

GameSwift DAO Constitution

PREAMBLE

*We, the GameSwift DAO, as the Community gathered around the GameSwift Project, which is mainly conducted and operated by GameSwift Platform company via <https://platform.gameswift.io/> (**Platform**) hereby declare ourselves to act independently to design, develop and implement various blockchain solutions within the gaming ecosystem focused around the Platform, to address the specific needs of our Community, which are not covered by the services provided by the Platform operator (all our activities are further called **Project**) and we hereby decide that our actions will be dictated by the values, goals and procedures established in this Constitution.*

This Constitution shall be a set of principles and rules of our sovereign Community, but also an enduring proof of the goals and values that have guided the DAO in its decision-making processes since its creation. The set of these values in the form of the Constitution is intended to serve our Community as a model for an agreed-upon set of standard procedures under which the DAO will operate both as a collective and as individual units, that may one day form within the DAO in connection with its development.

Like our Community and the projects, for which it chooses to act, both now and in the future, the Constitution may always be subject to evolution and further shaping, according to the most current needs of this Community. With this in mind, we emphasize that each word has been added through the management processes described below, and each word may be changed using the same processes. Always unchanged, however, should remain the goals and values that accompanied the creation of this Community as well as the Constitution.

It is our desire to create a sustainable and united Community, that will be able to work jointly and in concert for a decentralized ecosystem, in full respect of the principles behind the creation of the DAO and with mutual respect for each of its members.

#1. Purpose of GameSwift DAO

1. As GameSwift DAO we believe in a fundamental idea of blockchain, which is complete decentralization. Therefore, our goal is to create blockchain solutions, which will serve as additional features for the users gathered around the Platform, which are not provided to us by the Platform operator. One of our key projects is \$GSWIFT Token (**\$GSWIFT** or **Token**), that we have already created and listed on several exchanges.

#2. Becoming part of the Community

1. We are decentralized Community of gaming enthusiasts. There are no formal requirements to become part of the GameSwift DAO. If by heart you are a gamer and want to contribute to the Project, you are one of us. Having said that, if you want to have a say on what we as

GameSwift DAO do, you have to hold \$GSWIFT and use it according to paragraph #4 article 1 of this Constitution if you want to cast a vote (such members of the Community are further called **Tokenholders**).

2. By becoming a member of our Community, you agree to act in accordance with this Constitution and with respect for the principles and values of the DAO and the principles of solidarity and mutual respect between its members, particularly not use hate speech in interactions between Community members and strive to fully respect their privacy.

#3. Decentralization of the DAO's solutions

1. We believe in the idea of decentralization and Open Web. Because of that, source code of the IT solutions etc. developed or ordered by the DAO from third-party providers, will be shared with the Community as open-source, if possible.
2. Due to the fact that in the current legal and regulatory situation, the DAO is not seen as an entity with legal personality, where necessary, we decide in order to safeguard all the interests of our Community to entrust the role of trustee, including with regard to copyrights, to the legal wrapper indicated in paragraph #6 of this Constitution, which will hold in custody these rights until a change in the legal situation allows the DAO to directly and rightfully acquire these rights for its own behalf.

#4. Voting procedure

1. Only Tokenholders who will use:
 - i) \$GSWIFT in the SAS function;
 - ii) \$GSWIFT in GS PAY function;
 - iii) \$GSWIFT in the GS Pay whitelist function;available via the <https://gswift.community/> website can vote on the DAO matters (**Voting**). Each Token used as described in the previous sentence has a power of one vote.
2. Official and binding Voting of the DAO will take place via official profile of the GameSwift DAO on the Snapshot platform <https://snapshot.org/#/> or a similar tool chosen by the Community.
3. Each Tokenholder has the right to propose actions of the DAO, including changes to the Constitution (**Proposal**) to be voted on by the Tokenholders on the basis of conversations held on a special, dedicated channel on the Discord platform (or any other chosen for this purpose) where various topics that are important for the Community will be discussed. Only Proposals that gain significant approval from the Community on Discord (or other platform of choice) will be eligible for an official DAO vote on Snapshot. Proposals on the Snapshot platform will be submitted by a representative empowered to do so by the Community on the Discord platform.

