



*Empowering Voters And Shareholders  
With Patented Blockchain Solutions*

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# Executive Summary

## Problem Overview

Voting processes are inherently flawed because they are designed and implemented by people with a personal interest in the election outcome, and the motive and opportunity to distort the processes to produce the desired results. Measuring public opinion encounters a similar problem due to confirmation bias. VoteUnits uses a proprietary blockchain technology to achieve voting and opinion surveys where processes and procedures can be verified so results can be trusted and accepted.

## Mission Statement

VoteUnits is the key to instilling, encouraging and supporting confidence in political and corporate elections, by supporting a system where voting and opinion surveying can be performed using procedures and leading to results people can trust and accept as fair, true and accurate. VoteUnits is not about “buying votes,” however; it is about providing access and facilitating procedures and, ultimately, results you can trust.

## Core Objectives

1. Support renewed public confidence in the conduct of elections through a decentralized system where a running public ledger archives transparency, allows verification and preserves the original state of all activity.
2. With a better system of recording public opinion and sentiments, clients can use more accurate target audience information to make better, more informed judgments and decisions for their businesses.

## Introduction

The VoteUnits Network Token (“VoteUnits” or “TALLY”) is designed to facilitate the procurement of accurate, reliable, and usable market and survey data. The data is drawn from public or internal opinion sampling utilizing the cryptographic and decentralized features of distributed ledger technology. The VoteUnits token may also be utilized for conducting low impact or highly controlled elections or referendums. Its primary uses include:

- Measuring consumer preferences for retail products;
- Conducting public and internal survey research;
- Testing advertising, marketing, public relations, or branding campaigns;
- Conducting public elections, union elections, internal surveys or proxy corporate board elections; and
- Database creation, maintenance and use
- Engaging with pollsters.

VoteUnits is a network token that can be used to prompt, retrieve, measure and analyze feedback, preferences, and opinions in virtually any economic, commercial, entertainment, opinion, and governmental context.

VoteUnits is unique. Unlike any other blockchain-based asset, VoteUnits uses a revolutionary, *patented* blockchain technology which creates what we believe is the first and only token to facilitate secure, transparent, and trustworthy user input and engagement.

## VoteUnits is important

But there is another reason why VoteUnits is important. The VoteUnits token is the only way to collect sentiment feedback and run any type of contest or election, *and* do those things while being free from having to *hope* that a centralized entity is honest, capable, alert, and does not make mistakes. These *assumptions* plague existing centralized methodologies. VoteUnits is different because it is based on a patented blockchain technology which at its core uses a decentralized, algorithmic-based mathematical consensus to support a public ledger of activity which preserves and sustains a rolling “original state” of inalterable, immutable data. This means history cannot be changed, rewritten, or obscured. It is perfect for securing the integrity of test results, of sentiment monitoring, and any vote in a public, union, or corporate shareholder election. Not only is this a strong mathematical, cryptographic protection of the genuineness of data - your vote - but VoteUnits has been conceived by the same people behind the patented blockchain technology solution, which has been licensed for VoteUnits and which token holders now stand to benefit from.

## VoteUnits is necessary

VoteUnits is necessary because contests or surveys which measure popular sentiment are, in whatever context, constrained by traditional methodologies that are becoming less useful as populations’ behavior continue to change along with their expectation for accuracy in a data-driven world. The consequences, for example, of a company introducing a product with incomplete or flawed raw marketing data can be catastrophic for the financial and reputation of that company. Elections, additionally, especially for government positions, have historically been viewed as untrustworthy in their execution, leading to results - and the subsequent governance - often thought to be illegitimate. Shockingly, despite “advances” in technology, such as the use of what are

euphemistically called “electronic voting,” our current elections are no more trustworthy than the rudimentary open-ballot (and not secret) elections of centuries ago! In fact, poorly conceived electronic voting systems have led to less secure, less trustworthy, and less legitimate elections, which have been more easily hackable and more easily corruptible.

## What is VoteUnits?

VoteUnits is a utility token based on the ERC-20 protocol governing tokens selecting its rules. VoteUnits operates using the Ethereum Blockchain, thus providing a separate mechanism to achieve decentralized consensus within a distributed network to assure verification of data inputs and the highest credibility of information. VoteUnits also uses a unique, patented technological system (U.S. Pat. No. 9,836,908) which allows for customized protocols and deliberate, multi-branch forking. This is designed to allow users to design their own system while preserving the sanctity and computational protections of the remaining Blockchain system.

## Why Do We Need A Voting Token?

There are several reasons why a decentralized and tokenized system for vote inputs is optimal: 1) it avoids the dangers of centralization; 2) it minimizes the multiple and cumulative risks arising from human involvement (in other words, the risks of accidents and the risks of corruption); 3) the enormous pool, participation, and data potential already created by smart devices and which is only likely to grow significantly with greater market penetration, and 4) new incentive structures that can lead to more accurate data, both qualitatively and quantitatively.

VoteUnits is designed as an open source tool for a variety of events which require an individual to provide input in the form of a vote using VoteUnits. These VoteUnits tokens can be distributed to targeted individuals for specific firm feedback, randomly for scientific research, or can be accepted generally as a form of input for any number of platforms which reward users for accurate and sustained voting, such as a predictions platform. The VoteUnits Network will become the key to more accurate and trustworthy public or private polling or surveying and referenda and elections of all kinds. The outcome of a decentralized platform that allows humans to provide direct input, at any time, in a network not dependent on “trust” will be more legitimate (that is, accepted as fair and accurate) predictions, decisions, and results, which can ultimately lead to a more stable and confident world.

## A Blockchain Solution is Essential for Elections

The last 30 years have seen telecommunications advances bring the world from domination by rotary-dial landline phones (where push-button phones and fax machines were signs of a cutting-edge office) to wireless internet, smartphones and transfers of information and value-free from intermediation (the latter, of course, describing digital units known commonly as ‘cryptocurrency’). These transformations have not been limited to the technology-savvy in the most-developed and educated economies; today, even the formally uneducated living in undeveloped countries lacking in transportation, banking, and even sanitation infrastructure can communicate across the world and engage in transactions using a blockchain-based digital asset.

In stark contrast to these advances, the manner in which democratic societies (and other institutions like corporations with voting shareholders) conduct elections, choose their representatives, and legitimize and continually renew those governance systems by their participation and general acceptance, remains stuck in a chaotic time warp.

In short, while 21st Century technology and blockchain technology evolves faster than ever, our means for *voting* remain as insecure and rudimentary as ever.

