

**APFA  
SPECIAL BOARD OF DIRECTORS' MEETING**

**JUNE 19-20, 2007  
HILTON GARDEN INN  
IRVING, TEXAS**

**0955            Call to Order**

President Hutto-Blake called the Special Board of Directors' Meeting to order. At this time the Secretary was asked to take the roll.

**0957            Roll Call**

Secretary Hildreth called the roll and all members of the APFA Board of Directors were present. APFA Counsel Gilson was present via teleconferencing. Also present was Dr. Betty Meyers, APFA Parliamentarian.

**1000            President's Remarks**

President Hutto-Blake addressed the Board of Directors regarding this SPECIAL Board of Directors' Meeting. A special Board Meeting may be called by ten (10) members of the Board, who deem it necessary. President Hutto-Blake asked that all work together at this meeting to seek solutions and create policy that would strengthen the APFA.

President Hutto-Blake wished to address some issues that had been brought to her attention. One briefing concerned litigation pending against APFA, specifically the Marcoux lawsuit. This is in the active stage for dismissal and the final rebuttal briefs are due on June 29<sup>th</sup>. There are three stages to filing for motion to dismiss. No decision will be made on June 29<sup>th</sup>. Several issues contained in this lawsuit have already been dismissed. The information that is circulating is incorrect. The Cooper case is in the middle of establishing the calendar for the motions to dismiss. The tentative calendar has been established; however, it is tentative at this point with the final rebuttals scheduled for September 28th. Two updates of these cases have been included in the Skyword. Another update of these cases may be included in the fall Skyword. There is a possibility that by the end of the year, Judge Gershon will have ruled on both of these cases. President Hutto-Blake continued by stating that there are sixty-seven (67) potential new plaintiffs for the Cooper and Marcoux cases who have filed motions to intervene and this will be ruled on later this month. All potential new plaintiffs are furloughees.

**1020                   Parliamentarian Remarks**

Dr. Meyers addressed the Board at this time. Dr. Meyers thanked the Dallas representatives for allowing her to picket with them on April 17<sup>th</sup>. Dr. Meyers reviewed the code of conduct with the Board. She suggested a time limit of the informational, discussion and action items. She also reviewed the procedure for extending the time limits. The Board agreed to follow these suggestions, which were also used at the Annual Board of Directors Meeting.

**1028                   Agenda Approval**

Resolution #1 (Maker-Hildreth, Second-Trautman) was put forth to approve the agenda. Resolution #1A was put forth to amend the agenda to include additional items. Discussion was held regarding several suggested additions to the agenda.

Resolution #1A (Maker-Trautman, Second-McCauley) amending the agenda was put forth for a vote. This resolution was passed unanimously by a hand vote.

Resolution #1 was put forth for a vote. This resolution also was passed unanimously by a hand vote.

**OLD BUSINESS**

A discussion ensued regarding items carried forward from the Annual Board of Directors Meeting.

**1045                   Resolution #2**

Resolution #2 (Maker-Hodgson, Second-Edwards) was read into the record. This resolution deals with the formation of a new position – EAP Coordinator. The maker spoke to this resolution. The Board engaged in discussion concerning this position and the need for this specialized assistance to be available to the flight attendants. Some clarification was requested concerning the filling of this position as proposed. The question of funding this position was raised. The resolution deals with the adoption of this position and not the funding. Amendment was made to the resolution to reflect this change. Discussion ensued regarding the title of EAP Coordinator or EAP Representative or Specialist. The title of EAP Coordinator requires extensive budgetary considerations versus representative or specialist. The wording of Resolution #2 was again revised after discussion by the Board members to reflect these changes.

**BREAK**

**Meeting Back on Record**

Discussion of Resolution #2 was continued. The maker will make the suggested revisions to this resolution and present as the first item after the lunch break.

### **APFA Hotline**

This item was carried over from the Annual Convention and will now be shown as Resolution #3 (previously 13A). A discussion ensued regarding the purpose of this resolution. Treasurer Lukensmeyer spoke to this resolution as a review. It concerned the service provider and the cost thereof. After discussion by the Board, it was felt that this issue had been resolved and there was no need for this resolution. Resolution #3 was withdrawn by the maker.

