

BY-LAWS
OF THE
WASHINGTON STATE MISDEMEANANT PROBATION ASSOCIATION

ARTICLE I
NAME AND OFFICES

1. NAME. The name of this Corporation is Washington State MISDEMEANANT PROBATION ASSOCIATION.

2. OFFICES. The principal office of the Corporation shall be in the County of the President of the Corporation, and shall therefore change from time to time. The Corporation may also have offices at such other places as the Board of Directors may from time to time appoint or the purposes of the Corporation may require.

ARTICLE II
MEMBERS AND MEETINGS OF MEMBERS

1. MEMBERSHIP. Membership may be as a “professional member”, an “associate member” or an “honorary member.” Membership shall be established through application, approval, the payment of annual dues and adherence to the goals, Articles of Incorporation, By-laws and Code of Ethics of the Corporation. Professional membership shall be limited to individuals employed by a municipal corporation, which includes but is not limited to a county or city of the State of Washington who work for a misdemeanor probation department providing services for a court of limited jurisdiction in the State of Washington. Associate membership shall be limited to interns or others closely allied to a misdemeanor probation department. Honorary membership may be extended by a majority vote of the professional members to individuals deemed worth of such membership.

2. RIGHTS OF MEMBERS. Each professional member in good standing shall have the right to vote on all matters coming before the membership, hold elective office, attend conferences and training seminars, serve as a member of corporation committees, serve as a representative for the corporation, and obtain copies of the corporation’s directory. Associate members and honorary members shall not have the right to vote on any matter coming before the membership, nor shall they serve as members on corporation committees, serve as representatives for the corporation or obtain copies of the corporation’s directory. Associate and honorary members shall, however, have the right and privilege of attending conferences and training seminars established and provided by the corporation.

The right of a member to vote or exercise any other right or privilege of their class of membership shall cease on the termination of his or her membership in the Corporation. No member shall be entitled to share in the distribution of the corporate assets upon the dissolution of the Corporation. Membership shall be transferable, if the membership/annual dues are paid for by the agency employing the professional or association member.

3. RESIGNATION OF MEMBERS. Any member may resign from the Corporation by delivering a written and dated resignation to the President or Secretary of the Corporation.

4. ANNUAL MEETINGS. The annual meeting of the professional members of the Corporation shall be held during the month of March, April or May each year at a time and location designated by the Directors for the purpose of nomination of officers and directors and for the transaction of such other business as may properly come before the meeting.

5. NOTICE OF ANNUAL MEMBERSHIP MEETINGS. Notice of the time, place, and purpose(s) of the annual meeting shall be served, either personally, by email, or by mail, not less than twenty days before the meeting upon each professional member of the Corporation. If mailed or emailed, such notice shall be directed to the member at his or her address as it appears on the books of the Corporation, unless he or she shall have filed with the Secretary of the Corporation a written request that notices intended for him or her be mailed or emailed to some other address, in which case it shall be mailed or emailed to the address designated in such request.

6. SPECIAL MEETINGS. Special meetings of the professional members, other than those regulated by statute, may be called at any time by the President or Vice-President and must be called by the President or Secretary on receipt of the written or email request of ten percent (10%) or more of the professional members of the Corporation.

7. NOTICE OF SPECIAL MEMBERSHIP MEETINGS. Notice of a special meeting stating the time, place, and purposes thereof shall be served personally, by email or by mail upon each professional member, not less than fifteen nor more than sixty days before such meeting and, if mailed or emailed, such notice shall be directed to each member at his or her address as it appears on the records of the Corporation, unless requested by the member.

