

ABC

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GMA MINUTES

16/02/2024



Amsterdam
E-mail: info@asianborrelclub.nl

Creating memorable
experiences since 2020



SEMI-ANNUAL GMA MINUTES

Date	February 16th, 2024. Start: 19:00
Est. Duration	04:30:00
Location	VU, Boelelaan, Theater 3

AGENDA

1. Opening	2
2. Agenda GMA	2
3. GMA for beginners	2
4. Quorum Check	3
5. Approval of GMA minutes September 2023	3
6. Presentation and approval of the semi-annual secretarial report 23/24	3
7. Presentation and approval of the semi-annual financial report 23/24	4
8. HR changes regarding Audit Committee definition	5
9. HR changes regarding Financial Policy	6
10. RoP changes regarding Submission Policy	8
11. Break	10
12. Quorum check	10
13. RoP changes regarding Nominee Voting	10
14. RoP changes regarding Voting Eligibility	12
15. Update regarding Head of External / Gaming	13
16. Discussion regarding future of Gaming Committee	16
17. Other questions and remarks	18
18. Closing	18

Starting Time: 19:16

NOTES

1. Opening

David Law (Chairman 23/24) is opening the Semi-Annual GMA, and introducing Jonli So. Jonli will be chairing this meeting.

Previous ESN Amsterdam President, and current Supervisory and Audit committee of ESN The Netherlands.

2. Agenda GMA

Voting:

In Favour: 32

Against: 1

Blanco: 1

Abstention: 4

The agenda is approved.

3. GMA for beginners

Jonli explains the meaning of our GMA.

Necessary to read before every GMA:

Articles of the Association

House Rules

Policy Plan

(Semi-) Annual Report

(Semi-) Annual Realisation

Jonli explains the hand gestures to be used during the GMA.

Hand up: Question

Two fingers: Reaction

One Finger: Procedural question

Voting:
With blanco, your vote will be counted.
Abstention means your vote will not be counted.

4. Quorum Check

Voting:

In Favour: 14
Against: 15
Blanco: 9
Abstention: 1

Total: 39

5. Approval of GMA minutes September 2023

Voting:

In Favour: 22
Against: 0
Blanco: 13
Abstention: 0

Total: 35

The GMA minutes for previous GMA's are [approved](#).

6. Presentation and approval of the semi-annual secretarial report 23/24

Tawny Sleetbos (Secretary 23/24) presents the semi-annual secretarial report.

Kevin Liu: is the number of General Members fully accurate and up-to-date? Make sure the student numbers are traceable to remain eligible for board compensation.

Voting:

In Favour: 34

Against: 0
Blanco: 2
Abstention: 0

Total: 36

The Semi-Annual Secretarial Report 23/24 is [approved](#).

7. Presentation and approval of the semi-annual financial report 23/24

Timothy Tan (Treasurer 23/24) presents the semi-annual financial report.

No investment is software/hardware this year, but there are some things that have already been paid for such as the second actives weekend and our upcoming trip. Which is why the accrued assets are a larger number.

The 6.000 euros are VU money in the reserve that will be spent, but is currently in the reserve.

The income statement reflects how the committees spend the finances. Our biggest committee is the events committee and this makes sure ABC stays financially stable.

The intro committee is also making profit.

The internal committee, which is the one committee we do not expect to make profit from, is making a slight loss.

Kevin Liu (Audit 23/24) is explaining how the Audit committee is functioning. Audit's responsibilities are diverse.

The audit committee makes two reports each year.

Their findings are written in the financial report to maintain responsibility and transparency.

Audit double checks every expenditure. Ensures the financial health of ABC.

Lisa: Question about the expenses. How come Merch can have an income?

Timothy: This was internally, the ABC actives shirts. Some partners contributed to these shirts.

Lisa: So it is basically towards the actives shirts.

Tim: Yes.

Lisa: Second question regarding trip. You have a trip coming up but I do not see it reflected in the statement.

Timothy: We paid already, but the expenses have not occurred yet. Since the trip still has to take place, it will be reflected in the next report.

Lisa: What are the overhead costs?

Timothy: Its numerous costs that are not tied to the committees.

Voting:

In Favour: 35

Against: 0

Blanco: 2

Abstention: 2

Total: 39

The Annual Financial Report 23/24 is approved.

