



**VERSION TO BE PROPOSED TO AGM OF MARCH 10, 2012
DEMOCRATS ABROAD FRANCE
Articles of Association**

ARTICLE I – FORMATION AND NAME

Section 1.1 Formation: The members have formed this association as one governed by the French Law of 1st July 1901 and the Decree of 16th August 1901.

Section 1.2 Name: The name of this association is Democrats Abroad France (“DA France”). The former name of this association is the Democratic Party Committee in France.

Section 1.3 Registered Office: DA France’s registered office shall be located at the address from time to time of the Maison des Associations of the 8th Arrondissement, Paris, France. It may be changed at any time to any other location in the City of Paris by action of the Association's Executive Committee. A change of location and address of the Association's registered office to one outside the City of Paris shall require action by the Association's membership provided in these Articles of Association (the “Articles”).

ARTICLE II -- AFFILIATION AND PURPOSE

Section 2.1 Recognition by U.S. Democratic Party: Democrats Abroad, also known as The Democratic Party Committee Abroad, (the “DPCA” or “Democrats Abroad”) is recognized by the Democratic Party of the United States of America (the “U.S. Democratic Party”) as the official organization representing members of the U.S. Democratic Party who reside outside the United States of America. DA France is in turn recognized by Democrats Abroad as the body representing members of the U.S. Democratic Party who reside in France.

Section 2.2 Purpose: The purposes of DA France are to advance the goals and interests of the U.S. Democratic Party and of Democrats Abroad, to provide its members with a vehicle for the conduct of its activities, and to represent the interests of the members of Democrats Abroad who reside in France vis-à-vis the United States of America and the several States, and, when appropriate, represent Democrats Abroad in France.

Section 2.3 No Non-U.S. Political Activity: Neither DA France or any of its subdivisions as described below or as may be formed from time to time in accordance with these Articles (e.g., Chapters, Caucuses, Committees), may participate in any manner in the political activities of any country other than the United States of America.

ARTICLE III MEMBERSHIP

Section 3.1 Eligible U.S. Citizens: Any American citizen living in France of voting age (or who will be of voting age on the date of the next U.S. general federal election in the U.S. State in which such citizen would legally be eligible to register to vote) who supports the ideals and principles of the U.S. Democratic Party who wishes to belong to Democrats Abroad is eligible and may join DA France by completing and submitting a then current membership form in the format used by Democrats Abroad for such purposes. Such form shall include, but not be limited to, a paper, electronic, or Internet membership form. Qualifying U.S. citizens who join Democrats Abroad are automatically members of DA France.

Section 3.2 Chapter Membership: Membership and voting in a recognized Chapter (as defined in Article VII) is open to any U.S. citizen who has joined Democrats Abroad or DA France in accordance with Section 3.1 and is living in the territory of the Chapter. Voting membership in one Chapter shall

not restrict any DA France member from participating in any other Chapter's activities, or from being on such other Chapter's mailing list, on a non-voting basis.

Section 3.3 Caucus Memberships: Any member of DA France may join one or more Caucuses formed and approved in accordance with Article VIII.

Section 3.4 No Dues; Voluntary Contributions Encouraged: No fees or dues or past voting record shall be required as a condition of membership. DA France's financial resources shall come from voluntary contributions by members or others that meet the requirements of applicable law and rules of the U.S. Democratic Party.

ARTICLE IV. COUNTRY OFFICERS

Section 4.1 Country Officers: DA France shall have the following officers (the "Officers" or "Country Officers"): a Country Chair, three Country Vice Chairs (in gender balance with the Chair), a Country Secretary, a Country Treasurer and a Country Counsel. A Country Executive Vice Chair, selected from the Country Vice-Chairs and approved by the Executive Committee, who is of opposite gender from the Country Chair shall be the Country Executive Vice Chair and shall sit, with the Country Chair, as a member of the governing body of Democrats Abroad.

Section 4.2 Election of Country Officers: Country Officers shall be elected by the members of DA France from among the members of DA France.