8. QUORUM. At any meeting of members of the Corporation, the presence of one-third of the professional members in person or by proxy shall be necessary to constitute a quorum for all purposes except as otherwise provided by law, and the act of a majority of such members present at any meeting at which there is a quorum shall be the act of the full membership except as may be otherwise specifically provided by statute or by these By-laws. The only business that can be transacted in the absence of a quorum is as follows:

- to take measures to obtain a quorum,
- to fix the time to which to adjourn, and
- to adjourn, or
- to take a recess to obtain a quorum

9. VOTING. At every meeting of the members, each professional member shall be entitled to vote in person or by proxy duly appointed by instrument in writing, including email, which is subscribed by such professional member and which bears a date not more than eleven months prior to such meeting, unless such instrument provides for a longer period. Each professional member of the Corporation shall be entitled to one vote. The vote for officers and directors and, upon the demand of any professional member, the vote upon any question before the meeting, shall be by ballot. All elections conducted at a membership meeting at which a quorum is present shall be decided by a majority vote of the professional members voting in person or by proxy. All elections conducted by mail-ballot or email-ballot as permitted by the Articles of Incorporation or these By-laws shall be decided by a majority vote of the professional members casting mail-ballots or email ballots in accordance with the announced rules of the election. Notwithstanding anything in the Articles of Incorporation or the By-laws of this corporation to the contrary, any action requiring a vote shall be legitimized by a simple majority vote of those professional members present and voting at any meeting at which there is a quorum; provided further, however, that at the election and exclusive option of the President, the President may direct that the action be brought to a vote by a written mail-ballot or email ballot of the full professional membership. If the President directs a special mail-ballot or email ballot election, the Board of Directors shall prescribe the rules and procedures for such election consistent with the terms and provision of these By-laws.

10. WAIVER OF NOTICE. Whenever under the provisions of any law or under the provisions of the Articles of Incorporation or By-laws of this Corporation, the Corporation or the Board of Directors or any committee thereof is authorized to take any action after notice to the members of the Corporation or after the lapse of a prescribed period of time, such action may be taken without notice and without the lapse of any period of time, if at any time before or after such action be completed, such requirements can be waived in writing by the person or persons entitled to such notice or entitled to participants in the action to be taken or by his or her proxy-holder thereunto authorized.

11. INSPECTORS OF ELECTION. The professional members may elect two persons to serve until and including the next successive annual meeting as inspectors of election. If any inspector shall refuse to serve or shall not be present at any meeting at which an election is to be conducted, the members at such meeting may elect an acting inspector to serve in his or her place.

12. REMOVAL OF MEMBERS, DIRECTORS, OR OFFICERS. If the Board of Directors votes to recommend removal of any member, director, or officer, such member, director or officer may be removed from membership or from office, as the case may be, by the affirmative vote of two-thirds of the full professional membership, registered either in person or by proxy, at any regular or special meeting called for that purpose. Removal can only be initiated by a recommendation from the Board of Directors based on cause, i.e., for conduct detrimental to the interests of the Corporation, for lack of sympathy with its objectives, or for refusal to render reasonable assistance in carrying out its purposes. Any such vote shall be handled by written ballot. Any such member, officer, or director proposed to be removed shall be entitled to at least fifteen days' written notice (by mail, by email, or personal delivery) of the meeting or special mail-ballot election at which such removal is to be voted

upon and, if such subject is to be voted upon at a general or special meeting, the member, officer or director whose removal has been proposed shall be entitled to appear before and be heard at such meeting.

13. COMPENSATION AND EXPENSES. The Board of Directors shall have power in its discretion to contract for and to pay to members rendering unusual or special services to the Corporation special compensation appropriate to the value of such services.

ARTICLE III

BOARD OF DIRECTORS

1. COMPOSITION OF BOARD OF DIRECTORS. The business and property of the Corporation shall be managed and controlled by a Board of Directors which shall consist of the President, the immediate past-President, the Vice-President, the Secretary, the Treasurer, and the elected committee chairpersons or co-chairpersons of all standing committees. The directors shall be professional members of the Corporation.

2. NUMBER. The number of directors of the Corporation shall be not more than sixteen unless such number be increased by amendment to these By-Laws, in the manner set forth in Article XIII hereof.

3. RESIGNATION. Any director may resign at any time by giving written notice of such resignation to the Board of Directors.

