

**MEMORANDUM OF UNDERSTANDING
BETWEEN USW LOCALS 983 AND 1803, IBEW LOCAL 1588 AND
CLEARWATER PAPER CORPORATION**

This Memorandum of Understanding (hereinafter the "MOU") is entered into by and between Clearwater Paper Corporation (hereinafter the "Company" or "Clearwater") and the United Steelworkers International, AFL-CIO, on behalf of its Locals No. 983 & 1803, and the International Brotherhood of Electrical Workers, AFL-CIO, on behalf of its Local No. 1588 (hereinafter referred to as the "Unions") (the Company and the Unions hereinafter collectively referred to as the "Parties"). The Parties enter into this Memorandum of Understanding regarding Clearwater's recognition of the Unions and the Parties' agreement regarding terms and conditions of employment.

Clearwater entered into an asset transaction to acquire Graphic Packaging International, LLC's ("Graphic Packaging") Augusta, Georgia SBS paperboard manufacturing facility and associated business and, as of May 1, 2024, Clearwater at this facility has hired a substantial and representative complement of the employees, the majority of whom are represented for purposes of collective bargaining by the Unions and worked for Graphic Packaging.

Clearwater recognizes the Unions as the sole and exclusive collective bargaining agent of the unit(s) of employees covered by the 2023-2027 Collective Bargaining Agreement.

The Parties have bargained in good faith and agree to the terms outlined below:

1. Effective May 1, 2024, Clearwater agreed to adopt the material terms of the 2023-2027 Collective Bargaining Agreement, but not the past practices of Graphic Packaging except those agreed to the attached Appendix.
2. Clearwater shall not be obligated to participate or maintain the benefits plans referenced in Article XIX the 2023-2027 Collective Bargaining Agreement but shall instead provide Clearwater Company benefits via its own employee benefits plans. Clearwater will maintain an 80% / 20% in-network cost share plan for the duration of the 2023 -2027 Collective Bargaining Agreement
3. The Parties shall enter into a separate memorandum of understanding regarding the enrollment of domestic partners in healthcare coverage, through December 31, 2024, and Clearwater's agreement to provide a subsidy for such coverage through December 31, 2024, as set forth in a separate memorandum of understanding.
4. The Parties acknowledge and agree that the provisions contained within the IP Mill Master Agreement Memorandum ("Master Agreement"), are not a part of this MOU

or the CBA and are no longer-in force or effect with regard to the bargaining units described in this MOU.

5. Any dispute regarding interpretation or application of this Memorandum of Understanding shall be fully and finally resolved exclusively in accordance with the Unions' and Company's grievance-arbitration process as set forth in Article IV of the applicable 2023-2027 Collective Bargaining Agreement, and shall be subject to the no-strike provisions of the 2023-2027 Collective Bargaining Agreement between the Parties in effect at such time as such dispute may arise; and shall not be subject to suit in any federal or state court of general jurisdiction.
6. To the extent any provision of the 2023-2027 Collective Bargaining Agreement may be in conflict with this Memorandum of Understanding between the Parties, the Unions agree and acknowledge the Company's discretion to act consistent with this Memorandum of Understanding.
7. Should any provision of this Memorandum of Understanding be declared or be determined by any court of competent jurisdiction to be illegal, invalid, or unenforceable, the legality, validity, and enforceability of the remaining parts, terms, or provisions shall not be affected thereby, and said illegal, invalid, or enforceable part, term, or provision shall be deemed not to be part of this Memorandum of Understanding.
8. The failure of any party to this Memorandum of Understanding to insist or strict adherence to one or more or all of the covenants or restrictions of this Memorandum of Understanding, on one or more occasions, shall not be construed as a waiver, and shall not operate to limit, impair, preclude, cancel, or otherwise affect such party's rights or remedies.

