

**APFA
ANNUAL CONVENTION
BOARD OF DIRECTORS' MEETING**

MARCH 7-10, 2010

**NYLO HOTEL
IRVING, TEXAS**

0923 Call to Order

President Glading called the Annual Convention of APFA to order. President Glading addressed the Board of Directors, as well as all APFA members present with opening remarks.

President Glading spoke to the reasons for the meeting and the duties of those members of APFA and the Board of Directors, as well as the actions needed to insure the strong future of the Union.

0927 Roll Call

Secretary Pointer began the roll call. All members of the Board of Directors were present with the exception of Vice President Durkin, who was absent.

0928 Resolution #1a – Agenda Approval

Maker: Pointer

Second: Nikides

At this time, additions to the agenda were requested. A review of the agenda items and placement within the agenda was discussed and agreed to. A roll call vote was taken and Resolution #1A was unanimously passed. (18 yes)

0939 Ad Hoc Nominations

Nominations were accepted to fill two Ad Hoc positions. The following individuals were nominated: Kat Clements, Joe Stanko, Anne Loew, Greg Gunter, Doug Elmore, Jeff Bott and Judy Ladislaw. Voting was to be held during the next day's business.

0941 Budget Presentation – Review and Approval

Treasurer Juan Barrera began his presentation of the budget to the Board of Directors. The Budget Committee came forth for questions and explained the formulations contained in the proposed budget.

Treasurer Barrera explained that the dues decrease amounted to 5.3% in available funds. The headcount utilized in the proposed budget was from November, 2009, even though historically, September headcounts are used. A discussion concerning the headcount of active Flight Attendants utilized for the budget continued for some time.

Questions were asked regarding the process used the previous year for formulation of the budget. These questions were answered by the Budget Committee. The reasoning behind trip removals per base/per headcount was discussed extensively by several members of the Board. Also discussed was a previous resolution passed regarding the budget cuts at the bases last year.

President Glading spoke to the cuts already taken at Headquarters regarding the staff and Coordinator support. Several members of the Board voiced opinions regarding the services still expected by the membership even though staffing and trip removals have been cut due to budget restraints.

1058 Break

1118 Meeting Back on the Record

The discussion continued regarding the proposed budget. President Glading summarized the discussions held to this point. It was asked if more discussion was desired. Several Board Members had requested additional time to speak. Discussions continued regarding the formulations used for the budget numbers. The current formulation was not acceptable to a number of Board Members. Suggestions were brought forth. All suggestions were pertinent to this year's budget and not future calculations. A hand vote was taken to determine if the Budget Committee should be asked to reformulate the proposed budget to a percentage per Flight Attendant. A majority of the Board wanted to review this information for comparison prior to voting on the proposed budget. It was agreed that discussions would be postponed until afternoon. New numbers were to be formulated and presented to the Board for comparison.

1128 PRESIDENT'S REPORT

1128 President's Update - Coalition Update

President Glading addressed communications with APA and TWU. APFA is in constant communication with both unions. A conference call to brief the other unions was held after APFA and AA negotiations broke off.

The coalition with the other Flight Attendant unions has been going very well. Several weeks ago, at a meeting in Washington D.C., discussions were held regarding the future of airline stabilization. Meetings have been held with the Department of Transportation; they are in the process of forming a task force for further research on this subject matter.

The future of the airline industry has been the topic of lobbying efforts by all labor unions. It is imperative that all aviation labor unions continue to communicate and work together sharing information and details of negotiations efforts.

APFA has been invited to attend an International Transportation Federation for One-World Alliance in Tokyo in May. President Glading plans to attend with Vice President Durkin.

1144 Resolution #1 – Amended Agenda Approval

Maker: Pointer

Second: Nikides

At this time voting on Resolution #1 took place. A roll call vote was taken and Resolution #1 was unanimously passed. (18 yes)

1145 Litigation Update

The Lindsey lawsuit was appealed prior to the filing deadline with the Supreme Court. The appeal was mailed *via* the U.S. Postal Service and arrived late; however, because it was postmarked prior to the deadline, the Court agreed to accept it. Once it was reviewed, it was discovered the appeal was not filled out correctly. The Court gave the Plaintiffs an additional sixty (60) days for submission to the Supreme Court.

A new lawsuit, Taylor/Marshall, has been served on APFA. A Motion for Dismissal has been filed. Additionally, EEOC charges have been filed on the basis that the Seniority Integration Agreement was age discriminatory regarding the 4/1/09 layoff. Most of these charges have been dismissed.