4. VACANCIES. Any vacancy in the Board of Directors occurring during the year shall be filled by the appointment of an interim director by a majority vote of the remaining directors; any interim director so appointed shall perform the duties of that office as prescribed in these By-laws for the remainder of the unexpired portion of the term and until the next regularly scheduled election and qualification of his or her successor.

5. ANNUAL MEETINGS. As soon as practicable after each annual election, the newly elected directors shall meet at a place and time to be fixed by the consent of all directors. The Board of Directors may also meet shortly prior to or in conjunction with each annual meeting of the members.

6. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by the President or Vice-President and must be called by either of them on the written request of any member of the Board.

7. NOTICE OF DIRECTORS MEETINGS. Notice of all directors' meetings, except as herein otherwise provided, shall be given by mailing or emailing the same at least ten days before the meeting to the usual business or residence address of each director, but such notice may be waived by any director. Regular meetings of the Board of Directors may be held without separate notice at such time(s) and place(s) as shall be determined and established by the board pursuant to a formal written resolution. Any business may be transacted at any directors' meeting. At any meeting at which every director shall be present, even though without notice or waiver thereof, any business may be transacted.

8. CHAIRMAN. At all meetings of the Board of Directors, the President or Vice-President, or in their absence, a chairman chosen by the directors present, shall preside.

9. QUORUM. At all meetings of the Board of Directors, a majority of the directors shall be necessary and sufficient to constitute a quorum for the transaction of business. The act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute or by these By-laws.

10. CONTRACTS AND SERVICES. The directors and officers of the Corporation may be interested directly or indirectly in any contract relating to or incidental to the operations conducted by the Corporation, and may freely make contracts, enter transactions, or otherwise act for and on behalf of the Corporation, notwithstanding that they may also be acting as individuals, or as trustees of trusts, or as agents for other persons or corporations, or may be interested in the same matters as directors or otherwise; provided, however, that any contract, transaction or act on behalf of the Corporation in a matter in which the directors or officers are personally interested as directors, or otherwise, shall be at arm's length and not violative of the proscriptions in the Articles of Incorporation against the Corporation's use or application of its funds for private benefit; and provided further that no contract, transaction or act shall be taken on behalf of the Corporation if such contract, transaction or act is a prohibited transaction or would result in the denial of the tax exemption under Section 503 or Section 507 of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended. In no event, however, shall any person or

other entity dealing with the directors or officers be obligated to inquire into the authority of the directors and officers to enter into and consummate any contract, transaction, or other action.

11. COMPENSATION. Directors shall not receive any stated salary for their services as such, but by resolution of the Board, a fixed, reasonable sum for expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board. The Board of Directors shall have power in its discretion to contract for unusual or exceptional services to the Corporation and pay to the directors rendering special compensation appropriate to the value of such services.

12. POWERS. All the corporate powers, except such as are otherwise provided for in these By-laws and in the laws of the State of Washington, shall be and are hereby vested in and shall be exercised by the Board of Directors. The Board of Directors may, by general resolution, delegate to committees of their own number or to officers of the Corporation, such powers as they may deem necessary or appropriate.

13. DUTIES. The Board of Directors shall, at the annual meeting of members, submit a report, verified by the President and Treasurer or by a majority of the directors, showing in appropriate detail the following: (a) the assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year immediately preceding the annual meeting; (b) the principal changes in assets and liabilities, including trust funds, during the year immediately preceding the date of the report; (c) the revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for the year immediately preceding the date of the report; (d) the expenses or disbursements of the Corporation, for both general and restricted purposes, during the year immediately preceding the date of the report; (e) the number of members of the Corporation as of the date of the report, together with a statement of increase or decrease in such number during the year immediately preceding the date of the report, and a statement of the place where the names and addresses of the current members may be found. The annual report of Directors shall be filed with the records of the Corporation and an abstract thereof entered in the minutes of the proceeding of the annual meeting of members.

14. ACTION BY DIRECTORS WITHOUT A MEETING. Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if a written consent setting forth the action to be taken is signed by each of the Directors. Any such written consent shall be inserted in the minute's book as if it were the minutes of a board meeting.