Without the VoteUnits solution, you are required to trust - really, to hope - in systems and people working properly and honestly at every step of the election process; where anyone error, mistake, or bad act will distort the election result (because only one fraudulent vote is needed to corrupt an election, even if it does not affect the outcome). There are too many variables where everything must “go right,” perfectly, every time - for instance printing and delivering enough ballots and voting apparatus, malfunctions of voting apparatus, misplacement of the ballots or the apparatus containing votes, human and machine accuracy when tallying votes, and generally working to prevent mistakes, accidents or outright fraud. The TALLY token can be utilized in any blockchain based voting systems in order to add cryptographic accountability to every ballot or vote cast. This results in elections with a level of accountability that both exposes and prevents many forms of fraud or mistakes. There will be an assurance that an elections results were legitimate, though they can never be free from error. These variables can present themselves in both “closed membership” and “public” elections, as explained in the next sections.

## Public Elections

The National Human Rights Defense Network, who participated in observing the 2015 Haitian Elections, reported “A massive planned operation of Electoral Fraud.” (1) Allegations included ballot box stuffing and burning, a black market for the 915,675 accreditation cards that were distributed to political party monitors and electoral observer organizations (about U.S. \$30 could purchase one of these cards), and multiple voting by observers (2). Those elections were nearly cancelled after protests both domestically in Haiti and by the international community, and required substantial aid including, according to one report, some \$33 million by the United States to “support the election.” (3)

As more developed nations adopt online and electronic voting systems (4), the databases and voting apparatuses comprising those systems involve a unique set of issues with many moving parts and low accountability. In the United States, for example, centralized data storage facilities spread across 7,000 local jurisdictions were reportedly targeted by Russian hackers. Allegedly the Russian hackers, were able to access up to 39 state voter databases containing registrants' names, dates of birth, gender, driver license identifying information and even partial Social Security numbers. all this personal information, which can be altered or stolen, may lead not only to voter fraud but also to a wide range of other identity fraud-based crimes. In the one state of Illinois, perhaps up to 15 million people were at risk by the attacks and up to half of these people were active voters (5).

In 2005, it was demonstrated how it was possible to hack into a Diebold voting machine and manipulate vote tallies (6). So-called "white hat" hackers showed it was possible to alter individual votes, inject malicious code into election servers, and potentially extract voters' identities in addition to documenting numerous procedure contraventions by election officials during the 2013 Estonian elections (7). Additionally, these machines and databases require particular expertise, generally restricted to machine providers, to prepare, manage, and maintain. These machines can contain thousands of lines of code behind the software. One common complaint among election officials centers around the reliance "...almost exclusively on the voting system vendors for information about malfunctions, defects, vulnerabilities and other problems that the vendors have discovered, or that have occurred with their voting systems in other states." (8) Clearly, existing electronic voting systems are prone to attack; just as clearly, their results cannot be trusted.

## Corporate Public Shareholder Votes Using Proxies

A proxy is an authorization by its grantor (the person with the original right to vote) to a second person to cast a vote on behalf of (as usually as designated by) the grantor.

Proxies are useful because they allow people to participate in votes in situations where they cannot be present for the vote. Large multinational corporations may have shareholder meetings where votes are held in remote locations or otherwise far from the shareholder's residence, making physical attendance impractical if not outright impossible. The same dilemma may also occur in elections held among a broad participant base, such as a nationwide trade union election or political party committee election. However, proxies are also useful and virtually necessary for these corporations to get legally required "quorums" (a defined minimum percentage of outstanding shares or voters, which minimum is set either by the jurisdiction's corporate law or the corporation's bylaws) needed for shareholder authorization of certain corporate actions. Proxy votes allow stakeholders, and especially large institutional shareholders, to participate without being physically present; these participants deliver their voting instructions to other trusted parties, ensuring their participation and satisfying shareholders concerned about their investment (9).

Proxy voting is often the only way by which investors can have a direct say in the business operations and societal activities of the company or mutual fund whose shares they own (10). However, this advantage also carries with it the enhanced risk of election irregularities and voting fraud. While any voting contest has a one-incident risk of error in that particular contest or election, the use of proxies introduces a second incident (that being the grant of the proxy) where errors or malfeasance can infect and distort results by introducing ineligible or fraudulent proxies; therefore, an effective voting system allowing proxies must not only accomplish the secure voting for each vote, but also ensure the regularity of each use and grant of proxies to achieve a fair and honest election where votes are cast only by authorized, registered or otherwise qualified participants.

These problems have arisen in many corporate shareholder votes which by their nature are quite contentious and where the prevalence of proxy votes by absent shareholders has often led to errors and large expenses. For instance, while it did not affect the

election's outcome, a technical glitch in tabulation by Broadridge Financial Solution, the company employed to manage vote counting for a Yahoo! stockholder vote, resulted in a miscount of about 20% of the votes (11). In the most expensive proxy fight yet, involving the counting of roughly two *billion* votes, Procter & Gamble's official count found the incumbent 11-seat board of directors were all re-elected, but an independent firm's count showed an activist investor, Nelson Peltz, defeated his board member opponent by 42,780 shares (12). Ultimately, the most expensive corporate election in history was a capitulation to allow Peltz on the board; not because of an official agreed-upon count, but because the "certified vote count showed the results were 'extremely close' and because so many shareholders had voted for Mr. Peltz." (13) When it comes down to it, "the dirty secret is that when shareholders vote in a corporate election, nothing assures an accurate vote count." (14)

VoteUnits will enable the facilitation of corporate responsiveness, shareholder participation and knowledgeable decisions. It will support trusted vote outcomes whose legitimacy, accuracy and fairness will be accepted by stakeholders. VoteUnits' ability to use a patented blockchain system for multi-branched blockchains will enable the flexibility to accommodate different client situations and customize solutions.

## Union Elections

Broad membership elections such as trade union elections are many times national in scope and can involve a large number of participants. In fact, to even establish the union initially involves such an election, which in the United States (one of the heaviest trade union nations) is overseen by the National Labor Relations Board (15). The union members vote for union representatives who typically are charged with protecting and promoting the interests of the unionized workers in their trade (16).