1152 Legislative Update

Julie Frederick Tandy and the other members of the Legislative Committee members are doing a great job and are having an effect on aviation legislation. Letters were sent to all members of Congress to ask them to contact Gerard Arpey encouraging him to settle our labor negotiations. The groundwork has been established in regards to relationships with the Congressional members as this negotiations process continues.

1157 Resolution #2 – Submission of Resolutions

Maker: Glading

Second: Pointer

This resolution spoke to the introduction of resolutions prior to a meeting for consideration and discussion. This resolution mandated that the resolution be presented prior to a meeting, whereas, the current policy only suggests this procedure.

The purpose of the resolution was not to preclude any resolution from coming to the floor but to simply facilitate the sharing of information prior to a meeting. The question was raised whether the maker would amend the resolution to read “: one-half versus two-thirds” of the Board in agreement. The maker and the second both agreed to this change.

Resolution #2, as amended was put forth for a roll call vote. This resolution was passed (10-Yes, 8- No).

1223 Lunch

1313 Meeting Back on the Record

1315 Department Reports

At this time, the Board voted to postpone the department reports until later in the meeting as the re-calculations requested from the Budget Committee were completed.

1318 Budget Discussion – Continued

Costs per Flight Attendant for representation were calculated and each base was given the amount as multiplied by the base headcount. This was calculated per head for pay loss and SAF.

President Glading asked that suggestions for resolving the budget issue be brought forth so a budget for the following year could be approved. These discussions continued for an extended length of time as the Board attempted to resolve the budgetary issues. A suggestion was made that the smaller bases be given a minimum head count of at least 200; this suggestion created further lengthy discussion.

Additional calculations were done and compared to the current proposed budget. It was requested that the budget numbers be run on the September headcount as has been done historically.

It was decided by a consensus of the Board of Directors to terminate discussions of the budget at this point in order to proceed with the agenda. This discussion would resume at the beginning of the next day's meeting.

1402 Departmental Reports

1402 Safety and Security Department

Kelly Skyles' written report was reviewed by the Board. Updated information regarding the Cabin ASAP Program was also presented. The Board expressed their gratification to the Coordinator and several members of the Go Team for giving up their Christmas holiday to be present for Flight #331's investigation process.

The Coordinator spoke to LOSA (Line Operating Safety Audit). This program will be conducted by EPT instructors. This is an FAA mandated program that ensures the Company is remaining compliant with FARs and Company safety training. No documentation of the crew will occur. There is no discipline or follow-up involved.

1413 Communications Department

Frank Bastien submitted a written report to the Board. There has been a spike in the Hotline calls. The cost of the HotLine was reviewed. Frank indicated that the costs were between \$1700-\$2000 a month to operate. The HotLine *via* the website usually averages about 75 a day. This number rose to 600 on February 4th with Wednesday and Friday being 300 a day. The informational card sent out explaining the first "lockdown" negotiations and the path that would be taken is believed to be what drove the additional requests for enrollment online. It is felt that the online HotLine is more effective than the recorded telephone HotLine. On the APFA website, the top five hits were: HotLine, negotiations, current contract, yahoo aviation news and press release page.

1420 Hotel Department

Kelly Gambello submitted a written report to the Board. The Delhi hotel issues are currently being addressed. It was reported that both the Honolulu and Delhi layover hotels are upgrading the pilots and not the Flight Attendants. This issue has been addressed by the Company and several times by the Union. It was thought to have been resolved, but that is not the case from recent complaints received.

1427 Contract Department

Brent Peterson addressed issues that were included in his report to the Executive Committee. Reinstatements after overage leaves were discussed.

APFA is awaiting what changes will be made to the policies due to the Airline Flight Crew Technical Corrections Act. The Coordinator does not feel that the policy will change from what is currently being used. The 757 Crew Rest Seat mock-up has been viewed and another review will be done in April.

Thirty-nine (39) furloughed Flight Attendants took advantage of the travel separation program which closed in the middle of February.

1432 Archives Department

Sally Prater submitted a written report to the Board. Also attached were examples of how items are archived. All Family Leave documents, both I and II, have been archived.

1437 Health Department

Kim Coats submitted a written report to the Board. The three most pertinent issues currently being handled by the Health Department are 1) family leave; 2) medical clearance; and 3) benefits. The two main reasons for denial of family leave were two recent changes in the law. These changes should be included in base briefs to reduce denials. In order to qualify for intermittent family leave you must have two doctor's visits in a twelve (12) month period. The illness must also fall under a serious medical condition. On the block family medical leave, you have to see your doctor within seven (7) days of the start date of any occurrence. It is felt that if this information is disseminated to Flight Attendants, it will decrease family leave denials.

Another problem is the outsourcing piece which has gone to Aetna for the physician review for intermittent family leave. It is taking too long and APFA's Health Department is still working on this time issue. The administrative side with the family call center is working fairly well. The medical side is a problem.

