MEMORANDUM OF AGREEMENT BETWEEN AT&T MIDWEST and AT&T NATIONAL (the Company) AND

INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS SYSTEM COUNCIL T-3

(the Union)

PAYMENT IN LIEU OF VACATION

This Memorandum of Agreement ("Memorandum") confirms the understanding reached between the Company and the Union (collectively "Parties") during 2013 collective bargaining regarding payment in lieu of vacation. The Parties agree that, effective January 1, 2014, employees who resign (other than under applicable employment security/force adjustment provisions) or are terminated for cause shall be paid out only the unused portion of their annual vacation allotment based on when they left the payroll. The chart below shall be used to determine the vacation allotment for employees who have completed at least six (6) months of service and who leave the payroll during the calendar months provided:

Month	Annual Eligible Vacation Hours				
Employee	(For eligibility refer to Article 25 or Appendix C Section 4)				
Leaves	5 Days or	10 Days or	15 Days or	20 Days or	25 Days or
Company	1 Week	2 Weeks	3 Weeks	4 Weeks	5 Weeks
or	(40 Hours)	(80 Hours)	(120 Hours)	(160 Hours)	(200 Hours)
(Credited					
Months)	Number of "Earned" Current Year Vacation Hours				
Jan. (1)	3	7	10	13	17
Feb. (2)	7	13	20	27	33
Mar. (3)	10	20	30	40	50
Apr. (4)	13	27	40	53	67
May (5)	17	33	50	67	83
Jun. (6)	20	40	60	80	100
Jul. (7)	23	47	70	93	117
Aug. (8)	27	53	80	107	133
Sep. (9)	30	60	90	120	150
Oct. (10)	33	67	100	133	167
Nov. (11)	37	73	110	147	183
Dec. (12)	40	80	120	160	200

However, the Parties also agree that except for those employees addressed specifically in the preceding paragraph, all other employees will be paid out vacation at the time of separation as if they had accrued vacation for the entire year of separation, provided they are not on a leave of absence for at least one day during the year of their separation.

AGREED:	
FOR THE UNION:	FOR THE COMPANY:
FOR THE UNION:	FOR THE COMPANT:
Paul T. Wright	Randall S. White
Chairman, System Council T-3 International Brotherhood of Electrical Workers	Vice-President - Labor Relations
June 23, 2013 Date	June 23, 2013 Date

This Memorandum applies to all employees covered by the CBA, including Appendix C. It

will remain in effect through the life of the 2013 Collective Bargaining Agreement.