IN WITNESS WHEREOF, the Parties have executed this Agreement:

For Clearwater Paper Corporation

By: _____
Name Title Date

By: _____
Name Title Date

By: _____
Name Title Date

By: _____
Name Title Date

For United Steelworkers Workers International, on Behalf of Locals 983 & 1803

By: _____
Name Title Date

By: _____
Name Title Date

By: _____
Name Title Date

For International Brotherhood of Electrical Workers (AFL-CO), on Behalf of Local 1588

By: _____
Name Title Date

By: _____
Name Title Date

IN WITNESS WHEREOF, the Parties have executed this Agreement:

For Clearwater Paper Corporation

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By: _____
Name Title Date

By: _____
Name Title Date

By: _____
Name Title Date

International Brotherhood of Electrical Workers (AFL-CO), on Behalf of Local 1588

Name Title Date

Name Title Date

Appendix I

Recognized Past Practices

The following past practices have been recognized as continuing to be active:

1.	3 Personal Days for Crew 5 Maintenance	The Parties will continue to follow the practice identified and described in the 05/13/05 Internal Memo, Subject Personal Days. (Attached for reference)
2.	Vacation scheduling	The Parties will continue to follow current department practices. No seniority setups for vacation. Vacations will be filled by crew setup. Will update department vacation policies to reflect current CBA. Attached for reference.
3.	Long term set-ups removed from hourly vacation list	Consistent with Article X, Section 7, hourly employees filling salaried vacancies greater than 3-weeks may be considered outside the employee's home line of progression vacation quota.
4.	Appointments scheduled and approved not counted in attendance.	Will follow Crew 5 Attendance Management policy in place as of 08/16/2024. Attached procedure (Appendix IV)
5.	Selection process for safety advocates and department learning leaders.	The selection process for safety advocates/DLLs will follow these five (5) Steps: 1. Job Posting 2. Candidate review by management and union representatives 3. The review will consider relevant experience, demonstrated leadership, training/teaching capability, and work background. 4. Recommending panel interview a. Equal Union/Management representation on the panel b. Interview will consider items identified in #3 above. c. The panel will rank order all candidates interview and recommend to Hiring manager. d. The top three (3) candidates will be forwarded to the Hiring Manager for consideration.

		e. If 3 candidates cannot be agreed upon by this panel the recommended candidate or candidates will proceed to final selection. 5. Final selection is made by the company.
6.	Workmen's compensation waiting period	In the event of being unable to work as a result of a work-related injury, the Company agrees to pay the injured employee's lost wages. These wages shall be calculated based on what the employee would have earned had they worked their normal shift schedule. This applies only during the mandatory (7) calendar day waiting period. Should the employee be overcompensated for this same time, the overpayment shall be deducted from the first pay period upon their return to work.
7.	Time-off for Union Business	Time-off for Union Business must be submitted in writing to the Human Resources Manager or his/her designated representative at least one (1) week in advance or immediately after becoming aware of the need if less than one (1) week.
10.	Progressive discipline	The parties agree to continue to follow the current practice of progressive discipline.
11.	Crew 5 morning breaks	The parties agree to continue to follow the current practice when possible, allowing Crew 5 employees to take a morning break not to exceed 15 minutes.
12.	Maintenance shift selection	Each year in January, qualified maintenance employees may select either day shift or tour assignment for the upcoming year. Selections will be made on a seniority basis and will continue for a twelve (12) month period.
13.	Emergency work assignment	Consistent with current practice, when possible, emergency work assignments will be filled in following manner: • Call in employees on their short off days. • Call in employees on their long off days. • Utilize available labor pool employees. Utilize any employee.

Appendix II

Internal Memo

Maintenance Department

To: Stan Benton, Fred Colley

From: David Sulik

CC: Assistants, HR

Date: 5/13/05

Subject: Personal Days

With the recent revisions to the absentee policy, there have been discussions around Personal Business days regarding intent and application. This memo should help to clarify the company's stance on PB days.

We would like to change the name from Personal Business days to Personal Days (PD's). This new terminology would remove any burden on the employee to explain or justify why these days are taken. However, planning and scheduling of these days, as listed below, are necessary for maintenance to be effective.

