APFA BOARD OF DIRECTORS ANNUAL CONVENTION MARCH 17 - 23, 2001

Manhattan Beach Marriott Manhattan Beach, CA

Resolution Tally Sheet

Resolution: #14

Maker: LeWinter

Second: Madison

Date: 3/22/01

Time: 1730

Y = Yes N = No P = Pass A = Abstain N/A = Absent PXY = Proxy Vote

| | | Υ | N | Р | Α | N/A |
|------|---------------------|----------|---|---|---|-----|
| BOS | Gunter | √ | | | | |
| BOSI | McCauley | √ | | | | |
| DCA | Valenta | √ | | | | |
| DCAI | Madison | √ | | | | |
| DFW | Boyett | √ | | | | |
| IDF | Watson | √ | | | | |
| JFK | Clements (V. Chair) | рху | | | | |
| LAX | Nikides (V. Chair) | √ | | | | |
| LAXI | Mitchell | √ | | | | |
| LGA | Sternig | | | | | √ |
| MIA | Washbish (V. Chair) | √ | | | | |
| IMA | Trautman | √ | | | | |
| ORD | Mallon | √ | | | | |
| IOR | Elmore | √ | | | | |
| RDUI | Turley | √ | | | | |
| SEA | McIntyre | ✓ | | | | |
| SFO | Syracuse | √ | | | | |
| SFOI | LeWinter | √ | | | | |
| PRES | Ward (Tie Breaker) | | | | | |

YES: 17 NO: ABSTAIN: ABSENT:1
STATUS: PASSED (✓) FAILED () TABLED () WITHDRAWN ()

WHEREAS, the APFA Board of Directors, while in session on March 21, 2001, unanimously adopted Resolution #4 which authorized the APFA Merger and Acquisition Committee, under the direction of the President or his designee, to meet and confer with American Airlines, Inc., and other parties deemed necessary, for the purpose of reaching an agreement related to American's acquisition of TWA guided by the principles set forth in that Resolution, and;

WHEREAS, given the importance of the issues presented, the Board of Directors has determined that the best interests of the American Airlines Flight Attendants would be served by expanding the Merger and Acquisition Committee to include, in addition to the current members of that Committee, the President of APFA as the Committee Chairman, along with additional extremely well qualified individuals.

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THEREFORE BE IT RESOLVED, that the Merger and Acquisition Committee shall consist of the following:

John Ward, Chairman Susan French Judy Milne-Huckaby Pete Callaway Bob Walker Jennifer McCauley Anne Loew Suzanne Edwards

BE IT FURTHER RESOLVED, that the Merger and Acquisition Committee shall conduct its activities, under the direction of the APFA President, in accordance with Resolution #4.