ARTICLE IV

OFFICERS

1. NUMBER. The officers of the Corporation shall be four in number and shall consist of the President, Vice-President, Secretary and Treasurer. No more than one elective office may be held by any one person at any one time.

2. ELECTION, TERM OF OFFICE, AND QUALIFICATIONS. The term of office for President and Vice-President shall be one year. The Vice-President shall be considered President-elect of the Association upon the approval of the professional membership. The terms for Secretary and Treasurer shall be two years.

Any professional member in good standing is eligible to be nominated for office. Any professional member may submit nominees for office to the Nominations Committee for consideration. The Nominations Committee's list of nominees will be submitted at the annual membership meeting during the election year. Nominations will then be open for the general membership. Voting will be by written ballot with the results announced to the general membership prior to July 1st each year. The Term of office shall commence on July 1st following each election. Each officer shall serve until the election of his or her successor or until the incumbent officer resigns or is removed from office in accordance with these By-laws.

3. VACANCIES. In case any officer of the Corporation dies, resigns, retires, or is removed for cause prior to normal expiration of his/her term, then the Board of Directors, by majority vote, shall appoint an interim officer. The interim officer shall perform the duties of the vacant office as prescribed in these By-laws for the balance of the unexpired term and until the next regularly scheduled election and appointment of his or her successor.

4. PRESIDENT. The President shall preside at all meetings of members and of the Board of Directors. He or she shall have and exercise general duties and supervision of the affairs of the Corporation and shall do and perform such other duties as may be assigned to him or her by the Board of Directors. The President shall appoint the chairperson or co-chairpersons of all ad hoc committees. The President shall also serve as a voting member of all standing and ad hoc committees. The President shall be responsible for insuring the coordination and

productivity of the various offices, committees and special assignments. The President shall serve as the official spokesperson for the corporation and shall be responsible for reporting corporation business and other important information to all misdemeanor probation managers in the State of Washington.

5. VICE-PRESIDENT. At the request of the President, or in the event of his or her absence or disability, the Vice-President shall perform the duties and possess and exercise the powers of the President. To the extent authorized by law, the Vice-President shall have such other powers as given by the Board of Directors, and shall perform such other duties as may be assigned to him or her by the Board of Directors.

6. SECRETARY. The Secretary shall have charge of such books, documents and papers as the Board of Directors may determine. He or she shall attend and keep the minutes of all the meetings of the Board of Directors and members of the Corporation. He or she shall keep a record, containing the names, alphabetically arranged, of all persons who are members of the Corporation, showing their places of residence or other designated mailing address, and such record shall be open for inspection as prescribed by law. He or she may sign with the President or Vice-President, in the name and on behalf of the Corporation, any contracts or agreements authorized by the Board of Directors. He or she shall, in general, perform all the duties incident to the office of secretary, subject to the control of the Board of Directors, and shall do and perform such other duties as may be assigned to him or her by the Board of Directors. It shall also be the Secretary's responsibility to maintain an accurate record of attendance at all corporation-sponsored training programs, lectures and symposia.

7. TREASURER. The Treasurer shall have the custody of all funds, property, and securities of the Corporation, subject to such regulations as may be imposed by the Board of Directors. He or she may be required to give bond for the faithful performance of his or her duties, in such sum and with such sureties as the Board of Directors may require. When necessary or proper, he or she may endorse, on behalf of the Corporation for collection, checks, notes, and other obligations, and shall deposit the same to the credit of the Corporation at such bank or banks or depository as the Board of Directors may designate. He or she shall sign all receipts and vouchers and, together with such other officer(s), if any, as shall be designated by the Board of Directors, he or she shall sign all checks of the Corporation and all bills of exchange and promissory notes issued by the Corporation, except in cases where the signing and execution thereof shall be expressly designated by the Board of Directors or by these By-laws to some other officer or agent of the Corporation. He or she shall make such payments as may be necessary or proper to be made on behalf of the Corporation. He or she shall enter regularly on the books of the Corporation to be kept by him or her for the purpose of full and accurate account of all moneys and obligations received and paid or incurred by him or her for or on account of the Corporation, and he or she shall exhibit such books at all reasonable times to any director or member on application at the offices of the Corporation. The Treasurer shall be responsible for supervising the maintenance of a current membership roster, a record of annual dues and conference fees collected. The Treasurer, with input and approval from the Board of Directors, shall develop and maintain an annual budget. He or she shall, in general, perform all the duties incident to the office of treasurer, subject to the control of the Board of Directors. Prior to passing on the duties of Treasurer to a newly elected board member, the current Treasurer shall have an audit conducted by a Certified Public Accountant to ensure that the corporation's financial records are being handed over in good condition.

