



BLOC Oversight

Code of Conduct

Purpose

The BLOC will unite Blockchains in best practices creating a safer space for consumers. The BLOC serves every blockchain community by highlighting and collaborating with projects that adhere to the BLOC Constitution, Values, and Standards.

Mission

The Mission of the Blockchain Leadership Oversight Council is to provide a voluntary and independent framework of best practices for actively managed Blockchain companies to aspire to.

Values

- **Integrity**
- **Transparency**
- **Respect**
- **Stewardship**
- **Honor**
- **Accountability**
- **Camaraderie**
- **Ambition**

Standards of Conduct

Our Standards of Conduct are the set of values, principles and expectations we define for ourselves and to which we hold BLOC members accountable. They go above and beyond what the law requires or what others may do—and align the organization and member projects with our values.

These Standards of Conduct:

- *Clearly define our values and principles as BLOC Oversight*
- *Set clear expectations for BLOC Members and the part we all play in fulfilling these values and principles*
- *Give each of us guidance on how to make the right decisions that are consistent with our standards*
- *Identify resources to report concerns and provide guidance on how people should act within the BLOC Organization*

BLOC members should at all times conduct themselves with dignity and decorum demonstrative of the quality of good leadership so as to serve as an example to the community at large. Some ideals of conduct and effort we hope BLOC members adhere to are as follows:

- *Respect the rights, property, beliefs and opinions of others*
- *Facilitate fairness and impartiality*
- *Promote the welfare and fortitude of the BLOC and its members*
- *Resolve conflicts with minimal impact to parties involved*
- *Avoid and denounce deceptive or disruptive actions and behavior*
- *Avoid vain and unproductive endeavors*
- *With modesty, receive understanding and guidance when necessary*
- *Use discretion and discernment when applicable*
- *Be gracious to the curious and naïve*
- *Provide astute guidance without self-aggrandizement to those in need*
- *Encourage and edify BLOC members to uphold these tenants*

Understand that as you conduct yourself in public and on social media your words and actions are your own unless expressly representing the BLOC in an official capacity; understand also that the public may view your words and actions as those of the BLOC irregardless and therefore your membership in the BLOC is contingent on your representation of BLOC Values at all times. Violations of values will be reviewed internally.

Conflict of Interest

We must at all times preserve and protect the integrity and independence of all decisions affecting the BLOC Oversight so that the interests of the BLOC and not those of any individual prevail. The mere appearance of a conflict of interest or a breach of confidence can often be as serious as an actual conflict and can result in irreparable damage to the BLOC and/or our reputation.

Our responsibility: We all must avoid situations that may cause an actual or perceived conflict of interest. We must ensure that our decisions are free from any actual or perceived corruption. If you are ever confronted with a potential conflict of interest, you should bring it up at the next BLOC meeting.

Anti-corruption and bribery

We are committed to conducting business transactions and practices in compliance with the regional and local laws of applicable projects. The BLOC is an international effort with many members that conduct operations and activities outside the United States in compliance with the letter and spirit of the Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act, which prohibit U.S. companies and individuals (as well as foreign subsidiaries of U.S. companies) from bribing foreign officials in exchange for receiving business. Specifically, members are prohibited from giving, offering, soliciting or accepting anything that is a bribe, kickback, illegal or unethical payment. Bribery is defined by any agreement made by any party outside or even inside the bloc to sway, influence, change or control BLOC politics for the purposes of personal gain or is contrary to the mission and intent of BLOC. Bribes being defined as anything two parties can agree to as a value exchange.

Our responsibility: Members or their companies should not offer or accept any form of a bribe or kickback from any individual or government official. Seek guidance from our legal advisor and BLOC meetings if you have any questions or a situation arises in which you are confronted with this type of scenario.

Gifts

In accordance with our bylaws and procedures, you may give or receive gifts of nominal value that are not intended to influence the outcome of a vote, any phase of a contracting decision, or onboarding, or other business decision. This also means you may not use your own money to provide gifts that may influence the aforementioned outcomes.

Our responsibility: Any gifts provided to or received from members, suppliers, or other vendors must be in line with our bylaws and procedures. Any gift greater in value than \$1,000 should be disclosed to the members of the BLOC.

Confidentiality

During your membership, you will have access to and possess confidential and proprietary documents related to the total contributions of the BLOC, its members, and other resources. You may not divulge such information to any third party or use such confidential or proprietary information to benefit others under any circumstances except as necessary for the business of the BLOC, required by law, or as directed by the BLOC.

Intellectual property

Trade secrets and other types of intellectual property provide the BLOC with a competitive advantage shall be kept in strict confidence. Patents, technical knowledge, know-how, documents, trademarks, service marks, company names, supplier lists, member lists, copyrights and other trade secrets are valuable assets, and protecting them is essential to our continued value to members of the BLOC.

