AA/TWU AIRCRAFT MECHANIC AND RELATED

COMPANY COMPREHENSIVE PROPOSAL

JANUARY 13, 2010

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- LETTERS OF MEMORANDUM
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COMPANY PROPOSALS ARTICLE 1 – RECOGNITION AND SCOPE

- INCLUDE WORKING TOGETHER LANGUAGE (SEE ATTACHMENT 1)
- EAGLE ASM LETTER MODIFICATION (SEE ATTACHMENT 2)
- AIRCRAFT MAINTENANCE OVERSEAS SUPPLEMENT (SEE ATTACHMENT 3)
- MODIFY ARTICLE 1(d) TO MATCH FLEET SERVICE ARTICLE 1(c) FOR TITLE II (SEE ATTACHMENT 4)
- BUILDING CLEANERS UPGRADE REMAINING TULSA BUILDING CLEANERS TO PMM THEN
 OUTSOURCE BUILDING CLEANER ACTIVITIES. JOINTLY DEVELOP AN ATTRITION PLAN,
 INCLUDING SPECIAL SEVERANCE/TRANSFER-OUT, WITHIN SIX (6) MONTHS FROM DOS.

COMPANY PROPOSALS ARTICLE 3 - HOURS OF WORK

• IMPROVE AA & MRO ABILITY TO COMPETE WITH 24/7 WORK FORCE (PROVIDE RELIEF FROM 1/7 RULE CONSTRAINTS AT OVERHAUL BASES).

(SEE ATTACHMENT 5- Full text sub-committee agreement)

COMPANY PROPOSAL ARTICLE 4 – COMPENSATION

DOS 3.0% LUMP SUM

DOS + 12 MOS 3.0% LUMP SUM*

DOS + 24 MOS 2.0% LUMP SUM*

DOS + 36 MOS 2.0% LUMP SUM*

NOTE: *CONVERTIBLE IN WHOLE OR IN PART TO A STRUCTURAL INCREASE TO RETAIN AA'S

RELATIVE STANDING OF THE TWU'S MAX HOURLY CHART RATE AS COMPARED TO THE MAX

HOURLY CHART RATES(S) OF WN, FL, B6, CO, US, DL, UA

**APPROXIMATE GROSS AMOUNTS (EXAMPLES SHOWN AT MAX RATES)

THE LUMP SUM IS A PERCENTAGE OF THE CHART RATE PLUS PREMIUMS ANNUALIZED AS FOLLOWS AND IS PENSIONABLE:

DOS & DOS + 12 3.0% LUMP SUM

TITLE I LINE AMT

2080 HRS x (\$27.20 + \$5.00 + \$.55) \$32.75 = \$68,120 x .03 = \$2,044 **

TITLE I LINE CC/TCC/INSP

2080 HRS x (\$27.20 + \$5.00 + \$.55 + \$1.75) $$34.50 = $71,760 \times .03 = $2,153 **$

TITLE I BASE AMT

2080 HRS x (\$27.20 + \$5.00) \$32.20 = \$66,976 x .03 = \$2,009 **

TITLE I BASE CC/TCC/INSP

2080 HRS x (\$27.20 + \$5.00 + \$1.75) $$33.95 = $70,616 \times .03 = $2,118 **$

COMPANY PROPOSAL ARTICLE 4 – COMPENSATION

DOS + 24 & 36
 2.0% LUMP SUM

NOTE: *APPROXIMATE GROSS AMOUNTS (EXAMPLES SHOWN AT MAX RATES)

THE LUMP SUM IS A PERCENTAGE OF THE CHART RATE PLUS PREMIUMS ANNUALIZED AS FOLLOWS AND IS PENSIONABLE:

