MEMORANDUM OF AGREEMENT #2201280472

(110.61-8-300)

Between

UNION PACIFIC RAILROAD COMPANY

And the

UNITED TRANSPORTATION UNION Eastern District

Pueblo – Walsenberg Extra Turn Around Freight Service Denver Hub Zone 3

In lieu of having a combined Pueblo – Denver/Walsenberg pool (Carrier's Letter dated July 25, 2003) as provided by Article IV, A, 2 and 5 of the Denver Hub UP/SP Merger Award/Agreement, it is agreed extra freight operations between Pueblo and Walsenberg may be protected from the applicable extra board(s) at Pueblo on an as need basis according to the service needs and operational requirements.

Accordingly, it is agreed:

- 1. A conductor called from the protecting extra board at Pueblo may work conductor only without any work or other restrictions in the switching limits of the initial or final terminal permitted by the National Agreement road/yard moves. These assignments, including hours of service relief/dogcatching service, shall be limited to three (3) work events enroute as defined in the UPED Crew Consist Agreement and Side Letter No. 3 of the Denver Hub Supplemental Agreement dated September 9, 1997.
- Service between Pueblo and Walsenberg protected by assigned locals, road switchers and work train service will be governed by the standard crew of one (1) conductor and one (1) brakeman as provided by the UPED Crew Consist Agreement.

- 3. Nothing in this agreement prohibits the creation of new pools to handle new operations or the combining of pools where permitted.
- 4. This agreement is without precedent or prejudice to either party and shall not be cited or referred to by either party in any proceeding other than a dispute involving the interpretation of this agreement. Either party may cancel this agreement by the serving of a thirty (30) day cancellation notice upon the other.

Signed this	2974	day of	Jan	warn	, 2004

For the United Transportation Union

For The Union Pacific Railroad Company

D.L. Hazlett

General Chairperson

F.A. Tamisiea

Director - Labor Relations