8. HR changes regarding Audit Committee definition

Kevin Liu (Audit 23/24) presents the changes of the Audit Committee definition.

Previously there was no framework for the audit committee.
The main formulations were not explicit and too vague.

The audit committee is to serve as the backbone of ABC financial reporting.
Establishing a legacy for future years to come.

PROPOSED HR ABC

ARTICLE 16. AUDIT COMMITTEE

16.1 The Audit Committee is responsible for ensuring and monitoring of the financial health, transparency, and integrity of the student association. Its primary objective is to maintain the association's financial health, ensure compliance with regulations, and uphold transparency in financial reporting. The Audit Committee's actions contribute to the long-term success and sustainability of the organisation.

16.2 To maintain effective collaboration, the Audit Committee should maintain clear communication with the Treasurer at all times. Both sides are expected to set deadlines and have frequent meetings.

16.3 The Audit Committee is granted full viewing rights to all financial records and documents within the organisation.

16.4 The Audit Committee has the responsibility to raise any concerns regarding financial matters to other entities within the organisation and at the General Members Assembly (GMAs).

16.5 The Audit Committee is empowered to provide requested and unsolicited advice on financial matters to the board.

16.6 The Audit Committee performs audits which must cover the periods that will be reported in the (Semi-)Annual Financial Report prior to the publication of these reports. The committee can decide on the number of audits it performs with a minimum of two and the option for a “surprise” audit throughout an academic year.

16.7 The Audit Committee can voice their findings and approval/disapproval of the financial reports created by the Treasurer at the GMA. An approving audit is highly recommended. The findings of these audits are included in the Semi-Annual and Annual Report.

16.8 The establishment of the Audit Committee is subject to approval by the GMA

16.9 The Audit Committee is composed of a minimum of three and a maximum of five members who are not part of any other entity within the organisation.

16.10 The Audit Committee’s term ends after the completion of the final audit and is discharged by the GMA

Voting:

In Favour: 42

Against: 0

Blanco: 1

Abstention: 0

Total: 43

The HR Changes regarding Audit Committee definition are approved.

9. HR changes regarding Financial Policy

Hong Quynh Le (Audit 23/24) presents the changes regarding financial policy.

During the previous GMA there was a Financial proposal that was rejected, Audit promised a new proposal.

ABC is a non-profit association, thus the member prices should be as low as possible so it is accessible for all, no matter the financial background.

The previous proposal stated that ABC should have a buffer of 12000 euros. There were certain arguments from Audit against this. The submitter was unable to justify where the 12000 euros came from.

Definition: previous proposal used buffer, we changed it to cash reserve.
In the case of ABC the cash reserve can only be used in emergencies. Cash reserves cannot be used for any other purposes.

The proposal changes it to make it flexible and dynamic.

HR ADDITION PROPOSAL

ARTICLE 9. FINANCES

9.12 ABC is required to maintain a minimum cash reserve at the end of the financial year. The minimum cash reserve is equal to the cash burning rate of three months multiplied by the average inflation rate of the previous financial year based on data from Centraal Bureau van Statistiek (CBS).

9.12.1 The cash burning rate is calculated by taking the average monthly expenses of the previous fully operating financial year multiplied by three months. All expenses are considered operating expenses.

9.13 The Executive Board, Audit Committee, Supervisory Board, Advisory Board, and all executive Committees are held accountable by the GMA for ensuring that ticket prices for ABC events are offered at the lowest price possible.

9.14 At least 75% of the profit of the previous financial year is aimed at reinvesting it back into the association and/or to give back to the Members by for instance, and not limited to, lowering ticket prices and/or organising free events.

If this proposal gets accepted, the following calculations would be:

CALCULATIONS

Cash Reserve FY 23/24

Expenses FY 22/23 = €61.568,64

Expenses per month = €61.568,64 / 12 = €5.130,72

Cash burning rate (3 months) = €5.130,72 * 3 = €15.392,16

Cash reserve FY 23/24 = €15.392,16 * 1,0774% = €16.583,77

Note: the inflation rate used to calculate the cash reserve is based on the average inflation of the previous financial year based on data from Centraal Bureau van Statistiek (CBS).

Reinvestment Goal FY 23/24

Profit FY 22/23 * 75% = € 15.666,33 * 75% = €11.749,75

So by the end of this year ABC should have a cash reserve of €16.583,77

This year's board should aim to reinvest €11.749,75 back into ABC.