Kim believes that the Mercer situation, as it pertains to health benefits, is unacceptable. It was stated that employees are getting misinformation from H.R. right now. Several specific issues were included in the written report. The Coordinator asked that the exceptions to self-clearance be reiterated in the base briefs.

President Glading spoke to the Supplemental Medical Program. The premiums went from \$5 to \$15 per month. A letter was sent stating that the Company was hoping to sustain the program for a year by the rate increase. APFA and TWU investigated this issue. It was determined that the plan was viable through 2016. Several Flight Attendants dropped their coverage. After the information was clarified, it was reoffered to those who dropped out.

Several Board Members extended compliments and gratitude to the Health Coordinator for her hard work. The Coordinator thanked the Board for the extra help she has been given to assist her in the tremendous workload of this department.

1500 EAP Department

Patty French updated the Board regarding The Mental Health Act which has been in effect for three (3) months. Changes were instituted by this Act. It allows those who have been through multiple rehabilitation treatments to use their insurance. There is no longer a once per lifetime limit. Flight Attendants may now access their medical benefits for treatment without going through American Airlines EAP. This enables Flight Attendants to voluntarily enter a treatment program.

There is a problem with timely receipt of the COBRA packages for Flight Attendants who have tested positive on a DOT test and are terminated. If this is occurring with a Flight Attendant at your base, the Coordinator asks that she be notified immediately.

The DOT Drug Testing Follow-up Program is ongoing. Some Flight Attendants have missed their trips because of this short notice drug testing. Previously, the Company has paid the Flight Attendant if they were unable to make their trip due to the testing. In September, this policy stopped and Flight Attendants were told to go on makeup to replace the flight time. The EAP Department has been working with the Company to change this policy. They have received a verbal commitment and are hoping to have the original policy reinstated and those Flight Attendants who have lost time made whole.

1523 Scheduling Department

Mark Beeler submitted a written report to the Board. Some problems have been occurring with makeup time. This issue will be brought up at the JSC Meeting. They are hoping to simplify the procedure. This meeting will be held on Thursday and all agenda items submitted by the Board will be discussed.

At this time the meeting will be taken off the record for the remainder of the day to discuss Negotiations Update and conduct Strike Preparation Training.

1538 Meeting Taken Off the Record

DAY TWO
APFA
ANNUAL CONVENTION
MARCH 8, 2010

0947 Call to Order

President Glading called day two of the APFA Annual Convention to order. As required, the Ad Hoc elections for positions 3 and 4 were held after roll call and were followed by the Budget discussion and approval.

0948 Roll Call

Secretary Pointer began the roll call. All members of the Board of Directors were present with the exception of Vice President Durkin, who was absent.

0949 Ad Hoc Election

At this time, ballots were passed to members of the Board for Place 3. Greg Gunter won this position with seventeen (17) votes. The ballots were passed to members of the Board for Place 4. Kat Clements was elected to Place 4 with fourteen (14) votes. The base assignments were announced. Greg Gunter will represent BOS, LGA, SFO and SFOI; Liz Geiss will represent DCA, DCAI, DFW and STL; Lenny Aurigemma will represent BOSI, LAX, ORD and RDUI; Kat Clements will represent IOR, JFK and LAXI.; and Marcus Gluth will represent IDF, IMA and MIA.

1015 Budget Approval (continuation of discussion)

President Glading spoke to the budget cuts taken at Headquarters. Additional questions were presented to the budget committee for clarification. Most members of the Board agreed that the budget numbers should be based on the September headcounts. Once again, lengthy discussions were had over this subject matter.

1045 Break

1121 Meeting Back On the Record

Additional discussions were held while off the record on break. A suggestion was received that when a RIF (reduction in force) occurs, the headcount funds would be shifted to the appropriate division (domestic / international). By consensus of the Board, a resolution was drawn up stating that if a RIF occurs, the monies will be shifted according to headcount to the appropriate base according to headcount.

Discussion occurred regarding the saving of monies by eliminating the required BOD training as well as the general 800 number at APFA.

It was noted that an adjustment to the SAF Budget would need to be made in order to be in compliance with the Policy Manual. An additional resolution was to be drawn up regarding this issue.

1152 Break

1317 Meeting Back On the Record

The meeting was brought back on the record. Four (4) resolutions were authored during the break.

