



DOUG GLASS

In My Words

I am intrigued how life has an unpredictable and random way of unfolding. And yet there are marked turning points that weave through the years like a fine thread connecting milestones that help define your character and set your direction.

I never imagined leaving my beautiful home state of Colorado in 1976, or that I would spend 40 years at Union Pacific Railroad in neighboring Omaha, Nebraska.

I was born in Denver, Colorado on February 25th, 1953, to Rex and Ruth Glass. My father hailed from Strawberry Point, IA, a small northeastern Iowa town known for its big red strawberry sign. My mother was born and raised in Denver, Colorado. The war brought my father to Fort Carson, Colorado, where he met Mom while convalescing from an appendectomy. My mom was visiting the patient who was sharing a room with my dad. Love works in strange ways!

Since my dad joined the Army late in the war, he never left the comfort of his base at Fort Carson. My brother and I often asked about his experiences during the war, but he said the only engagement he saw was fighting off the secretaries from behind his desk. My dad had a great sense of humor. After the war ended, Dad went to work for Standard Oil's refinery in Casper, Wyoming with my mother in tow. They decided that Wyoming winters were a bit too harsh and moved to Denver where he started a career with Samsonite Luggage Company, which was headquartered there. As a young boy, I frequently went to work with him on Saturday mornings and enjoyed sitting in his big office chair. I remember a large marble on his desk that was inscribed with the Golden Rule. My father explained that the Golden Rule was the Samsonite founder's corporate motto and he expected employees to practice it in business and life. Dad retired from Samsonite in 1989 as Director of Transportation and Distribution, a career that would closely parallel my own.

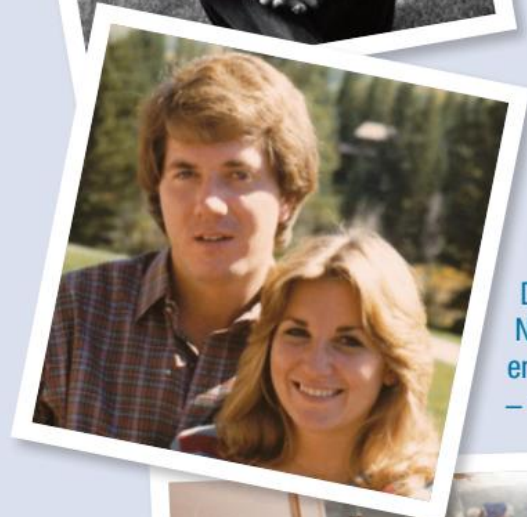
My mother's family of German immigrants had settled near Golden, Colorado at the turn of the century, seeking new opportunities in America. Her grandfather, Nicholas, built and operated a boarding house in Golden, Colorado after receiving a loan from Adolph Coors, the founder of Coors Brewery. Coincidentally, the boarding facility was called Omaha House. My grandfather farmed in Rolling Hills, a small suburb squeezed between Golden and Wheat Ridge, but lost the farm during the Great Depression.

Growing Up on the Front Range

I was the oldest of three children and grew up in a classic "Father Knows Best" family. My dad was the breadwinner and my mother was a stay-at-home housewife and mother. My brother and I greeted my dad every night at the door when he came home from work, excited to hear about his day. While our first home was a rental near Sloan's Lake, my father's advancement at Samsonite afforded him the opportunity to buy a small piece of property in Wheat Ridge down the street from



Summer
after
Freshman
year –
1972



Doug and
Nancy after
engagement
– 1980



With
children
after
daughter
Jenna's birth
– 1993



Doug and
Nancy on
their wedding
day – 1981



Doug at the Denver Fire Station – 1959



Doug, brother Dave and sister Nancy – 1967



HS Freshman – 1968

Lutheran Hospital, where he built a custom home that he lived with my mother for 64 years. Looking back, I realize that my family was part of an amazing transformation spreading across the country at that time—realization of the “American Dream!!” It was an exciting time and I have fond memories of that house and occasionally drive by when I am in town. My mother and father’s long marriage was imparted to my siblings and me, who have over 100 years of combined marital bliss.