This proposal brings:

Justifiable Calculation for Cash Reserve: The new proposal introduces a method for calculating the cash reserve based on the cash burning rate and the average inflation rate. This provides a more structured and justifiable approach compared to the arbitrary €12,000 financial buffer in the previous proposal.

Consideration of Inflation: The new proposal explicitly takes into account the impact of inflation on the value of money. This shows an awareness of economic factors that could affect the association's financial health.

Reinvestment and Member Benefits: The new proposal maintains the idea of reinvesting profits back into the association and giving back to members. However, it introduces a specific percentage (75%) of the profit aimed at such reinvestment, providing a more concrete guideline for financial decisions without the harsh and dangerous restrictions of the rejected proposal.

Questions:

Matthijs: ABC is a non-profit organisation. If I see all these changes, we plan to make profit to give it back to ABC. Is ABC still defined as a non-profit after these changes?

Kevin Liu: Yes, because we are still reinvesting the money back into our association.

Matthijs: 9.14. How do you determine what the lowest price is?

Quynh: We take into account the unforeseen. We under budget the income, and over budget the expenses. To hedge against the risks of an event not going well. We want to organise the events with the highest quality.

Matthijs: Should all the ticket prices be checked by the various entities.

Quynh: I think that all the various entities should take a more proactive attitude, and be involved with the events.

Magali: Why is it 75%? And is the remaining 25% going into the cash reserve?

Quynh: The 75% is only a goal, to invest as much as possible back into the association. That is why we used 'aimed'. The remaining money is not necessarily put in the Cash reserve. It is money that could still be spent, but does not have to. Cash reserve cannot be touched.

Voting:

In Favour: 37

Against: 0

Blanco: 7

Abstention: 0

Total: 44

The HR Changes regarding HR financial are [approved](#).

Kevin Liu: Some last words. You can see this as a Dutch pension fund. If we had a good year we can reinvest more in the new year.

10. RoP changes regarding Submission Policy

Tien Hung Nguyen (Audit 23/24) presents the changes regarding submission policy..

The final proposal of the Audit committee.

The Audit committee role can be hugely compromised when the audit committee cannot respond on time and sufficiently.

We came up with a proposal that would extend on the current.

RoP ADDITION

ARTICLE 4. DOCUMENTS (OLD)

4.2 The documents must be made available at least seven days before the meeting, not including the day of convocation and the day of the meeting.

The addition would exclusively apply to the financial proposals.

ARTICLE 4. DOCUMENTS (PROPOSED)

ARTICLE 4. DOCUMENTS

4.2.1 An exception applies to financial proposals, which requires any proposals related to ABC's financial matters to be submitted at least two weeks prior to the date of the GMA to the secretary of the Executive Board. The proposal will, subsequently, be forwarded to the Audit Committee and Treasurer for review.

4.2.2 In the case that the proposer/s does not manage to follow the procedure stated in 4.2.1, their proposal will not be considered in the upcoming GMA agenda unless permission is granted by the Audit Committee for the proposer/s to go forth with their proposal.

4.2.3 The Audit Committee will assess the proposal and provide advice on the proposal in a separate document and will be made available for all General Members to view.

4.2.4 Assuming that the procedure is in accordance with Article 4.2.1, the proposer/s is fully within their right to present their proposal to the GMA irrespective of the Audit Committee's advice.

4.2.5 In the circumstance that the Audit Committee becomes the proposer, the Audit Committee must also adhere to the same procedure as stipulated in articles 4.2.1 through 4.2.4. The duty of an independent reviewer is thereafter transferred to the Treasurer.

Voting:

In Favour: 41

Against: 0

Blanco: 0

Abstention: 1

Total: 42

The RoP Changes regarding the submission policy is [approved](#).

11. Break

12. Quorum check

Voting:

In Favour: 28

Against: 9

Blanco: 1

Abstention: 1

Quorum is met with 39 votes.

13. RoP changes regarding Nominee Voting

David Law (Chairman), this proposal is presented by the whole of the executive board.