1320 Resolution #3 – Base Briefs

Maker: Vargas
Second: McCauley

Resolution #3 was read into the record by the maker, BOSI chairperson, Eugenio Vargas. This resolution spoke to base briefs, which will now be sent electronically rather than being printed and manually placed in Flight Attendant mailboxes in operations. There will be no preapproval by the Company utilizing this delivery method. The approval process at APFA headquarters will remain unchanged. A show of hands was taken and this resolution was passed unanimously. (18 yes)

1321 Resolution #4 – Awards and Recognition Banquet

Maker: Bauer
Second: Bedwell

Resolution #4 was read into the record by the maker, IOR Chairperson Debbie Bauer. This resolution cancels the Award and Recognition Banquet for next year but reinstates it for the following year. The resolution was passed unanimously by a show of hands. (18 yes)

1322 Resolution #5 – Budget Adjustment Appendix I, Article 12.G

Maker: Breckenridge
Second: Salas

Resolution #5 was read into the record by the maker, ORD Chairperson, Todd Breckenridge. This resolution speaks to the adjustment of a base budget by headcount pursuant to Appendix I, Article 12.G of the Collective Bargaining Agreement. This adjustment shall occur between the domestic and international base budgets.

During this discussion, a question was raised regarding whether or not the furloughed chair people of two bases had full-time employment elsewhere. One furloughed chairperson confirmed full time employment; the second furloughed chairperson indicated he was not employed.

The discussion returned to the issue of employment outside of APFA while on full time trip removal. The history of the wording and intent of the Policy Manual section was discussed by members who were present and involved in the formulation of this policy. It was suggested that the meeting be taken off the record briefly.

1343 Meeting Taken Off the Record

1353 Meeting Back On the Record

Resolution #5 remained on the floor. Language in the original resolution was amended and was read into the record. The resolution was passed unanimously by a show of hands. (18 yes)

1355 Resolution #6 – BOD Annual Training

Maker: Gale
Second: Prayon

Resolution #6 was read into the record by the maker, DCAI Chairperson, Lena Gale. This resolution spoke to the elimination of the Annual Board Training Program as a cost savings. Additionally, this spoke to the elimination of the 800 number into the APFA Headquarters (not 800 Hotline) as a cost savings measure. This resolution was passed unanimously by a show of hands. (18 yes)

1359 Resolution #7 – HeadCount Small Bases

Maker: Nikides

Second: Salas

This resolution spoke to allocating a minimum headcount of 200 Flight Attendants to small bases for budgetary purposes. This resolution was passed unanimously by a show of hands. (18 yes)

1400 Resolution #8 – Approve Annual Budget

Maker: Barrera

Second: Nikides

Treasurer Barrera read Resolution #8 into the record. This resolution approves the annual budget as amended by the Board of Directors. The Board was awaiting the final numbers from the Budget Committee to ensure a balanced budget. This resolution was voted on after the lunch break.

President Glading asked Board Members only to remain briefly for a confidential discussion.

1402 Meeting Taken Off the Record

1523 Meeting Back On the Record

The Board was awaiting the final numbers from the Budget Committee. It was asked that the meeting proceed to the Vice President's Report while awaiting the revised budget packet. This was agreed to by consensus of the Board of Directors.

1525 VICE PRESIDENT'S REPORT – Barbara Rives, Division Representative

In Brett Durkin's absence, Division Representative Barbara Rives presented the Vice President's report to the Board. Vice President Durkin submitted a booklet along with notes from the ITF (International Transportation Federation) Meeting that he attended in London. As previously reported, the next meeting will be held in Japan. President Glading as well as Vice President Durkin will be attending.

Barbara Rives handed out a document to the Board which came out of the FMLA II arbitration. She wanted to make sure all Board members had this document.

Also provided to the Board was a document created the SBA Department regarding the FML appeal process and procedures. It outlined both the medical and administrative appeal panel

process. Barbara Rives indicated that there had been concerns expressed about being in compliance with the policy, the constitution and the contract. The document shows both the medical and administration tracks of the appeal process. The seven (7) day limit for seeing a physician concerning the block FMLA was reiterated by Ms. Rives.

President Glading also reported that the contractual language regarding QSB's was recently discussed with the Company. She indicated that time limits were being ignored by the company – schedules were moving targets. Discussions were had regarding how costly QSBs have become. An additional meeting with AA has been set for March 24th to discuss this further. It is hoped this upcoming meeting will help improve the movement forward of the QSB cases.

A case was discussed involving an IOD turbulence related issue. The Company is taking the position that the pilot's Part 1 that speaks to severe turbulence is synonymous with Flight Attendant contract wording "rough air". This is not APFA's position. It is felt that these situations are totally different. As a result of this case, it was agreed that an Ad Hoc arbitration be held, with transcripts, to settle this issue. An arbitrator will rule on this definition.