My parents set high standards for their children and expected us to earn our own spending money and achieve good grades. My first jobs included mowing lawns in the summer and clearing snow in the winter. At 13, I acquired two paper routes and became responsible for over 100 customers. Delivering newspapers every day for three years instilled me with great responsibility and introduced me to the value of customer satisfaction, particularly around Christmas, when tips were distributed. At 16, I became the assistant manager at the Dairy Queen down the street from Elitch Gardens—my dream job, as I was quite fond of the product. By 18, I had my fill of the ice cream business and joined the Teamsters. I spent the next four summers loading freight onto trucks and railcars. Little did I know that “freight” would play a role in my future.

In Junior High School, a friend encouraged me to join the local Boy Scout Troop. During Colorado winters, our Troop skied every weekend at Winter Park and I recall spending several nights a season in a snow cave we dug not far from what eventually became the Mary Jane Ski Area. It was surprisingly warm, but I elected not to make a long-term practice of it. The Boy Scouts pushed me beyond my comfort zone and gave me confidence to take risks in other areas. Skiing would also become an important part of my recreational life, along with summer camping throughout the beautiful Colorado Rockies. As my skiing abilities advanced, I had an opportunity to join the Volunteer Ski Patrol at Winter Park, Colorado. All of my winter weekends were spent patrolling the slopes, where I learned avalanche training and first aid. I continued to volunteer ski patrol all through College and occasionally rode the ski train from Denver to Winter Park.

The ski train operated over a portion of the route used by UP’s eastbound coal trains.

By junior year, it was time to start thinking about college and a field of study. My parents said I could go anywhere in Colorado and they would pay for a four-year degree. I had no idea what I wanted to pursue, but my dad had always pictured me as a doctor and I often followed my father’s advice. He liked the idea of being your own boss and having a job that would be needed in good times and bad. After visiting several schools, I decided to attend the University of Colorado in Boulder. It was liberal, at the center of the hippie movement and had a close association with the Rocky Mountains. Boulder was also a great “bike” town and I often rode my bike from campus into the mountains on sunny days, wore huge mountain climbing boots to maneuver the curbs around campus (the fad back then) and grew my hair long. I was a classic counter-culture student—or at least I thought I was.

After two years, I realized that my heart was not in the medical profession and that created a dilemma. Coincidentally, I was participating in a leadership class on campus that was hosted by influential Coloradoans like Bill Coors, CEO of Coors Brewery. He spoke at one event about the mystique of Coors beer and their ambitious plans for expansion. I decided I liked the idea of pursuing a marketing degree and working in the beer business. I knew I was good at drinking it so why not sell it? I changed my major to business and my counselor convinced me to commit to an extra year and major in a science, given my two-year “sunk” investment in pre-med. My parents were dismayed by my decision and my father insisted that my 5th year at Boulder be on my dime. In 1976, I graduated with a degree in Business Administration and a degree in Economics. It was a proud moment for my once dubious parents, even though my dad’s dream of me becoming a doctor would soon be a passing memory.

The business climate in Colorado was tough in 1976. The 1973-74 oil embargo had taken its toll on the economy and there was very limited manufacturing and few attractive jobs for college marketing graduates. Colorado had a big tourism economy and I toyed with the idea of becoming a ski instructor, but I

decided that was not the most responsible thing to do and would only postpone a “real” job. I pursued a job opportunity at Coors Brewery and several other companies around the country. Coors was interested but said they would likely relocate me to another state and work in sales a few years. I asked where and they said “Nebraska.” I had driven through Nebraska and I thought there was no way I could ever live there.

Nebraska, Really?

It was midsummer 1976 and I was getting close to graduating and making a decision about employment. One evening my father asked if I had ever considered Union Pacific Railroad. I said “a railroad? Why would I want to work for a railroad? What would I do? Run trains?” He told me that UP was building a marketing department and was looking for college marketing majors. He thought he could get me an interview if they liked my resume. I was interested in the idea of working in marketing but was lukewarm about the idea of living in Omaha. Needless to say, I sent in my resume and was invited for an interview.

