

**APFA
SPECIAL BOARD OF DIRECTORS MEETING
July 26 - 27, 2004**

Y = Yes
N = No
P = Pass
A = Abstain
N/A = Absent
PXY = Proxy Vote

Resolution Tally Sheet

Resolution: #7
Maker: Watson
Second: McCauley
Date: 7/26/04
Time: 1344

		Y	N	P	A	N/A
BOS	Carrigan				/	
BOSI	McCauley	/				
DCA	Weston	/				
DCAI	Horan	/				
DFW	O'Kelley	/				
IDF	Watson	/				
JFK	Edwards (V. Chair)				/	
LAX	Nikides	/				
LAXI	Mitchell	/				
LGA	Hodgson				/	
MIA	Washbish	/				
IMA	Trautman		/			
ORD	Mallon				/	
IOR	Moehring	/				
RDUI	Macpherson-Bowers				/	
SFO	Syracuse	/				
SFOI	Chaisson (V. Chair)	/				
STL	Bertolini (V. Chair)		/			
PRES	Ward (Tie Breaker)					

YES: 11 NO: 2 ABSTAIN: 5 ABSENT:
STATUS: PASSED (/) FAILED () TABLED () WITHDRAWN ()

WHEREAS, Resolution #5 adopted by the APFA Executive Committee on April 13, 2004, in reversing the decision of APFA President John Ward to terminate APFA Graphic Artist Skylar Turner, determined that such action by the APFA President was subject to the

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approval of the Executive Committee, pursuant to the following portion of Article III, Section 6.B.(7) of the APFA Constitution: “The President shall recommend to the Executive APFA Committee all changes in employment and staff requirements, and subject to the approval of the Executive Committee...”; and

WHEREAS, pursuant to Article III, Section 3.A. of the APFA Constitution, the Board of Directors is authorized to interpret the APFA Constitution; and

WHEREAS, pursuant to Article III, Section 4.A. of the Constitution, the Executive Committee’s interpretation of the Constitution is subject to the approval of the Board of Directors; and

WHEREAS, Article III, Section 6.B.(7). In the portion of that provision not recited in the Executive Committee’s Resolution, provides that, “The President shall be responsible of the employment, supervision and discharge of all agents and employees of the APFA”; and

WHEREAS, pursuant to Article III, Section 6.B.(7), the President was not required to seek or obtain the approval of the Executive Committee before terminating an APFA employee, including the APFA Graphic Artist; and

WHEREAS, APFA President Ward did not exceed his authority under the APFA Constitution in terminating the employment of APFA Graphic Artist Skylar Turner; and

WHEREAS, pursuant to Article III, Section 3.L.(22), the Board of Directors may take any and all appropriate action deemed necessary by the Board and in accordance with the Constitution to promote the welfare of the members of APFA, and this shall include the right to reverse an action or decision of the Executive Committee except in two specified instances, neither of which exception is applicable here.

THEREFORE BE IT RESOLVED, that Resolution #5 adopted by the Executive Committee on April 13, 2004 is reversed and vacated to the extent that it determined that the action of APFA President Ward in terminating APFA Graphic Artist Skylar Turner was in violation of the APFA Constitution and in interpreting the APFA Constitution as requiring APFA President to have sought and obtained the approval of the APFA Executive Committee prior to terminating Mr. Turner.