However, the same systemic problem with governmental election systems have led to the same common complaints and disputes in union elections. For instance, the loser in a countywide union election filed a lawsuit alleging "poor ballot security, secret

meetings, bias on the part of [the national union election administrator]” and that the “election was tainted by fraud.” (17) In another recent union election case, a United States federal district court threw out the results of a union election and ordered a new one after finding “clear violations” by a union local regarding its conduct of the original 2015 election, (18) but nonetheless, despite allegations that the union “failed to notify all members of the election, denied eligible members the right to run for office, failed to apply candidacy qualifications uniformly, permitted ineligible members to vote and failed to count ballots of eligible members,” it was all chalked up as being an “honest mistake.” (19) These reactions to flawed election systems, not to mention a failure to account for the temptations for human misbehavior, illustrate why honest, trusted elections need a system that does not force its participants to “trust” election managers or others.

The VoteUnits Network facilitates accountability through the immutable and decentralized nature of blockchain ledger technology. Union elections of all type and sizes will benefit by a system that provides the assurance that an elections results are legitimate and any irregularities can be exposed and investigated through proper auditing.

We present a scalable, decentralized system that can be adopted by institutions of all sizes; from the most local to the most advanced; from local or national governments to established multinational corporations; from annual shareholder votes to other large organizations such as trade unions (whose elections may be national in scope and involve hundreds of thousands of participants); all can expect more reliable and trusted results for any voting event.

VoteUnits can also work in conjunction with parallel blockchains, using patented blockchain-derivative technology called the “slidechain” system; one or more of those parallel blockchains can be used to compile, store, revise and report data governing the eligibility and credentials of eligible participants based on criteria such as stock ownership, residence, age and so on (depending on the type of contest and whether corporate bylaws or jurisdictional laws apply).

We believe technology can be used to mitigate the risks which exist before and during a vote as well as provide a verifiable digital record to compare the hand-counted results too. We can accomplish this on the blockchain with immutable data technology, which creates an innovative voting system which is trustless, transparent, and tamper-proof.

## Polls And Surveys Need Blockchain

The same issues of centralization plaguing voting also affect polling and surveying today. The central vulnerability is reliance upon a third-party entity to be honest, capable, alert, and free from error. As well, the progression toward online polling and surveying produces less of a paper trail (if any, at all) meaning there is no reliable way to audit results produced by a central entity. We must trust that all actors in the competitive opinion sampling industry are not cutting methodological steps or fabricating data or results to meet demand and beat the competition (20)(21). VoteUnits exists to provide transparency, accountability, and immutability for the inevitable online dominance of public and private sampling methods.

Just like a cooked meal is only as good as its ingredients, a poll or survey may only be as good as its sample. Surveys and polls rest on a quicksand-shaky assumption: that poll respondents are an accurate cross-section of the consumer market or voting population. Polling has traditionally been done by telephone and based on an assumption that the prevalent, near saturation penetration of landline telephones meant that respondents accurately reflected customer or voter behavior. Now, that has changed. While mobile or smartphone penetration has also reached virtually all adults, even in less-than-fully-modern economies, other market circumstances have created uncertainties which adversely affect the reliability of the “sample.” Those circumstances include the prevalence of caller ID, allowing landline or cellphone recipients to screen and decline calls, and the assignment of phone numbers to non-residences or even to non-telephone devices. Both factors make it much harder for a survey firm to obtain the

requisite volume of responses needed for accurate sampling (22). The increased number of calls which need to be made to match an ever decreasing phone participation rate, moreover, has plagued opinion research with an ever increasing cost to commission a methodically sound poll or survey (23). For example, consider the following:

Landline response rates have plummeted over time. In the US, A Pew Research Center study found the rate to be 36% in 1997 and to have stabilized at around 9% from 2012 through 2016 (24). An AAPOR assessment of the future of telephone survey research found that cellphone response rates declined in the seven year period from 2008 to 2015 from 11.7% to 7%, (25) a decline of more than 40% from which one can infer it takes perhaps 70% more attempts (at least) to get the same number of responses. The drop is sharper as the measuring period is lengthened; according to the Gallup Poll Social Series (GPSS) it received a response rate of 28% in 1997 but only 7% in 2017, results suggesting it is now *four times as difficult* to get survey responses today as it was 20 years ago (26).

This low response rate for both landline and cellphone users correlates, additionally, with a skewed response along various demographic and socioeconomic lines (27). As a remedy, statisticians weight polls based on assumptions and generalizations rather than individual sentiment where traditional sample collection methods fail. In its simplest form, if a poll's sample size, for instance, ended up being 6% African-American, this would not be a sample representative of the United States population (where African-Americans may comprise ~13%). As such, the opinions of the 6% can essentially be doubled in order to weight the polls to account for the inadequate sample (28). Yet that action is based on one prime assumption: that the smaller subset is an accurate reflection of the larger group. Not only are there all sorts of variables which could produce a false or inaccurate sampling, but there is also the problem that any error in an "upstream" assumption like this example will distort and cause inaccuracies in every "downstream" finding.

In the United States, perceived or assumed increasing partisanship over time has made it easier to make assumptions based on demographic profiles, especially in assuming political alignment (often this is called political-party identification); however this also has the effect of producing more of a “polling-flavored statistical model than true surveys of public opinions” (29). Considering pollsters often rely on United States Census Bureau data for demographic information, and a closer dig (30) into that data reveals that reported numbers for all but the largest groups are, in fact, estimates which tend to vary significantly from year to year, statistical weighting based on this information may also lead to major inaccuracies. Couple that with a tendency to apply an all encompassing term (Latino) to a diverse set of people (Puerto Ricans, Cubans, Mexican Americans, etc.) and ones assumptions could lessen if not completely negate a poll’s results (31).

The excessive reliance on weighting as a remedy for low participation in traditional telephone surveys will only continue to fail to capture specific market or public sentiment as our traditional assumptions and methods become more antiquated and less useful over time.

The first web-based polling and surveying to emerge has been effective in its ability to produce a bias sample (not a representative national sample) which are useful when sentiments of specific demographic or socioeconomic groups want to be targeted. As well, the removal of a live interviewer can have the effect of producing more honest answers, especially where personal or highly contested topics are being asked. As such, online polls are a highly utilized primary method for “market research applications such as product testing, sales tracking, advertising and brand tracking, and customer satisfaction.” (32) Pollsters have utilized online polls to more accurately weight their traditional polls and surveys (or the pollsters will use traditional methods of acquiring a national sample, such as using random digit dialing (RDD), and then provide an individual with an online poll, where the results can then be applied nationally) (33). These online polls, however, have failed to reach their full potential as they are still

hampered by centralization, have not utilized the potential offered by cryptography and a decentralized blockchain-based network, and have not taken advantage of the data offered by smart devices.