The current state is as follows:

Currently in RoP:

18.1 Nominated and to be installed boards shall be voted on as a whole.

Paragraph 18.1 to be amended to:

18.1 Nominated and to be installed nominees shall be voted on individually and one by one.

Reasons:

1. Accountability
2. Flexibility
3. Preventing Unqualified Candidates

Counter arguments:

1. Efficiency
2. Reduced Division or Bias

During the Nomination GMA, there was group voting, but the GMA asked for an individual vote.

Questions:

Kevin Liu: We all assume the procedure would take a whole lot more time. Can we in dire situations expect an emergency GMA?

David: Previously there was indeed an extra GMA, the nomination in June, and the extraordinary in July. It should be doable just like last year.

Kevin: Suggestion to keep in mind the possibility of a second GMA. Maybe even plan two GMA's.

Cecilia: Do you have any suggestions to keep it more compact, time-wise?

David: The previous GMA, it was accepted that the EB publishes a censored applicant to the GMA. So it should not take too long. And furthermore, we can put a limit of 7-8 minutes per candidate.

Aayush: What does a board member do?

David: We oversee everything that happens in the committee and what the GMA wants. We overlook the processes and direct ABC where we envision it to go and what is best for our association.

David: I want to add an amendment: That only the Executive board will be voted on, one by one. But the Advisory and Supervisory as a whole.

Margiet: What happens when the whole board gets rejected?

Jonli: If it does not get voted in, they would do an extraordinary assembly, and we can vote again.

Lucy: If you are proposing for only EB to have a one-by-one system to go into a whole group vote. And if there is no unanimous vote, then go into individual. The arguments voting for EB is also valid for the other boards.

David: So you suggest keeping it as it is, without the amendment?

Lucy: Yes.

Kevin: I think that is a great addition. If we first do a group vote, and then an individual vote. It would be a good mid-way.

David: So we give the option to vote as a group or individual?

18.1.1 If the members desire, we can vote on the nominated boards individually.

Quynh: So with this addition, this means that it takes one member to request an individual vote, is that enough to vote individually?

Kevin: Good question, do we need a majority?

Tien: Vote as a group first, and if that is rejected, vote individually. Or exclude one person from a group vote.

David: So as the last time in June. We first vote the boards as a group, but if they get rejected, move onto the individual vote.

- The Executive Board will take five minutes to discuss.

The adjusted proposal is as follows:

Paragraph 18.1.1 to be added to article 18:

18.1.1 In the event a nominated Board is rejected as a whole, the GMA shall vote on each nominated Board member individually in the same GMA.

Questions:

Nathan: Is the rejection going to be majority?

Jonli: Yes majority.

Tien: Is there going to be an option for anonymous votes?

David: Yes this is always an option as per Rules of Procedure. And for nominations, as it says in 18.4 it is always anonymous for people.

Voting:

In Favour: 31

Against: 2

Blanco: 1

Abstention: 2

Total: 36

The RoP Changes regarding nominee voting is [approved](#).

14. RoP changes regarding Voting Eligibility

Paragraph 10 to be added to article 15:

15.10 Individuals or groups presenting a proposal or nominee during a GMA shall be ineligible to cast a vote for that specific proposal or nominee during the voting process.

Reasons:

1. Maintaining Neutrality.
2. Enhancing Accountability.
3. Upholding Transparency.
4. Promoting Active Participation.

Counter arguments:

1. Expertise.
2. Complexity in Implementation.
3. Potential for Disengagement.

For example if we as EB and SB vote for the nominee's, that would mean that 13 votes could already be in favour, which could have a huge impact on the voting as we are still a small association.

Jorine: We always need a minimum of people to vote. If these people are not allowed to vote, are we then not meeting the quorum?

Timothy: It is just part of that proposal.

David: We are on the edge of the quorum. If we as EB are not allowed to vote on this,

Jonli: They automatically vote abstained.

Lisanne: If we were to implement this, if a committee should implement a proposal. For example marketing, that would be that the whole of marketing should be behind the proposal. Otherwise their whole marketing committee would be losing their voting right.

David: After the creation of this proposal, I noticed in a previous GMA that a similar proposal was not accepted due to the complexity of the implementation and the quorum. So I recognize the issue.

Voting:

In Favour: 20

Against: 7

Blanco: 8

Abstention: 1

Total: 36

The RoP Changes regarding voting eligibility is [approved](#).

15. Update regarding Head of External / Gaming

Matthijs Fok and Cecilia Chia (members of the Supervisory Board) are giving an update.

