliberation to precede the cooperative making any important decision.

Additional Information for Ballot Measure 4: (Link)

      (A) Yes

      (B) No

Ballot Measure 5: RChain Monetary Policy

Regarding whether RChain Cooperative shall implement a monetary policy regarding the usage of tokens from its treasury.

Ballot Measure 5 Proposal A (Submitted by Jason Plepel)

The RChain Cooperative shall implement a monetary policy to create supply certainty and reduce centralized control of token holdings. The policy will be formed around a rule that restricts supply held by RChain Cooperative, Partners, Research and potential future substantial entities funded by the cooperative to never exceed 1/3rd of circulating supply. There will be maximum supply of 1.1 Billion REV to ever be circulated. 620 Million of those REV are to be programmed into the mint contract that distributes tokens over the next 100 years.

To abide by the 1/3rd rule, the Cooperative must complete actions (a, b, c) within 5 business days of policy approval. Actions (d, e) must be completed and prepared prior to REV issuance.

a.	410,663,574	RHOC	Sent to the Reserve Wallet from RCM
b.	50,600,000	RHOC	Sent to the Token Sale Wallet from RCM
c.	4,000,000	RHOC	Sent to the Research Wallet from RCM
d.	410,663,574	RHOC	Burned from Reserve Wallet
e.	620,000,000	REV	Generated in Mint Contract

There will be a scheduled distribution of REV's from the Mint Contract to designated wallets held by Validators, RChain Cooperative, and Research as detailed in the "RChain Monetary Policy V2" spreadsheet linked below. Variables on the linked spreadsheet are subject to change, but changes may never override the rules defined on the spreadsheet. All interpretations of the proposal are determined through the "Action Items and Definitions" tab, as well as consultation with the proposal's author.

Additional Information for Ballot Measure 5A:

Monetary Policy V2 (Final) - Main
Monetary Policy V2 (Final) - Interest budget
Monetary Policy V2 (Final) - Co-op Wallets
Monetary Policy V2 (Final) - Action Items and Definitions

Ballot Measure 5 Proposal B (Submitted by Co-op Board)

The RChain Cooperative shall implement a monetary policy to create supply certainty and reduce centralized control of token holdings. The policy will be formed around a rule that restricts supply held by RChain Cooperative, Partners, Research and potential future substantial entities funded by the cooperative to never exceed 1/3rd of circulating supply. There will be maximum supply of 1.1 Billion REV to ever be circulated. 545 Million of those REV are to be programmed into the mint contract that distributes tokens over the next 100 years.

To abide by the 1/3rd rule, the Cooperative must complete actions (a, b, c) within 5 business days of policy approval. Actions (d, e, f) must be completed and prepared prior to REV issuance.

a.	410,663,574	RHOC	Sent to the Reserve Wallet from RCM
b.	50,600,000	RHOC	Sent to the Token Sale Wallet from RCM
c.	4,000,000	RHOC	Sent to the Research Wallet from RCM
d.	310,663,574	RHOC	Burned from Reserve Wallet
e.	520,000,000	REV	Generated in Mint Contract
f.	100,000,000	RHOC	Sent to the Emergency Fund Wallet

There will be a scheduled distribution of REV's from the Mint Contract to designated wallets held by Validators, RChain Cooperative, and Research as detailed in the "RChain Monetary Policy V3" spreadsheet linked below. Variables on the linked spreadsheet are subject to change, but changes may never override the rules defined on the spreadsheet. All interpretations of the proposal are determined through the "Action Items and Definitions" tab, as well as consultation with the proposal's author. The emergency fund shall only be accessible by a unanimous vote of the board of directors.

Additional Information for Ballot Measure 5B:

Monetary Policy V3 (Final) - Main
Monetary Policy V3 (Final) - Interest budget
Monetary Policy V3 (Final) - Co-op Wallets
Monetary Policy V3 (Final) - Action Items and Definitions

Rank Order Vote:

A)   RChain shall adopt Proposal A

B)   RChain shall adopt Proposal B

C)   RChain shall not adopt either proposal above.

Ballout Measure 6: RChain Improvement Process (Submitted by Medha Parlikar)

The RChain Cooperative shall define and implement an RChain Improvement Process no later than December 1st, 2018 using the attached outline: (Link)

Furthermore, the RChain Board of Directors in collaborations with RChain members will define program goals for the upcoming calendar year after the yearly members meeting.

    (A) Yes

    (B) No

Ballot Measure 7: Proposed Bylaws Amendment (Submitted by John West)

Clause in the Bylaws: Article 2, Section 5 which reads as follows:

"Submission of any matter to consideration or voting by the members will not diminish or override the ultimate authority of the RChain Board to manage RChain's affairs."

Shall be amended to read as follows:

"Passage by general membership vote of any matter that requires voting by the members in the annual meeting of the members, or in a special meeting called by the membership, shall be binding unless the board rejects it by a vote requiring a supermajority, or legal counsel deems it illegal or otherwise improper."

    (A) Yes

    (B) No