Section 4.3 Duties of Country Officers:

The Country Officers shall have the following duties and tasks:

The Country Chair shall be the chief executive officer of DA France, shall be a member of the DPCA, shall be chair of the Executive Committee, and may call meetings of the Executive Committee and of the General Membership. To the extent possible, the Country Chair should attend meetings of the DPCA in accordance with the terms of the Democrats Abroad Charter or applicable DPCA rules

The **Country Vice Chairs** shall act in the absence of the Country Chair and shall undertake such other specific duties as the Country Chair may direct. The Country Executive Vice Chair shall act as Chair of the Executive Committee at any meeting in the absence of the Country Chair. The Country Executive Vice Chair shall be a member of the DPCA. To the extent possible, the Country Executive Vice Chair should attend meetings of the DPCA.

If the position of Country Chair becomes vacant, the Country Executive Vice Chair shall act as Chair until the next election, and one of the other Country Vice Chairs (with preference given to a Country Vice Chair of opposite gender from the acting Country Chair) shall act as Executive Vice Chair. If the position of Executive Vice Chair becomes vacant, the Country Chair shall appoint a new Executive Vice Chair from one of the remaining Vice Chairs (with preference given to individuals that will enable satisfaction of gender balance requirements), subject to approval by the Executive Committee. The Chair shall appoint a third Vice-Chair from the membership of the Executive Committee, subject to approval of the Executive Committee. Such individuals shall act until the next election of Country Officers.

The **Country Secretary** shall (i) record and maintain minutes of all meetings of DA France and of the Executive Committee and (ii) shall maintain copies of all the minutes of the Chapters and (iii) shall maintain all files and administrative and archival records of DA France. All such minutes, files and records shall be available for inspection by any Executive Committee member or Officer of the DPCA at such reasonable time and location as shall be agreed by both parties. Members shall have access to copies of the minutes.

The **Country Treasurer** shall be responsible for managing the finances of the organization including the preparation of the budget, and accounts and shall be responsible for financial record keeping and any reporting as required by law. The Country Treasurer shall maintain the financial records of DA France and shall make such inquiries with the Chapters as necessary for this purpose. The Country Treasurer and Country Chair shall have individual signature power over any bank accounts or other financial accounts opened by DA France; such signature power may require the signature of any two of the foregoing officers (Country Chair, Country Vice-Chair, Country Secretary or Country Treasurer) with respect to any expense, undertaking or commitment in excess of the amount set from time to time by resolution of the Executive Committee. All such financial records shall be available for

inspection by any Executive Committee member or officer of the DPCA at such reasonable time and location as shall be agreed by both parties.

The **Country Counsel** shall be responsible for managing all compliance activities, advising or seeking the assistance of outside legal advisors on all matters of legal and regulatory nature, including laws and regulations applicable to DA France in France and in the United States, and liaising with the International Council of Democrats Abroad, as necessary, and shall act as parliamentarian at all meetings of DA France (except Chapter and Caucus meetings, unless otherwise directed by the Executive Committee), unless absent or excused therefrom.

The **Country Treasurer and the Country Counsel** shall have joint responsibility for compliance by DA France with applicable financial laws and regulations, notably but not limited to the rules of the U.S. Federal Elections Commission (and any successor thereto) and related U.S. Legislation, as well as all applicable French laws and regulations.

Section 4.4 Filling Country Officer Vacancies:

(a) Except as otherwise provided herein, upon the resignation of a Country Officer, the vacancy shall be filled at the next meeting of the Executive Committee by majority vote of Executive Committee members present or represented by proxy and voting.

(b) Upon the removal of a Country Officer, pursuant to Section 14.2, the vacancy shall be filled by the Executive Committee immediately following such removal by a majority vote of Executive Members present and voting.

Section 4.5 Terms of Office: All Country Officers and Chapter Officers of DA France shall serve until their successors are elected. No Country Officer or Chapter Officer may serve more than two (2) consecutive terms in the same office (it being understood that there is no limitation on the number of non-consecutive terms they may serve); exception may be made in the event there is no other candidate for a Country Officer or Chapter Officer position, an incumbent for such position may be elected to a third term.

ARTICLE V EXECUTIVE COMMITTEE

Section 5.1 Executive Committee. The Executive Committee shall be composed of the Country Officers, the immediate past Country Chair for one term, provided he/she has not lost an immediate preceding election, each Chapter Chair (or his or her chosen permanent or ad hoc representative from the membership of the Chapter), the duly elected Chair of any Caucus recognized as provided in Article VIII and up to seven Members-at-Large elected from among the members of DA France; provided, however, that the number of Members-at-Large may be eight in the event that a candidate for Vice-Chair is duly elected but denied a seat as such Vice-Chair for reasons of gender balance pursuant to the provision of Article V above.