### **NEW BUSINESS**

#### **Resolution #3**

Resolution #3 (Maker-Stewart, Second-Vargas) was read into the record by the maker. The maker then spoke to this resolution and the reasons for it. The Board held a lengthy discussion concerning the intent of this resolution and the reasons it was suggested. Several board members felt that Base Briefs should only be approved/edited for the correctness of information and not writing style, etc. The time limit was reached for length of discussion. By unanimous consensus, the Board extended the time for discussion by ten (10) minutes. It was agreed by the maker that Resolution #3 regarding the Base brief process will be postponed and presented as the second item after the lunch break.

#### **Policy Manual – Section 12**

The board member responsible for this agenda item was not present at this point.

#### **Strategy**

The board member responsible for this agenda item was not present at this point.

#### **Policy Manual – Section 12**

The board member withdrew this item.

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### **Policy Manual – Section 12**

Resolution #4 (Maker-Trautman, Second-Vargas) was read into the record by the maker. This resolution asks that the Skyword articles of Treasurer Lukensmeyer be submitted to the Board of Directors prior to publication for approval. The maker spoke to this resolution and the reasons for it, which are outlined in the resolution. The resolution was opened for discussion by the Board. A question was raised regarding certain time frames and examples cited where the present National Officers were not in office. It was asked that resolution be amended and certain paragraphs be removed. The maker asked for time to review the changes and discuss this issue off the record. By consensus of the Board, it was decided to break for lunch. When the meeting is back on the record, Resolutions #2 and #3 will be discussed as the first items. Resolution #4 discussion will then follow.

### **LUNCH BREAK**

#### **1300 Meeting Back on the Record**

President Hutto-Blake stated that previous agenda items Policy Manual 12 and Strategy, which had not been discussed, as the board member was not present when the agenda items were called, have now been withdrawn.

#### **1305 Resolution #2**

Copies of the rewritten resolution #2 were disseminated to the Board of Directors for their review. Resolution #2 was read into the record by the maker. This resolution speaks to the formation of a new position – EAP Specialist and outlines the requirements both in experience and education that will be required. Several board members spoke in favor of this resolution. It was the consensus of the Board that this position would be an “on call” position, which would indicate a full time trip removal. The time limit for discussion had expired. By consensus of the Board, this discussion time was extended. The Health Coordinator spoke to certain requirements outlined in this resolution and her suggested wording of qualifications. An additional time extension was agreed to by the Board. The Board once again revised the wording of this resolution. The extensive discussion engaged in by the Board was concluded and the resolution put forth for a vote.

Resolution #2 was put forth for a roll call vote and was passed unanimously.

#### **1345 Resolution #3**

This resolution was read into the record by the maker. The purpose of this resolution was stated to be dissemination of information via base briefs to the flight attendants in a timely manner. Discussion began amongst the Board regarding the wording of this

resolution. Only factual editing should be done by those required to approve such base briefings. A suggestion was made to amend certain paragraphs contained in the resolution rather than delete them. The motion to strike the name and position only, rather than deletion of the two paragraphs was debated by Board. The question was raised as to whether this is to be reflected in the Policy Manual if passed. Dr. Meyers interjected that three motions regarding this resolution, via the extensive discussion, are now on the floor and must be voted on prior to additional amendment to or discussion of the resolution. The motion to delete name/position was voted upon and failed. The next motion voted upon was to delete two specific paragraphs contained in the original resolution. This motion also failed. The question was called and the debate stopped. A two-thirds vote in favor is required for the question to be called. This also failed. An additional amendment to Resolution #3 adding portions of the resolution to the Policy Manual was discussed at this point. The resolution was amended to reflect this.

Resolution #3 was put forth for a roll call vote. This resolution was passed by a vote of 15-yes, 3-no.

#### **Resolution #4**

This resolution was previously put forth and postponed for amendment. The maker asked for debate regarding changes that have been requested but not yet incorporated. The second to the resolution agreed to remove two paragraphs as requested by the Board. Additional dialogue was engaged in between the Board Members and the National Officers. Amendments were suggested to this resolution by various Board Members. Due to this extensive discussion, the time limit was reached and unanimously extended. The time frame for approval of the articles and author in question was discussed. The time limit for discussion was again reached and extended by fifteen (15) minutes by consensus of the Board. Several additional Board Members spoke to the content/intent of this resolution, both for and against. A motion to extend the discussion by 15 minutes was agreed to by the Board. The opinions shared between the Board Members were both for and against the wording of the resolution and its intent and continued for some time. Concern was expressed about inclusion of statements within this resolution that, once removed from their original context, would be misconstrued. It was asked that a short break be taken and the disputed statements contained in the resolution be rechecked for accuracy prior to the voting process.