1. According to the absentee control policy, "for employees permanently scheduled on straight days, the first three absences required to handle personal matters will not count against that employee's absentee record." Therefore, these days do not count in the accrual toward disciplinary action as identified in item number 1, 2, and 3 on the absentee control policy.
2. These days were put in place to allow crew 5 workers the opportunity to handle personal business matters during normal business hours. The Personal Day (PD) is a non-paid day intended for employees to take care of personal matters that otherwise could not be accomplished due to working the 7:00am - 3:30 pm shift. In contrast, Tour workers do not have PD days, because they are frequently off work during the traditional business hours. Tour workers are afforded current contract language for partial or full shift swaps to help with personal matters.
3. Personal Days are not eligible for use by shift mechanics or crew 5 employees who are working on shift, scheduled night shift or on scheduled weekend work.
4. PD's need to be communicated in advance to your supervisor in order for the area to plan and schedule work a minimum of 16 hrs prior to taking them. We recognize that there may be instances where this may not be possible, but these should be rare.
5. Regarding the issue of holiday pay, the contract states in Article XIV, Section 3(b), that the employee shall work the last scheduled work day before the holiday and first scheduled workday after the holiday unless occasioned by one of five justifiable causes. If a crew 5 employee uses a personal day on the last scheduled work day before a holiday, the first scheduled work day after a holiday or the holiday itself, he/she would forfeit their holiday pay.

Appendix III

Vacation Memos

INTERNAL MEMORANDUM

Augusta - Pulp Mill

TO: Pulp Mill Employees
FROM: Drew Blythe
SUBJECT: 2023 Vacation Requests

DATE: November 11, 2022
CC: Shift Managers

Enclosed in your packet is your vacation request form and a 2023 crew shift calendar to help in selecting your vacation weeks.

In order to facilitate vacation scheduling, each employee will be issued a dedicated deadline date (included on your request form) in which they will be responsible for submitting their 2023 vacation request. Request can be submitted by turning in written request form to area Admin Assistant prior to deadline date. If employee has not submitted their request by the close of their allotted date, selection process will proceed to next scheduled employee. Please return Vacation Request form even if no weeks have been selected.

Vacation requests submitted in the above manner will be approved using the following guidelines:

- Following weeks (6/5/23, 6/12/23, 6/19/23) have been blocked out for the Outage.
- No more than two operators approved off in the same job classification (BP, Dig. 1st Asst, 2nd Asst etc.) per week.
- No more than two employees per crew per week will be approved off, one from Stock line of progression and one from Liquor line of progression.
- If no vacation request is submitted from Liquor side in a given week, after initial weekly and single day selection process is closed, two requests from Stock side may be considered. (In this case, no more than 2 employees will be approved off on the Stock side.)
- In the event that resources allow, 2 employees may be approved on the same crew, for the same week on the Stock side. There may be incidents where we cannot approve more than 2 request per classification due to business needs (inability to set up crew, 12-hour coverage, etc.) as determined by the Manufacturing Manager - Fiber.
- Pulp Mill helpers and Laborers can be counted for either line of progression, whichever is available.
- At the beginning of the vacation selection process, each employee will be allowed to select no more than 2 standby weeks. Standby weeks at the beginning of selection process will be considered according to position seniority. After the selection process has closed, standby weeks will be considered on a first come-first serve basis.
- Standby requests will be approved no earlier than one (1) week prior to the selected week.
- Employees out on medical leave may be counted towards the department's maximum of eight per week.
- Vacation weeks and single days can be entered into Work Brain. **ONLY AFTER APPROVAL.** and it is the employee's responsibility for entering their request. Please pay attention when entering regular vacation to use "vacation" and when entering Holiday week use "float".
- Management reserves the right to discontinue the above guidelines due to business needs.

Single-Day Vacation Guidelines:

For employees who have 2 or more weeks of vacation the following applies:

- 12-hour shift workers may take 4 days (one day at a time)
- A single day vacation does not count toward the computation of weekly overtime.
- All desired full weeks will be scheduled before single days are allowed to be scheduled. In general, full week requests will take precedence/preference over single day request.
- No single day of vacation will be allowed on December 24, 25, and 26 or during any period that has been blocked out such as outages, holidays, etc.
- After the full week of vacations has been approved, single day vacations will be scheduled by seniority just as full weeks. During the vacation year, single day vacation requests will be approved on a first-come-first serve basis.
- Single day vacations must be requested and received by the administrative assistant no later than 12 PM Wednesday of the preceding week. Approved requests will be posted on the weekly shift schedule. No single day vacation request will be granted after the fact/after an absence.
- There will be no "Emergency" single day vacations.
- Single day vacations should not cause/create overtime and may be denied on business needs. (required training, trials, safety meetings)

INTERNAL MEMORANDUM
Augusta - Woodyard

TO: Woodyard Employees
FROM: Drew Blythe
SUBJECT: 2023 Vacation Requests

DATE: November 11, 2022
CC: Shift Managers

Enclosed in your packet is your vacation request form and a 2023 crew shift calendar to help in selecting your vacation weeks.

