

UNION PACIFIC RAILROAD COMPANY

1416 Dodge Street
Omaha, Nebraska 68179



April 13 1999

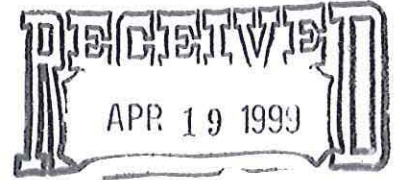
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MR L L NELSON
GENERAL CHAIRMAN UTU C&T
P O BOX 14849
PORTLAND OR 97293-0849

Dear Sir:

During our conference in the UTU office in Portland, Oregon on March 16 and 17, 1999, we discussed Memorandum of Agreement 2110219830, specifically Side Letter No. 1 which provides for lodging for those employees assigned in Seattle, Washington and forced to the newly established extra board in Portland, Oregon.

The Organization expressed concerns of when we initially established the two new boards, it was anticipated that more employees would be forced from Seattle to Portland, Oregon. However, due to various factors, the reverse happened, whereas employees are being forced from Portland, Oregon to Seattle, Washington.

Therefore, it is agreed, Side Letter No. 1 is amended as follows:

The Carrier is agreeable to provide lodging at the designated Company facilities in Portland, Oregon, for those employees who are forced from Seattle/Tacoma to the XB01 Board in Portland (Albina). For those employees who are forced from Portland, Oregon to Seattle XB01 Board will be provided lodging at the designated Company facility in Seattle, Washington. The employee will be responsible for checking out of the lodging facility on any dates he/she is laid off, excluding Company business, or is called for service. It is further understood, those employees who are afforded lodging under this Agreement, will not be afforded Company lodging when called to the far terminal. For example, employees afforded lodging in Portland, will not be afforded Company lodging in Seattle, nor will employees being afforded lodging in Seattle, be entitled to Company lodging in Portland, Oregon.

If the above is agreeable to you, please so indicate by signing in the space provided below and returning a signed copy to this office. Upon receipt of which, the Agreement will be executed.

Yours truly,

T. G. TAGGART, JR.
ASST DIRECTOR LABOR RELATIONS

AGREED:

L. L. Nelson
General Chairman UTU