1541 SECRETARY'S REPORT – Denise Pointer

1541 Resolution #9 – Jose Chiu Award

Maker: Pointer
Second: Nasca

Secretary Pointer began her presentation addressing the Jose Chui award nominees. Resolution #9 was read into the record by the maker, Secretary Pointer. This resolution names the crew of American Airlines Flight #64, the crew of American Airlines Flight #331 and members of the APFA Go Team, Lonny Glover and Tim Lessa. The Board of Directors asked that the resolution be amended to include Kelly Skyles, Safety & Security Coordinator. Resolution #9 was put forth for a vote by show of hands. The resolution passed unanimously. (18 yes)

1547 Resolution #10 – National Ballot Committee Members

Maker: Pointer
Second: Prayon

Secretary Pointer read Resolution #10 into the record. This resolution spoke to the reduction of the minimum members required of the National Ballot Committee. The resolution was put forward to change the language in the current APFA Policy Manual. This change was ratified by the Constitutional Referendum held in January, 2010. Resolution #10 was passed unanimously by a show of hands. (18 yes)

1549 Resolution #11 – Future Negotiating Teams

Maker: Pointer
Second: Prayon

Secretary Pointer read Resolution #11 into the record. This resolution speaks to the reduction of the number of members of the Negotiating Team and was put forward to change the language in the current APFA Policy Manual. This change was ratified by the Constitutional Referendum held in January, 2010. Resolution #11 was passed unanimously by a show of hands of the Board of Directors. (18 yes)

1555 Resolution #12 – Electronic Balloting

Maker: Pointer
Second: Bedwell

Secretary Pointer read Resolution #12 into the record. This resolution amends Section 14 of the Policy Manual to include electronic balloting. This change was ratified by the Constitutional Referendum held in January, 2010. Resolution #12 was put forth for a show of hand vote and was passed unanimously. (18 yes)

1601 Skyword

Secretary Pointer addressed the issue of Skyword. Secretary Pointer asked that after negotiations are complete that monies be re-budgeted to publish Skyword. The Board agreed that this should be done after the completion of negotiations. A proposed resolution will be postponed.

Secretary Pointer asked that the Board allow a resolution scheduled later in the meeting to be presented now. The Board agreed and Ted Bedwell spoke to Resolution #13.

1607 Resolution #13 – National Ballot Committee

Maker: Bedwell
Second: Bauer

Resolution #13 was read into the record by the maker, IDF Chairperson, Ted Bedwell. This resolution speaks to the make-up of the National Ballot Committee. This resolution requires that no more than two members from any one base be allowed on the committee. The resolution

also addresses the issue that the committee shall be comprised of an odd number of members. This resolution was passed unanimously by a show of hands of the Board of Directors. (18 yes)

1609 National Ballot Committee Nominations

At this time, Secretary Pointer distributed copies of the resumes received from members interested in serving on the National Ballot Committee. It was suggested that a short break be taken for a Board caucus regarding the committee appointments.

1614 Break

1642 Meeting Back On the Record

1642 Resolution #14 – National Ballot Committee Appointments

Maker: Pointer

Second: Bedwell

Resolution #14 was read into the record by the maker, Secretary Pointer. This resolution appointed the following members to the National Ballot Committee: Gay Floyd – IDF, Leatha Harding Berry - IDF, Karen Goodrich - IMA, Cindy Horan – IMA and Tim O’Connell - LAX. This resolution was unanimously passed by a show of hands. (18 yes)

1644 Break

1704 Meeting Back On the Record

1704 OLD BUSINESS

1704 Presidential Debate – Denise Pointer

Secretary Pointer asked that the Board re-address the issue of guidelines for a Presidential Debate. Additional suggestions were received from the Board. The Board concurred that there is a more simplistic, cost effective way to conduct this debate.

After discussion, the resolution which was going to be proposed, was withdrawn.

1713 Motion to Reconsider Resolution #2

A motion to reconsider was brought forth by STL Chairperson Tim Hunter. The Secretary will determine where in today's meeting this will be heard. It was decided to continue with the agenda at this point in time.

1715 NEW BUSINESS

1715 Railway Labor Act – Heidi Prayon - Withdrawn

1715 CISD's – Heidi Prayon - Withdrawn

1717 Resolution #15 - Membership/Leadership Solidarity

Maker: Prayon

Second: Vargas

Resolution #15 was read into the record by the maker, DCA Chairperson Heidi Prayon. This resolution outlines outrages endured by the Flight Attendants in specific detail since the Restructuring Agreement. A roll call vote was taken and Resolution #15 was passed unanimously. (18 yes)

1725 Resolution #16 - Future Merger and/or Acquisitions

Maker: Hunter

Second: Aviles

Resolution #16 was read into the record by the maker, STL Chairperson Tim Hunter. This resolution speaks to previously passed Resolution #8 on November 4, 2009 requiring dues to be paid by all Flight Attendants including those on unpaid status. The resolution states that if future acquisitions take place, the former TWA and Reno Flight Attendants would be integrated before newly acquired airlines' Flight Attendants. A roll call vote was requested. This resolution failed (16-no, 2-yes).

