

**ANNUAL CONVENTION OF THE
APFA BOARD OF DIRECTORS**

FEBRUARY 27-29, 2012

**The Argonaut Hotel
San Francisco, California**

DAY ONE - FEBRUARY 27, 2012

0917 Call to Order

President Glading called the Annual Convention of the APFA Board of Directors to order.

0917 President's Remarks

President Glading addressed the Board regarding the past four years and the extreme challenges now facing APFA. She offered her appreciation to the new members of the APFA advisory teams, legal counsel and firms being utilized to navigate thru the bankruptcy process. Additionally, the APFA UAW Staff was thanked for their hard work and consistency throughout the years. President Glading was very appreciative of the work done by all APFA representatives, both elected and appointed, as well as the volunteer workers.

President Glading further stated that the membership is looking toward the Union for leadership and strength. The membership needs all of leadership to work together to move forward and away from internal strife and to focus on APFA's future. President Glading addressed her appreciation of her fellow National Officers and spoke to each personally acknowledging their contributions over the past four (4) years.

0937 Roll Call

Secretary Pointer took the roll call. All members of the Board were present with the exception of the Chairperson from LAXI. LAXI Vice Chairperson, Kelli Harrington, sat on the board in the Chair's absence.

0941 Agenda Review and Approval

0941 Resolution #1a – Amend the Agenda

Maker: Pointer
Second: McCauley

At this time, additions or revisions to the agenda were requested. Copies of resolutions for action items on the agenda were requested. This request caused additional discussion regarding the procedure to be followed with regards to providing resolutions to the Secretary.

The meeting was taken off the record to allow time for resolutions, which had not been submitted prior to the meeting, to be formatted, copied and supplied to the Board.

0959 Meeting Taken Off the Record

1114 Meeting Back On the Record

Resolution #1a was read into the record by President Glading. The resolution amends the agenda with requested withdrawals, additions and revisions. The resolution was put forth for a vote and was passed. (16 yes, 0 no)

1118 Resolution #1 – Approve the Agenda as Amended

Maker: Pointer
Second: Glading

Resolution #1 approving the agenda as amended was put forth for a vote and was passed. (16 yes, 0 no)

1119 Ad Hoc Election

Nominations were received for Ad Hoc positions two (2), three (3) and five (5). The following individuals were nominated: J. Stanko, L. Geiss, T. Burbank, C. Washbish, P. Hancock, D. Pointer, B. Ross, L. Gale, M. Baust, E. Hodgson and D. Murphy. The Ad Hoc elections were to take place at the beginning of Day 2.

1126 Budget Presentation and Review

The members of the Budget Committee presented the proposed budget to the Board. The proposal was compiled on February 15, 2012.

Treasurer Baumert explained the numbers that the committee was forced to work with which included a 3.1% decline in income or approximately \$250,000. The Committee was forced to look at ways to reduce the budget. The Treasurer discussed several ways to accomplish this task.

Treasurer Baumert outlined specific reductions as suggested by the Budget Committee. It was proposed that a four percent (4%) reduction be taken by all departments at Headquarters. Additionally, it was proposed that all bases take a three percent (3%) cut.

Discussion ensued regarding the NNRF number contained in the budget. The Board asked questions regarding specific allocated amounts. Suggestions were received for cutting various

reimbursements to representatives. It was agreed that tremendous financial hurdles were ahead and there may be additional budget reductions.

Several individuals affected by the proposed cuts asked questions. The difficulty created by these cuts caused additional discussion and explanations for the cuts from the Budget Committee. Treasurer Baumert made the point that small changes were important; however, the situation requires major changes/reductions to the budget.

The effects of the bankruptcy and changes that may occur to the Company were discussed as well as other possible scenarios following bankruptcy. It was felt that the Budget Committee would be meeting more frequently to deal with these changes and expenses as they occur. All were aware that developments may occur rapidly and the Budget Committee will respond immediately to the challenge.

A hand vote was taken as to whether the Board wished the Budget Committee to reallocate funds to restore the President's office a full-time assistant versus the proposed three-quarters allocation. The meeting continued while the committee worked on the numbers.

1216 PRESIDENT'S UPDATE

1216 Bankruptcy/Negotiations Update

President Glading wanted to begin the Bankruptcy presentation on the record for the benefit of the APFA members in the gallery. Some of the negotiations advisers were not available at this point, so it was decided to proceed to the Legislative Update.