Section 5.2 The Executive Committee shall periodically convene between meetings of the members. The Country Chair shall call, or cause the Country Secretary to call these meetings of the Executive Committee periodically between meetings of the members, to consult and advise upon the administration of the activities of DA France, and to make such decisions as are within its power. Except as otherwise provided herein, all decisions of the Executive Committee shall be approved by a majority of the members present or represented by proxy in accordance with Article XIII and voting. In the event of a tie, the Country Chair's vote shall prevail.

Section 5.3 Special meetings. On written request specifying the purpose thereof by five members of the Executive Committee, the Country Chair shall call or cause the Country Secretary to call a meeting of the Executive Committee.

Section 5.4 Executive Committee Quorum: A quorum of the Executive Committee shall be required in order for the Executive Committee to make decisions and shall consist of a simple majority of the voting members elected in the Country (i.e., national) election of the Executive Committee and one-third of the Chapter Chairs and Caucus representatives. For the purposes hereof, a member shall be counted towards a quorum and deemed present if physically present or connected by telephone, video-conference or other similar electronic means allowing full participation in the deliberations of the meeting.

ARTICLE VI - COMMITTEES

Section 6.1 Standing Committees. Establishment of a committee and appointment of the Chair of such committee intended to operate on a permanent basis (a "Standing Committee") shall be

approved by the Executive Committee. The Country Chair may select and appoint members to such Standing Committees as necessary for the execution of the activities of DA France, such appointments to be made with the prior consultation of the Executive Committee.

Section 6.2 Ad hoc Committees Upon recommendation of the Country Chair, establishment of a committee not intended to operate on a permanent basis (an "Ad Hoc Committee") shall be approved by the Executive Committee. The Country Chair may select and appoint members to such Ad Hoc Committees as necessary for the execution of the activities of DA France, such appointments to be made with the prior consultation of the Executive Committee. Ad Hoc Committees may be dissolved by a vote of the Executive Committee.

Section 6.3 Executive Committee Participation. Chairs of all Standing Committees and Ad Hoc Committees not already members of the Executive Committee shall be entitled to participate in meetings of the Executive Committee but shall not be entitled to vote. The membership of each such committee, to the extent not designated by the Country Chair, shall be selected by such committee chair after consultation with the Country Chair. Meetings of all committees may be limited to its members as provided in Section 12.2 of these Articles.

ARTICLE VII – CHAPTERS

Section 7.1 Establishment of Chapters: For internal administrative purposes, DA France shall be divided geographically into regional Chapters with territories determined by the Executive Committee ("Chapters"). Such geographical division shall be for purely internal organizational purposes and Chapters shall be an integral and integrated part of DA France.

The Chapters shall be subject to and operate solely in accordance with these Articles and such resolutions as the Executive Committee shall from time to time adopt, as well as the Democrats Abroad Charter and its resolutions and the Charter and Bylaws of the U.S. Democratic Party, as applicable. They shall not operate any separate bank accounts and all funds raised by a Chapter, shall be the property of DA France. Chapters shall provide the Country Treasurer with current, accurate and complete financial reports necessary to ensure full transparency and compliance with any applicable laws or regulations. Any organizational document proposed for adoption by a Chapter shall be subject to ratification by the Executive Committee.

Section 7.2 Minimum Chapter Membership: To qualify as a new Chapter a group must have at least 25 members of DA France and have petitioned the Executive Committee for admission. Chapters recognized as "in formation" by DA France at the time of the adoption of these Articles may have fewer members than those required under this Section 7.2, but they are encouraged to increase their membership to become full Chapters. The Executive Committee shall have final discretion to recognize or not recognize Chapters.

Section 7.3 Elections. Elections of Chapter Officers shall be held during each odd-numbered year, no more than 2 months after the Country Elections. Chapter elections shall be held pursuant to Article XI and overseen by the Elections Board.