#### **BREAK**

#### **Meeting Back on the Record**

President Hutto-Blake brought the meeting back on the record. The Board was advised that the maker would be submitting a new Resolution #4 to replace the previously presented and debated resolution.

Prior to the presentation of this new resolution #4, a member of the Board read a message from Dr. Meyers concerning the ongoing process this day. Dr. Meyers had to leave the meeting to teach a class. APFA legal counsel, Gilson was no longer on teleconference.

The maker read the new Resolution #4 into the record. At this point, the question was called ending all debate and bringing forth a vote of this resolution. The motion to call the question was passed by a hand vote.

Resolution #4 was brought forth for a roll call vote. This resolution is passed by a vote of 11-yes, 7-no.

### **Resolution #5 - #6 - #7 (Changed to Resolution #5)**

This revised resolution was read into the record by the maker (Maker-Trautman, Second-McCauley). The maker was asked to speak to the resolution. Additional Board Members addressed the content of this resolution. A point was made that these resolutions were, at this point, directed at one person and not at the actual policy/policy manual. Additional points were made as to certain wording which was deleted from the resolution with the agreement of the maker and second. Discussion time was extended concerning this resolution by consensus of the Board. Several additional changes were suggested by input from the Board and/or Coordinators. Some issues in this resolution were pointed out as redundant as they are covered in the Policy Manual. It was agreed to engage in a caucus discussion concerning the wording of this resolution. At this time, the meeting was taken off the record.

### **Meeting Back on the Record**

A time extension was requested and agreed to by the Board for fifteen (15) minutes. At this point, the maker explained the changes agreed to during the caucus. Several changes were implemented and explained. Discussion was opened to the Board. There was concern over wording that referenced issues from three years ago.

A request was made and this resolution was put forth for a roll call vote. Secretary Hildreth took the roll call vote. This roll call vote ended in a tie. President Hutto-Blake was called upon to cast the tie-breaking vote. This resolution failed by a vote of 9-yes, 10-no.

### **Resolution #6**

The maker read this resolution into the record (Maker-Hodgson, Second-Ransom). This resolution deals with the cell phone cap in effect and requests a change to the Policy Manual. The initial suggested cap amount was questioned as being too low. The maker was open to changing that amount. The differences of utilization of the cell phones by base chairs was explained by several Board Members as it depends on the size and location of the base. Because of the differences of opinion concerning a cap, a hand vote

(straw poll) was taken to gauge where the Board stood on this issue. Approximately eight (8) board members would be willing to support a cap on cell phone reimbursement.

Treasurer Lukensmeyer explained the current policies and the budgeted amounts for cell phone bills. The Treasurer agrees with the resolution trying to establish a cap. The time limit expired for discussion on this resolution. The Board allotted five (5) additional minutes to discussion of this issue. The amended resolution #6 setting a cell phone cap at \$200 was put forth for a roll call vote. This call for a vote initiated additional debate, which was halted as out of order. Secretary Hildreth put Resolution #6 forth for a vote. This resolution failed with the vote of 8-yes, 10-no.

### **Resolution #7**

This resolution dealt with a Board of Directors' Meeting to be held in the fall in conjunction with the annual training. This was covered under Resolution #19 during the Annual Convention. The meeting was briefly taken off the record for discussion.

### **17:55 Meeting Back on the Record**

A revision was made to resolution #7 (Maker-Hodgson, Second-Ransom). The maker read the additional paragraph into the record. At this time, a roll call vote was taken. This resolution was unanimously passed.

### **Joint Work**

This was a discussion item brought forth to define joint work and clarify the APFA's position regarding joint efforts with the Company. Several examples of successful joint efforts were spoken to by Board Members, as well as communication lines that had developed. Conversely, opinions were shared regarding the negativity of participating in these meetings/projects. The UJ (Union Joint) codes were extensively discussed. It was stated that there were no JBT meetings with management. Certain meetings are still being held that are contractual (ADR Training, Scheduling and Financial). The point was again made that a definition must be developed of "joint work". The APFA no longer participates in any JLT Meetings and the APFA logo is not to be used on any JLT publications. A request was made to extend the discussion time by twenty (20) minutes. This resolution needs to be a strongly worded resolution leaving no room for misinterpretation. Several issues were extensively discussed that were raised wherein the Company was trying to utilize the "joint work" concept only to solve the problem. Additional time for discussion was unanimously allocated by the Board.