1218 Legislative Update

It was reported that APFA had been actively lobbying regarding the defined pension program. The PBGC has given APFA strong support. Josh Gotbaum of the PBGC has stood with APFA while lobbying. Additionally, APFA continues to lobby in Washington for an Early Out Proposal.

Julie Frederick spoke to the Board regarding the FAA Reauthorization Bill that recently passed. There were mixed reviews from unions because of certain attachments. The Bill contained some OSHA language for Flight Attendants, however, not as much as was anticipated. She also reported that Congresswoman Hirono had introduced a Flight Attendant fatigue bill and was in the process of obtaining co-sponsors.

Peter Goeltz and Anthony DeMaio, of O'Neill & Associates, addressed the issue of the FAA Reauthorization Bill as well. They spoke to the need for Congressional support for the continuation of the pension programs, as well as support for Josh Gotbaum and the PBGC's position on this subject. The Company has been strongly pushing back on the retention of the pension plans. It is important for us to continue our pressure and presence in Washington D.C.

A member of the Board asked that O'Neill & Associates leave the room as the Board member wished to address Julie Frederick. Several members of the Board wanted to question Ms. Frederick regarding information disseminated during the National Officer election. Some members of the Board felt that this was an inappropriate forum for these questions; others did not. A debate ensued. Julie Frederick agreed to speak with the Board off the record and outside of the parameters of the meeting.

President Glading called for a lunch break at this time.

1239 Lunch Break

1416 Meeting Back On the Record

Upon returning from the break, it was requested by a Board Member that the meeting be taken off the record again and the meeting room cleared. A hand vote was taken and the majority of the board prevailed. The meeting was once again taken off the record.

1417 Meeting Taken Off the Record

1540 Meeting Back On the Record

1542 Negotiations Update

APFA is under the guise of the National Mediation Board and negotiations have recently concluded after ten (10) days of meetings. APFA presented the Early Out Program to which the Company responded by putting out an "unofficial" statement of rejection. APFA's Early Out Program was also presented to the Creditors' Committee as well as the PBGC.

An overview of the previous ten (10) days of negotiations was provided. It was noted that the Company's position remained consistent - until APFA reaches the \$230,000,000 in cost cuts, they are not willing to negotiate. It was felt that APFA had been very creative in trying to come up with workable solutions such as the Early Out Program.

A member of the Negotiating Team also stated how difficult the situation was because no matter what direction the negotiations discussions went, AA kept coming back to the \$230,000,000 in concessions the Company is demanding. Reaching that number is impossible without decimating the Flight Attendant's contract. APA and TWU are dealing with the same situation.

APFA is continuing to request information from the Company regarding cost outs on several items. At this time, there are many unanswered questions as well as vast differences in valuations.

At this time, the presentation was opened to questions from the Board. A large portion of the discussion focused on the Company's business plan. It was noted again that errors had been discovered in the calculations and cost outs by the Company.

1623 Retiree Bankruptcy Issues

Jill Frank Smoak spoke to issues facing the retirees. She made the Board aware of the formation of the AMR-RC, which stands for the American Airlines Retiree Committee. This committee involves all work groups, union and non-union. The goal of the AMR-RC is to maintain the status quo as it relates to retiree health benefits.

It is understood that the PBGC, the Unions and AMR will deal with what becomes of the pension; however, health benefits are a different situation. This group is organizing to be in a position with knowledge, contacts and lobbying power to protect the retirees should an 1114 be filed by AMR. The group will be attending a hearing this week to determine if there will be an 1114 committee appointed by the bankruptcy court. This group asked for APFA's support in their efforts to represent all retirees.

1639 Meeting Taken Off the Record

Confidential discussions will be occurring off the record. The meeting was recessed at 1700.

DAY TWO
FEBRUARY 28, 2012

0923 Call to Order

President Glading called the meeting to order.

0924 Roll Call

Secretary Pointer took the roll.

0927 Ad Hoc Elections

Two nominees, Eric Hodgson and Denise Pointer, requested that their names be withdrawn from the Ad Hoc election.