The VoteUnits Network token facilitates the ability to conduct the various types of polling and surveying needed to more accurately assess public and private sentiments. The safeguarding of one's identity and personal data through cryptography mixed with the incentives created by a crypto-economy will lead to more widespread participation and thus a greater and more dynamic understanding of a sample based on the data attached to each participant (one's personal identity remains encrypted and anonymous. Only the pertinent, non-personal, information underlying one's input is known). The immutable and transparent features inherent to data stored on the blockchain mean no one must trust a centralized entity to remain honest and forthcoming as data can not be manipulated and an audit can occur at anytime.

An individual or institution of any size will be able to utilize the VoteUnits Network to conduct a polling or surveying event. Matched with the ability to work in conjunction with additional blockchains by using our founders' proprietary and patented blockchain-derived "slidechain" system, parallel blockchains can be used to compile, store, revise and report data governing the eligibility and credentials of potential participants based on criteria behind commissioned poll or survey.

## What Do The Tokens Represent?

The VoteUnits token (TALLY) carries an inseparable network access software license; purchasers of the token will be purchasing a license to use the tokens and access and use the software underlying the tokens. Prospective purchasers and users should read the Network Access Software License Agreement setting forth the terms and conditions of the license.

## When Will VoteUnits Be Available To The Public?

The “TBA” Foundation believes that a distributed geographic network of participants using the VoteUnits is optimal for developing the ecosystem and community for improving opinion polling, market research, and elections. In keeping with that intent, the Foundation intends to make available for purchase a limited number of tokens upon the general terms and conditions set forth herein. However, the tokens feature a strong utility component and accordingly are intended for use by those parties which engage in market or public opinion research or associated processes, but are not intended for everyone. All prospective purchasers considering an acquisition of the VoteUnits token should carefully review the Network Access Software License Agreement, referenced and included as an exhibit to this paper.

## When Would The Sale Begin?

The sale is anticipated to begin on Saturday, September 1, 2018 and continue for 30 days until October 1, 2018. However, the Foundation reserves the right to suspend or cancel the sale at any time, modify the terms of the sale or extend the sale. The Foundation may also in its own discretion make a private pre-sale on terms it negotiates in such a private transaction.

## How Many Tokens Would Be Made Available For Purchase?

The to be announced (“TBA”) Foundation has decided to create only 61.3 million VoteUnits, ever. Of that amount, approximately 40% or 25 million VoteUnits may be offered for the public token sale. However, the Foundation may in its sole discretion sell VoteUnits before the public consumer sale, and any of those sales will reduce the

number of tokens available in the consumer sale, or suspend or discontinue the sale at any time in its sole discretion.

## How Can I Buy VoteUnits?

The “TBA” Foundation will accept only Ether (ETH) in exchange for VoteUnits. It is contemplated that the Foundation will price VoteUnits at a ratio of 600:1 VoteUnits to one unit of Ether. Assuming a market price of US\$300, the implied cost will be US\$0.5. However, Ethereum (as with many digital assets) tends to be quite volatile in value (as “value” is measured according to the “trading price” of Ether at any given moment, so the actual implied cost at time of purchase may be higher or lower than the figures in the example cited above.

At this time, United States persons shall not be permitted to participate in this sale.

## Who Will Form The VoteUnits Community?

Holders of VoteUnits will comprise the VoteUnits or TALLY community. Assuming a full sale of the 25 million tokens offered, it is anticipated that the tokens will be distributed or made available for distribution pursuant to applicable smart contracts as follows:

1. While the total number of created tokens shall be fixed at 61.3 million, the number of tokens made available for purchase to qualified purchasers will be approximately 41 percent of the fixed amount, or 25 million.
2. The token sale amount of 25 million shall include pre-sale or special one-off sales preceding the qualified purchaser sale, and any such pre-sales or one-off sales shall reduce the amount available to the qualified public purchase sale.
3. Any unsold tokens allocated in the token sale shall revert to the Foundation but shall be restricted from subsequent reservation for sale or any other disposition for twelve

months, except that the Foundation may "burn" any or all of such tokens in its discretion.

4. The Foundation management team will receive (or be allocated) in the aggregate up to 10 percent of the total created, upon the commencement of the offering of tokens. Some of these tokens may be subject to staggered distribution and release.

5. The Foundation technical team will receive (or be allocated) in the aggregate up to 10 percent of the total tokens created. These tokens are contemplated to be subject to staggered distribution and release.

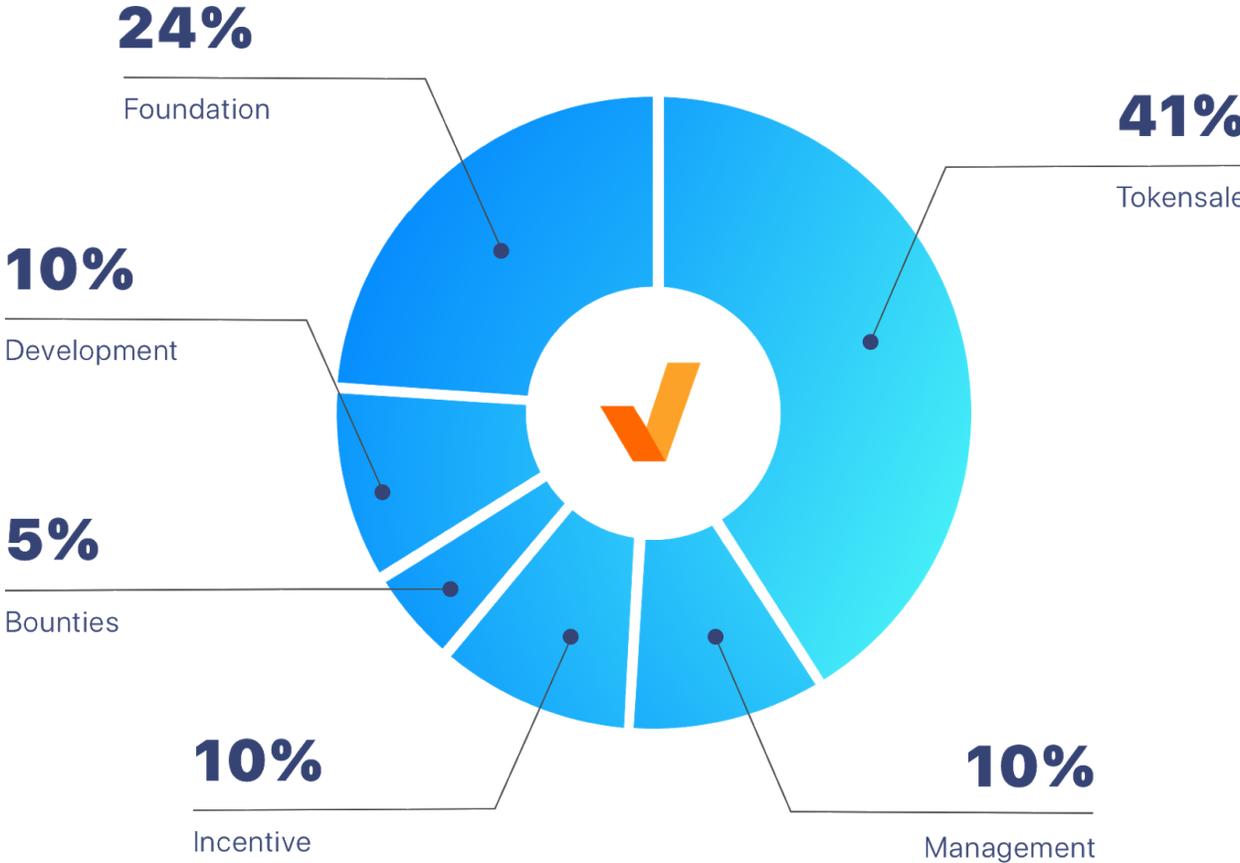
6. Bounties to incentivize the technical community will comprise up to five percent (5%) of the tokens created.