In order to facilitate vacation scheduling, each employee will be issued a dedicated deadline date (included on your request form) in which they will be responsible for submitting their 2023 vacation request. Request can be submitted by turning in a written request form to area Admin Assistant (Marsha) prior to deadline date. If employee has not submitted their request by the close of their allotted date, selection process will proceed to the next scheduled employee. Please return Vacation Request form even if no weeks have been selected.

Vacation requests submitted in the above manner will be approved using the following guidelines:

- Following weeks (6/5/23, 6/12/23, 6/19/23) have been blocked out for the Outage.
- No more than two employees from each crew, one from each line of progression, will be approved for each week. After selected vacations are approved at the beginning of the year, two employees from one line of progression may be allowed off if no other employee from the other line of progression has selected a particular week.
- No more than two operators approved off in the same job classification (WDYD Operator, Screen Room, Cutting Room, etc.) per week.
- At the beginning of the vacation selection process, each employee will be allowed to select no more than 2 standby weeks and will be considered according to position seniority. After the selection process has closed, standby weeks will be considered on a first come-first serve basis.
- Standby requests will be approved no earlier than one (1) week prior to the selected week.
- There may be incidents where we cannot approve more than 2 requests per classification due to business needs (inability to set up crew, 12-hour coverage, etc.)
- No more than eight employees' department-wide will be approved for the same week. Employees out on medical leave may be counted towards the department's eight-employee maximum.
- Vacation weeks and single days can be entered into Work Brain, ONLY AFTER APPROVAL, and it is the employee's responsibility for entering their own request. Please pay attention when entering your request to use "vacation" for regular weeks of vacation and to use "float" when entering your Holiday week request.
- Management reserves the right to discontinue the above guidelines due to business needs.

To: Finished Products Personnel
From: Karen Neely
CC: Jim Kicklighter, Area Process Managers, Area Supervisors
Date: Monday, October 2, 2023

SUBJECT: 2024 VACATION SCHEDULING

In an effort to facilitate vacation scheduling, each department will be issued a dedicated date and time in which to schedule their vacations. If you have failed to turn in your vacation requests 24 hours prior to your dedicated time and cannot be reached by the phone number Karen has on file, the next person in line will be scheduled. This is your opportunity to get your vacation scheduled to get the weeks you want if available. It is the employee's responsibility to make sure their paper gets turned in and that Karen has their correct contact number.

vacation scheduling will begin Monday, November 6, 2023. Individual vacation packets will be in the FLL office beginning Monday, October 2, 2023 to allow you the opportunity to determine your selections. You will have access to a digital version throughout the scheduling process which is located on SharePoint. In your packet should be a copy of the master crew schedule as it stands effective January 1, 2023, a calendar, the 12-hour operating schedule, your personal memo regarding your number of vacations, and this memo. Please also have alternatives should your choices not be available and as a reminder we schedule vacation weeks Monday-Sunday.

It is time to start the 2024 vacation schedule. Please fill out and turn in your vacation request form from your packet 24 hours prior to your assigned date and time. It is the employee's responsibility to turn in their vacation request form. If there is a question or a problem with your selection, Karen will get in contact with you with the numbers provided on the bottom of your form. Please feel free to text Karen at 706-977-8043 to make sure she has your current phone number. Remember vacations are scheduled by job seniority. Please work with your classification and your crew to schedule your vacation according to the guidelines. In addition to the guidelines below, we will be blocking out the weeks of May 13th - June 9th (4 weeks) for outage coverage.

Filling vacations during the year will go in order of the following priority:

- 1st vacation request that was denied during scheduling (red X on tracker)
- First come first served from wish list

Single Day Vacations:

We are going to continue with Single Day Vacations after full week vacations have been approved for ALL employees. If you want to add your single days to the vacation request form, Karen will go back and approve/deny once ALL FULL WEEKS have been completed for all employees. . Single days are only available to employees who have been with the company for 3+ years. Single Day Vacations must follow the weekly vacation guidelines as outlined above. Single Day Vacations will not be granted if the total weekly allowable vacations are filled. Please review the "AUGUSTA MILL SINGLE-DAY VACATION GUIDELINES" that are listed below.