2.0%

TITLE I LINE AMT

2080 HRS x (\$27.20 + \$5.00 + \$.55) $$32.75 = $68,120 \times .02 = $1,362 *$

TITLE I LINE CC/TCC/INSP

2080 HRS x (\$27.20 + \$5.00 + \$.55 + \$1.75) $$34.50 = $71,760 \times .02 = $1,435 *$

TITLE I BASE AMT

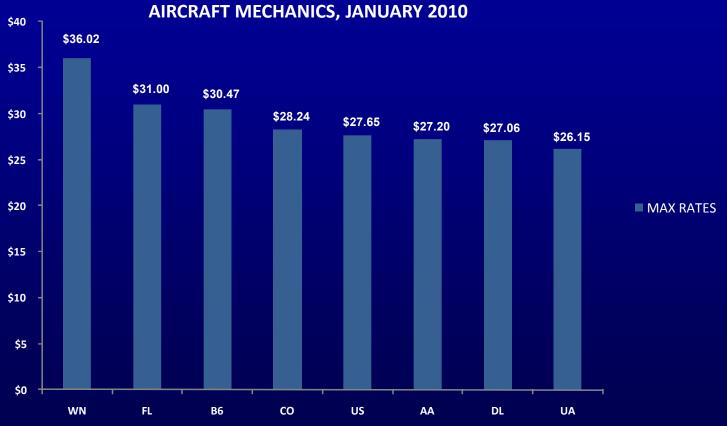
2080 HRS x (\$27.20 + \$5.00) \$32.20 = \$66,976 x .02 = \$1,340 *

TITLE I BASE CC/TCC/INSP

2080 HRS x (\$27.20 + \$5.00 + \$1.75) $$33.95 = $70,616 \times .02 = $1,412 *$

COMPANY PROPOSAL

MAX FULL-UP HOURLY PAY RATES AIRCRAFT MECHANICS, JANUARY 2010



1/13/10

COMPANY PROPOSAL ARTICLE 4 – COMPENSATION

DOS & DOS +12 - 3.0%

NOTE: *APPROXIMATE GROSS AMOUNTS (EXAMPLES SHOWN AT MAX RATES)

TITLE II Line

F/T = 2080 HRS x (\$27.20 + \$1.70 + .55) \$29.45 = \$61,256 x .03 = \$1,838*

TITLE II Base

F/T = 2080 HRS x (\$27.20 + \$1.70) \$28.90 = \$60,112 x .03 = \$1,803*

DOS + 24 & 36 - 2.0%

TITLE II Line

F/T = 2080 HRS x (\$27.20 + \$1.70 + .55) \$29.45 = \$61,256 x .02 = \$1,225*

TITLE II Base

F/T = 2080 HRS x (\$27.20 + \$1.70) \$28.90 = \$60,112 x .02 = \$1,202*

COMPANY PROPOSAL

MAX FULL-UP HOURLY PAY RATES PLANT MAINTENANCE, NOV 2009



1/13/10

MECHANIC AND RELATED

COMPANY PROPOSAL VARIABLE COMPENSATION

- MUTUALLY COMMIT TO DEVELOP A VARIABLE COMPENSATION (GAIN SHARING) PLAN FOR EACH AGREEMENT, PRIOR TO THE AMENDABLE DATE, WHICH IS BASED ON THE FOLLOWING PRINCIPLES:
 - o SIMPLE AND EASILY UNDERSTOOD BY EMPLOYEES
 - o FISCALLY RESPONSIBLE (SELF FUNDED)
 - PERFORMANCE BASED
 - CONNECTED TO EMPLOYEE ACTION: "LINE OF SIGHT"
 - o TIED TO CORPORATE AND LOCAL BUSINESS RESULTS
 - STRUCTURED TO MOTIVATE CONTINUOUS IMPROVEMENT

COMPANY PROPOSALS ARTICLE 5 – SHIFT DIFFERENTIAL & TEST HOP

• ENHANCE TEST HOP INSURANCE FROM \$100K TO \$150K

COMPANY PROPOSALS ARTICLE 6 – OVERTIME

• CURRENT BOOK WITH THE EXCEPTION OF ATTACHMENT #6 (COMMON GUIDELINES)

COMPANY PROPOSAL ARTICLE 7 – HOLIDAYS

MODIFY ARTICLE 7 AS FOLLOWS:

- INCREASE NUMBER OF HOLIDAYS AS FOLLOWS:
 - ADD MEMORIAL DAY AND THE FRIDAY AFTER THANKSGIVING EFFECTIVE 2010
 - ADD MARTIN LUTHER KING DAY EFFECTIVE 2011
- INCREASE HOLIDAY WORK RATE FROM 1.5x TO 2.0x EFFECTIVE DOS
- MODIFY HOLIDAY PROVISION FROM "AUTOMATICALLY OFF" UNLESS REQUIRED, TO "AUTOMATICALLY REQUIRED" EXCEPT AT BASE MAINTENANCE LOCATIONS
- ADD LANGUAGE TO REFLECT 4/10's HO PAID 10 HOURS (LOM 6/05/2006)