7. Tokens equal to ten percent (10%) of the token sale allocation shall be reserved to the Foundation for use in paying expenses, incentivizing third parties to develop and participate in the network or recruiting technical or management expertise.

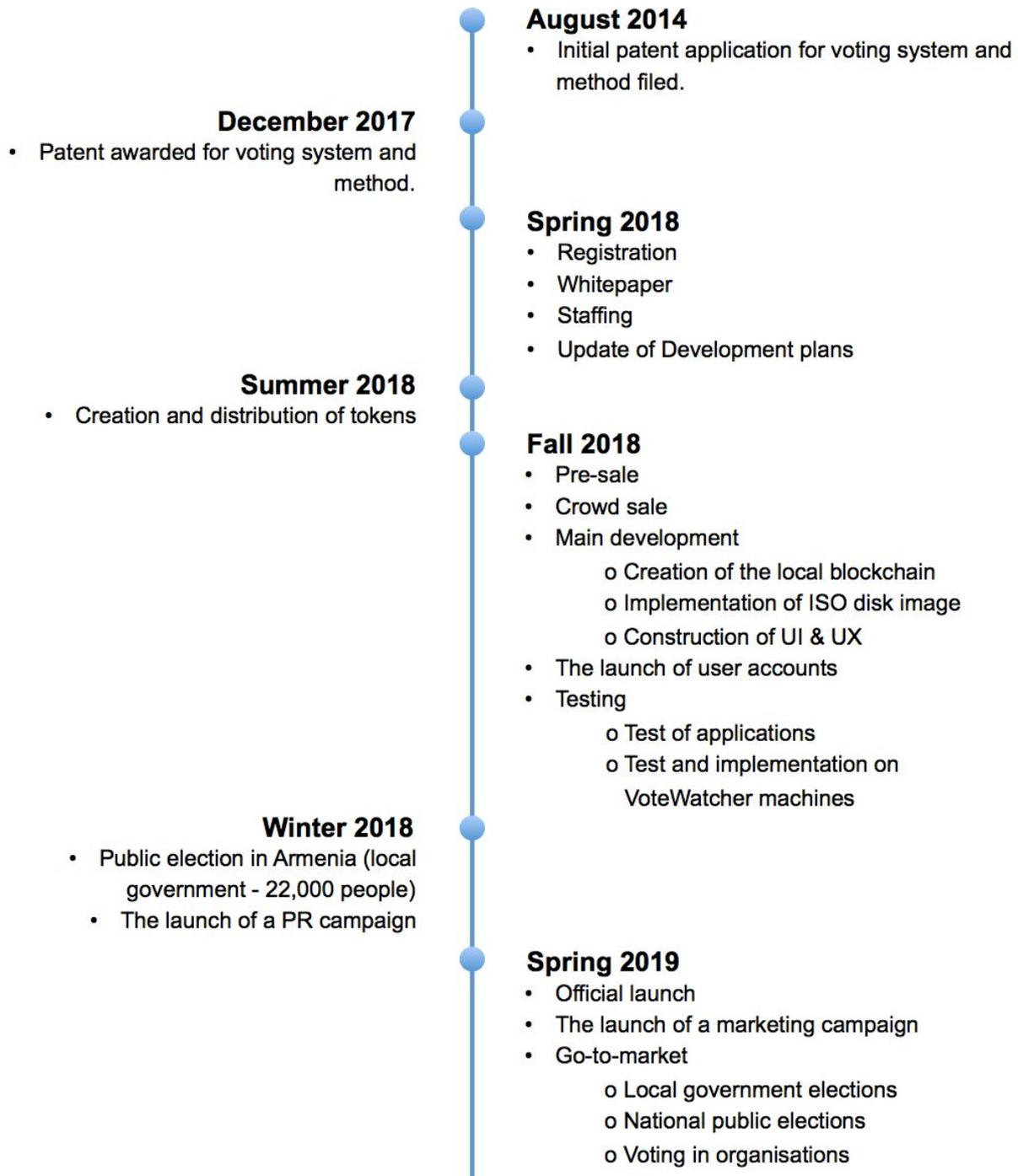
8. Ten percent of the token sale amount actually sold (up to 2.452 million) shall be reserved for issuance to Zap token holders.

The remaining approximately 14 percent of the tokens would remain reserved by the Foundation.

# VoteUnits Token Distribution



# Roadmap



## Frequently Asked Questions

### What is VoteUnits?

VoteUnits is a consumer network license utility token based on Ethereum technology and the ERC-20 protocol.

### What do VoteUnits represent?

VoteUnits is a tokenized digital asset which conveys a legal right enabling the token holder to access a new blockchain based ledger. This ledger can record, store and analyze data.

