

1 Karen Gillen
2 US Airways, Inc.
3 111 West Rio Salado Parkway
4 Tempe, AZ 85281
5 State Bar No. 018008
6 Facsimile: (480) 693-5932
7 karen.gillen@usairways.com
8 Telephone: (480) 693-0800

6 Robert A. Siegel (admitted *pro hac vice*)
7 Chris A. Hollinger (admitted *pro hac vice*)
8 Ryan W. Rutledge (admitted *pro hac vice*)
9 O'Melveny & Myers LLP
10 400 South Hope Street
11 Los Angeles, CA 90071-2899
12 Facsimile: (213) 430-6407
13 rsiegel@omm.com
14 Telephone: (213) 430-6000

11 Attorneys for Plaintiff
12 US Airways, Inc.

13 **UNITED STATES DISTRICT COURT**
14 **DISTRICT OF ARIZONA**

16 US Airways, Inc., a Delaware
17 Corporation,

18 Plaintiff,

19 v.

20 Don Addington, an individual; John
21 Bostic, an individual; Mark Burman, an
22 individual; Afshin Iranpour, an
23 individual; Roger Velez, an individual;
and Steve Wargocki, an individual, on
behalf of themselves and all other
similarly-situated individuals,

24 and

25 US Airline Pilots Association, an
26 unincorporated association,

27 Defendants.

Case No. 2-10-cv-01570-PHX-ROS

**DECLARATION OF E. ALLEN
HEMENWAY IN SUPPORT OF
PLAINTIFF US AIRWAYS, INC.'S
MOTION FOR CLASS
CERTIFICATION**

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I, E. Allen Hemenway, declare and state as follows:

1. I am submitting this Declaration in connection with Plaintiff US Airways, Inc.’s (“US Airways”) Motion for Class Certification in the above-captioned matter. I have personal knowledge of the facts set forth below, and, if called as a witness in this matter, I could and would competently testify thereto.

2. I am currently the Vice President–Labor Relations for US Airways, with principal responsibility for US Airways’ labor relations with each of its union-represented employee groups. In my current position, I am the US Airways executive with primary responsibility for conducting collective bargaining negotiations with USAPA, specifically including the negotiations for a single collective bargaining agreement applicable to the combined post-merger pilot workforce of US Airways. I also have access to and familiarity with information regarding the employment status of pilots who were employed by US Airways, Inc. prior to its May 2005 merger with America West Airlines, Inc. (the “East Pilots”) and of current US Airways, Inc. pilots who had been employed by America West prior to the merger (the “West Pilots”).

3. Overall, as of the time of the merger, the East Pilots had been employed at the pre-merger US Airways longer than the West Pilots had been employed at the pre-merger America West. Accordingly, the West Pilots’ “dates of hire” with pre-merger America West were generally more recent than those of the East Pilots with pre-merger US Airways.

4. The integrated seniority list mandated by the result of the arbitration before George Nicolau (the “Nicolau Award”) satisfied certain specified criteria set out in the parties’ Transition Agreement. In late 2007, ALPA presented that seniority list to the post-merger US Airways, and, on December 20, 2007, US Airways accepted that list.

5. USAPA and US Airways have engaged in collective bargaining negotiations for a single labor contract but no agreement was (or has been) reached as a result of these negotiations. In all its collective bargaining negotiations with US Airways, USAPA has proposed that US Airways agree to a “date-of-hire,” non-Nicolau seniority list.

1 6. Named Defendant, Don Addington, is a West Pilot who was employed by
2 US Airways in September 2008 and was on the America West seniority list on September
3 20, 2005.

4 7. Named Defendant, Mark Burman, is a West Pilot who was employed by US
5 Airways in September 2008 and was on the America West seniority list on September 20,
6 2005.

7 8. Named Defendant, Afshin Iranpour, is a West Pilot who was employed by
8 US Airways in September 2008 and was on the America West seniority list on September
9 20, 2005.

10 9. Named Defendant, Roger Velez, is a West Pilot who was employed by US
11 Airways in September 2008 and was on the America West seniority list on September 20,
12 2005.

13 10. Named Defendant, John Bostic, is a West Pilot who was employed by US
14 Airways in September 2008 and was on the America West seniority list on September 20,
15 2005. He is currently a furloughed employee of US Airways.

16 11. Named Defendant, Steve Wargocki, is a West Pilot who was employed by
17 US Airways in September 2008 and was on the America West seniority list on September
18 20, 2005. He is currently a furloughed employee of US Airways.

19 12. Section 23(G) of the West Pilots' collective bargaining agreement provides
20 that a given furloughed pilot may bypass recall unless (i) the recall is mandatory or (ii) all
21 pilots junior to the pilot in question have already been recalled. Neither Mr. Bostic nor
22 Mr. Wargocki has been subject to a mandatory recall, nor have all pilots junior to either
23 been recalled. Accordingly, Messrs. Bostic and Wargocki are both eligible for recall.

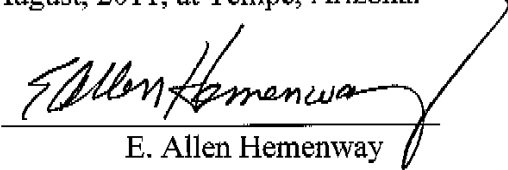
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13. As of June 15, 2011, fifty-three (53) West Pilots, including Messrs. Bostic and Wargocki, were on furlough.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

EXECUTED this 15th day of August, 2011, at Tempe, Arizona.


E. Allen Hemenway

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