

APFA

BOARD OF DIRECTORS MEETING

SPECIAL BOARD OF DIRECTORS MEETING

November 29, 2019

Via Teleconference

Resolution Tally Sheet	Resolution #: 16
	Maker: Sullivan
	Second: Toms
	Date: 11/29/2019
	Time: 2:56 p.m./6:00 p.m.

Resolution Name: BOD Financial Oversight

<input type="checkbox"/> AFFECTS POLICY MANUAL:		
YES = Yes	ABS = Abstain	PXY = Proxy Vote
NO = No	N/A = Absent	REC = Recuse
PASS = Pass		

COMMENTS:

	B O S	C L T	D C A	D F W	L A X	L G A	M I A	O R D	P H L	P H X	R D U I	S F O	S T L	PRES — Tie- Breaker
	Milenkovic	Hazlewood	Pennel	Truan	Nikides	Norvell	Trautman	Wroble	Kaswinkel	Babi	Sullivan	Toms	Martin	Bassani
YES	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input 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 checked="" 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"/>
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"/>
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"/>
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"/>
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"/>

YES: 12 NO: 1 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.A., “authorizes and empowers the APFA Board of Directors to safeguard and protect the APFA and the rights, privileges, duties and responsibilities of the officers, representatives and members of the APFA;” and

WHEREAS, Article III, Section 3.L.22 of the APFA Constitution empowers the APFA Board of Directors “to take any and all appropriate action deemed necessary to promote the welfare of the members of the APFA;” and

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WHEREAS, Article IV, Section 4.C. of the APFA Constitution states “the National Treasurer shall prepare a monthly financial report that contains (1) a statement of all assets, liabilities and fund balance(s); (2) a statement of income and expenses; (3) a record of expenditures; (4) a record of pay continuances;” and

WHEREAS, Article IV, Section 4.D. of the APFA Constitution states “the National Treasurer shall prepare a quarterly financial review that shall include, but not limited to:

- (1) the budget analysis for the present and immediate past quarter, and projections for the remainder of the fiscal year;
- (2) a statement of all assets, liabilities and fund balance(s); and
- (3) the status of reserves and savings;” and

WHEREAS, Article IV, Section 6 of the APFA Constitution states, “the APFA shall adopt a reasonable savings and reserve plan in the name of the Association of Professional Flight Attendants, and such savings/reserve shall be maintained at a reasonable level. The National Treasurer shall be charged with administration of financial and fiscal policies as set forth herein, or as may be established by the APFA Board of Directors;” and

WHEREAS, after a thorough review of the current state of the APFA budget and analysis of the rampant overspending by the current National Officers and APFA Headquarters Departments, the APFA Board of Directors has grave concerns with the sustainability of APFA; and

WHEREAS, the National Treasurer and other Officers have been negligent in their obligation to adhere to the policies outlined in the APFA Constitution, not limited to those specifically stated herein; and

WHEREAS, the APFA Board of Directors has stated their disapproval of the direction that APFA has taken under the current National leadership; and

WHEREAS, the APFA Board of Directors is now forced to reconsider the validity of any and all decisions being made by the current National Officers, which now is threatening the long-term health and viability of our union; and

THEREFORE IT BE RESOLVED, the APFA Board of Directors has ZERO CONFIDENCE in the current National Officers’ commitment, willingness, and ability to adhere to the APFA Code of Conduct; and

BE IT FURTHER RESOLVED, the APFA Board of Directors shall set the following guidelines for the remainder of the current fiscal year. The APFA shall:

- Not be permitted to enter into any non-routine financial or contractual obligations with any third parties on behalf of the union without approval by the Budget Oversight Committee (BOC); and

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BE IT FURTHER RESOLVED, the APFA Board of Directors shall oversee and authorize the following items during the remainder of the current fiscal year. The APFA voting Board of Directors shall:

- Review APFA Constitution and APFA Policy Manual to provide immediate financial relief; and
- Review all costs attributed to the APFA 2020 Convention; and
- APFA in-house council contract will be furnished to APFA Board of Directors for a review of potential financial relief; and
- Review all contracts with PR Firms, Professionals and Legal for immediate financial relief; and
- Review UAW contract for APFA staff members for immediate financial relief; and
- Review all UAW and non-salaried employee's overtime for immediate financial relief; and

BE IT FURTHER RESOLVED, that the APFA Board of Directors stand together to do all possible to restore the faith and trust of the APFA membership.