

Memorandum of Understanding
between
Tennessee Valley Authority
and the
Engineering Association, Inc.
regarding
Severance Pay for Employees

Tennessee Valley Authority (TVA) and the Engineering Association, Inc. (EA), agree that any employee who receives a reduction-in-force (RIF), either voluntary or involuntary, that is effective between January 15, 2014, and September 30, 2014, will receive severance pay pursuant to the language of Supplementary Agreement S-10:N with the following enhancement:


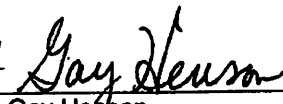
- The requirement that an employee have five or more years of service to be eligible for severance, pursuant to S-10:N-1.b, is reduced to one year for any RIF, either voluntary or involuntary, that is effective between January 15, 2014, and September 30, 2014.

It is understood by both parties that any EA-represented employee that receives severance pay under this memorandum of understanding (MOU), as a result of either a voluntary or involuntary RIF, shall receive no less severance pay formula than any other represented employee.

In addition, the parties acknowledge that TVA has shared its plans to offer, effective January 15, 2014, a voluntary RIF to EA-represented employees from all organizations except TVA's Nuclear Power Group.

This MOU is for the limited purposes contained herein and shall not be used as a precedent in any other circumstances. Pursuant to the language of Supplementary Agreement S-10:M, all offers of a voluntary RIF may be accepted at the option of TVA.

This MOU will remain in effect until September 30, 2014.

	1-10-14		1-10-14
Katherine J. Black	(date)	Gay Henson	(date)
Senior Vice President		Valley-Wide President	
Human Resources and		Engineering Association, Inc.	
Communications			
Tennessee Valley Authority			