

APFA

BOARD OF DIRECTORS MEETING

SPECIAL BOARD OF DIRECTORS MEETING via Teleconference March 21, 2013

Resolution Tally Sheet	Resolution #: 2
	Maker: Glading
	Second: Trautman
	Date: 3/21/2013
	Time: 9:12

Resolution Name: Negotiating Committee

AFFECTS POLICY MANUAL:

YES = Yes	ABS = Abstain	PXY = Proxy Vote
NO = No	N/A = Absent	REC = Recuse
PASS = Pass		

COMMENTS:

	B O S	B O S I	D C A	D F W	I D F	J F K	L A X	L A X I	L G A	M I A	I M A	O R D	O R	R D U I	S F O	S T L	PRES — Tie-Breaker
	Corrigan	Vargas	Weston	O'Kelley	Walsh-Martin	Lewis	Nikides	Wildish	Casadey	Moyer	Trautman	Breckenridge	Alconcher	MacPherson	Salas	Fuller	Glading
YES	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
NO	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
PASS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ABS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
N/A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
PXY	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
REC	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

YES: 16 NO: 0 ABSTAIN: 0 ABSENT: 0

Status: *Passed* *Failed* *Tabled* *Withdrawn* *Show of Hands*

WHEREAS, Article III, Section 3.A of the APFA Constitution provides, in part, that, “[t]he Board of Directors is authorized to interpret this Constitution . . . ;” and

WHEREAS, Article X of the APFA Constitution provides for a Negotiating Committee to negotiate collective bargaining agreements with American Airlines; and

WHEREAS, Article X, Section 1.A of the APFA Constitution provides, in part, that

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“[m]embers of any Negotiating Committee, both elected and appointed, shall assume their duties simultaneously, no earlier than twelve (12) months and no later than six (6) months prior to the amendable date of the respective Collective Bargaining Agreement (“CBA”);” and

WHEREAS, in accordance with this provision, a new Negotiating Committee has been formed every time the APFA/American Airlines collective bargaining agreement has been amendable; and

WHEREAS, an APFA Negotiating Committee was selected to negotiate a successor agreement to the CBA that was amendable in 2008 (the “2008 Negotiating Committee”); and

WHEREAS, the 2008 Negotiating Committee engaged in Section 6 bargaining with American Airlines and bargaining with American Airlines under section 1113 of the U.S. Bankruptcy Code culminating in a new CBA with American Airlines with an amendable date of September 12, 2018 (the “Current CBA”); and

WHEREAS, in anticipation of a merger between American Airlines and US Airways, in April 2012 APFA and the management of US Airways negotiated a Conditional Labor Agreement (“CLA”) that provides, in part, that APFA will file a single carrier application with the National Mediation Board as soon as practicable after any such merger, but no later than six months after the effective date of an American Airlines’ Plan of Reorganization based on a merger with US Airways (the merged airline hereafter referred to as “New American”), and that if the single carrier filing results in the certification of APFA as the bargaining representative of the combined (American Airlines and US Airways) craft or class Flight Attendants at New American, New American and APFA shall promptly engage in expedited negotiations to achieve a joint CBA for the combined craft or class of Flight Attendants at New American; and

WHEREAS, under the CLA, the CBA that would be reached as a result of the bargaining process described in the CLA would replace the Current CBA; and

WHEREAS, APFA now expects that American Airlines and US Airways will merge upon American Airlines’ exit from bankruptcy, forming New American; and

WHEREAS, the negotiations under the CLA may begin as early as the last quarter of 2013 or the first quarter of 2014; and

WHEREAS, Article X, Section 1.A of the APFA Constitution contemplates that no new CBA will be negotiated between APFA and American Airlines until the amendable date of any existing CBA; and

WHEREAS, as described above, a new CBA will be negotiated by APFA and New American long before the amendable date of the Current CBA; and

WHEREAS, for purposes of Article X, New American is “AAL;”

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BE IT THEREFORE RESOLVED, that the APFA Board of Directors interprets the term “amendable date” in Article X, Section 1.A of the APFA Constitution under the current circumstances to be the date collective bargaining is to commence as provided for in the CLA; and

BE IT FURTHER RESOLVED, that the APFA Board of Directors interprets Article X of the APFA Constitution to require the formation of a new Negotiating Committee to negotiate the CBA between APFA and New American as provided for by the CLA; and

BE IT FURTHER RESOLVED, that this Negotiating Committee shall be formed in accordance with Article X, Section 5.A of the APFA Constitution; and

BE IT FURTHER RESOLVED, that in accordance with Article X, Section 3.C of the APFA Constitution, members of the current Negotiating Committee shall continue to hold their positions until their successors have been elected and/or appointed as applicable.