The first round of elections began for Place Five (5), a three-year (3) term. Ballots were passed to members of the Board of Directors. Round Two began as no candidate received a majority of at least eleven (11) votes. Liz Geiss was elected to Ad Hoc Position Five (5) for a three-year (3) term.

Round one for Ad Hoc Place Two (2), a two-year (2) term began at this time. Round Two of voting was necessary as no candidate received eleven (11) votes, a majority. Round Three of voting commenced. Round Three did not yield a majority. President Glading called a short break enabling the Board Members to caucus.

0952 Break

1014 Meeting Back On the Record

President Glading asked if the Board wished to nominate additional candidates. Steven Baumert and Greg Henry were nominated at this time. A show of hands was required to determine which list of candidates would be voted on. Option C was chosen by a majority vote. This option allowed voting on the original candidate list as well as the newly nominated individuals.

A balloting began under Option C. The Ballot Committee called Round One of this vote. No one individual received a majority of the votes; therefore, Round Two was initiated. The Ballot Committee called Round Two and once again a single candidate received no majority vote. Round Three of the balloting commenced. Since a majority was not received with three rounds of voting, President Glading called for a caucus prior to the next round of voting.

1030 Break

1123 Meeting Back On the Record

President Glading asked if the Board wished to add additional nominees and they did not. Option C was chosen once again as the method of voting. This included all names nominated for the two-year (2) Ad Hoc position. The balloting process began once again. Steven Baumert was elected with a majority of the votes.

The balloting commenced for Position Three (3) Ad Hoc, a one-year (1) term. The Ballot Committee called Round One. No one candidate received a majority of votes. Round Two was begun. The round did not produce a majority vote. Round Three began and was tallied by the National Ballot Committee. Once again, no candidate received a majority of the vote. President Glading called for a caucus and short break.

1141 Break

1412 Meeting Back On the Record

President Glading asked if the Board wished to add additional nominees. An additional nominee was added - Michelle Bernstein. Option C was again chosen for the method of voting. Round One of this process was begun. Michelle Bernstein was elected to Position Three (3) Ad Hoc for a one-year (1) term.

Base assignments were processed. The results were: Aurigemma: MIA, ORD, LAX; Baumert: LAXI, RDUI, SFO; Bernstein: IDF, IMA, BOS; Clements: IOR, JFK, LGA; Geiss: BOSI, DCA, DFW, STL.

President Glading asked where the Board wished to resume the meeting. It was determined to continue the off the record discussions under the Negotiations Update.

1429 Negotiations Update Continued

The meeting was taken off the record to continue this discussion from yesterday prior to the recess.

1429 Meeting Taken Off the Record

1621 Meeting Back On the Record

A Board Member has asked to bring a resolution to the table. The Board unanimously approved this action and added a resolution that was not included on the original agenda.

1622 Resolution #2 – APFA Statement of Unity

Maker: Nikides

Second: Breckenridge

Resolution #2 was read into the record by the maker, John Nikides. This resolution spoke to the solidarity of APFA. APFA representatives and newly elected officials of APFA in the gallery who were supportive of this resolution were asked to stand. The resolution was immediately put forth without discussion for a vote. This resolution passed unanimously. (16 yes, 0 no)

1625 Hostile Work Environment Investigation

President Glading addressed an issue that was previously discussed off the record concerning complaints regarding the work environment at APFA. It was explained that APFA had a legal obligation to investigate any complaint. Legal Counsel spoke to the issue as well as an upcoming fact-finding investigation.

The complaints that have been lodged are very serious and involve a number of people. An attorney by the name of Kerrie Dent of Stein, Mitchell and Muse in Washington, D.C. has been retained and will be handling the fact-finding investigation. Ms. Dent is experienced in handling matters that require extensive factual investigations and has done specialty work for national unions. She has no relationship or connection with APFA. The investigation will be conducted personally and by her alone.

The question was raised why APFA needed to hire an independent investigator. Legal Counsel spoke to this issue and the legal obligation involved. Several questions were raised and addressed by Legal Counsel.

It was further explained that there was an obligation to investigate complaints of this nature and it was noted that the obligation pertains to all businesses, not just APFA. The discussion continued for some time with further explanations offered as to why the investigation must occur and the legal obligations connected with the complaint once it was filed with the entity.

