

Purpose of Structura

Structura is the mechanism through which SHAPE governance token holders will be able to vote and make decisions regarding the 1.5 billion SHAPE tokens contained within the Treasury. It provides a real-world mechanism for empowering its members to support the Shape Network and be involved in its growth and development.

Initially formed as a Wyoming Unincorporated Nonprofit Association (“UNA”), the initial members of Structura established much of the existing infrastructure for membership of the DUNA.

As the UNA transitions to a Decentralized Unincorporated Nonprofit Association on March 19, 2026, Structura enters into a period of phasing in members with token governance going live on September 15, 2026, with the ultimate destination being fully onchain governance.

Supporting the Shape Network and Structura Community

While the community can always take their proposals directly to governance, the Growth Committee Awards programs allow for easier distribution by pre-funding grants and providing a rubric for Ecosystem Grants and Awards and Community Grants and Awards to receive funding. This structure allows the membership to determine the amount of treasury funds they would like to allocate, elect the members of the committee and further iterate on the evaluative measure utilized to determine funding awards without obligating the community to monitor and participate in frequent and routine operations.

Building in the United States

Structura is designed as an entirely functional United States entity: operating openly, aligned with U.S. laws and grounded in community membership. Transparent financial statements, community directed growth programs, community decision-making on Network decisions – all integrated around compliance mechanisms designed to make it work easily and non-invasively.

Real-World Impact Means Real-World Responsibilities

In order to meet its compliance obligations, Structura must be able to pay its taxes, sign contracts, open bank accounts, and provide tax reporting on outbound dispositions of value. This requires a functional administrative layer where financial statements are prepared, appropriate disclosures are made, and tax returns are filed.

To accomplish this objective, Structura is comprised of a Rules Committee whose membership will ultimately be decided through token Governance and Cowrie –

Administrator Services whose services must be voted on to be retained by the initial contractual period (running through 2028).

These functions are not equivalent to management – the existing authorizations are limited to managing existing relationships with its bank, digital asset custody, and dashboard interface, as well as obligations related to taxation and municipal payments. As governance expands, this existing infrastructure will provide the ability to maintain compliance without putting that obligation on the membership.

Rules Committee

Accordingly, a Rules Committee exists with limited authority to seek legal opinion and revert proposals violative of legal requirement, terms within the Association Agreement, or technically unfeasible for further consideration and modification.

The Rules Committee has been authorized to make changes to contract addresses to respond to security concerns or technological implementation in a limited capacity, with that authorization ultimately being renewed through governance and the membership construction of the Rules Committee ultimately being decided through governance.

Additionally, the Rules Committee Commissioners have half the signing authority (David Kerr and Justin Childres of Cowrie – Administrator Services has the other half) over the Treasury held by Anchorage (limited to enacting existing obligations and proposals executed through enacted governance proposal). These roles and responsibilities are bound by fiduciary duties, and verification schedules of the activities is part of Cowrie – Administrator Service's quarterly financial statements.

The Rules Committee Commissioners are comprised of:

- Han Lee
- Alex Butler
- Jacob Gabelhouse

and have staggered terms, with the members ultimately deciding on these roles and responsibilities as the Shape Network evolves.

Cowrie – Administrator Services

A foundational instrument in the actual execution of the day-to-day operations: Cowrie – Administrator Services actually joins the DUNA as a member and is responsible for the execution of a number of tasks related to the filing of forms, preparation of financial statements, tax returns, payment of taxes and municipal fees, administration of the bank account, and informational reporting.

Rather than putting this responsibility on individual members with the hope of the process forming in real time, Cowrie – Administrator Services takes on the obligation of these tasks. However, it is important to note that their authorization of authority is limited. In the event their authorization is insufficient to perform a task, it is not their judgement that resolves the issue, but governance proposals to the members.

Tax Returns

The returns are reviewed and signed by David Kerr as a member of Structura after presentation of the financial statements and tax returns to the community.

Third-Party Service Providers

To meet its obligations, Structura has engaged with Anchorage Digital Bank, Meow and Agora, and comes into existence as a DUNA with these services in place.

- Anchorage Digital Bank provides digital asset custody of the Structura Treasury, and beyond meeting the requirements for keeping the bank account sufficiently funded to pay taxes, existing service obligations, and municipal payments – it can only be accessed through enacted governance proposals.
- Meow Technologies (through a partnership with Cross River Bank) provides the bank account for Structura. Cowrie – Administrator Services has the signing authority for transactions. These roles and responsibilities are bound by fiduciary duties, and verification schedules of the activities is part of Cowrie – Administrator Services' quarterly financial statements.
- Agora provides the implementation and functionality of the webpage and supports the DUNA through a number of tools and service arrangements.

A Look Into the Future

The members of Structura control the Treasury and as such, a tremendous amount of opportunities to develop ideas and applications furthering the growth of the Shape Network. The current implementation is designed to make the administration a background function with clear benchmarks of compliance obligations being met, and a baseline operational function keeping the trains running on time.

As the process evolves that may maintain, expand or change, and that decision comes from what members ultimately decide.