Our responsibility: Any member who becomes aware of any misuse of BLOCs intellectual property must immediately notify the Chair, Vice-Chair, Security Officer and our legal advisor. You are also expected to respect the intellectual property of others and refrain from infringing upon valid patents, trademarks, service marks, copyrights or other intellectual property not owned by or licensed to the BLOC or its members. If you have questions about whether using certain material violates the intellectual property of the BLOC or others, you should contact our legal advisor for guidance.

Bylaws and procedures

Each member of the BLOC is responsible for conducting themselves in accordance with our organizational bylaws and procedures. Our bylaws and procedures (collectively, the bylaws and procedures) that address in greater detail many issues covered by these standards as well as other topics not addressed here. Our standards are not intended to recite all the bylaws and procedures that apply to you or every law that applies to our business, but to help us to maintain an honest, ethical, and trustworthy organization. However, guidance on specific policies is available by visiting our Teams general documents section. We encourage members to visit the Documents in Microsoft Teams regularly to find the most current policy information. Failure to comply with these standards or the policies and procedures may result in disciplinary action, up to and including removal from membership from the BLOC.

Our responsibility: Each of us is responsible for reviewing, understanding and complying with the BLOC's bylaws and procedures.

Disclosures

Due to the nature of BLOC and its work, there is a vested interest in members and their personal backgrounds. Particularly, the individual's business and criminal history. For this reason, individuals will be required to disclose any personal items that may compromise the integrity of the BLOC and its mission. All disclosures will be private and shared only with approved members of a small preassigned sub-committee of BLOC members for risk analysis. Specific points of include:

- Crimes of a financial or political nature (embezzlement, extortion, fraud, grand theft and any theft of any kind, espionage, bribery, treason, human rights violations, malicious prosecution).
- Predatory Crimes (Abuse or neglect of elders, children, or animals, defrauding or using coercion against anyone for the intent of personal gain or to inflict harm).
- Any activity or past actions or convictions of RICO or organized criminal participation with any group or organization that's sole intent is use of force, fraud, drug or human trafficking or extortion.
- Any repeated pattern of business mismanagement.
- Any history in malicious treatment of customers or employees.

It is not our intent to exclude participants based on criminal convictions nor do we. Members with convictions are not excluded from BLOC. We are looking for risk factors that could affect BLOC members and their investors. If a disclosure yields concerns; the party will be allowed to make their case before the select disclosure committee for review. That is to say that exceptions cannot be made under some circumstances but would require much debate and absolute scrutiny. Because our goals are to be good stewards of the blockchain space and community, we would be working against that objective in not investigating risk. It is not our place to judge whether these actions are right or wrong, but only to ascertain what threat someone with a specific background could pose to the BLOC community.

*It is **not** practically possible for the BLOC to guarantee the screening criterion successfully eliminates all risks. The BLOC cannot be held responsible for the wrongful actions of a nefarious individual who intentionally violates BLOC values or ethics; the BLOC will however endeavor to right the wrongs in our systems wherever failures occur.

Recordkeeping and document retention

The BLOC is a registered Educational Non-Profit in Texas, United States of America and all intellectual property of the BLOC is subject to protection under the Laws of Texas. All records must be respected regarding the creation, maintenance, retention and destruction of BLOC documents. This includes but is not limited to member agreements, accounting and finance records, information technology-related data, supplier contracts, correspondence and bid materials. Any member who is found to be destroying, doctoring or withholding BLOC records (and to a limited extent their own projects or work) with the intent to deceive investors or other BLOC members will be subject to oversight and investigation.

Our responsibility: We are each required to respect, understand and adhere to all recordkeeping and document retention policies. To honor our values of transparency and accountability, we would ask that BLOC members to also keep thorough records on their projects for scrutiny when necessary.

Use of BLOC Resources

If the company provides property, including systems, supplies and equipment, intended to assist you in the performance of your member responsibilities. This allows us to serve members' needs effectively and conduct business in an efficient and professional manner. You will also have the means to connect with professionals and other industry innovators. We expect that our members will remain good stewards of these resources, that means only take what is necessary, respect BLOC members time, money, and energy. Abuse of any resources dispensed to BLOC members will result in oversight and review.

Our responsibility: Our assets are intended to be used for legitimate business purposes of the company. As a result, while incidental and occasional personal use is permitted, it should never be disruptive or interfere with the conduct of company business or employee performance, nor should it create or appear to create a conflict of interest

Maintaining Our Integrity	
<ul style="list-style-type: none"> • Set the tone by establishing BLOC values • Provide an avenue for questions (Meetings asking members) and keep bylaws clear and accessible • Maintain a strict nonretaliation policy 	<ul style="list-style-type: none"> • Model the BLOC values • Be aware and listen • Maintain an open-door policy and encourage members to voice concerns and ask questions • Escalate issues, as necessary • Understand and follow the BLOC values • Be aware and listen • Be willing to speak up and raise concerns
Organization's Role	Member Role