The revised proposed budget was not ready for presentation and therefore the vote could not be taken at this time. The proposed budget will be voted upon tomorrow morning.

General Counsel Mady Gilson informed the Board that the Motion to Reconsider Resolution #2 must be considered and accepted during today's business but may be discussed the following day. The Motion to Reconsider Resolution #2 was passed by the Board.

By consensus of the Board, the meeting was recessed until tomorrow, March 09, 2010.

1737 Meeting Recessed for the Evening

DAY THREE

APFA ANNUAL CONVENTION MARCH 9, 2010

0943 Call to Order

President Glading called the meeting to order. The issue of the requested reconsideration of Resolution #2 that was discussed and passed at yesterday's meeting was considered by the Board. The issue will be placed as the first item under New Business. At this time, the proposed Budget was brought forward for discussion once again and a resolution presented.

At this time, Treasurer Barrera addressed the Board of Directors. Treasurer Barrera tendered his resignation effective April 1, 2010.

0946 Roll Call

Secretary Pointer began the roll call. All members of the Board of Directors were present with the exception of Vice President Durkin, who was absent.

0948 Budget Discussion – Juan Barrera

The discussion began regarding the proposed budget. The funds generated by the termination of Board training and the elimination of the 800 number were explained. The Board requested additional time for review of the proposed budget prior to the vote. Several questions had arisen which needed to be addressed prior to the roll call vote. It was decided to take the meeting off the record briefly.

1005 Meeting Taken Off the Record

1106 Meeting Back On the Record

Resolution #8 was re-read into the record by the Treasurer. A roll call vote was taken. The resolution approving the budget was passed (14-yes, 4-no).

1109 Motion to Reconsider – Resolution #2a

Maker: Hunter

Second: Vargas

A roll call vote was taken to obtain the Board of Directors' approval to reconsider Resolution #2, presented and passed during the previous day's meeting. This request was approved by the Board with a vote of 10-yes, 8-no.

A discussion began regarding the intent of Resolution #2.

Amendments were suggested to the original resolution. A motion was put forth to call the question and failed. The Board Member in question, as well as other Board Members, spoke to the intent of the reconsideration request. Additional clarifications and examples were given of the restrictions this resolution may create. Once again, amendments to Resolution #2 were suggested by Board Members. These suggestions garnered additional discussion resulting in an amended resolution. It was decided to take a short break prior to the re-voting on Resolution #2.

1138 Break

1200 Meeting Back On the Record Revote on Resolution #2A

Resolution #2A is being offered for consideration. The original Resolution #2 has been amended as per suggestions received from the Board. The changes to the original resolution were read into the record for the Board's consideration or further amendment. The maker, President Glading and second, Secretary Pointer, agreed to the suggested amendments. Amended Resolution #2 – now known as Resolution #2A was put forth for a roll call vote. This resolution was passed (14-yes, 4-no).

Due to the reconsideration of Resolution #2, the final portion of the Treasurer's Report had been postponed. At this time, Treasurer Barrera continued his Treasurer's Report.

1203 TREASURER'S REPORT - Continuation

1203 Budget Committee Appointments

A suggestion was put forth to postpone the Budget Committee Appointments until it was determined who will be the interim Treasurer following Juan Barrera's resignation effective April 1, 2010. This agenda item was moved to the last order of New Business by a consensus of the Board.

Treasurer Barrera presented the current financials as of November, 2009. Treasurer Barrera explained the economic conditions and spoke to changes that he feels will be necessary for APFA to remain viable financially.

1208 Resolution #17 - International Fall Off's

Maker: Bedwell

Second: Bauer

Resolution #17 was read into the record by the maker, IDF Chairperson Ted Bedwell. The Board Member stated that when a Flight Attendant is forced back (fall-offs) to domestic from international, the Company is processing the paperwork as if it is a permanent assignment. This is not correct as the Flight Attendant remains an international Flight Attendant until such time that they are once again put into the international division.

This is a resolution to ensure that OCR's who are forced back to domestic are ensured their position as an OCR from an international base. This resolution will help the Secretary's Department with the placement of the OCR during these fall-offs. Resolution #17 was brought forth for a vote by a show of hands and was passed unanimously. (18 yes)

1217 Resolution #18 - POSTPONED

Candidate for APFA Office Emails and Robo Calls

Maker: Bedwell

This discussion item focused on elections services that APFA could provide to candidates for APFA positions. It was suggested that these services would be paid for by the candidate and not a free service of the APFA. It was noted that legal issues concerning this must be researched.

