APFA

BOARD OF DIRECTORS MEETING

18TH ANNUAL CONVENTION

March 3 - 6, 2011 Hotel Palomar Arlington Arlington, VA

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WHEREAS, in Resolution #8 passed by the APFA Board of Directors on November 4, 2009, the Board stated that "it is a fundamental principle that members can be required to pay dues in order to exercise the rights of union membership," and that "it is in the best interests of APFA and our members that <u>all</u> members who are entitled to exercise the rights and privileges of APFA membership are obligated to be dues current as defined in Article IV of the Constitution;" and

WHEREAS, based on those principles, in Resolution #8 the Board approved for membership vote an amendment to the APFA Constitution to change Article II, Section 4.B(3) to provide

that "Members who are in an unpaid status for any reason shall be dues obligated for all dues accrued on or after the effective date of this Section 4.B(3)...;" and

WHEREAS, the amendment to the APFA Constitution was placed before the membership in a referendum; and

WHEREAS, on January 7, 2010, the APFA membership approved the referendum item; and

WHEREAS, APFA has the duty to protect and defend the seniority of all APFA members; and

WHEREAS, Article 1.B.5. of the Foundation Document between APFA and American Airlines provides that in the event the Company acquires another air carrier, flight attendant seniority integration shall be pursuant to a method to be determined by APFA; and

WHEREAS, by Resolution #4 at the March 2001 Board of Directors annual convention, the Board of Directors authorized the Seniority Integration Agreement which governed seniority integration for the TWA flight attendants as a result of the AA-TWA acquisition; and

WHEREAS, the seniority integration formula set out in Resolution # 4 as it pertained to the former TWA flight attendants would not be permissible under the federal law that was enacted in December 2007, and

WHEREAS, seniority integration by a formula other than that provided for in Resolution #4 and reaffirmed in Resolution #14 which was adopted at the February 2008 Board of Directors meeting, will benefit non-APFA members over current members of the APFA;

BE IT THEREFORE RESOLVED, that if American Airlines acquires another air carrier, merges the operations of the acquired carrier with the Company's operations, and as part of the merger, employs flight attendants of the acquired carrier, prior to submitting the integrated flight attendant seniority list for the combined carrier, APFA shall integrate the former TWA flight attendants according to terms no less favorable than those applied to the flight attendants of the acquired airline.