ALL VACATION REQUESTS SHOULD BE TURNED IN (IN WRITING) no later than 11/6 by 12pm.

Any employee who requests pay in lieu of a scheduled vacation or wishes to cancel a vacation must do so at least one (1) week in advance of the scheduled vacation.

Vacation request (including change requests) submitted after your given date and time, are automatically placed on standby and will be approved using the following additional guidelines.

1. All requests should be in writing and will be considered on a first come/first serve basis.
2. Approval will be based on where the employee is expected to be working at the time of the requested week.

INTERNAL MEMORANDUM

**AUGUSTA MILL
4278 MIKE PADGETT HWY
AUGUSTA, GA 30908
PHONE 706 766 5530**

TO: All Power House Hourly Employees DATE: 11/1/22

FROM: Craig Barfield

COPIES:

SUBJECT: 2023 Vacation Policy

The following is the vacation policy for the Power House Operations

- 1) No more than two (2) "A", "B" and "C+" Operators per week can take vacation.
- 2) No more than four (4) employees per crew can take vacation.
- 3) No more than a total of eight (8) employees are allowed on vacation per week.
- 4) A minimum of two weeks' notice is required to cancel a vacation.
- 5) All vacation requests submitted after January 1 will be on first come first serve basis. These requests will not be approved any sooner than two weeks prior to vacation week.
- 6) No vacations will be honored for the weeks of the annual outage. Anyone wishing to schedule vacation during these periods will be subject to change based on actual mill outage dates. Business needs may dictate that these dates change.
 - a. Annual Outage Blocked Weeks 6/5, 6/12, 6/19 and 6/26/23
- 7) Single day vacations will be allowed for employees who have 2 or more weeks of earned vacation (3 years of seniority) per the below guidelines.
 - a. If you do not indicate that you want a week of single days during the annual selection, then you will not be allowed to request it at a later date.
 - b. No single day vacations will be allowed for "emergency".
 - c. Single days require proper scheduling per the guidelines. No single days will be allowed on Mill Holidays unless volunteers for coverage are received.
 - d. Single days are not approved until they are posted on the final weekly schedule
- 8) Single Day Vacation Forms are available in the blank forms folder on Power House Website
- 9) Single Day Vacation Requests should be given to ELL and he will give requests to Dept Admin

Each employee's seniority will be considered when scheduling vacations, the A, B, and C+ operators will schedule their vacation by department seniority and the remaining employees will schedule their vacation by job seniority. Seniority will also be considered by allowing each employee three (3) work days to make their vacation selections. If any employee fails to respond within the three-day period, the next senior employee will be allowed to schedule vacations. Please observe and adhere to the return date indicated on your vacation selection form.

Appendix IV

CREW 5 ATTENDANCE MANAGEMENT

- **Purpose:** The intent of this guidance is to communicate the Augusta Mill governance for managing tardy and leave early occurrences.
- **Background:** Mill leadership acknowledges that scheduled medical and legal appointments may occasionally conflict with the Crew 5 work schedule.
- **Process and Governing Criteria:**
 - Supervision with the support of the Area Maintenance Manager will determine if a tardy or leave early qualifies as an excusable or inexcusable occurrence.
 - **Inexcusable Occurrences:**
 1. Employees leaving work early or coming to work late due to routine personal sickness is inexcusable and shall qualify as an occurrence as set forth in the Augusta Mill Attendance Policy.
 2. Employees leaving work early or coming to work late due to family member sickness is inexcusable and shall qualify as an occurrence as set forth in the Augusta Mill Attendance Policy.
 3. Employees leaving work early or coming to work late due to accommodate a family member medical appointment is inexcusable and shall count as an occurrence as set forth in the Augusta Mill Attendance Policy.
 - **Excusable Occurrences:**
 - Pre-existing dental, medical and legal appointments qualify as excusable occurrences provided the following criteria is met.
 1. Affected employees must notify their Supervisor of the appointment as soon as it is made providing a minimum of two (2) weeks notice.
 2. Immediately upon return to work, affected employees must provide a corresponding doctors excuse or legal affidavit to substantiate the appointment.
- **FMLA:** Employees with a medical condition that requires recurring appointments for treatment must apply for FMLA.