

**APFA
SPECIAL BOARD OF DIRECTORS MEETING
JUNE 19-20, 2007
HILTON GARDEN INN - IRVING, TEXAS**

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

Resolution Tally Sheet

Resolution: # 8
Maker: Hutto-Blake
Second: Masterson
Date: 6/19/2007
Time: 2102

		Y	N	P	A	N/A
BOS	McCauley	√				
BOSI	Vargas	√				
DCA	Prayon	√				
DCAI	Horan	√				
DFW	Stewart (VC)	√				
IDF	Masterson	√				
LGA	Hodgson	√				
JFK	Edwards	√				
LAX	Nikides	√				
LAXI	Ransom	√				
MIA	Washbish	√				
IMA	Trautman	√				
ORD	Mallon	√				
IOR	Moehring	√				
RDUI	Turley	√				
SFO	Salas	√				
SFOI	LeWinter	√				
STL	Hunter (VC)	√				
PRES	Hutto-Blake (Tie Breaker)					

YES: 18 NO: ABSTAIN: ABSENT:

STATUS: PASSED (√) FAILED () TABLED () WITHDRAWN () SHOW OF HANDS ()

WHEREAS, the APFA Constitution, Article III Section 2.A. states: “the governmental powers of the APFA shall be vested in the Board of Directors, and the officers and representatives of the APFA in accordance with the provisions of this Constitution;” and

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WHEREAS, the employer of all APFA members is the AMR Corporation, with American Airlines as a wholly owned and primary company under this corporate structure; and

WHEREAS, the primary purpose of the APFA concessionary bargaining period in 2003 was to prevent AMR from using the bankruptcy protection process to restructure American Airlines; and

WHEREAS, AMR avoided filing Chapter 11 largely due to the voluntary 2003 concessions negotiated by the three (3) labor unions (APFA, APA and TWU) on AA's property – conditioned on the understanding that labor/management would share the sacrifices necessary to avoid taking the company into bankruptcy with the purpose of bringing back solvency as the union's assisted in rebuilding a foundation for growth; and

WHEREAS, AA's 3 unionized work groups, following the ratification process of 2003, experienced significant financial hardships due to the concessionary contracts which produced massive cuts in wages, work rules and benefits, while providing AA with over \$6.4 billion in cost savings relief during this now four (4) year period; and

WHEREAS, in the fall of 2003 forward to this date and time AA management has continued to invite the union leadership to the business table of AA/AMR; while using the management consulting firms of BAIN, BCG, ORG and DuPont, touting a paradigm shift, full transparency, and offering a business partnership to the organized work forces, thus stating the corporate culture of AMR's past was no more; and

WHEREAS, for nearly three (3) years the APFA, APA, and TWU leadership, though moving with extreme caution, have attempted work within what has been labeled a unique collaborative business model; and

WHEREAS, there is no doubt that senior management further touted that the shared sacrifices of 2003 would mean shared rewards at the point of American returning to sound financial footings, positioning AA's frontline & management with shared gains at that point; and

WHEREAS, though this labor/management collaborative strategy did indeed produce substantial benefits to the financial status of both the corporation and upper management, no shared rewards, other than those 'purchased' by the unionized work groups during the concessionary restructuring period have been similarly experienced by the front line;

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WHEREAS, that due to this clear disparate treatment of the APFA membership, along with all other employees but for the elite list of eight hundred (800) plus senior executives, the APFA leadership is now forced to reconsider the validity of any and all consultant driven work, as well as any and all labor/management joint projects that have currently produced a clear inequity which now is threatening the long term health and viability of our company;

BE IT RESOLVED, that meetings with the company be limited to work conducted to protect the contract and to improve the work lives of the AA Flight Attendants and these meetings will not include any consultant-driven work, including participation in any committees or attending meetings with the company for the purpose of achieving cost savings for the company, and

BE IT RESOLVED, that the APFA leadership and membership are now moving away from what could have been a profitable labor/management business model, and moving toward full preparation for the next-in-order round of collective bargaining on behalf of the American Airlines Flight Attendants;

BE IT FURTHER RESOLVED, that the APFA cease participation in any and all joint projects and immediately refrain from use of any further “Union Joint” or ‘UJ’ trip removals;

BE IT FURTHER RESOLVED, that the APFA leadership will henceforth make any and all efforts to prepare for imminent bargaining with the employer with the purpose of producing the needed gains in wages, work rules and benefits to cause a ratification vote by the APFA Membership, a work group who as the front line of AA has experienced extended and longer hours on duty in a stressful work environment for less pay and benefits in order to make our company solvent once again;

BE IT THEREFORE RESOLVED, that the 2008 Contract be the just and equitable reward for our members’ efforts to turn this once proud airline around and thus finally value the above and beyond work of the AA Flight Attendants – if AA management fails to recognize the inherent value of this 2003-2007 period, the APFA will demand this recognition via a **negotiated working agreement**.