EB had received multiple comments about his behaviour.

EB has asked SB for help. SB had multiple emergency meetings with EB and AB.

There was an investigation team, including the following people:

Chilok Mao, member of the advisory board

Yenly He, member of the advisory board

Christine Li, member of the supervisory board

Kay Djoehari, member of the supervisory board

Ryan Zhang, member of the supervisory board

SB presented to EB a ten page investigation report. Due to the privacy of the interviewees, we will not present the report, only the results.

Summary of incident:

- Wing Toh violated our organisation's policies by bringing and consuming prohibited substances despite prior warnings.
- Investigation confirmed Wing Toh's breach of guidelines but found allegations of coercion to be entirely unfounded and fabricated. It is crucial to clarify that Wing Toh did not target or force substances on women specifically, despite allegations or rumours suggesting otherwise. This clarification seeks to dispel any incorrect assumptions or misinformation about Wing Toh's actions.

Actions taken

- Initially considered expulsion due to the severity of the offence involving drug consumption.
- Reconsidered decision due to lack of evidence supporting coercion claims

Result: Wing Toh has been discharged from the position of head of external affairs and gaming

Disciplinary measures:

- Wing Toh is now a general member, no longer involved in internal affairs but allowed to attend events.

To discharge Wing Toh of his role as EB should not be taken lightly, not only for health and social reasons, but also legal reasons.

Questions:

Perry: As part of the External committee, we were held in the dark for all of this. We were only told he did something, but had no additional information. When he was discharged, and the consequences, External did not have a heads up. And they would have liked more of a say in it. The external committee is kind of dead. Due to Wing Toh's dischargement there were suddenly no goals anymore. No one in the external committee is taking over his role. I would have liked to have more say in it.

Matthijs: I appreciate your comment. Let me get one thing straight, we did not want Wing Toh to leave. But he had a leadership function, and people looked up to it, so his actions were not acceptable.

Cecilia: I admit things could have been done better, but this was also our first time handling such a case. You have been informed by the EB right?

Perry: Yes but only after the decision was made.

Cecilia: So you would have liked more involvement?

Perry: We discharged him too quickly. I would have expected a warning system. There is nothing that has been done since he has been discharged.

Matthijs: It was a very difficult decision for us too. But it is our responsibility to keep the EB in check. We could not see this through the fingers, as it would then excuse others as well.

Kevin: Principal problem.

Now our leader is gone, and we as an association could have and should have done better.

Quynh: This is the first time such a case has come up. Are there any plans to create new and clear guidelines for this for the future? How can we learn from this in the future?

Matthijs: The whole process did not go that well. It is a good point to think about. We can think about making this future proof.

Cecilia: We have thought about it, but we still need to discuss this.

Margriet: So as a rule you stated that people who come to active weekend, people are not allowed to bring drugs. I know there have been instances where some people smoked weed before. They did not get any warning. But where do you make the distinction?

Matthijs: We follow the Dutch laws. We draw the line on hard drugs, as it is stated in our house rules. In addition, it should be made more clear before active weekend what the rules are.

Cecilia: In addition, Wing Toh had a leadership role.

Kevin: If you make a note or comment to SB that he or she is using, they will take it into consideration. But for this investigation, comments were only made about Wing Toh.

Quynh: I think the difference is that people reported Wing Toh, and only then SB was able to take action.

Jorine: In the rules, does it state the difference between Hard drugs and soft drugs? Is there a distinction?

Kevin: Members of ABC act in accordance with Dutch Law. Thus, hard drugs are a big no-no.

Justin: Were there any measures taken to limit the disruption of any ABC activities?

Matthijs: When Wing Toh was on pause, we had Ryan and Kay to continue as interim head for three weeks. After his dischargement, the responsibility was put on EB.

Sam: As a member of external affairs, I just wish my committee could have been more involved in the decision making. SB did not ask the external committee about their opinion. External was left in the dark.

Matthijs: That is a valid point, we should get in touch with the committee members. Have a better structure and communication.

16. Discussion regarding future of Gaming Committee

Lisanne (Committee member of Gaming) leads the discussion.

On behalf of the gaming committee (Lisanne and Nathan).

She would like some clarification and solutions to the problems that gaming currently has.

Previously the gaming committee was run by only one person.

