



MAR 23 2005

March 22, 2005

Mr J Kevin Klein
General Chairman UTU
501 Mission Street
Suite A
Santa Cruz, CA 95060

Re: Union Pacific Railroad Company EEO and Affirmative Action

Dear Sir:

Union Pacific Railroad is strongly committed to equal opportunity in all employment matters. In addition to being an equal opportunity employer, UPRR undertakes affirmative action to employ and advance qualified females, minorities, eligible veterans and individuals with disabilities.

Enclosed is a copy of the company's EEO and Affirmative Action Policies for your information and use. UPRR requests your cooperation and support of our commitment to provide a work environment that respects differences and for our affirmative action efforts.

If you have any questions with regard to UPRR's affirmative action or equal opportunity policies, please feel free to contact me.

Very truly yours,

A handwritten signature in cursive script that reads "Kathleen C. Vance".

Kathleen C. Vance
Director EEO/Affirmative Action

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Director, EEO/Affirmative Action

UNION PACIFIC RAILROAD
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BUILDING AMERICA™

HR/Benefits

Equal Employment Opportunity/Affirmative Action and Related Policy Directives

Effective December 5, 2000 (Revised August 6, 2003)

Purpose

Union Pacific is strongly committed to equal opportunity in all employment matters. Our work environment must always be one that respects differences, whether based on race, color, gender, national origin, age, disability, religion, veteran status, or sexual orientation so that all employees can contribute to their fullest potential. These Policy Directives explain what Union Pacific expects of its employees in this important area.

Prohibition of Discrimination or Harassment

Union Pacific strictly prohibits any discrimination or harassment based on a person's race, color, gender, national origin, age, disability, religion, veteran status, sexual orientation, or any other ground prohibited by law ("protected status"). This policy covers all aspects of employment, including hiring, promotions, terminations, pay, and the work environment.

Prohibition of Offensive Behavior and Remarks

Union Pacific is committed to providing a work environment free from offensive behavior or statements directed at a person's race, gender, or any other protected status. This policy prohibits such offensive behavior and remarks in the presence of other employees, contractors, customers, visitors, and any other persons. Please note that this policy prohibits such offensive behavior or statements in the workplace, while representing Union Pacific, or during travel or overnight stays paid for by Union Pacific that are derogatory of any person because of race, gender, or any other protected status **even if no one who is present is offended by the behavior or remark.**

The types of prohibited behavior include, but are not limited to, the following:

1. Any offensive or demeaning epithet or remark referring to race, gender, or other protected status, including that which is intended as humor;
2. Any offensive or demeaning comment, gesture, or other behavior directed toward another person because of that person's race, gender, or other protected status;
3. Use of Company property to display or store material that is demeaning or offensive on the basis of a protected status;
4. Sharing or displaying any item or material that is demeaning or offensive on the basis of a protected status, such as a noose, swastika, the initials "KKK", or a confederate flag;
5. Defacing Company property or personal property of another person for purposes of conveying a demeaning or offensive message based on or referring to a protected status; or
6. Creating any graffiti or other anonymous communication that refers to race, gender, or any other protected status.

Zero Tolerance

Union Pacific does not tolerate any type of discrimination, harassment, or offensive behavior based on a protected status. All proven violations of Union Pacific's policies against discrimination,

harassment, and offensive behavior will result in appropriate discipline of the employee, up to and including termination. Graffiti or other anonymous communications in violation of this policy are particularly serious, and absent very compelling extenuating circumstances can result in dismissal on the first offense. Such anonymous communications will also be referred to the UPRR Police for an investigation.

Reporting Violations and Questions

Any person who believes that he or she is being subjected to behavior of this nature, or is aware of such prohibited conduct directed toward another person, has a responsibility to report the matter at once. Employees must come forward at once when violations occur or there is a need for further information or assistance. Any alleged policy violations will be investigated, maintaining confidentiality to the fullest extent consistent with a thorough investigation.

You must call the EEO Department using our toll free number that is maintained on a 24 hour basis at 1-866-877-3362 [1-866-UPR-EEOC].

Please note that a report of harassment or discrimination to a member of management, agreement foreman, or supervisor is not sufficient under this policy. Such behavior must be reported to the EEO Department, which will involve local managers and supervisors as appropriate. Also, anyone who learns about alleged harassment or discrimination, even if he or she did not personally witness the alleged discrimination or harassment, must immediately advise the EEO Department.

EEO Department
1400 Douglas Street
Stop 0310
Omaha NE 68179

Prohibition of Retaliation

There will be no unlawful retaliation against any employee for making a good faith report of alleged violations of our Company's policy against discrimination, harassment, or offensive behavior; opposing any practice believed in good faith to be unlawfully discriminatory; or participating in an internal or government investigation of possible discrimination. Any employee who engages in prohibited retaliation will receive appropriate discipline, up to and including termination.

Prohibition of Sexual Harassment

Union Pacific prohibits sexual harassment of employees, contractors, customers, visitors, and others that employees may come in contact with while working, representing the Company, or while on Company travel. Union Pacific prohibits unwelcome sexual advances, requests for sexual favors, and other verbal or physical behavior of a sexual nature when:

1. Submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment;
2. Submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or
3. Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance, or creating an intimidating, hostile, or offensive work environment.

Complaints of sexual harassment MUST be reported at once to the EEO Department in Omaha at 1-866-877-3362.

Pregnancy and Childbirth

As required by federal and state law, Union Pacific treats women affected by pregnancy, childbirth or related medical conditions at least as well as other employees with temporary disabilities.

Reasonable Accommodation of Disabilities and Religious Beliefs

As required by federal and state law, Union Pacific will make reasonable accommodations for persons with statutorily protected disabilities when this will permit the person to perform the essential functions of the job and does not impose an undue hardship. The Company will also make reasonable accommodation for the religious needs of employees where such accommodation can be made without undue hardship. Persons wishing to request reasonable accommodation of a disability or religious beliefs should contact the EEO Department at 1-866-877-3362.

Affirmative Action Programs

Union Pacific undertakes affirmative action to hire and advance qualified minorities, females, and eligible veterans (which generally includes persons who have served in the US military during any period of armed conflict). Under its affirmative action program for minorities and females, Union Pacific undertakes good faith efforts to correct any areas of underutilization and monitors its employment practices for potential discrimination. Persons who would like more information about Union Pacific's affirmative action plans and eligible veterans who wish to be included under this affirmative action program are invited to contact the EEO Department at 1-866-877-3362.

Family and Medical Leave Act

Under the FMLA, the Company provides eligible employees up to 12 weeks of unpaid leave each year (which in certain circumstances may be a combination of paid and unpaid leave) for qualifying FMLA-related conditions. Leave is provided for the birth or adoption of a child, placement of a foster care child, care of a spouse, child or parent with a serious health condition or for the employee's own serious health condition. Please consult the EEO Department for further information about FMLA leaves.

Government Agencies

In addition to reporting complaints of discrimination or harassment to the Union Pacific EEO Department, you have the right to file a complaint with the federal Equal Employment Opportunity Commission or a local employment rights agency. Telephone numbers for these agencies may be obtained from the posters at each facility or from the EEO Department.

Compliance Expectations

Union Pacific expects each of its employees to be thoroughly familiar with the Policy Directives and make certain that their everyday actions are in compliance. Violation of these policies will result in appropriate discipline, up to and including termination.