

**MEMORANDUM OF AGREEMENT**  
Pre-Ratification Provisions for BAPCO Employees

This Memorandum of Agreement ("MOA") is entered into as of December 17, 2009 between Communications Workers of America, District 3, ("CWA" or the "Union") and BellSouth Advertising & Publishing Corporation, hereinafter called the ("Company").

This Memorandum of Agreement confirms our understanding concerning certain provisions of the 2009 Collective Bargaining Agreement as contained in the Tentative Agreement between the parties, dated August 24, 2009.

Recognizing the inability to complete the ratification process in 2009 and also recognizing the strong endorsement from the union and company of the Tentative Agreement dated August 24, 2009, the following provisions of that Tentative Agreement shall be implemented:

- The letter stipulating that employees will receive 3 days paid off during the holiday week between Christmas and New Year's in 2009.
- The vacation provisions of Articles 5.05 through 5.10
- The sales provisions of Article 10, Directory Advertising Sales Work, and the applicable wages scales

This Memorandum of Agreement will remain in effect until the ratification of the 2009 Collective Bargaining Agreement between the Parties.

BellSouth Advertising &  
Publishing

Communications Workers of  
America

BY: \_\_\_\_\_

BY: \_\_\_\_\_

DATE: \_\_\_\_\_

DATE: \_\_\_\_\_