

MEMORANDUM OF AGREEMENT
between the
UNION PACIFIC RAILROAD COMPANY
and the
UNITED TRANSPORTATION UNION
(For The Former C&NW Lines Territory)

It is Agreed:

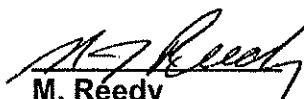
The provisions of Article XIII, Section 4, of the 1985 UTU National Agreement concerning the promotion of trainmen into engine service will be amended on the Eastern 1, Northeastern 2 and Chicago Freight Terminal as provided below.

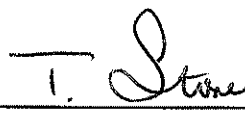
- A. Section 4-(2) of Article XIII requires trainmen who established seniority on or after November 1, 1985 to accept promotion into engine service in proper turn. The parties have agreed to amend this portion of Section 4 to force assign the junior trainmen to any position that is no bid, rather than the senior trainmen. In the application of this amendment the junior trainmen with a minimum of two years of seniority in train service on the CNW will be force assigned to a position that is no bid.
- B. Any trainmen making application for promotion into engine service under Article XIII must also have a minimum of two years of service, as a trainman on the CNW, in order to have his/her bid considered for promotion under Section 4.

If a trainman having less than two years of train service on the CNW has experience in train service on another Railroad or another territory of the Union Pacific, and expresses a desire to enter into the engineers training program, the local chairman and manager may discuss the employees experience and agree to waive the two years of train service requirement on the CNW.

Except for the items listed above, all other provisions of Article XIII of the 1985 UTU National Agreement will remain unchanged.

This agreement signed and will become effective on March 31, 2008.

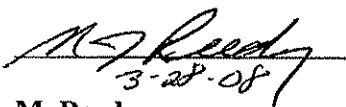

M. Reedy
UTU Gen. Ch.
3-28-08


T. Stone
Dir. Labor Rel.

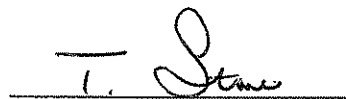
Side Letter No. 1

In regard to our agreement of this date modifying the provisions of Article XIII, Section 4, of the 1985 UTU National Agreement, the parties agree that references to "CNW" refer to the portion of the Union Pacific property governed by the former CNW collective bargaining agreements.

The two years of train service shall be measured from the scheduled starting date of the engineer training class.


3-28-08

M. Reedy
UTU Gen. Chrnm.



T. Stone
Director Labor Relations