8. REMOVAL. Any officer may be removed from office in accordance with the procedures set forth in Article II, Section 12, Supra.

ARTICLE V COMMITTEES

1. COMMITTEES. The Corporation shall have the following standing committees: Membership, Legislative, Education and Training, Nominations, and Technology. The Legislative, Education and Training, and Nominations, and Technology committees shall be directed by a chairperson who shall be elected by the professional members for a two-year term, while the Membership committee chairpersons shall be elected for a one-year term; provided, however, that if no eligible member is willing to allow his or her name to stand in nomination alone, then co-chairpersons may be nominated and elected to chair any such committee. If co-chairpersons are elected, they shall both serve on the Board of Directors but shall jointly and collectively be able to cast only a single unanimous vote on any matter coming before the Board for action.

2. MEMBERSHIP COMMITTEE. The Membership Committee shall:

A. Establish and maintain contact with misdemeanor probation departments throughout the State of Washington;

B. Solicit professional and associate membership and make recommendations for honorary membership;

C. Publish a statewide directory of probation offices throughout the State of Washington and the names of paid probation officers/counselors, supervisory staff, support staff and volunteers in misdemeanor probation departments throughout the State of Washington; and

D. Determine questions concerning the good standing or other status of any corporation member or anyone claiming membership rights or privileges.

3. LEGISLATIVE COMMITTEE. The Legislative Committee shall:

A. Keep the corporation members apprised of new legislative proposals and legislation that would affect misdemeanor courts, misdemeanor probation departments or any areas of professional interest to misdemeanor courts or probation departments;

B. Act as a clearinghouse for the accumulation and dissemination of information concerning misdemeanor probation programs, policies and procedures;

C. Make recommendations to the Board of Directors and to the members of this Corporation concerning ways and means of establishing or enhancing misdemeanor probation programs for the participants and the citizens of the State of Washington.

4. EDUCATION AND TRAINING COMMITTEE. The Education and Training Committee shall:

A. Collect, maintain the disseminate educational and/or training information of interest to misdemeanor probation personnel throughout the State of Washington;

B. Assist individual misdemeanor probation agencies in developing training programs;

C. Develop training programs for general and special meetings, including the annual conference;

D. Conduct long-range planning to identify training needs of members of this corporation. Such long range-planning shall include but not be limited to research for the purpose of identifying resources and materials for future training programs; and

E. With the prior authorization of the President, the Education and Training Committee may also engage in consultations with jurisdictions requesting consultation services.

5. NOMINATIONS COMMITTEE. The Nominations Committee shall consist of no less than three members in addition to the chair and must represent at least three varying jurisdictions. The members of the Nominations Committee shall have been members of the corporation or its predecessor organization for at least three years and at least one member of the Nominations Committee must be a current member of the Board of Directors. The Nominations Committee shall be appointed no later than January 30 each year.

6. TECHNOLOGY COMMITTEE. The Technology Committee shall:

A. Function as the MPA Endorsing Group within the JIS IT Governance structure and recommend appointments to the JIS IT Governance CLJ Court-Level User Group and the Multiple-Court-Level User Group;

B.. Maintain a forum for discussion of technology developments in the court system;

C. Maintain a liaison with the JIS Committee (JISC) to develop needs and priorities for court technology;

- D. Oversee the development and maintenance of the MPA website;
- F. Participate in the development and maintenance of the JIS statewide case management system;
- G. Collaborate with AOC to maintain the MCA listserv.