COMPANY PROPOSAL ARTICLE 8 – VACATION

• ALL EMPLOYEES WITH LESS THAN 10 YEARS CAN ACCRUE UP TO 80 HOURS OF VACATION TIME PER YEAR

COMPANY PROPOSALS ARTICLE 11 – CLASSIFICATIONS AND QUALIFICATIONS

- CREATE / MODIFY/ REMOVE, EXISTING JOB DESCRIPTIONS TO IMPROVE EMPLOYEE PRODUCTIVITY/COMPETITIVENESS (SEE ATTACHMENT 7)
 - WITH THE EXCEPTION OF:
 - PARTS WASHER/AIRCRAFT CLEANER
 - LINE ASM

COMPANY PROPOSALS ARTICLE 12 – PROMOTIONS AND JOB POSTINGS

- AUTOMATE PROMOTIONS AND TRANSFER SYSTEM
- INCORPORATE ENHANCED HIGHER CAPACITY POSITION EVALUATIONS
- UPDATE QAM TO REFLECT CURRENT DESCRIPTIONS AND TEST REQUIREMENTS
- MODIFY BASE TRANSFER MEMORANDUM TO MORE EFFICIENTLY RESPOND TO CHANGES IN WORKLOAD
- IMPROVE BASE LABOR LOAN WORK RULES
 (SEE ATTACHMENT 8 As agreed in sub-committee with attachment 12.3 open)

COMPANY PROPOSALS ARTICLE 15 – REDUCTION IN FORCE

- TENTATIVE AGREEMENT WITH EXCEPTION OF 15.c.5 (LICENSE PAY)
 - OPEN TO FURTHER DISCUSSION, ref IMPLEMENTATION

COMPANY PROPOSALS ARTICLE 25 – RECALL & CALL-IN WORK

CURRENT BOOK

COMPANY PROPOSAL ARTICLE 34 – SICK LEAVE

MODIFY 34 (d) TO RESTORE 100% RATE OF PAY FOR SICK OCCURRENCES

2010

 MODIFY ACCRUAL RATE FOR 2010 TO REFLECT AN INCREASE TO SIX (6) DAYS (TO BE CREDITED FOR USE IN 2011)

2011

 MODIFY ACCRUAL RATE FOR 2011 AND THEREAFTER TO REFLECT AN INCREASE TO EIGHT (8) DAYS (TO BE CREDITED FOR USE IN 2012)

NOTE ONE DAY EQUALS 8 HOURS

COMPANY PROPOSALS ARTICLE 36 – MEAL PERIODS

CURRENT BOOK

COMPANY PROPOSAL ARTICLE 40 – RETIREMENT BENEFITS

FOR NEW HIRES PROVIDE A DEFINED CONTRIBUTION PLAN:

ALL MECHANIC & RELATED EMPLOYEES HIRED AFTER THE EFFECTIVE DATE OF THE AGREEMENT WILL AUTOMATICALLY BE ENROLLED IN SUPER SAVER PLUS 401(k) PLAN AND WILL RECEIVE A COMPANY PROVIDED MATCHING CONTRIBUTION AFTER COMPLETION OF ONE YEAR ELIGIBILITY SERVICE

ENROLLMENT WILL REFLECT AN AUTOMATIC 3% EMPLOYEE CONTRIBUTION; EMPLOYEE CAN INCREASE OR DECREASE AND CHANGE INVESTMENT SELECTION AT ANYTIME

EMPLOYEE CONTRIBUTION WILL INCREASE 1% EACH YEAR UNTIL 5.5% EMPLOYEE CONTRIBUTION IS ACHIEVED; EMPLOYEE CAN INCREASE OR DECREASE AT ANYTIME

COMPANY WILL MATCH THE EMPLOYEE CONTRIBUTION DOLLAR FOR DOLLAR UP TO 5.5% OF PENSIONABLE PAY UPON MEETING ELIGIBILITY REQUIREMENTS