Wing Toh told them that the member who was responsible for gaming last year was no longer part of ABC. However, there was a decision made that he could still keep the gaming and Instagram that was made, because the member had done so much for ABC. That meant that Gaming was no longer allowed to host online gaming events.

Gaming heard nothing for 2 months, but now has a replacing head Samantha. Who was also not updated on the current state. We have no access to the Gaming Instagram and socials.

Dion: To my knowledge, Christiaan did want to continue and help.

David: The decision of him stopping was made with Wing Toh and Matthijs present.

Justin: Why was the committee not involved in the decision?

David: We were not aware of this either.

Nathan: It is weird that there are two separate communities, one ABC main discord, and a separate Gaming discord.

Dion: We have been trying to get the credentials back from Christiaan. And he left the responsibility to Wing Toh.

Jorine: Why weren't those accounts in possession of the board?

Dion: It has been a problem since the beginning.

Lisa: We did not have any access to the ABC Gaming instagram account. Only one marketing committee member received access to the gaming account, but I never received the credentials. It is under the name of ABC, but it was not very clear to us either.

Matthijs: I think it is good to recap how this all started. Christiaan came to us and told us he wanted to do Gaming, so under ABC's name. Then that partnership started, but it was separate from what we were doing with the whole association. The second year it was unclear what ABC Gaming was. Christiaan said it was given to the first and second year board, but not to the third board, as it was not asked for. He is okay with changing the name. Matthijs asked if it is okay if he gave the whole account to ABC, but Christiaan wants to think about it.

Kevin: Looking at the minutes of 20-21, we unfortunately did not discuss the ownership of gaming. We agreed that he was in full control of ABC gaming, but did not discuss what would happen when he would leave.

Jorine: I think if we cannot get these accounts back, then the marketing for the gaming events could go to marketing. So it goes via the main marketing, instead of the separate account.

Nathan: It could bring brand damage if he still continues under the ABC name.

Jorine: That could mean legal consequences.

Lisanne: Is it set in stone that we are not allowed to host tournaments?

David: It is not set in stone no. But we have found in the minutes of our board meeting that not a lot was discussed.

Xiu: We would treat Christiaan as a third party. Have Christiaan's discord be the online tournaments. And that the Gaming committee would do more offline. The idea was to set up a contract with Christiaan, but this did not happen.
We want what is best for the Gaming Committee. Do you have any ideas for the gaming committee?

Timothy: The negotiations were stuck, but nothing is set in stone regarding the gaming committee. There was supposed to be an NDA for Christiaan, but did not happen.

Matthijs: Christiaan is down to have an e-meeting regarding the matter of Gaming.

17. Other questions and remarks

Dion: What is the further process for replacing the head of External?

David: I have taken a few steps for the new Head of External. We first asked the current External Committee members to step up, then the supervisory, advisory and audit bodies, but no one volunteered to step up.

To look for a replacement now, seems not reasonable.

Qunyh: Is it possible to push the board recruitment to earlier? and let the external head start earlier?

David: Not feasible. Would forward it only by two weeks. Gaming has been taken over temporarily by Samantha, and External by David.

Jenny: What kind of vision does ABC have?

David: I envision for ABC to grow much larger, with its first step Amsterdam. But maybe in five years, spread over other cities. In our policy plan we wanted to increase our partners and re-establish our partner and improve relations, it is very hard without a head of external. I hope that the relationship with partners will be much better than it is now.

18. Closing

Ending Time: 22:33

Attendance List:

Lucy
Jenny
Natsuki
Gwendolyne
Alisha
You
Pedro
Thanh
Mei
Vuong
Margriet
Sam
Wenyuan
Arianna
Magali
Jesse
Almira
Perry
Alivio
Matthijs
Justin
Zheng
Dion
Lisa
Colin
Jorine
Arya
Louis
Aayush
Xiu Yi
Duong
Yuki
Cecilia
Marvin
Tien
Sheyma
Anass
Ahmed
Quynh
Samantha
David
Tawny
Timothy
Xiu

Kevin
Jonli
Nathan
Kevin
Lisanne
Yenly
Ying

Task List:

Chair: Jonli
Minutes: Tawny
Counting Votes: Kevin and Ying
Presenters: David, Tawny, Timothy, Audit, Supervisory, Lisanne.

ABC

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