

UNION PACIFIC RAILROAD COMPANY

Alan L. Weed
Director - Labor Relations



BUILDING AMERICA

1400 Douglas Street
STOP 0710
Omaha NE 68179-0710
Office: (402) 544-3047

May 5, 2009

File: 110.61-10 (275) (300)
(North Little Rock Hub)

Mr. C. R. Rightnowar
General Chairperson
Brotherhood of Locomotive Engineers
and Trainmen
320 Brookes Drive - Suite 115
Hazelwood, MO 63042

Dear Sir:

This is in reference to the parties' previous discussions concerning trip rates and through-freight pool crews performing multiple hours of service¹ relief or turnaround service at the home or away-from-home terminals.

Prior to the implementation of trip rates and as it relates to compensation for service out of the away-from-home terminals, various practices developed or evolved across the system on how through-freight pool crews were handled at the away-from-home terminal after performing multiple hours of service relief at those locations where no extra board is available. These practices were not consistent and have resulted in some confusion. With respect to multiple hours of service relief and turnaround service at the home terminal when performed by pool crews the parties, by this agreement, recognize that such service should be primarily performed by the extra board at the location, but that pool crews may be called upon to perform such service if the extra board is exhausted, and will be paid in accordance with this agreement.

Accordingly, in order to ensure a more proper application of the agreement and achieve consistent results, the parties have agreed that at all locations within the agreed-to boundaries of the North Little Rock Hub, pool crews may perform multiple hours of service relief or turnaround service at both their home and the away from home terminals, subject to the conditions as expressed herein.

At both the home and the away-from-home terminal, pool crews called for and perform multiple hours of service relief or turnaround service will receive one (1) trip rate applicable to the pool for this service. At completion of this service, crews at the away-from-home terminal will be deadheaded home on continuous time. Such crews will be compensated an additional trip rate for this

¹ As used in this Letter of Understanding the term, "multiple hours of service relief" refers to crews at either their home or away-from-home terminals called to relieve one or more trains.

deadhead. Pool crews performing multiple hours of service relief or turnaround service under this Letter of Understanding will not be tied back up at the away-from-home terminal except for hazardous weather related conditions or service interruptions.


Crews at their home terminal, **after** performing multiple hours of service relief or turnaround service, may either work or be deadheaded to the away-from-home terminal on continuous time and will be compensated an additional trip rate for either working or deadheading to the away-from-home terminal. Home terminal crews may also be tied back up for rest at the home terminal. If tied up at the home terminal, pool crews will be paid two (2) trip rates for all service performed.

At the away-from-home terminal, if Carrier-provided transportation does not arrive at the on/off duty point to start the deadhead within one (1) hour from the time the crew arrived back at the on/off duty point from performing multiple hours of service relief or turnaround service², a separate payment on a minute basis will be allowed for all waiting time in excess of one (1) hour until the arrival of the Carrier-provided transportation to the on/off duty point.

To the extent this agreement may conflict with any other agreement, this Agreement shall apply to the exclusion of the other.

To express your concurrence in the foregoing, please affix your signature in the space provided below.

Sincerely,



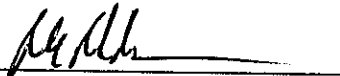
Alan L. Weed
Director Labor Relations
Arbitration & Negotiations

Agreed,



C.R. Rightnowar
General Chairman - BLET

May 18, 2009
Date



R.E. Rhodes
Vice Chairman - BLET

² The one (1) hour to be measured from the time the crew's train comes to final rest in the terminal or their arrival at the on/off duty point if transported back into the terminal.

May 5, 2009

Side Letter No. 1

Mr. C. R. Rightnowar
General Chairperson
Brotherhood of Locomotive Engineers
and Trainmen
320 Brookes Drive – Suite 115
Hazelwood, MO 63042

Dear Sir:

This is in reference to the parties' agreement this date concerning trip rates and through-freight pool crews performing multiple hours of service relief or turnaround service at the home or away-from-home terminals.

In our discussions, the Organization raised the specific circumstances involving the operation of certain rock trains by an away-from-home terminal crew at Longview. When called presently in this particular service, the crew works from Longview to Shreveport via Texarkana/Lewisville where they are relieved and then transported back to Longview for final tie-up. With the implementation of this agreement, crews performing such service will instead be deadheaded directly from Shreveport to North Little Rock, receiving one trip rate for the working trip and one trip rate for the deadhead. Wait time as defined in this letter of agreement will apply at Shreveport under the same terms and conditions.


To express your concurrence in the foregoing, please affix your signature in the space provided below.

Sincerely,



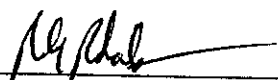
Alan L. Weed
Director Labor Relations
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Agreed,



C.R. Rightnowar
General Chairman – BLET

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