### **Motion to Continue Meeting**

At this time, it was necessary for the Board to vote on extending the actual length of the Board Meeting. The Policy Manual limits the length of the meeting to nine (9) hours. This time limit would have been reached shortly. A motion was made to extend the Board Meeting to twelve (12) hours. This motion was passed unanimously.

## **Return to Joint Work Discussion**

It was determined that it was the will of the Board to create a resolution at this point. A break was taken allowing off the record discussion and a caucus to create a resolution dealing with this issue.

### **2052 Meeting Back on the Record**

### **2053 Resolution #8**

Resolution #8 (Maker-Hutto-Blake, Second-Masterson) was read into the record by the maker. The maker spoke to the resolution. It was felt that this was a very important resolution and stated APFA's position after many extensive attempts to work with the Company and many efforts and sacrifices to assist in saving this Company. This resolution was presented for a roll call vote. This resolution was passed unanimously.

### **Resolution #9**

This resolution was read into the record by the maker (Maker-McCauley, Second-Vargas). The subject of this resolution is the Representative On Duty Program in the Policy Manual. The maker spoke to the resolution presented. This is a very important program. Feedback from the Board was requested by the maker. The funding and personnel scheduling of this program was reviewed. Extensive record keeping and research has been done to determine types, urgency and departmental involvement concerning these calls. At this point, the program does not have its own budget. The discussion then focused back to the funding and proposed manning of the suggested new system to cover the Officer On Duty Program. This discussion continued for quite some time with input and questions from several Board Members. This program is manned through October, which was the proposed date for a Board Meeting. The program is currently cost neutral as it is being handled at this point. It was asked that the maker postpone the Resolution to the next Board Meeting, if that is the will of the Board. A hand vote was taken and this issue will be postponed. This will appear as Old Business on the agenda for the next Board Meeting.

### **Meeting Time Limit**

It was pointed out to the Board that the twelve (12) hour meeting limit was about to be reached.

### **Resolution #6 (from EC Mtg. 3-7-07)**

This discussion will be continued tomorrow.

### **Motion to adjourn**



A motion to adjourn was made. Discussion began regarding remaining items on the agenda and the continuation of this Board Meeting tomorrow. It was determined and agreed to by the Board to reconsider the motion to adjourn and consider a motion to recess. It was agreed to by the Board to begin once again at 0900 and end at 1200. Also, all remaining items were identified and the presenters given the opportunity to keep item on agenda or withdraw.

### **Motion to Recess**

A motion to recess was made and unanimously agreed to by the Board.

## **DAY TWO SPECIAL BOARD OF DIRECTORS' MEETING JUNE 20, 2007**

### **0920 Call to Order**

President Hutto-Blake called the meeting to order at 0920.

### **0921 Roll Call**

Secretary Hildreth called the roll of those present at the continuation of this meeting. Board Member Hodgson will be joining the meeting at a later point.

### **0925 Resolution #10**

Resolution #10 was read into the record by the maker (Maker-McCauley, Second-Masterson). This reverses Resolution #6 issued by the Executive Committee on 03-07-07. The maker spoke to this resolution. This resolution deals with members' rights to examine records with just cause. This issue was opened to discussion of the Board. There was disagreement regarding the usage of certain information/documents that were considered privileged; therefore, the meeting was taken off the record temporarily while this was determined.

### **Meeting Back on the Record**

The meeting was brought back on the record. The maker of the original Resolution #10 has withdrawn that resolution. A new Resolution #10 was read into the record by the maker. The newly submitted Resolution #10 reverses Executive Committee Resolution #6 from 03-07-07. The second on this resolution spoke to the intent. Additional Board Members spoke in favor of this resolution. It was agreed that certain confidentiality be

maintained. Resolution #10 was amended after review of the appropriate section of the Policy Manual and agreement to add language to the Policy Manual contained in this resolution. Resolution #10 was brought forth for a roll call vote. This resolution was passed (17-yes, 1-absent).