ARTICLE VIII CAUCUSES

Section 8.1 Establishment of Caucuses. For purposes of these Articles and the operation of DA France, a "Caucus" means a group created consistent with the US Democratic Party's commitment to include and to represent constituency groups including those historically under-represented in the US Democratic Party's affairs by virtue of sex, sexual orientation or race/ethnicity. Any organizational document proposed for adoption by such caucuses shall be subject to ratification by the Executive Committee. Any such Caucus may elect its Chair to be a voting member of the Executive Committee. There may be no more than four Caucuses established at any time. Subject to the foregoing limitation, to qualify as a Caucus a group must have at least 25 members of DA France and have petitioned and have been recognized by the Executive Committee for admission.

Section 8.2 Elections. Elections of Caucus officers shall be held during each odd-numbered year, no more than two months after the Country Elections. Caucus Elections shall be held pursuant to Article XI and overseen by the Election Board.

Section 8.3 Reporting; Finances. Any such Caucus shall seek prior Executive Committee approval of all its publications and activities. Between meetings of the Executive Committee, the Chair may grant such approval. Such Caucus shall provide the Country Treasurer with current, accurate and complete financial reports necessary to ensure full transparency and compliance with any applicable laws or regulations. The Treasurer shall account for all financial resources of such Caucus.

ARTICLE IX. CHAPTERS AND CAUCUSES

Section 9.1 Resolutions on Chapters and Caucuses: Neither Chapters nor Caucuses shall have their own bylaws. The Executive Committee shall from time to time enact rules or adopt resolutions as it deems appropriate for the governance and coordination of the Chapters or Caucuses.

Section 9.2 Chapter and Caucus Officers: Each Chapter and Caucus shall be headed by a Chair, with the assistance of such officers as shall be elected pursuant to the resolutions of the Executive Committee as provided in Section 9.1 above (the "Chapter Officers" or "Caucus Officers"), elected from among the membership of the Chapter or Caucus. Chapter or Caucus elections shall be held pursuant to Article XI below.

Section 9.3 Seats in the Executive Committee: Chairs of recognized Chapters and Caucuses shall be members of the Executive Committee.

Section 9.4 Recognition of Chapters and Caucuses: The Executive Committee may recognize Chapters and Caucuses from time to time, subject to the provisions of these Articles. Chapters and Caucuses may be recognized and decertified by a three-fifths vote of the Executive Committee.

ARTICLE X. OTHER REPRESENTATIVES TO DEMOCRATS ABROAD

In addition to the Country Chair and the Country Executive Vice Chair, DA France shall elect such other representatives to Democrats Abroad as is required or permitted by the Democrats Abroad Charter, including pursuant to any plan adopted by Democrats Abroad for the purposes of sending a delegation to any Democratic National Convention or conference.

ARTICLE XI ELECTIONS

Section 11.1 Elections in Odd-Numbered Years: Elections for all Country Officers, Chapter Officers and Caucus Officers shall be held during each odd-numbered year, no later than March 15.

Section 11.2 Elections Board: Elections of Country Officers, Chapter Officers and Caucus Officers shall be administered by an Elections Board (with a minimum of three and a maximum of five members), appointed by the Country Chair and approved by the Executive Committee in October or November of each even-numbered year. In performing its tasks, the Elections Board shall be mindful of the desirability of promoting diversity among the candidates. No more than one member of such Elections Board may be a member of the Executive Committee and no member of the Elections Board may be a candidate in the elections administered by it. The Elections Board shall call for candidacies and make a report to the Executive Committee or the Chapter Officers or Caucus Officers as the case may be.

For Country Elections, any member of DA France may declare her or his candidacy for any office for which the member is eligible at any time by giving notice thereof to the chair of the Elections Board before the last day of January of the year in which elections are to be held. Any person failing to give timely notice as herein provided shall not be eligible for election.

Chapter and Caucus Elections shall take place not later than two months following the Country Elections and shall be conducted in a manner similar to the rules and procedures for elections of Country Officers. The Elections Board shall have the right to review and approve any specific rules and procedures adopted by any Chapter or Caucus.

The Elections Board shall ensure, with the assistance of the Executive Committee, Chapter Officers or Caucus Leaders as the case may be, that all members of DA France or the Chapters or the Caucus are fully informed of the opening of the nominations process and of the elections themselves. Members of DA France with email addresses may be informed by email with, as appropriate, links to the DA France website and any electronic voting system. DA France members for whom no email address is on record shall be provided with the same information and notices by postal delivery.