President Glading also spoke to complaints received about the Expense Policy as administered at APFA. Bruce Lerner, a partner with Bredhoff & Kaiser, who has worked with APFA on and off since the 1990's, will be looking into issues dealing with the current Expense Policies at APFA, which were established in 1991. President Glading feels strongly that this review is needed.

1646 Meeting Taken Off the Record

1655 Meeting Back On the Record

1655 Coalition Update

President Glading spoke to the constant communication between APFA, TWU and APA. Additionally, the Flight Attendant Coalition is standing with APFA and is very supportive.

1656 Litigation Update

There is currently one case pending against APFA; President Glading briefed the Board on the status of the case.

1658 Departmental Reports

The National Coordinators submitted written reports to the Board, which were emailed prior to the start of the Board meeting.

1700 Safety & Security

Kelly Skyles, National Safety & Security Coordinator, as well as Lonny Glover presented a review of the Cabin ASAP Program. It was the coordinator's opinion that there was confusion about the program.

Kelly Skyles reported that the Cabin ASAP program had been up and running for three (3) years. The program was described as a confidential, self-contained and managed program. A point was made that since its inception in 2009, there have been over 2,700 reports submitted. Approximately 100 Flight Attendants have been saved from any type of discipline either from the FAA or the Company.

The program is a self-disclosure program and is well respected in the industry. Additionally, this program can be used to report safety concerns. Fatigue is one of those safety related issues. It was noted that the program is a data collecting process and can cause change. Kelly reminded all that the biggest influence on change is data. The discussion was opened to questions.

1740 Long Layover Hotels

A concern was raised regarding Miami layovers being moved to airport hotels. It was reported that there had been several discussions with the company on this subject to no avail. APFA will be filing a Presidential Grievance on the issue. Base Reps were encouraged to file individual base grievances as well. Vice President Durkin spoke to the history of this contractual violation. The foreign national hotel situation was discussed as well.

1750 Archives

It was reported that APFA has been invited to work with and contribute artifacts to the 9/11 Museum in New York. Document Historian Sally Prater also reported that Betty Ong's family is working closely with the 9/11 Museum's curator.

President Glading thanked Secretary Pointer for the Awards and Recognition banquet held the previous evening. Three members of Betty Ong's family were present at the banquet. The Betty Ong Chinese Recreation Center in San Francisco was discussed. Grants and monies have been provided; however, \$100,000 is still needed to purchase equipment for this center. President Glading encouraged all to consider a contribution of any size to this center honoring Betty Ong. (bettyong.org)

1754 Scheduling and Contract

Brent Peterson, Contract Coordinator, reported that the response to the proffer of leaves was overwhelming which resulted in no one being furloughed. Reciprocal jumpseat agreements were discussed as well as APFA's continual work on this subject.

1801 Communications Coordinator

Jeff Pharr, Communications Coordinator, informed the Board that AA had recently reported that they had spent nearly \$400,000 on a company called American Labor Relations Services. ALRS is a company that provides services to companies to stop labor from organizing or to bust labor unions - that is the company's sole purpose. American spent \$392,000 in the ninety (90) days leading up to the bankruptcy.

1804 Retirement Coordinator

President Glading asked Patrick Hancock for a brief statement. Patrick stated that there had been few retirements, as he believed most people were awaiting a final decision on the Early Out Program.

1805 Meeting Extension

The Board was asked to approve an extension of the meeting as it had hit the nine (9) hour daily limit. By consensus of the Board, the meeting was extended an hour or to the end of the Vice President's report.

1806 VICE PRESIDENT'S REPORT

Vice President Durkin spoke to the election of, and transition of, incoming Vice President, Marcus Gluth. Vice President Durkin will provide a smooth transition for him.

One of the things the Vice President's department has been doing is putting a valuation on the grievances that are outstanding. Vice President Durkin wished to discuss the Specialty Drug Presidential off the record.

1808 Meeting Taken Off the Record

1812 Meeting Back On the Record

At a previous Board Meeting, Vice President Durkin was asked to look into creating a Social Media Policy for APFA. An advisor had been hired for a Social Media Presidential. Mady Gilson was asked by the Vice President to work with this advisor to form a policy for APFA. Legal Counsel will give this information in report form to the Board tomorrow morning.