The token holder's rights are solely of the nature of a customer purchasing a good or service, and of a licensee, and those rights (and all other terms and conditions regarding the token holder's relationship with, and rights regarding, the tokens) are detailed in the Network End User License Agreement which is posted on our website and which you are strongly encouraged to read. All purchases of tokens are subject to the Network End User License Agreement. All holders of tokens will be deemed to have entered into, accepted and agreed to all terms and conditions of the Network End User License Agreement by their purchase and acceptance of tokens. All holders of tokens take possession of their tokens subject to such Network End User License Agreement.

### What Can VoteUnits Be Used For?

VoteUnits can be used to design, launch, manage and audit any type of voting operation (not just elections), in what we will call a "project".

A project can take many forms. The easiest example is an election, held by a governmental unit or trade union or other entity accepting votes from a large number of participants. However, the most common use of VoteUnits will be for polls, surveys and the conduct of elections such as those for corporate shareholders and large public groups such as trade unions. In those instances, companies and other organizations can use VoteUnits to receive and track audience preferences and reactions to whatever is being tested, such as a new product or a movie release.

Every holder of tokens has the full range of rights to use the tokens to access and monetize data and associated ledgers within our network. The Network End User License Agreement, available on our website, sets forth these rights.

## How Do I Use VoteUnits?

To understand how VoteUnits can be used, it's important to understand what VoteUnits is. The essence of VoteUnits, what lies at its core, is a software license in the form of gateway or access tokens which allow holders to start and conduct "projects" within our network. A "project" can be a competition, an information gathering exercise or even just the creation and use of a virtual library or database. These projects can have as few as one participant (e.g., one researcher creating a database) or many thousands or even millions of people (e.g., a popular democratic election such as a union or corporate shareholder vote). Tokens are needed to access the network and then launch and maintain a project.

## Can I get a refund of my VoteUnits tokens if I don't use the network?

No. The tokens are utility tokens and a consumer product. A limited number of tokens will be offered for sale. As such, your mere possession of tokens, if you choose not to

use them for any reason, restricts the ability of and deprives other interested consumers of the opportunity to use the tokens and participate in our network.

How much of the company do I own with each token?

None. The tokens are software licenses. There is no analogy with “common stock” in a “public trading company.” The VoteUnits tokens carry no ownership right or stake in the Foundation, the legal entity which is creating and selling the tokens and overseeing the development, management and operation of the network and marketplace, or in any other entity. The tokens are utility tokens and a consumer product. You have rights, in most jurisdictions, as a consumer of a consumer retail product or service, and participant in the network and marketplace.

Other digital assets can be traded and rise in value; can the VoteUnits token rise in value?

The tokens allow for access to and participation in the network and marketplace, within which all holders (or participants) may conduct contests (such as elections) and create, market and monetize data. The value of those feeds, and thus of a participant's own commercial activity, may increase as a participant realizes greater success (for whatever reason) in monetizing data. Please remember that VoteUnits tokens are utility tokens intended to be *used*. The tokens are not in any way analogous to securities, investment contracts or comparable ownership interests. They are not designed for (and we neither endorse nor encourage) speculation. There is no representation, promise, suggestion, inference or implication that VoteUnits tokens have or will ever hold a particular value beyond the utility of the token to access and participate in our network, and the consequent ability of any holder of tokens to use our network for commercial or personal use. VoteUnits tokens give no rights in any company and do not represent any

ownership right, creditor right or any right to participate in any distributions, dividends, income streams, profit shares or any other type of monetary or equity interest in any company, entity or project. VoteUnits token holders also have no right to participate in the governance or management of any company. The tokens are distributed as a functional product. “TBA” Foundation management, or its designees, have the exclusive power to operate, manage and direct the operations of the network and marketplace, without any input from token holders. As for the “value” of the tokens, just as with any asset, the “value” may depend on supply and demand and other factors which may fluctuate from time to time.

What amount is being offered? What's the cap of tokens? Will there be a follow-on offering or sale?

We intend to sell to the public up to 25 million tokens. We do not plan at this time on having what some people might call a follow-on or other subsequent offering of these or any other tokens or other participation rights in our network. There should be no expectation of any future sale. This means the number of VoteUnits tokens, and public access to the network, will be strictly limited.

What crypto-currencies are accepted in the “crowdsale”?

ETH will be the only crypto-currency or digital asset accepted for the purchase of tokens in the token offering. You will be required to have an Ethereum wallet pointed at the token/crowdsale address to participate in the crowdsale. VoteUnits are Ethereum-blockchain based tokens which use an Ethereum protocol called ERC-20. If you hold BTC or some other cryptocurrency it can be exchanged for ETH and used to participate in the public retail consumer sale, or what some might call the “crowdsale.”

## What rights do VoteUnits holders have?

Purchasers of tokens have the rights as consumers and holders of a license right to access the network and marketplace, as set forth in the Network End User License Agreement. Token holders have no right to participate in or otherwise have any say in the management of the Foundation, the network or the marketplace. The tokens are not analogous to securities like common stock of a publicly-reporting, publicly-trading company.

## Are tokens transferable?

All of the VoteUnit tokens are designed without restrictions on transfer. The tokens are designed and intended to be used in the network and marketplace, and we believe restrictions on transfer would interfere significantly with those intentions.

## Legal Considerations

Nothing stated in the VoteUnits white paper constitutes, or is to be relied upon or construed as, financial, taxation, investment, legal or other advice. This white paper does not constitute an offer or invitation to purchase, loan, use, sell or transact in VoteUnits tokens in any place which, or to any person to whom, it would not be lawful to make such an offer or invitation. VoteUnits tokens are not being offered or sold in this public consumer token sale to residents of the United States of America, Hong Kong, or the People's Republic of China. If you are uncertain about whether participation in any token distribution event is appropriate for you, or permitted in your jurisdiction, you should seek the advice of your own legal, tax or other qualified professional before proceeding.

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The “TBA” Foundation, its affiliates and their respective officers, directors, owners, partners, consultants, contractors, attorneys, agents and employees shall have no liability for damages of any kind arising out of the use, reference to, or reliance on this white paper or any of the content contained herein, even if advised of the possibility of such damages.

VoteUnits tokens are part of and collectively comprise consumer software which permits the holder to access and use the related platform which supports VoteUnits. Related authentication or internal tokens are functional utility tokens within the platform and their purchase for any other use is not recommended or endorsed. Any and all related authentication tokens are non-refundable. VoteUnits tokens and any related authentication tokens convey, possess and have attached absolutely no rights beyond the Network Software Access License and the Network End User License Agreement that governs the use of each token.

