

**Bylaws Governing the
AMERICAN AIRLINES SYSTEM PRESIDENTS COUNCIL
Transport Workers Union of America, AFL-CIO**

I. Purpose

A. The American Airline System Presidents Council of TWU was established in 1948 pursuant to Section 3, Article XII of the TWU Constitution for the purposes of coordinating and strengthening the organizing, collective bargaining, and membership servicing efforts of TWU Local Unions representing TWU members employed by American Airlines, system-wide. All activities and decisions of the Council shall be subject to the provisions of the TWU Constitution.

II. Structure

A. The Council shall consist of the President (or designee) of each TWU Local Union whose membership includes employees of American Airlines. International Representatives assigned shall have a voice, but no vote, in Council meetings.

B. Meetings of the Council shall be chaired by the ATD Director or another TWU International Officer assigned by the International President. The Chairman shall appoint a secretary for all meetings.

C. The Council shall meet quarterly on call of the ATD Director or International President or at any time upon written request of a majority of the AA Local Presidents.

D. Changes in members of the Council shall only occur when, as a result of an American Airlines Local Union election, a new Local President is elected. The newly elected President shall automatically become a member of the Council and replace his predecessor.

III. Meetings and Votes

A. All matters coming before the Council shall be handled in accordance with Robert's Rules of Order, except as provided otherwise by the TWU Constitution, or these Bylaws.

B. All questions properly coming before the Council shall be decided by a simple majority vote of those members present, and a majority of the Presidents (or their designees) shall constitute a quorum.

C. Each Local Union represented on the Council shall be entitled to one vote, and an additional vote for each active American Airlines employed member in the Local as indicated in the last three financial reports filed with the International Secretary Treasurer preceding the month in which a meeting was held. The Chairman shall be entitled to vote only to break a tie.

D. Each Local Union participating in the activities of the Council shall bear all expenses and wages involved in connection with having its Local President (or his designee) present and participating in Council activities.

IV. System Collective Bargaining

A. Each Local Union participating in joint system-wide contract negotiations shall be represented on the negotiating committee by their Local President. All contract groups will be represented in accordance with the following procedures:

1. Each Local will be allowed one representative from each contract group or title group with 100 or more members. In the event a particular title group is below 100 members, a representative may be sent when financially feasible at the option of the Local Executive Board. Such representative will be selected by the Local Executive Board, or in accordance with the Local's Bylaws.

2. There shall be at least one representative from each contract & title group represented in negotiations

3. No changes or substitutions shall be made in Committee members once negotiations have commenced except in extreme circumstances, and then only by a two thirds vote of the Council

4. Each Local Union represented on the Council shall be entitled to one vote, and an additional vote for each active American Airlines employed member in the Local as indicated in the last three financial reports filed with the International Secretary Treasurer preceding the month in which negotiations commence

5. Each Local President or Local Representative serving on the negotiating committee shall be entitled to one vote on questions to be decided by the committee. Where the total local vote entitlement exceeds the Local representatives on the committee then the excess votes will be cast by the Local President

6. International Officers and representatives assigned shall have a voice but no vote on negotiating committee decisions

B. System negotiating committee meetings shall be chaired by the ATD Director or another International Officer assigned by the International President. The Chairman shall have a voice but no vote on committee decisions except to break a tie.

C. The Joint Negotiating Committee will review contract proposals submitted by the members through their respective locals. The Committee shall approve a package to submit, with Committee recommendations, to the Membership. A vote will be taken to authorize the Joint Negotiating Committee to take whatever action is necessary, including strike action, to achieve these goals.

D. The Presidents Council will meet no later than 120 days prior to the opening of system negotiations for the following purpose:

1. Name contract Group Sub-Committee and select Chairman
2. Define Negotiating Committee rules
3. Establish negotiating strategy

E. Should the members covered by a specific agreement request that they be allowed to decide the issue of Joint vs. Separate bargaining, the following procedure will determine the question.

1. A proposal for separate contract negotiations may be sent out for approval if the majority of a contract group present at a regular membership meeting of any local passes a motion for such a vote. In the event such a motion is passed by a local, a special membership vote of the contract group will be taken within 60 days of the date the TWU System Coordinator is notified. Such election must be concluded no later than six (6) months prior to the expiration of the contract.