1816 Resolution #3 – Gailen David

Maker: Durkin

Second: Prayon

Resolution #3 was read into the record by the maker, Vice President Durkin. The resolution spoke to the free speech rights of Gailen David and all Flight Attendants as well as APFA's willingness to provide full legal and institutional support to Gailen David. This resolution was put forth for a vote and was passed unanimously. (16 yes, 0 no)

Vice President Durkin spoke to board mediation (ADR) and his feelings about it being utilized within APFA. The Vice President asked for dialogue amongst the Board regarding this option for dispute resolution. The Vice President was not suggesting a mandate but encouraging productive and positive dialogue.

1830 Meeting Recessed

At this time, day two of the Annual Convention was recessed for the day.

DAY THREE
FEBRUARY 29, 2012

0946 Call to Order

President Glading called day three of the APFA Annual Convention to order.

0947 Roll Call

Secretary Pointer took the roll call of the Board of Directors.

0948 National Ballot Committee

Cindy Horan addressed the Board regarding issues related to the Ballot Committee. The first issue she spoke to the Board about was a request to consider changing the way the Willingness to Serve (WTS) form is distributed. She requested it be distributed strictly online *via* apfa.org. Putting the WTS form online would ensure accuracy and save the cost of printing and mailing a paper WTS form to the entire membership. The costs savings to APFA would be substantial.

Cindy Horan also addressed the issue of a run-off election for National Officers. This would require a constitutional referendum. President Glading explained the reasons for the current methodology for the election and run-off, if necessary, which were adopted in 1991. Prior to establishing these procedures, a tremendous amount of research was done. President Glading stated that there was an election where a leader was put into office with less than 30% support of the membership, which caused tremendous problems. A member of the Board spoke to a recent proposal of an instant run-off as suggested by Ballot Point. This method was discussed briefly. Most felt that the election should be decided by 50% plus 1 to make the choice clear.

Alex Rodriguez was asked if it would be possible to create a template on the website for the WTS that could be filled out first, and then printed to be mailed. This would solve any readability and accuracy issues. Alex agreed to look into this for APFA.

Secretary Pointer thanked Cindy Horan for all her hard work and enthusiasm as Chairperson of the National Ballot Committee.

1012 Resolution #4 – National Ballot Committee Appointments

Maker: Pointer
Second: Glading

Resolution #4 was read into the record by the maker, Secretary Pointer. The resolution appointed five (5) members of the Ballot Committee; Cindy Horan, Leatha Harding Berry, Karen Goodrich, Tim O’Connell and Avis Rives. The resolution was put forth for a vote and passed. (15 yes, 1 no)

1014 TREASURER'S UPDATE

1016 Financial Review

Treasurer Baumert spoke to the financial statement as to assets, liabilities and income on a quarterly basis. Written statements were provided to all Board Members. Explanations were requested concerning the figures provided. Treasurer Baumert spoke at length on how particular numbers were developed and appeared on the Financial Statements. The Treasurer spoke to the amounts of the withdrawals and reasons for these withdrawals from the NNRF Fund.

1028 Budget Change Approval

A request was made to the Budget Committee yesterday concerning the restoration to a full-time trip removal for the President's assistant. The Budget Committee met to determine a way to accomplish this, which the Committee unanimously agreed on. By consensus of the Board, these adjustments were accepted and adopted into the proposed budget being presented to the Board for approval.

1042 Resolution #5 – Budget Proposal

Maker: Baumert
Second: Breckenridge

Resolution #5 was read into the record by the maker, Treasurer Baumert. The resolution approved the proposed budget for the fiscal year April 2012 – March 2013. The resolution was passed. (12 yes, 4 no)

1043 Resolution #6 – Budget Committee

Maker: Baumert
Second: Trautman

Resolution #6 was read into the record by the maker, Treasurer Baumert. The resolution reappointed the members of the current Budget Committee to serve an additional term. The resolution was put forth for a vote and was passed unanimously. (16 yes, 0 no)

1044 Break

1103 Meeting Back On Record

1103 OLD BUSINESS

1104 Resolution #7 - Interim National Officer - *POSTPONED*

Maker: Vargas
Second: Prayon

Resolution #7 was read into the record by the maker, Eugenio Vargas. The resolution spoke to the compensation and benefits for an appointed interim national officer and requested additions and revisions to the APFA Policy Manual. The resolution was opened to discussion.