EMPLOYEES HIRED AFTER EFFECTIVE DATE OF AGREEMENT WILL NOT BE ELIGIBLE FOR DEFINED BENEFIT PLAN

COMPANY PROPOSAL ARTICLE 41 – GROUP INSURANCE CONTRIBUTIONS

RETIREE MEDICAL

CREATE A JOINT COMMITTEE TO EXPLORE THE FORMATION OF A VOLUNTARY EMPLOYEE BENEFICIARY ASSOCIATION (VEBA) TRUST FOR RETIREE MEDICAL TO BE ADMINISTERED BY THE TWU (SEE ATTACHMENT 9)

CURRENT RETIREES

NO CHANGE TO CURRENT PLANS

CURRENT EMPLOYEES

REFUND EMPLOYEE PREFUNDING BALANCES

EMPLOYER PREFUNDING CONTRIBUTIONS WILL CEASE DATE OF SIGNING

COMPANY PROPOSAL RETIREE MEDICAL

- PRE-65 RETIREE MEDICAL PLAN
- MONTHLY POST FUNDING RETIREE MEDICAL PREMIUMS WILL MATCH THE CURRENT 25% OF RETIREE MEDICAL PLAN COSTS
- MONTHLY POST FUNDING RETIREE MEDICAL PREMIUMS WOULD COMMENCE FOR RETIREMENTS ON OR AFTER 1/1/2010 (SUBJECT TO CHANGE DUE TO TIMELINE OF IMPLEMENTATION PLAN)
- TERMS OF RETIREE MEDICAL WILL BE NO LESS FAVORABLE THAN THE RETIREE MEDICAL PLAN DESIGN, ELIGIBILITY, AND CONTRIBUTIONS OFFERED TO MANAGEMENT
- AGE 65 AND OVER RETIREE MEDICAL PLAN
 - AFTER AGE 65, A COMPANY SPONSORED, GUARANTEED ISSUE,
 EMPLOYEE PAID MEDIGAP PLAN WILL BE AVAILABLE IN LIEU OF THE CURRENT AGE 65 AND OVER RETIREE MEDICAL PLAN

COMPANY PROPOSAL RETIREE MEDICAL

EMPLOYEES HIRED AFTER DATE OF SIGNING

UNDER AGE 65 PLAN:

EMPLOYEE PRE-FUNDING DOES NOT APPLY

EMPLOYEES WILL BE PROVIDED GUARANTEED ACCESS TO U65 RETIREE MEDICAL WITH NO COMPANY SUBSIDY.

OVER AGE 65 (ELIGIBLE FOR MEDICARE COVERAGE) PLAN:

REPLACED BY A COMPANY SPONSORED, GUARANTEED ISSUE, EMPLOYEE PAID MEDIGAP PLAN.

COMPANY PROPOSALS ARTICLE 42 – JOB SECURITY

 MODIFY SYSTEM AND STATION PROTECTION AS NECESSARY TO ALLOW THE IMPLEMENTATION OF WORKRULE CHANGES

COMPANY PROPOSAL ARTICLE 47 – DURATION OF AGREEMENT

- DOS + 4 YEARS
 - MODIFY ARTICLE 47 TO REFLECT A FOUR (4) YEAR DURATION FROM DOS
 - PROVIDE AN EARLY OPENER PROVISION THAT ALLOWS EITHER PARTY TO SERVE NOTICE NO EARLIER THAN SIX (6) MONTHS FROM THE AMENDABLE DATE

COMPANY PROPOSAL NEW PROFIT SHARING PLAN

- THE PLAN ACCUMULATES:
 - 30% OF THE FIRST \$250M
 - 25% OF \$250M TO \$500M
 - 20% OF >\$500M
- PLAN IS UNCAPPED
- PAID AS A PERCENTAGE OF EARNINGS TO TOTAL LABOR EXPENSE
- SUPPLEMENT EXISTING PROFIT SHARING PLAN WITH THE ABOVE EARNINGS
 THRESHOLD
- REPLACES AIP PLAN
- EFFECTIVE FOR THE 2010 YEAR AND THE DISBURSEMENT OF THE PLAN, IF APPLICABLE WILL BE IN MARCH OF THE FOLLOWING YEAR.

