

APFA

BOARD OF DIRECTORS MEETING

2014 ANNUAL CONVENTION

March 12-15, 2014
Hilton Alexandria Old Town
Alexandria, VA

Resolution Tally Sheet	Resolution #: 11
	Maker: O'Kelley
	Second: Bedwell
	Date: 03/15/2014
	Time: 11:56 a.m.

Resolution Name: Equity Distribution-Trading

<input checked="" type="checkbox"/> AFFECTS POLICY MANUAL: SECTION 7.I
--

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	I O R	R D U I	S F O	S T L	PRES — Tie-Breaker
	Denmark	Vargas	Valenta	O'Kelley	Bedwell	Lewis	Nikides	Ransom	Casadey	Moyer	Trautman	Breckenridge	Wroble	MacPherson	Salas	Foust	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, the APFA Board of Directors is the governing body of the APFA; and

WHEREAS, Article III, Section 3.L(1) and (2) of the APFA Constitution authorizes the Board of Directors to set policy for the APFA and to review, and if necessary, modify the APFA Policy Manual; and,

WHEREAS, following American Airlines' emergence from bankruptcy, APFA received 3% of

APFA
BOARD OF DIRECTORS MEETING

the equity issued by American Airlines to holders of unsecured claims (Equity Claim) as part of the Plan of Reorganization; and

WHEREAS, APFA arranged for the distribution of the claim to be issued to eligible Flight Attendants in the form of stock; and

WHEREAS, APFA retained shares to cover the expenses of processing the distribution to all eligible Flight Attendants: and

WHEREAS, there is currently no policy in place that allows for how and when to trade, sell or exercise such stock/stock options;

THEREFORE BE IT RESOLVED, that a new Section I be added to Section 7 the Policy Manual:

I. EQUITY CLAIM DECISIONS

The APFA Board of Directors will determine a process to sell, trade or exercise stock options that are awarded to APFA and the allocation of funds if appropriate.