Notice of an election shall be given no less than 45 days in advance by email (or regular mail if the member has no email address) and by posting on the DA France website. Such notice shall give the names of all candidates for election and such contact information as the candidate wishes to make public. Each candidate for election may provide the Chair of the Elections Board with a statement of candidacy no later than 30 days preceding the election. The Elections Board shall post such statements of candidacy on the DA France website and send them to the members not later than 15 days preceding the election by email (where available) or regular mail; it being provided that for members without email, the regular mail notification sent to such members shall include information about where such candidacy statements can be found on the DA France website. **Candidacy**

statements may be in written or multimedia format.

Section 11.3 Conduct of Elections:

All elections may be conducted, to the extent practicable as determined by a vote of the Executive Committee, by secure electronic vote permitting the identification by name of each voting member and the votes cast by such voting member (pursuant to Democratic Party rules requiring open and public elections), provided that paper ballots shall be available to all members of DA France. All paper ballots shall be signed. Voting may take place at a Voting Center or by absentee ballot. No vote shall be cast by proxy.

The Elections Board, in consultation with the Executive Committee, shall have authority to establish such rules and procedures for the distribution, receipt and tabulation of ballots as the Elections Board deems necessary for the conduct of elections.

Hard copies of the ballots shall remain unopened until the date of such meeting, when the Elections Board is scheduled to count the votes. The Elections Board shall open and tally such ballots with the aid of appointed tellers at the meeting called for such purpose. Voted ballots may be returned by mail or scanned and transmitted electronically in non-modifiable format to the address or internet site indicated by the Chair of the Elections Board. If technological developments permit, internet voting or other electronic voting methods may be substituted for the methods above described, including for example voting on the DA France website. All elections shall be determined by a plurality of votes of the members voting.

Ballots sent by postal service in all elections shall be postmarked not later than two calendar days immediately prior to the day on which the Executive Committee (or the Chapter Officers or Caucus Leaders) shall have fixed as the day the Elections Board shall count the votes and declare the results of the particular election (the "Election Day"). Ballots that are not postmarked at least two days (not counting Sundays or bank holidays) prior to Election Day shall be disregarded by the Election Board; provided, the Elections Board may make such exception as it deems reasonable based upon events or circumstances such as labor strikes, or natural or human or human-caused disasters that disrupt postal delivery service in France.

Section 11.4 Challenges to Elections:

(a) Challenges to the election of any office holder in DA France shall be submitted to the Elections Board, which shall, if necessary, refer the matter to the newly-elected Executive Committee for resolution unless the newly elected Executive Committee cannot achieve a quorum without any individuals whose election is subject to challenge, in which case the Elections Board shall refer any challenges to the DPCA for decision or an opinion as to how to adjudicate the challenge. The Elections Board shall cooperate with the Executive Committee or, as the case may be, the DPCA in adjudication of any challenge to any elections .

(b)Such challenges shall be filed no later than thirty (30) days following the election being challenged by written notice to the Elections Board. The Elections Board shall promptly inform the person whose election is being challenged as well as the Executive Committee and the Chapter Chair or Caucus Chair as the case may be. In determining any such challenge the Elections Board shall use the rules adopted by the DPCA for such challenges, *mutatis mutandis*.

ARTICLE XII MEETINGS GENERALLY

Section 12.1 Method of Holding Meetings: The meetings of the Executive Committee, the Chapters, the Caucuses, the Elections Board and any committee established pursuant to these Articles, may be held in person or by telephone, video conference, internet-conference or other electronic means, provided in all cases that the technology for conducting the meeting is available to all voting members and permits an adequate means of open debate.

Section 12.2 Open Meetings: All meetings of the Executive Committee, the Chapters, Caucuses, and the membership of DA France at which official business is conducted shall be open to all members of DA France unless the chair of the meeting determines that it is required in the best interest of DA France to limit attendance only to members of the body in question. Meetings of Standing Committees and Ad Hoc Committees shall be limited only to members of the body in question, unless the chair of the committee determines that it is required in the best interest of DA France to open the meeting.

Section 12.3 General Membership Meetings: At least one (1) meeting of the membership of DA France shall be held in the first semester of every year and every effort shall be made to obtain full and widespread notice of the time and place of the meeting, including but not limited to providing written notice by mail or electronic means to all members of DA France. The Executive Committee will determine the location of the annual meeting of members. Such meetings may be hosted by different Chapters of DA France as determined by the Executive Committee. At the annual meeting of members a report of the activities of DA France shall be presented along with such other reports as the Executive Committee may deem appropriate.