Discussions have been held with other Flight Attendant unions who offer these services and the problems they have encountered. This issue will be revisited during the fall Board Meeting after more research has been done. This will be shown under Old Business and postponed until then. By a consensus of a hand vote, this item was postponed.

1223 Charter Flying – Ted Bedwell

The IDF Chairperson, Ted Bedwell spoke to the charter flying that has been brought into American Airlines. There is no access to this flying *via* open time. The crews for these charter flights are assigned by the charter coordinators.

It was suggested that this flying should go out to bid and be assigned according to seniority. Chairperson Bedwell indicated that it appeared that the same Flight Attendants are utilized time after time. It is felt that these trips should be in open time. It was also felt that this issue should be discussed during negotiations. President Glading indicated that this issue will be discussed with the Company during negotiations.

1225 Lunch Break

1412 Meeting Back On the Record

1412 New Business – Continued

1412 Required Annual BOD Training – Previously discussed – Gale - withdrawn

1413 JLT – Units of Pay - McCauley

The issue of JLT attendance and trip removals was discussed. At this point, the Company no longer gives trip removals for attendance at this meeting. This is not a problem for large bases with full time trip removals but is creating a problem for small bases. Currently at some bases, the Company is offering 5 units of Special Assignment pay. There is no continuity in attendance and some bases have been told to “bid around” the meetings.

President Glading doesn't feel that the reps should attend without getting a trip removal. The IOR Chair shared a memo explaining the units of pay program the Company has provided. The question was whether or not attendance is encouraged and who will pay for the attendance of the APFA rep. There were positive comments received about attendance at JLT Meetings and the benefits derived. This discussion continued for quite some time with comparisons of ability to attend by the larger bases with full time trip removal versus the smaller bases asked to attend not on trip removal. A trip removal will help the smaller bases with their budget; however, the units of pay are of no benefit to the Union budget.

The appropriateness of collecting units of pay while on trip removal was questioned. It was suggested that those not on full time trip removal, insist on a trip removal if they are encouraged to attend meeting versus units of pay. It is very different all over the system as some bases are not even invited to attend these company meetings. President Glading agreed to meet with Lauri Curtis to try and resolve this issue system wide.

1449 Base Council Forms - McCauley

The form for changes to Base Councils and their contact information was discussed.

1450 Policy Manual Section 5.I.10.A - McCauley - Postponed

1450 Policy Manual Section 5.E. - McCauley - Postponed

1451 Policy Manual Section 5 – McCauley - Previously addressed - Withdrawn

1451 Jeff Bott versus John Ward – McCauley - Previously addressed - Withdrawn

1451 A Pass Travel - Vargas

It was asked that guidelines be received regarding A-12 pass travel. These passes fall under Company policy and are not contractual. It was asked that the meeting be taken off the record.

1453 Meeting Taken Off the Record

1531 Meeting Back On the Record

1531 Policy Manual Section 12.G - Vargas - Withdrawn

1531 Policy Manual Section 6.B.5 - Vargas - Withdrawn

1532 Policy Manual Section 6.A - Vargas

This section refers to compensation for APFA National Officers. Currently, the compensation formula is not contained in the Policy Manual. It was agreed that this information was inadvertently omitted in the Policy Manual and was an oversight. Compensation was established in Resolution #3A passed in July, 2003, at the Annual Convention. By consensus of the Board, this resolution will now be incorporated into the Policy Manual.

1536 Awards and Recognition Banquet – Bauer - previously discussed - Withdrawn

1536 Units of Pay – Bauer - previously discussed - Withdrawn

1537 Electronic Expense Reports - Bauer

The suggestion was brought forth again and the request was made to establish a procedure to file APFA expense reports electronically. This is an ongoing project and discussions are being held with APFA's computer department.

1542 D.O.L. Election Complaint Investigation - Hunter

A copy of a letter addressed to Nena Martin from the Department of Labor was circulated to the Board regarding the STL election complaint. It was provided for information purposes only.

1543 A5 Retirement Benefits – O'Kelley - previously discussed

1543 Balloting - O'Kelley - Withdrawn

1544 Negotiations Committee Chair – Ross

This issue was brought forward as a housekeeping issue. The Chairman of the Negotiating Team is the President of APFA. There have been news releases and communications stating another individual as Chairman. The Policy Manual and Constitution is clear in stating that the Chairman of the Negotiating Committee is the President of APFA. It was felt that referring to another individual, who at that time is chairing a meeting, as the Chairman of the Negotiating Committee is a violation of specific language in the Policy Manual and Constitution.