Several opinions were brought forth both for and against the resolution. Current policy or practice was discussed. Also, the vacation accrual issue caused confusion with regards to serving as a National Officer of APFA and returning to line Flight Attendant status. Several members of the Board had questions and/or comments.

President Glading suggested that Bruce Lerner, who is currently working on reviewing expense policies as outlined in the APFA Policy Manual, be asked to evaluate the vacation accrual policy for officers and/or interim officers as it now exists within the Policy Manual. The Board was asked to take a vote on this suggestion and a majority of the Board agreed.

The maker of the resolution was asked to postpone the resolution pending a report from Bruce Lerner concerning this issue. The maker agreed to postpone the resolution.

1134 Resolution #8 - National Officer Sick Time - *POSTPONED*

Maker: Prayon

Second: Vargas

This resolution had been postponed from the previous Board Meeting. Resolution #8 was read into the record by the maker, Heidi Prayon. This resolution spoke to National Officer sick time accrual. The discussion had begun prior to the resolution being read into the record.

It was noted that the resolution was a protection for accrued sick due an officer when they return to the line should the Company fail to credit them. Clarification of the effect of this resolution on accrual for officers was requested and discussed at length. Some members of the Board requested time to discuss and understand the procedures and issue at hand.

1149 Meeting Taken Off the Record

1202 Meeting Back On the Record

Resolution #8 will be postponed pending research concerning the issue.

1202 Resolution #9 - Hotline Communication

Maker: O'Kelley

Second: Vargas

Resolution #9 was read into the record by the maker, Chris O'Kelley. The resolution spoke to the use of a hotline template that contained the letterhead of the "Office of the President" for the

Hotline during an APFA National Officer election. The resolution restricted the use of this template showing "Office of the President."

The resolution was opened for discussion. A comment was received that the resolution singled out one office and questioned the length of time for this restriction. The point was made this should pertain to all APFA representatives during any election and not just the President. The maker once again reiterated that the resolution spoke to the template showing "Office of the President" only being used for the Hotline during a National Officer election. It was felt by some that this was a non-issue at this point. A change was requested on the resolution. It was decided to proceed with the vote on the resolution as presented. Resolution #9 was put forth for a roll call vote and was passed. (10 yes, 6 no)

1223 Lunch Break

1407 Meeting Back On the Record

1407 NEW BUSINESS

1407 Resolution #10 - National Officers Obligation to Fly – *WITHDRAWN*

Maker: Vargas

Second: Prayon

Resolution #10 was read into the record by the maker, Eugenio Vargas. The resolution encouraged the National Officers to attempt to fly a trip every six (6) months. The resolution stated that the National Officer shall displace a member in good standing enabling them to fly that trip. The time issue was discussed as it pertained to the workload of an APFA National Officer.

The intent was understood by some of the current National Officers but it was stated that it did not seem feasible. It was stated that all of the National Officers had the sincere intent of working a trip while being in office, but only one officer had the opportunity to do so. Some Board Members were concerned that the resolution was a mandate to fly. There was a suggestion made by a Board member that if the resolution passed, the suggestion was offered that the National Officer displace a union rep; thereby, saving APFA money.

The discussion continued for quite some time. A point was made that the Officers are elected for specific reasons and duties and flying a trip was not one of those duties. Because the National Officers are employees of APFA and not AA, additional questions were raised as to their worker's compensation coverage should one be injured while working a trip. A suggestion was made that the resolution be withdrawn; however, the conversation continued at this point. Another request was made for withdrawal to which the maker agreed.

1432 Vice Chair Trip Removal – Hotel Authorization

Board Member Eugenio Vargas asked that Vice Chairpersons be authorized to request trip removals and request hotel rooms for the Annual Convention without the Chairpersons authorization. Pros and cons of the issue were discussed. The incoming Secretary agreed to look into the issue.

1439 Resolution #11 - Hostile Work Environment - *POSTPONED*

Maker: Moyer
Second: Casadey

Resolution #11 was read into the record by the maker, Julie Moyer. The resolution requested that the subject policy be integrated into the APFA Policy Manual. This policy is currently shown in the APFA Employee Handbook. Legal Counsel was asked for an opinion regarding requirements for various policies. The question was raised regarding the hostile work environment complaints that have been filed and their relationship to this resolution. The names and instances have not been revealed to the Board and will not be until the independent investigation is complete.

