

**ASSOCIATION OF FLIGHT ATTENDANTS-CWA, AFL-CIO**  
**FORTY FOURTH BOARD OF DIRECTORS MEETING**  
**MAY 23-24, 2016**  
**ATLANTA, GEORGIA**

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**SUBJECT:** BOD Meeting – Agenda (Articles V.D. & V.E.)

**STATEMENT OF QUESTION:**

Should the Agenda for BOD Meetings be revised?

**SOURCE AN DATE SUBMITTED:** International President - April 15, 2016

**BACKGROUND INFORMATION:**

It is clear that many Board Delegates are concerned with the high cost and use of resources on an annual basis. It is equally clear that many Board Delegates find value in gathering the entire Board on an annual basis.

Significant cost-savings of up to \$200,000 can be achieved if the Board alternates between a “full” regular BOD Meeting in the even years, and a “budget-only” BOD Meeting in the odd years.

The regular meeting in even years would be the same or similar to BOD Meetings that are currently conducted. The budget-only meetings in the odd years would be similar to the budget-only BOD Meetings that have been conducted in the past. The most notable difference is that these are completed within a day, so costs are significantly reduced.

The Board could decide to conduct this budget-only BOD Meeting in conjunction with the CWA Convention, or plan it as a stand-alone meeting. Additionally, it would be conducted within the same time frame of February 1<sup>st</sup> through May 15, unless the Board was to decide otherwise. International Officer elections are conducted every four years in even years, so this process would continue to be conducted at a “full” regular meeting.

Provisions enabling Special Meetings and Changing the Order of Business remain in place.

A separate and distinct change to the agenda of BOD Meetings involves incorporation of a time to present an “In Memoriam.” By way of a Floor Resolution at the 2015 Board of Directors Meeting, the BOD directed time be placed on the BOD Meeting program to conduct a Memoriam to recognize those members, volunteers, activists, and leaders who have passed away since the last meeting.

**PROPOSED RESOLUTION:**

WHEREAS, the AFA-CWA Board of Directors wishes to continue a practice of meeting on an annual basis; and,

WHEREAS, Board delegates recognize the high cost and use of resources when conducting full regular BOD Meetings on an annual basis, and want to ensure the most effective and efficient use of dues dollars; and,

WHEREAS, the intent is to ensure an efficient use of resources by conducting this budget-only BOD Meeting in a single day with consideration given to conducting the meeting in conjunction with the CWA Convention, even if it is outside the normal time frame; and,

WHEREAS, International Officer elections are conducted every four years in even numbered years, and that process will not change; and,

WHEREAS, other provisions enabling special meetings and changing the order of business remain in place to ensure the Board retains the flexibility to adapt as necessary to represent the needs of the membership;

THEREFORE BE IT RESOLVED, that Article V.D. be amended as follows:

D. Regular and Special Meetings

1. A ~~regular~~ meeting of the Board of Directors shall be held once every year. The date shall be between 01 February and 15 May.
  - a. **During even numbered years, a regular Board meeting will be conducted per the normal agenda contained in Article V.D.3. During odd numbered years, the Board meeting will follow the same agenda with the proposed annual budget as the only agenda item.**
  - b. The regular Board of Directors meeting shall be held at the location designated by the Board of Directors. Reasonable and adequate hotel accommodations, in the form of single rooms, will be provided, unless otherwise specified. If price, availability, location and amenities are comparable, preferred lodging is at a union hotel. Special consideration shall be given to those hotels that provide rooms with windows that open and food availability 24 hours a day located within the hotel, such as room service or lounge menu availability.
2. Notice of annual Board of Directors meetings shall be sent by USPS First Class Mail to each member of the Board of Directors at least thirty (30) days prior to the beginning date of said annual meeting.

3. Subject to Paragraph 4 below and Article VIII.A., the order of business at annual Board of Directors meetings normally shall be:
  - a. Call to order by Chairperson
  - b. Roll Call of Delegates
  - c. Announcement of unrepresented Local Councils
  - d. Communications
  - e. Report of International Officers
  - f. Nomination and Election of International Officers, if required
  - g. Ratification of Agenda Committee Assignments, **if required**
  - h. Committee Reports
  - i. **In Memoriam**
  - j. Unfinished Business
  - k. New Business and Special Events
  - l. Good and Welfare
  - m. Adjournment
4. The Board of Directors may change the order of business by majority vote whenever it deems necessary.
5. a. Special meetings of the Board of Directors may be called at any time by the Executive Board or the International President.
  - b. Whenever thirty percent (30%) of the active membership petitions the International Secretary-Treasurer of the Union requesting that the Board of Directors be called into session, the International Secretary-Treasurer shall, within seven (7) days, ballot the active membership on the question of whether or not the Board of Directors shall be called into session. Said ballot shall state the issue or issues upon which the petitioners desire the Board of Directors to act, and shall state a reasonable count date for the ballot. If a majority of the active members vote in favor of calling the Board of Directors into session, the International Secretary-Treasurer shall, within seven (7) days from said count date, mail notice of such meeting to all members of the Board of Directors by certified mail, return receipt requested, fixing the date for convening such meeting, which date shall not be less than seven (7) days nor more than fourteen (14) days from the date of mailing such notices.
  - c. The Board of Directors in a special meeting may adopt any order of business it deems necessary, provided that any deviation from the announced agenda for special meetings will require a two-thirds (2/3) majority vote of the Board of Directors.

BE IT FURTHER RESOLVED, that Article V.E. be amended as follows:

E. Agenda Submission Procedure

1. At all regular ~~annual~~ meetings of the Board of Directors, the following procedure shall apply with respect to submission of agenda items:
  - a. All agenda items must be reduced to writing and shall include an explanation of the action proposed.
  - b. Such items shall be approved by either the Local Council, Master Executive Council, Executive Board, Standing Committees or International President.
  - c. All submissions must be received by or bear a postmark date not later than sixty (60) days prior to the first day of the Board meeting.
  - d. No later than thirty (30) days prior to the Board meeting, the International Secretary- Treasurer shall transmit to the members of the Board of Directors the items which have been thus duly placed on the agenda, and at that time furnish the members of the Board of Directors their individual committee assignments, and each committee's known agenda items.
  - e. Agenda items shall be published as submitted. No additions, deletions or editing may be made without the permission of the sponsor.
  - f. Late agenda items may be submitted by a delegate, Master Executive Council or the Executive Board during the first two (2) days of the **regular** Board meeting. The International President may submit an agenda item at any time. Acceptance of late agenda items shall be approved by a two-thirds (2/3) majority vote of the Board of Directors.
  - g. All agenda items which may involve expenditures shall be expensed by the Budget Committee or the General Manager before they are reported out of Agenda Committee.
2. When an agenda item has been properly submitted as provided above, a Master Executive Council may at any time up through the first two (2) days of the **regular** Board meeting, in writing, endorse any such item. By thus endorsing the item, the Master Executive Council shall hereby become cosponsor of the agenda item.
3. Endorsement of any item may be withdrawn, provided, however, withdrawal of any item from the agenda may be accomplished only by concurrence of all sponsors.