7. AD HOC COMMITTEES. Additional Ad Hoc Committees may be established by the president with the prior approval of the Board of Directors. Such Ad Hoc Committees shall be established to perform a specific task or tasks within a specified time. The chairperson or co-chairpersons and all members shall be appointed by the President with the advice and consent of the Board of Directors. Unlike the chairpersons of standing committees, the chairperson or co-chairpersons of Ad Hoc Committees shall not serve as a member of, or have any voting rights or privilege to participate in any deliberations of, the Board of Directors.

ARTICLE VI

AGENTS AND REPRESENTATIVES

The Board of Directors may appoint such agents and representatives of the Corporation with such powers to perform such acts or duties on behalf of the Corporation as the Board of Directors may see fit, so far as may be consistent with these By-laws, to the extent authorized or permitted by law.

ARTICLE VII

CONTRACTS

The Board of Directors, except as otherwise provided in these By-laws, may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to a specific instance. Unless so authorized by the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the Corporation to any contract or engagement, or to pledge its credit, or render it liable pecuniary for any purpose or in any amount.

ARTICLE VIII

VOTING UPON SHARES OF OTHER CORPORATIONS

Unless otherwise ordered by the Board of Directors, the President shall have full power and authority on behalf of the Corporation to vote either in person or by proxy at any meeting of shareholders of any corporation in which this Corporation may hold shares. At any such meeting, the President may possess and exercise all of the rights and powers incident to the ownership of such shares which, as the owner thereof, this Corporation might have possessed and exercised if present. The Board of Directors may confer like powers upon any other person and may revoke any such powers as granted at its pleasure.

ARTICLE IX

FISCAL YEAR

The fiscal year of the Corporation shall commence January 1 of each year and end December 31.

ARTICLE X

PROHIBITION AGAINST SHARING IN CORPORATE EARNINGS

No member, director, officer, employee, member of a committee, or any other person connected with the Corporation, or any other private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation; provided that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by the Board of Directors; and no such person(s) shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. All members of the Corporation shall be deemed to have expressly consented and agreed that upon such dissolution of the Corporation, whether voluntary or involuntary, the assets of the Corporation, after all debts have been satisfied, then remaining in the hands of the Board of Directors, shall be distributed, transferred, conveyed, delivered, and paid over, in such amounts as the Board of Directors determine or as may be determined by a court of competent jurisdiction upon application of the Board of Directors, exclusively to organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE XI

INVESTMENTS

The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Board of Directors, without being restricted to the class of investments which a director is or may hereafter be permitted by law to make or any similar restriction; provided, however, that no action shall be taken by or on behalf of the Corporation if such action is a prohibited transaction or would result in the denial of the tax exemption under Section 503 or Section 507 of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE XII

ORDER OF BUSINESS

At all meetings of members, the Board of Directors, or any committees established pursuant to these By-laws, Roberts Rules of Order Revised shall control and govern the order of business unless other procedures have been adopted by a form written resolution of the Board of Directors. Any such formal written resolution may be specific as regards any specially designated meeting(s) or may be general in scope and purpose.

ARTICLE XIII

AMENDMENTS

The By-laws may be altered, amended, or repealed at any meeting of members of the Corporation by a majority vote of all the members present and voting either in person or by proxy, provided that the proposed action is inserted in the notice of such meeting. In accordance with Article II, Section 9, Supra., the President may instead direct that the proposed By-law amendment(s) be brought to a vote by a written mail-ballot or email-ballot of the full professional membership.

ARTICLE XIV

EXEMPT ACTIVITIES

Notwithstanding any other provision of these By-laws, no member, director, officer, employee, or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization , contributions to which are deductible under Section 170 (c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

THESE BY-LAWS WERE DULY ADOPTED by a unanimous vote of the Directors in accordance with Article III, paragraph 14 of these By-Laws.

With revisions through 11/27/17.