Legal Counsel pointed out that all three resolutions covered issues that were included in the Employee Handbook and stated at the bottom that this policy covered all APFA employees. A suggestion was made to issue an Employee Handbook to all APFA employees rather than revise the APFA Policy Manual. It was suggested that the maker withdraw the resolution with the stipulation that a copy of the APFA Employee Handbook will be distributed to all APFA personnel.

A short break was called to determine if the three issues in Resolutions #11, #12 and #13 were covered in the APFA Employee Handbook and not just in the UAW Contract.

Resolutions #12 and #13 – *POSTPONED*

1456 Break

1537 Meeting Back On the Record

Vice President Durkin supplied copies of the Hostile Work Environment policy in the APFA Employee Handbook to the Board. The Employee Handbook section would have to be reworded slightly to pertain to the APFA as a whole and adopted into the Policy Manual. The maker had agreed to postpone Resolutions #11, #12 and #13. The APFA Employee Handbook will be distributed to all for review.

President Glading wished to address the Board off the record briefly. Meeting was taken off record at 15:40 and resumed on the record at 15:42.

APFA's liability insurance was further explained by Legal Counsel as well as the legally mandated requirements for this type of Employee Handbook. An employee is defined broadly by the insurance carrier as someone who is issued a W-2 by APFA.

The maker was asked to withdraw the resolutions rather than postpone them. The maker explained the reasoning for these resolutions and declined to withdraw them at this time. A point was made that these policies are already in place and there is no need to include in the Policy Manual.

The maker withdrew the offer to postpone the resolutions and wished for Resolutions #11, 12 and 13 be brought forth for a vote. Several more Board members indicated a desire to speak to this resolution. A request was made that the maker reconsiders postponing Resolutions #11, #12 and #13. The maker agreed to postpone.

1600 Resolution #14 - Communications Policy/Social Media Policy - *WITHDRAWN*

Maker: Moyer
Second: Casadey

Resolution #14 was read into the record by the maker, Julie Moyer. The resolution spoke to information and accusations that were circulated and posted during the previous National Officer election process. The resolution restricts the ability of an APFA representative to participate in such activities.

The resolution was opened to discussion. Discussions occurred with comments both for and against the resolution. The relationship of the resolution to the proposed APFA Social Media policy was also discussed. The maker was asked to withdraw this resolution. The maker agreed with the stipulation that the Board institute a Social Media policy. Vice President Durkin previously submitted a proposed policy to the Board.

1615 Resolution #15 - Fiduciary Responsibility of Elected/Appointed Representatives

Maker: Moyer
Second: Casadey

Resolution #15 was read into the record by the maker, Julie Moyer. The resolution spoke to actions of elected/appointed officials of the APFA acting contrary to the advice of Legal Counsel. Discussion began for a short period when the question was called. A hand vote was taken on the calling of the question and a two-thirds majority prevailed. Resolution #15 was put forth for a vote and failed. (14 no, 2 yes)

1621 Break

1640 Meeting Back On the Record

1641 Resolution #16 - Changes to Article II & IV of the APFA Constitution - *POSTPONED*

Maker: Casadey
Second: Martin

Resolution #16 was postponed by the maker, Christian Casadey. It was asked that the Board review this subject matter for future action. The maker spoke briefly to the resolution, which addressed union dues for furlougees and military personnel on leave. This resolution proposed returning the current policy back to the previous policy. If a Flight Attendant is on an involuntary unpaid status, it was felt that they should not be responsible for union dues.

The issue of proposed constitutional changes was discussed and a deadline determined for issues to be considered. Secretary-Elect Pharr has agreed to collect the information and alert the Board to the upcoming deadline for proposals. Resolution #17 authorizing the Constitutional Referendum was also postponed.