COMPANY PROPOSAL PROFIT SHARING PAYOUT – EMPLOYEE'S PERSPECTIVE AMT

PRE-TAX PROFIT (MM)		NEW PROFIT SHARING PLAN		OLD PROFIT SHARING PLAN		VARIANCE	
\$	-	\$	-	\$	-	\$	-
\$	250	\$	1,150	\$	-	\$	1,150
\$	500	\$	2,109	\$	-	\$	2,109
\$	1,000	\$	3,642	\$	1,142	\$	2,501
\$	1,250 *	\$	4,409	\$	1,712	\$	2,697

^{*} INCLUDES THE AIP FINANCIAL COMPONENT

COMPANY PROPOSALS LETTER OF MEMORANDUM

• MAJORITY OF THE LETTERS ARE AGREED UPON, HOWEVER SOME LETTERS STILL NEED FURTHER DISCUSSION

COMPANY PROPOSALS LETTER OF AGREEMENT

TAESL - LETTER OF AGREEMENT

- SUPPLEMENT TO AGREEMENT COVERING TAESL'S UNIQUE MRO ENVIRONMENT
 - ASM/AMT RATIO 50% THROUGH GROWTH, ATTRITION & VOLUNTARY PROGRAMS
 - TAESL TO BE TREATED AS A SEPARATE "TYPE WORK" FOR RIF, RECALL, & TRANSFERS
 - ALTERNATIVE WORK SCHEDULES, BY MUTUAL AGREEMENT, FOR TAESL

COMPANY PROPOSALS LETTER OF AGREEMENT

DWH – LETTER OF AGREEMENT

- SUPPLEMENT TO AGREEMENT COVERING DWH
 - NO 1/7TH RULE AS PROPOSED IN ARTICLE 3
 - ABILITY TO UTILIZE HEADCOUNT BETWEEN TERMINAL/DFW HANGAR
 & DWH BASED ON OPERATIONAL NECESSITY
 - SAME 50% ASM RATIO AS MAINTENANCE BASES
 - ADD DWH TO THE 1DF ONE STATION COMPLEX AS OUTLINED IN ARTICLE 46

COMPANY PROPOSAL TENTATIVE AGREEMENTS

AGREEMENT TO INCLUDE ALL PREVIOUSLY TA'D ARTICLES

- ARTICLE 2 DEFINITIONS
- ARTICLE 9 PROBATIONARY PERIOD
- ARTICLE 10 SENIORITY
- ARTICLE 13 SYSTEM SENIORITY LIST
- ARTICLE 14 LOSS OF SENIORITY
- ARTICLE 15 REDUCTION IN FORCE
- ARTICLE 16 RECALL
- ARTICLE 17 LEAVES OF ABSENCE
- ARTICLE 18 MILITARY LEAVE
- ARTICLE 19 TERMINATION OF EMPLOYMENT
- ARTICLE 20 BULLETIN BOARDS
- ARTICLE 21 WORK SCHEDULES
- ARTICLE 22 REGULAR AND RELIEF ASSIGNMENTS
- ARTICLE 23 TRAINING
- ARTICLE 24 ABSENCE FROM DUTY
- ARTICLE 26 FIELD WORK
- ARTICLE 27 GENERAL

COMPANY PROPOSAL TENTATIVE AGREEMENTS

- ARTICLE 28 NO DISCRIMINATION, AND RECOGNITION OF RIGHTS AND COMPLIANCE
- ARTICLE 29 REPRESENTATION
- ARTICLE 30 DISMISSAL
- ARTICLE 31 GRIEVANCE PROCEDURE
- ARTICLE 32 BOARDS OF ADJUSTMENT
- ARTICLE 33 NO STRIKE NO LOCKOUT
- ARTICLE 35 TEMPORARY EMPLOYEES
- ARTICLE 37 SEVERANCE ALLOWANCE
- ARTICLE 38 UNION SECURITY
- ARTICLE 39 PHYSICAL EXAM
- ARTICLE 43 PART-TIME EMPLOYEES
- ARTICLE 44 MOVING EXPENSES/OPTIONAL SEVERANCE FOR PROTECTED EMPLOYEES
- ARTICLE 45 EFFECT ON PRIOR AGREEMENTS
- ARTICLE 46 ONE STATION AGREEMENTS