4. Each Tokenholder will have the right to vote on the submitted Proposal by casting one of the following votes:
 - a. For, in which case the Tokenholder supports the Proposal;
 - b. Against, in which case the Tokenholder does not support the Proposal; or
 - c. Abstain, in which case the Tokenholder neither supports or rejects the Proposal, but his/her vote still counts for the required number of votes to make the Voting binding (**Quorum**).
5. The following number of votes and Quorum shall be required to approve the Proposal in the Voting so that it becomes an **Approved Proposal**:

Type of Proposal	Quorum, [% of used Tokens]	Votes Required, [% of votes]	Voting Time, [hours]
Minor changes not otherwise listed	40%	50% + 1	24
Changes to the activities of the Project, structure of the DAO, choosing or changing a Legal Wrapper or Representative, disposal of all or a substantial amount of the DAO's assets, approving certain expenses from the Treasury	40%	50% + 1	48
Changes to the functionalities of the \$GSWIFT, rights of the Tokenholders, creating off-chain legal entities to represent the DAO and appointing people to fill their bodies, choosing partners, service providers and other entities to support DAO	40%	50% + 1	48
Emergency Proposal addressing an urgent issue (an issue which directly concerns the existence of the DAO) when time is of the essence.	40%	50% + 1	12
Changes within the Constitution	75%	75% + 1	72

#5. Implementation of decisions

1. Approved Proposals that can be implemented in an automatic way by the means of smart contracts, will be implemented in that way.
2. Approved Proposals that cannot be implemented in an automatic way and require manual, off-chain implementation will be implemented by the GameSwift DAO Legal Wrapper (defined below) or Representative (defined below).
3. Implementation of some Approved Proposals will require allocation of funds from the Treasury. If such allocation of funds cannot be done automatically, by the means of a smart contract executing Approved Proposal, it will be conducted by a Representative acting as the Treasurer (as defined below).

#6. Legal Wrapper

1. As a DAO, we cannot as of now operate off-chain, because we do not have legal capacity. Sometimes we will need to operate in real world, and thus we need a legal wrapper – a legal entity acting as our chosen trusted partner and a trustee of our rights and obligations, e.g. in case of signing an agreement (**Legal Wrapper**). Such Legal Wrapper will be chosen by the Community during Voting.
2. Legal Wrapper may help us also by providing interface/API accessible online, in the Internet, for decentralized functionalities developed by us on-chain.
3. We hereby confirm that in previous DAO off-chain votes, prior to the generation and issuance of Tokens, the Legal Wrapper to assist the DAO in its day-to-day operations was selected BlockchainGames MTÜ, an entity established in accordance with Estonian law, whose statute reflects goals in line with those of the DAO, especially when it comes to spreading and educating about blockchain technology and underlying decentralization.
4. Although the Legal Wrapper is currently situated in Estonia, the DAO does not identify with this jurisdiction as a fully decentralized organization created by the International Community and as such can never be associated with a single country or territory.

#7. DAO representatives

1. Some Approved Proposals cannot be done automatically using smart contracts and also are not fit for a Legal Wrapper to proceed with them. These activities include for example signing of some statements or approving transfers of DAO's funds. For such actions we may choose in a Voting a member of the Community (**Representative**) to undertake them.

#8. The Treasury

1. As a DAO we have our own funds in crypto-assets, e.g. from the distribution of \$GSWIFT, kept on a dedicated multisig wallet (**Treasury**).
2. Transfer of funds from the Treasury will require an oracle decision, stating there has been an Approved Proposal, whose execution involves transfer of a certain amount of funds.
3. In a Voting we will choose a Representative responsible for keeping the key to the Treasury (**Treasurer**), for a period of 24 months. Transfer of funds from the Treasury will require not only the oracle decision, but also approval made with the key held by the Treasurer.

#9. The Off-Chain Resolutions

1. Given that the off-chain DAO had already formed some time ago and in order to make the on-chain form of DAO possible i.e. enable the generation and issuance of tokens and the creation of a governance process, the DAO had previously made decisions in the form of off-chain surveys. We hereby attach the contents of this surveys, which have been adopted by the off-chain DAO as resolutions and confirm that it was and is the will of the DAO to act in accordance with such resolutions.