1646 Resolution #18 - Fall 2012 Fall Board Training

Maker: Casadey
Second: Moyer

Resolution #18 was read into the record by the maker, Christian Casadey. The resolution suggested that at the next Board training, the training include Robert's Rules of Order. Opinions were brought forth both for and against this training suggestion. An example was given of another union's meeting format and dependency on a parliamentarian following the Robert's Rules of Order and the efficiency it created. The resolution was put forth for a roll call vote and passed. (9 yes, 7 no)

1654 National Officer Vacations – *WITHDRAWN*

1655 Resolution #19 - Recordings of all Meetings/Events

Maker: O'Kelley
Second: Bedwell

Resolution #19 was read into the record by the maker, Chris O'Kelley. The resolution required that at least one DVD copy of all meetings/events be available at all times at APFA Headquarters. The resolution was discussed as to the location of a particular meeting disc when a copy was requested by the DFW Base Chairperson. Secretary Pointer spoke to the issue and the location of the subject discs when requested. It was reported that the discs in question were locked in a cabinet at APFA. This resolution was put forward for a vote and was passed unanimously. (16 yes, 0 no)

1659 APFA Structure

Chris O'Kelley brought up the discussion regarding certain intentions of the Company within the bankruptcy situation. It was felt that APFA should begin research on suggested changes as to

how other unions have dealt with issues. Additional discussion began regarding constitutional referendums and suggested changes.

1703 Board Minutes

Heidi Prayon raised the question as to the procedure in place to amend Board Minutes if a chairperson felt they did not correctly represent an issue presented.

A point was made that there was no procedure set in place by the Board that approved the minutes of the prior meeting before beginning of a new meeting. This approval process was not a requirement of Robert's Rules. It was decided that when the Fall Board Training is done, this topic would be discussed.

1711 Resolution #20 - Willingness to Serve

Maker: Prayon

Second: Martin

Resolution #20 was read into the record by the maker, Heidi Prayon. It was determined that the wrong resolution had been distributed to the Board. The correct resolution was then read into the record. During the most recent election process, someone submitted Willingness to Serves for four (4) members of the Board without their knowledge.

The Ballot Committee currently confirms with each candidate the submittal of their name if another party submits them. The Ballot Committee has a maximum of three (3) days to contact and speak with the candidate who has been nominated by a third party. Amended wording for the resolution was suggested and accepted by the maker. The National Ballot Committee will continue to work on procedures for this method of nomination. Resolution #20 was put forth for a vote and was passed unanimously. (16 yes, 0 no)

1724 Officer Vacation - *WITHDRAWN*

The proposed resolution was not read into the record and was withdrawn.

1725 Resolution #21 - Section 8.a.1.c – *POSTPONED*

Maker: Martin

Second: O'Kelley

Resolution #21 was read into the record by the maker, Nena Martin. The resolution stated that two National Officers shall office out of APFA Headquarters during normal business hours. The maker addressed the resolution by explaining the intent of "shall office." The intention was that at least two national officers be in Eules, Texas at APFA Headquarters and not working remotely.

It was noted that the incoming National Officers all commute to Eules. The President spoke to the difficulty of this situation, especially due to the numerous meetings that will occur during the bankruptcy process. Vice President Durkin also spoke to the difficulty of this request. The newly elected officers also addressed this issue and also felt it would be difficult

The treasurer-elect supported the word “endeavor.” Other Board Members supported “encouraged.” Most agreed that the language of the resolution needed to be amended. The rewording of this resolution was discussed.

Requests were made to postpone this resolution because of the unusual circumstances of the bankruptcy process demands. A majority of the Board requested that the resolution be revisited at the Fall Board Meeting. The maker was asked to postpone the resolution, which the maker agreed to do.

1744 Resolution # 22 - Martha W. Griffiths Award – Marty O’Rourke

Maker: Durkin
Second: Glading

Resolution #22 was read into the record by the maker, Vice President Durkin. The resolution nominated Martha O’Rourke for the Martha W. Griffith Award posthumously. Vice President Durkin spoke at length about Marty O’Rourke and her many accomplishments and contributions to the advancement of the Flight Attendant career. Resolution # 22 was put forth for a roll call vote and was passed unanimously. (16 yes, 0 no)

1753 Harassment of Line Flight Attendants – *WITHDRAWN*

1753 APFA Budget – *WITHDRAWN*

1758 Resolution #23 - Motion to Adjourn

Maker: Glading
Second: O’Kelley

President Glading wished to welcome the new incoming National Officers and additionally, she thanked the departing National Officers for their accomplishments and hard work.

The IMA Base Chair spoke to the three National Officers leaving their positions. He also thanked each of them for their hard work and professionalism, and friendship.

At this time, by a show of hands, a vote was taken and the 2012 Annual Convention of APFA was adjourned.