

**APFA
BOARD OF DIRECTORS ANNUAL CONVENTION
MARCH 7 - 11, 2003**

*Hilton DFW Lakes
Grapevine, Texas 76051*

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

Resolution Tally Sheet

Resolution: #2

Maker: Mallon

Second: Nasca

Date: 3/10/03

Time: 1815

		Y	N	P	A	N/A
BOS	Carrigan	•				
BOSI	McCauley	•				
DCA	Valenta	•				
DCAI	Madison	•				
DFW	O'Kelley	•				
IDF	Watson	•				
JFK	Nasca	•				
LAX	Nikides	•				
LAXI	Mitchell	•				
LGA	Edwards	•				
MIA	Washbish	•				
IMA	Trautman	•				
ORD	Mallon	•				
IOR	Moehring	•				
RDUI	Turley	•				
SFO	Syracuse	•				
SFOI	LeWinter	•				
STL	Cooper	•				
PRES	Ward (Tie Breaker)					

YES: 18 NO: ABSTAIN: ABSENT:
STATUS: PASSED (•) FAILED () TABLED () WITHDRAWN ()

WHEREAS, Article III, Section 2. A. of the APFA Constitution provides that the Board of Directors is the governing body of the organization, acting on behalf of its membership; and

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WHEREAS, the APFA Board of Directors has had the opportunity to receive presentations regarding the Company's financial situation and the time constraints from APFA's outside economic consultant; legal advice from APFA's General Counsel; APFA's Standing Negotiating Team, as well presentations and discussions from representatives of TWU, APA, and American Airlines concerning the validity of the request to grant financial assistance and relief to American Airlines; and

WHEREAS, the APFA Board of Directors understands that the best interests of the membership will be served by taking all appropriate action to expeditiously address the Company's financial situation; and

WHEREAS, the APFA Board of Directors understands that time is of the essence to act in the best interest of its membership to reach a negotiated agreement with American Airlines, Inc. in an effort to ensure the continued operation of the company and to avoid a possible bankruptcy of the carrier as conveyed by management; and

WHEREAS, it is also in the best interests of the APFA to work in cooperation with the APA and the TWU to avoid bankruptcy; and

WHEREAS, the Board of Directors has directed the President and the standing negotiating team to monitor, review, and consider necessary changes to the current collective bargaining agreement to achieve financial assistance and relief to protect the interests of APFA Flight Attendants.

THEREFORE BE IT RESOLVED, that the President, the standing negotiating team and any and all outside advisors necessary are directed to take any and all actions needed to reach a negotiated consensual agreement with American Airlines, Inc., in order to avoid bankruptcy;

BE IT FURTHER RESOLVED, that the APFA, will continue to work collaboratively with APA and TWU for the duration of this current crisis;

BE IT FURTHER RESOLVED, per Article XI, Section 1, A. (1) (2) of the APFA Constitution, the Executive Committee and the APFA Board of Directors shall be immediately convened upon reaching a negotiated settlement with American Airlines;

BE IT FURTHER RESOLVED, that the National Ballot Committee shall take all steps possible to enable the membership balloting process to commence as promptly as possible after APFA's governing bodies approve the agreement.