Section 12.4 Conduct of Meetings; Robert's Rules of Order Revised: All meetings of DA France at whatever level will be conducted in accordance with and in the following order of priority in the event of a conflict: (i) these Articles, (ii) any applicable Standing Resolutions or rules adopted by the Executive Committee and (iii) the latest edition of Robert's Rules of Order Revised; it being provided that working, planning and similar meetings need not be conducted according to Robert's Rules of Order Revised if it is appropriate to dispense therewith.

Section 12.5 Voting at Meetings: Voting in all meetings at which official business is conducted may be by show of hands, roll call, written ballot or other electronic means and in all events shall be open and may not be secret and, if in written format, must be signed either physically or electronically in order to permit identification of the person voting and inspection by all interested parties.

Section 12.6 Quorum. The quorum required for any meeting of the DA France membership at which elections will be held or these bylaws are proposed to be amended shall be at least 30 members, including members who vote by correspondence or any electronic approved for such purpose in accordance with these bylaws.

ARTICLE XIII. PROXY VOTING

Section 13.1 Proxies at Executive Committee Meetings: The use of proxies shall be permitted only at meetings of the Executive Committee and at meetings of any executive committee established by a Chapter. Proxies shall be recorded with the minutes of those meetings. All proxies shall be in writing or by printable electronic means and shall be signed either physically or electronically. The proxy shall name the person to whom the proxy is being given and may be (i) either general or limited, (ii) uninstructed or instructed and (iii) transferable to another person or non-transferable. Proxies may not be used to determine whether a quorum is present. A proxy may be given during the course of a meeting if the proxy giver must leave the meeting temporarily or permanently. No single member can carry more than one proxy.

Section 13.2 Voting only in a Single Capacity: No member of any committee (including the Executive Committee) shall be entitled to vote at meetings of such committee in more than one capacity and may not give a proxy for the purposes of voting in any additional capacity.

Section 13.3 No Proxies: The use of proxies at all other meetings of DA France, including in Country, Chapter and Caucus Elections, is prohibited.

ARTICLE XIV RESIGNATION - REMOVAL FROM OFFICE OR MEMBERSHIP

Section 14.1 Resignation: Any DA France office holder (whether at the Country or Chapter level) may resign by written (including email) notice given to the Country Chair or Country Secretary or the Chapter Chair as appropriate.

Any Executive Committee member shall be deemed to have resigned if they fail to attend three consecutive meetings either physically or by telephone or electronically. For the purposes of this

Section, representation by proxy shall not be considered attendance.

Section 14.2 Removal from Office or Membership:

After notice and opportunity for hearing and upon grounds found by three-fifths of the Executive Committee present and voting to constitute good and sufficient cause, the Executive Committee may remove any member of DA France from membership in DA France and/or any office that such person may hold in DA France (including without limitation any elected office). Pursuant to the Bylaws of Democrats Abroad, the Country Chair or Country Executive Vice Chair of DA France may also be removed from membership in the DPCA. In this event, the Country Chair or Country Executive Vice Chair shall also be removed from office in DA France automatically and the vacancy created by such removal shall be filled promptly by the Executive Committee from other members of the Executive Committee, such person(s) to serve until the next elections conducted under Article XI.

The rules for such hearing shall be those from time to time in effect with Democrats Abroad and shall provide for the right to an adequate defense.

Hearings for removal shall be closed to the public in order to avoid the embarrassment of the member subject to the proceedings or if confidentiality is otherwise desirable unless the member subject to the proceedings demands that the hearing be open to the public.

Section 14.3 Change in Residence: A member of DA France ceases to have her or his principal residence in France shall be deemed to have resigned from DA France effective upon her or his change of principal residence.

ARTICLE XV – General Provisions

Section 15.1 –Amendments to these bylaws. These bylaws may be amended by a meeting of members duly convened and held in accordance with these bylaws and applicable law.

Section 15.2 - Language. DA France shall be governed on a day to day basis pursuant to an English translation of these bylaws approved by the Executive Committee. In the event of a conflict between the French and the English versions of these by-laws, the French version shall prevail.

Adopted on the _____ of _____, 2012.

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