2. The system vote for the applicable group will be conducted by mail ballot.

3. The vote results must be certified by the locals as to the actual number of ballots mailed to contract group members, and the number of members voting for the proposal.

4. The result will be determined by a majority vote of the ballots cast. No contract group may vote on separate negotiations more than once during the term of a collective bargaining agreement.

F. Whenever possible, meetings will be conducted by the full committee. However, sub-committees shall be established when there is a particular need, such as issues pertaining to a particular group, or a specific item. Any sub-committee decision must have the final approval of the full committee.

G. Collective bargaining agreements shall be signed by the full committee subject to membership ratification. All members of the negotiating committee shall support the decision of the majority vote of the committee.

H. Each local shall conduct membership meetings during the time period established by the Presidents Council to explain any tentative collective bargaining agreement negotiated on behalf of its membership. Complete copies of the tentative agreement shall be provided by the Local Union to members attending these meetings and/or any other method the Local Executive Board may approve in order to make agreements available to all members. Following such meetings, a Ratification vote shall be conducted by the locals by secret mail ballot of the members for each contract group, except that members on strike may vote by secret ballot box to expedite results. Locals shall certify and report the results of the ratification vote for each contract to the ATD Director who will report the system results to the membership.

I. Joint Negotiations

1. A ratification of all tentative agreements produced in negotiations must be scheduled on the same date. Except as to issues unique to a particular contract group, the cumulative votes of the members of all contract groups participating in Joint Negotiations will determine ratification of all contracts.

2. Should a contract group in Joint Negotiations reject their tentative agreement, the Presidents Council shall convene to determine the reasons for rejection.

3. In the event one or more individual contracts are rejected, official notification of the ratification of the other agreements shall be withheld until settlement is reached on the rejected contract(s) and all other contract groups shall support the rejected contract group in all matters.

4. Should the reason for rejection be an issue unique to that contract only, then all contracts shall be considered not ratified. The Presidents council shall determine the course of action to take to resolve the issue(s) to obtain a settlement.

5. Should the reason for rejection in Joint Negotiations be a flow-thru item common to all contracts, and the cumulative vote was for approval, then the specific contract shall be declared ratified.

J. Separate Negotiations

1. In the event a contract group votes to negotiate separately in accordance with Section E above, the cumulative vote of all members covered by the agreement produced in that negotiations will determine ratification.

2. Should a contract group in Separate Negotiations reject their tentative agreement, the Presidents Council shall convene to determine the reasons for rejection, and the course of action to be taken to resolve the issue(s) to obtain an agreement.

American Airlines Jurisdiction

Questions or disputes concerning TWU Local jurisdiction over members employed at stations on the AA System should be brought before the Council for discussion and Council recommendations. Final decisions on such questions will be made by the International Administrative Committee or the International Executive Council.

Amendments

Proposals to amend these by-laws may be placed on the agenda of any regular meeting of the Council by the Local President of any AA Local. A two-thirds majority vote of the Council meeting with a quorum in attendance will be required to adopt the proposed amendments, subject to International Administrative Committee approval in accordance with the Constitution.

Note: These bylaws were approved by the AA Presidents council on January 13, 1999, and the International Administrative Committee on January 14, 1999.

ADDENDUM TO THE AMERICAN AIRLINES PRESIDENTS COUNCIL BY-LAWS

8 AUGUST, 1992 - Motion Adopted

"NO LOCAL UNION MAY MAKE AGREEMENTS THAT VIOLATE THE CONTRACT OR TO MAIL OUT ANY MATERIALS WITHOUT APPROVAL OF THE PRESIDENTS COUNCIL."

8 JUNE, 1994 Motion Adopted (amends 17 November, 1993 motion)

NO LOCAL UNION MAY MAKE AGREEMENTS WHICH ARE IN VIOLATION OF THE BASIC CONTRACT, OR MAIL OUT NEGOTIATING MATERIALS OR INFORMATION PERTAINING TO NEGOTIATIONS WHICH HAVE NOT BEEN PREVIOUSLY APPROVED BY THE PRESIDENTS COUNCIL."