Holders of the VoteUnits or platform tokens shall have no rights in equity, title or interest in any dividends or distributions of income, gain or profits from the Foundation or its affiliates; shall not benefit from, share in, receive or otherwise participate in any capital appreciation in or of the Foundation or its affiliates; shall not benefit from, share in, receive or otherwise participate in any distribution of any assets upon a liquidation or dissolution of the Foundation or its affiliates; shall have no rights, title or interest as

either a shareholder, noteholder, bondholder or creditor of the Foundation or its affiliates; shall have no rights, title or interest to participate in any other transaction of the Foundation or its affiliates, except as ordinary commercial transactions as a retail customer; shall have no future rights, benefits or privileges in the Foundation or its affiliates, including any rights in the future development of the Foundation or its affiliates or any rights to any intellectual property or trade secrets of the Foundation or its affiliates, except the Network Software Access License granted under the Network End User License Agreement; shall have no rights to refund or sell back an unused token or anything else which could be received upon conversion, exercise, purchase or redemption of such tokens, or any part thereof; and no rights to any refunds, credits, exchanges or other compensation, or to any new license or new Token, if any token's conversion or exchange or "mining" right should expire or be terminated.

## Tokens

Neither VoteUnits tokens nor any related authentication tokens are interests or participation rights in the "TBA" Foundation or any affiliate, and holders of the tokens and any related authentication tokens shall have no rights to vote as to the affairs or management in said Foundation or any affiliate, no rights to share or participate in the revenues, capital gains or any distributions or dividends of any entity, nor any rights as a lender, creditor or guarantor. Holders shall have only the rights of the network access license represented by the VoteUnits tokens and any related authentication tokens.

VoteUnits tokens are sold as a consumer software product with a functionality. All proceeds received by the "TBA" Foundation may be retained or expended in the discretion of "TBA" Foundation absent any conditions. VoteUnits tokens are intended for experts in dealing with cryptographic tokens and blockchain-based software systems.

In no event will the “TBA” Foundation or its affiliates be liable to any person or entity for any damages, losses, liabilities, costs or expenses of any kind, whether direct or indirect, consequential, compensatory, incidental, actual, exemplary, punitive or special for the use of, reference to, or reliance on this white paper or any of the content contained herein, including, without limitation, any loss of business, revenues, profits, data, use, goodwill or other intangible loss.

## References

- 1) “October 25th, 2015 Elections: A Massive Planned Operation of Electoral Fraud.” 12 Nov. 2015, [mddh.org/content/uploads/2015/11/3-Rapport-Elections-25-octobre-2015.pdf](http://mddh.org/content/uploads/2015/11/3-Rapport-Elections-25-octobre-2015.pdf).
- 2) Charles, Jacqueline. “Haitian Observers: 'Massive Fraud' in Vote.” Miami Herald, Miami Herald Media Company, 29 Oct. 2015, [www.miamiherald.com/news/nation-world/world/americas/haiti/article41860518.html](http://www.miamiherald.com/news/nation-world/world/americas/haiti/article41860518.html).
- 3) Hersher, Rebecca. “Haiti Presidential Election Rescheduled For November.” National Public Radio, NPR, Inc., 14 Oct. 2016, <https://www.npr.org/sections/thetwo-way/2016/10/14/497990449/haiti-presidential-election-rescheduled-for-november>.
- 4) DeSilver, Drew. “On Election Day, Most Voters Use Electronic or Optical-Scan Ballots.” Pew Research Center, Pew Research Center, 8 Nov. 2016, [www.pewresearch.org/fact-tank/2016/11/08/on-election-day-most-voters-use-electronic-or-optical-scan-ballots/](http://www.pewresearch.org/fact-tank/2016/11/08/on-election-day-most-voters-use-electronic-or-optical-scan-ballots/).
- 5) Riley, Michael, and Jordan Robertson. “Russian Hacks on U.S. Voting System Wider Than Previously Known.” Bloomberg.com, Bloomberg, 13 June 2017,

[www.bloomberg.com/news/articles/2017-06-13/russian-breach-of-39-states-threatens-future-u-s-elections](http://www.bloomberg.com/news/articles/2017-06-13/russian-breach-of-39-states-threatens-future-u-s-elections).

- 6) Hursti, Harri. "Critical Security Issues with Diebold Optical Scan Design ." Blackboxvoting.org, Black Box Voting, Inc., 4 July 2005, [www.blackboxvoting.org/BBVreport.pdf](http://www.blackboxvoting.org/BBVreport.pdf).
- 7) Halderman, Alex J., et al. "Security Analysis of the Estonian Internet Voting System." Estoniaevoting.org, University of Michigan, Ann Arbor, MI, U.S.A.; Open Rights Group, U.K., May 2014, [jhalderm.com/pub/papers/ivoting-ccs14.pdf](http://jhalderm.com/pub/papers/ivoting-ccs14.pdf).
- 8) Norden, Lawrence. "Report Voting Machine Problems: Lawrence Norden." America's Faulty Perception of Crime Rates | Brennan Center for Justice, 13 Sept. 2010, [www.brennancenter.org/publication/voting-system-failures-database-solution](http://www.brennancenter.org/publication/voting-system-failures-database-solution).
- 9) Staff, Investopedia. "Proxy Vote." Investopedia, Investopedia, 27 June 2018, [www.investopedia.com/terms/p/proxy-vote.asp](http://www.investopedia.com/terms/p/proxy-vote.asp).
- 10) Bergen, Jason Van. "Proxy Voting Gives Fund Shareholders a Say." Investopedia, Investopedia, 23 Jan. 2018, [www.investopedia.com/articles/basics/04/082704.asp](http://www.investopedia.com/articles/basics/04/082704.asp).
- 11) Richard W. Barrett, Elephant in the Boardroom?: Counting the Vote in Corporate Elections, 44 Val. U. L. Rev. 125, 2009. <https://scholar.valpo.edu/cgi/viewcontent.cgi?referer=https://www.google.com/&httpsredir=1&article=1028&context=vulr>
- 12) Benoit, David, and Sharon Terlep. "Activist Peltz Narrowly Wins P&G Board Seat, New Count Shows." The Wall Street Journal, Dow Jones & Company, 15 Nov. 2017, [www.wsj.com/articles/activist-nelson-peltz-elected-to-p-g-board-1510782775](http://www.wsj.com/articles/activist-nelson-peltz-elected-to-p-g-board-1510782775).