### **FAA Reauthorization Act**

Clarification was requested, to be given from President Hutto-Blake, concerning this pending legislation and its amendments. Every four (4) years Congress has to reauthorize and fund the FAA. The Coalition of Flight Attendants and their lobbyists have worked to have our six items included in this bill. This bill has been passed in the Senate and is currently in the House. The two amendments attached to this bill were explained by President Hutto-Blake. The first amendment deals with the Allegheny-Mohawk process language, which references mergers. If the unions in a merger could not come to agreement, the process would go to arbitration. This would be prospective, effecting mergers in the future, not in the past. The second amendment deals with recall rights. This supports ten (10) year recall rights for aviation merger. The Union is concerned with portions of this language as it is suggested the recall rights be retroactive. All unions are very aware of this and are working together. Only one union (AFA) is supporting this amendment – APFA is not. APFA is actively working to stay in communication with the Senator proposing this legislation to ensure her understanding of the APFA concerns. APFA is very supportive of the OSHA wording in this bill.

### **Resolution #11**

Resolution #11 (Maker-Hodgson, Second-Lukensmeyer) was read into the record. This resolution deals with the creation of the EAP Specialist/Representative, specifically the funding of this position. Treasurer Lukensmeyer spoke to various ways of funding this position. The Treasurer asked for any suggestions or ideas from the Board. Several viable suggestions were brought forth and discussed. A point was made that the actual position also needs to be more extensively outlined as to duties and responsibilities. It was decided to postpone a decision on this funding until the September Executive Committee Meeting. The Budget Committee will be consulted prior to that meeting. The maker asked to withdraw the resolution with the understanding that this will be revisited at the Executive Committee Meeting. Resolution #11 was withdrawn by the maker and second.

### **Layover Hotel Problems**

This agenda item was brought forth to determine what action the base chairs could take regarding problematic layover hotels. Reports are written regarding unsatisfactory hotels and there appears to be no action. It was stated that these reports are reviewed monthly and at the EC Meetings. It was felt that the base chairs should be directly involved when there is a problem hotel and be involved in the review. This was open to discussion of the Board. This is a very big problem for most base chairs as the layover interests of the

flight attendants are so diverse. The biggest problem is the dollars involved that the Company is willing to spend for accommodations. It was agreed, that the base chairs are to be included in all decisions regarding hotels for their base.

## **ADR**

ADR Training was conducted May 1-2, 2007. There was a good turnout. No one was denied the ability to attend this training. All those wishing to participate in this training were accommodated.

## **Facilitator Training**

Facilitator Training is being looked at enabling reps to arbitrate issues at the base level. The Vice President asked for input from the Board whether or not they would have an interest in this program. The process of selecting these individuals was discussed. Some of the facilitators currently trained were discussed. Problems of bias and inappropriate sharing of information were also discussed. Most of the opinions shared were positive concerning the training of APFA reps as facilitators. The cost associated with this program was a subject of discussion. It was stated that this is a new program and APFA would like input into its development. The Board was very positive regarding its comments on involvement in this program.

## **Websites**

There are a lot of private websites formed by base chairs containing APFA information. The Vice President asked only that any information contained therein be double checked for accuracy.

## **Trip Removals**

Trip by trip removals versus paper bids for reps were discussed. The previous resolutions concerning this subject were reviewed. Clarification of different procedures for APFA representatives' bidding and the ability of a rep to actually pick up a trip and fly were made. The time limit for discussion was extended by fifteen (15) minutes. The Board was in the process of attempting to construct a resolution to cover this subject. It was decided at this point, due to time constraints, to continue with the remaining agenda items while the resolution was being written.

## **Ghost Rides**

The Company is utilizing platinum mileage passengers to report on their flights/flight attendants via text messaging. This has caused considerable concern. The issue is being raised with the Company. The LGA Chairperson has a letter in writing from the base manager that these text messages will not be used to discipline flight attendants. A copy will be forwarded to President Hutto-Blake. The issue of ghost rides has been brought up

at LGA once again. Other bases felt that ghost rides were being conducted again at their bases.

### **Hotel Security**

There have been several dangerous instances reported in South America and the Caribbean Islands. The Board is asking that the Company issue security alerts for the appropriate hotels/areas to alert the crews. The pilots are also asking for these briefings.

### **1223 Resolution #11**

The maker read Resolution #11 into the record. This resolution deals with the penalty paid by APFA representatives for trips, actually worked, when on a paper bid versus a trip-by-trip removal. This also includes a paragraph to be included in the Policy Manual. It is felt that this will save the APFA money and not penalize the APFA representatives for a paper bid. There was no request for a roll call vote, therefore a hand vote was taken. This resolution was passed by a vote of 18-yes, unanimously.

### **Motion to Adjourn**

A motion to adjourn was put forth, voted upon and passed unanimously.