It was agreed that this was appropriate for an individual of the team to chair a meeting rather than the President. The problem is in communications and news releases as referring to this individual as Chairman of the Negotiating Committee. The meeting was taken off the record briefly.

1553 Meeting Taken Off the Record

1555 Meeting Back On the Record

By consensus of the Board, Anne Loew will be given the title of Chief Negotiator for further news releases and communications.

1556 Resolution #19 - Executive Committee Briefing

Maker: Ross
Second: O'Kelley

Resolution #19 was read into the record by the maker, SFOI Chairperson, Bob Ross. This resolution speaks to the ability for a Board Member or vice-chair to be included in all Executive Committee teleconferences/briefings in a non-participatory capacity. This voluntary participation shall be charged to the individual's base budget. Discussions were opened to this resolution.

A point was made that the function of the Executive Committee, due to its relative small number of members, is to be able to respond immediately to a situation. The purpose of the Executive Committee is to conduct business and report back to the Board of Directors. The purpose of the Ad Hoc representatives is to report the business undertaken by the Executive Committee to the Board Members they represent. Resolution #19 was put forth for a vote by show of hands. This resolution was passed (10-yes, 8-no).

1612 Temporary Proffers – Ted Bedwell

The question was raised whether specific language could be formulated for the seasonal flying that causes drop-offs. The suggestion was made that a committee be formed of international chair people to formulate this language. It was mentioned that there is a letter of agreement from June-2005, covering temporary proffers done on a non-precedent setting basis at LAXI. The Contract Coordinator spoke to the only letter he was aware of concerning temporary proffers. He stated that this allowed the Flight Attendants to elect that it was temporary and not a permanent transfer. Essentially, they were signing up for the reduction in force following the temporary proffer. The temporary proffer has been utilized before but was halted due to seniority issues being raised. The IDF Chairperson will work with other international chairs to formulate language concerning these temporary proffers for seasonal flying.

1617 Scabs - Bedwell

IDF Chairperson Bedwell stated that the only way to go after the scabs if a strike occurs is through Article VII charges. It was discussed that a person who previously scabbed wanted to make a video explaining how he/she felt and the ramifications of his/her actions. He/she wished to discourage other from crossing the picket line and scabbing. UTube videos will be made by several individuals who regret their actions during the previous strike.

1621 Commuting Chair People - Breckenridge - Withdrawn

1622 Resolution #20 - Headquarters – Appointment of Interim Treasurer

Maker: Prayon
Second: McCauley

Resolution #20 was read into the record by the maker, DCA Chairperson, Heidi Prayon. This resolution speaks to the vacancy created by the resignation of APFA Treasurer Juan Barrera. The resolution appoints Michael Parker as Interim Treasurer until an election is completed or September 1, 2010, whichever comes first. A roll call vote was taken and this resolution was unanimously passed. (18 yes)

1627 Policy Manual Section 5.C.6-8 – Vargas - Postponed

1629 Resolution #21 - Budget Committee Appointments

Maker: Barrera
Second: Nikides

Resolution #21 was read into the record by the maker, Treasurer Barrera. A short break was requested at this point.

1630 Meeting Taken Off the Record

1659 Meeting Back On the Record

1659 Resolution #21 - Continued

Resolution #21 was opened to discussion by the Board. It was requested that this resolution be amended. The suggested amendment decreased the size of the Budget Committee.

The following individuals were named to the APFA Budget Committee for a two-year term: Todd Breckenridge, Patrick Hancock, Larry Salas, and Cheri Washbish. Beth Kilcran was named as an alternate, and will be active at all Budget Committee meetings. This committee is structured to comply with the Policy Manual. Gratitude was extended to Doug Newlon for all his hard work over the many years he has served on the Budget Committee.

A roll call vote was taken and this resolution was passed unanimously. (18 yes)

President Glading asked that the Ad Hoc members of the Executive Committee remain at the adjournment of this meeting for a Special Executive Committee Meeting to deal with the contract for Ballot Point and approval of APFA auditors.

At this time, The Board was asked by President Glading if it was acceptable for BallotPoint to configure the electronic balloting to allow for votes to be changed up until the time the ballot close. A hand vote was taken and the Board of Directors approved the configuration of balloting to allow vote changes until the time the ballot officially close.

1710 Resolution #22 – Adjournment

Maker: Bauer

Second: Aviles

A motion was made to adjourn the 17th Annual Convention of the Board of Directors. This motion was unanimously approved by a show of hands. (18 yes)

1710 Meeting Adjourned