- 13) Benoit, David. "P&G Concedes Proxy Fight, Adds Nelson Peltz to Its Board." The Wall Street Journal, Dow Jones & Company, 16 Dec. 2017, [www.wsj.com/articles/p-g-concedes-proxy-fight-adds-nelson-peltz-to-its-board-1513377485](http://www.wsj.com/articles/p-g-concedes-proxy-fight-adds-nelson-peltz-to-its-board-1513377485).
- 14) Richard W. Barrett, Elephant in the Boardroom?: Counting the Vote in Corporate Elections, 44 Val. U. L. Rev. 125, 2009. <https://scholar.valpo.edu/cgi/viewcontent.cgi?referer=https://www.google.com/&httpsredir=1&article=1028&context=vulr>.
- 15) "NLRB.gov." NLRB, [www.nlr.gov/what-we-do/conduct-elections](http://www.nlr.gov/what-we-do/conduct-elections).
- 16) Staff, Investopedia. "Labor Union." Investopedia, Investopedia, 2 Aug. 2018, [www.investopedia.com/terms/l/labor-union.asp](http://www.investopedia.com/terms/l/labor-union.asp).
- 17) Antonucci, Mike. "News - Teacher Union News: Disputed Elections and Missing Funds." News - New York to Require Mental Health Education in K-12 Schools | Heartland Institute, 1 Mar. 2005, [www.heartland.org/news-opinion/news/teacher-union-news-disputed-elections-and-missing-funds?source=policybot](http://www.heartland.org/news-opinion/news/teacher-union-news-disputed-elections-and-missing-funds?source=policybot).
- 18) Smith, Max. "Metro's Largest Union Drops Election Appeal." WTOP, WTOP, 3 Oct. 2017, [wtop.com/tracking-metro-24-7/2017/10/metros-largest-union-drops-election-appeal/](http://wtop.com/tracking-metro-24-7/2017/10/metros-largest-union-drops-election-appeal/).
- 19) Tidd, Jason. "Former Metro Union President Blames Local 689 Leadership for Labor Department Election Lawsuit." The Washington Times, The Washington Times, 26 July 2017, [www.washingtontimes.com/news/2017/jul/26/dc-metros-former-leader-blames-union-for-labor-dep/](http://www.washingtontimes.com/news/2017/jul/26/dc-metros-former-leader-blames-union-for-labor-dep/).

- 20) Dewan, Shaila. "Reprimand of Polling Firm Rattles News Organizations." The New York Times, The New York Times, 2 Oct. 2009, [www.nytimes.com/2009/10/03/us/03survey.html](http://www.nytimes.com/2009/10/03/us/03survey.html).
- 21) Daily Kos Staff. "Research 2000: Problems in Plain Sight." Daily Kos, 2010, [www.dailykos.com/storyonly/2010/6/29/880179/-Research-2000:-Problems-in-plain-sight](http://www.dailykos.com/storyonly/2010/6/29/880179/-Research-2000:-Problems-in-plain-sight).
- 22) "Collecting Survey Data." Pew Research Center, Pew Research Center, 29 Jan. 2015, [www.pewresearch.org/methodology/u-s-survey-research/collecting-survey-data/](http://www.pewresearch.org/methodology/u-s-survey-research/collecting-survey-data/).
- 23) Skibba, Ramin. "The Polling Crisis: How to Tell What People Really Think." Scientific American, 19 Oct. 2016, [www.scientificamerican.com/article/the-polling-crisis-how-to-tell-what-people-really-think](http://www.scientificamerican.com/article/the-polling-crisis-how-to-tell-what-people-really-think).
- 24) Keeter, Scott, et al. "What Low Response Rates Mean for Telephone Surveys." Pew Research Center, Pew Research Center, 15 May 2017, [www.pewresearch.org/2017/05/15/what-low-response-rates-mean-for-telephone-surveys/](http://www.pewresearch.org/2017/05/15/what-low-response-rates-mean-for-telephone-surveys/).
- 25) Lavrakas, Paul, et al. "The Future Of U.S. General Population Telephone Survey Research" AAPOR, [www.aapor.org/Education-Resources/Reports/The-Future-Of-U-S-General-Population-Telephone-Sur.aspx](http://www.aapor.org/Education-Resources/Reports/The-Future-Of-U-S-General-Population-Telephone-Sur.aspx).
- 26) Marken, Stephanie. "Still Listening: The State of Telephone Surveys." Gallup.com, 11 Jan. 2018, [news.gallup.com/opinion/methodology/225143/listening-state-telephone-surveys.aspx](http://news.gallup.com/opinion/methodology/225143/listening-state-telephone-surveys.aspx)

- 27) Kennedy, Courtney, et al. "The Twilight of Landline Interviewing." Pew Research Center, Pew Research Center, 1 Aug. 2016, [www.pewresearch.org/2016/08/01/the-twilight-of-landline-interviewing/](http://www.pewresearch.org/2016/08/01/the-twilight-of-landline-interviewing/).
- 28) Cassino, Dan. "How Today's Political Polling Works." Harvard Business Review, 1 Aug. 2016, [hbr.org/2016/08/how-todays-political-polling-works](http://hbr.org/2016/08/how-todays-political-polling-works).
- 29) Silver, Nate. "Is The Polling Industry In Stasis Or In Crisis?" FiveThirtyEight, FiveThirtyEight, 25 Aug. 2014, [fivethirtyeight.com/features/is-the-polling-industry-in-stasis-or-in-crisis/](http://fivethirtyeight.com/features/is-the-polling-industry-in-stasis-or-in-crisis/).
- 30) Bell, Robert M., and Michael L. Cohen. Research and Plans for Coverage Measurement in the 2010 Census: Interim Assessment. National Academies Press, 2007.
- 31) "Will You Count? Latinos in the 2020 Census." The Leadership Conference Education Fund, Georgetown Law Center on Poverty and Inequality, 17 Apr. 2018, [civilrightsdocs.info/pdf/census/2020/Fact-Sheet-Latino-HTC.pdf](http://civilrightsdocs.info/pdf/census/2020/Fact-Sheet-Latino-HTC.pdf).
- 32) Baker, Reg, et al. "Report on Online Panels." AAPOR, 2010, [www.aapor.org/Education-Resources/Reports/Report-on-Online-Panels](http://www.aapor.org/Education-Resources/Reports/Report-on-Online-Panels).
- 33) Baker, Reg, et al. "Report on Online Panels." AAPOR, 2010, [www.aapor.org/Education-Resources/Reports/Report-on-Online-Panels](http://www.aapor.org/Education-Resources/Reports/Report-on-Online-Panels).