When I visited Union Pacific headquarters I was surprised by the changes they were making and the new role marketing would play in their business model. The railroad industry seemed to have a bright future and was preparing for deregulation and transitioning from a Pricing Department to a



Doug as a Freshman at CU – 1976

Marketing team staffed by industry experts. I was impressed with the team and figured I could tolerate Omaha for a few years, gain some experience and move on. A week later I was offered a job and in August, packed everything I could fit into my 1971 Volkswagen bug and headed to Omaha.

My first job at Union Pacific Railroad was in the Market Research Department and my assignment was to determine whether domestic and global demand for plastic would replace glass bottles, a product important to Union Pacific, who originated soda ash from Green River, Wyoming, the largest source of natural glass making raw materials in the world. The team liked the work I did on glass (no known family connection to the glass industry) and I was subsequently hired as a market analyst in the Equipment Planning group. My job was to perform the annual budgeting and planning for freight equipment of all types. I remember employing these large paper spreadsheets and laying out the months of a year, equipment types and other data on the vertical and horizontal axes, with each cell manually entered by pencil. One error and I had to make hundreds of recalculations by hand. After a year on the job, excitement built around the arrival of a new Wang Computer with its own built-in desk—the only one in the department. None of us fully appreciated the implications of office computers at that time, but admired the workstation like

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Daughter Jenna's Baptism – 1993

it was a pagan god. A year later, IBM introduced the desktop computer and those spreadsheets I developed were converted to bits and bytes.

My career seemed to advance quickly at Union Pacific and I found myself working in several businesses. My two-year threshold had long passed and I was enjoying work and Omaha was starting to grow on me. I discovered that one could appreciate the beauty of the Great Plains as easily as the Rocky Mountains. By 1981, the railroad industry was deregulated and everything changed overnight. In 1982, the other shoe dropped and Union Pacific merged with the Missouri Pacific Railroad, who moved freight north and south to complement our movement east and west. I remember many long hours were expected at the newly merged railroad, with weekends considered normal workdays. The change was huge and we moved people around the country, markets expanded and we brought on new customers. These events also invited leadership changes.

The railroad recruited a new CEO by the name of Mike Walsh, who was a Senior Vice President at Cummins Engine. He had been successful in preventing Japanese giant Komatsu from penetrating the U.S. diesel truck engine market. Mike was a force of nature. He was young, aggressive and always had his sights set on bigger and grander objectives. He also had no prior railroad experience, an anathema in an industry filled with loyal employees and long careers. I thought of Mike as a one of a kind leader who could do anything and he introduced tremendous change to the railroad and embraced young and upcoming executives. Mike recruited a new marketing and sales leader from Xerox, by the name of Fred Henderson. Fred was an outsider and had a great reputation for changing the culture at Xerox, a very famous brand at that time. Fred was also profiled in a Harvard Business School Case Study about effective and ineffective leadership, which was intimidating for those of us who would be working for him. Word spread quickly that if Fred liked you, you were on the fast track. If not, you were probably out. Fortunately, I hit it off with Fred and soon found myself running the automobile business at Union Pacific in 1984 at the ripe age of 31. Union Pacific already had a great auto franchise



Doug and his children at Vail ski area – 1997

and my job was to grow our auto business domestically and expand with the Japanese and Korean manufacturers. It was an exciting assignment that lasted 7 years. Interestingly, Matt Rose was my counterpart and competitor at BNSF during part of my tenure. However, I learned that Matt was on a slightly different career path!

Best Merger Ever

After my first 4 years at Union Pacific, a young woman by the name of Nancy Hurt started working in the Finance Department. Nancy had graduated from the University of Illinois and we became acquainted through bowling and volleyball leagues at Union Pacific. I thought between her financial skills and my marketing acumen, this would be a merger made in heaven! Actually, it was more romantic than that. I immediately knew she was the one and we were married in May of 1981. Nancy continued her career for several more years and then resigned to be a work-at-home mom. Life was great, but the loss of our first borne twin children, Brian and Lindsay, born prematurely at 26.5 weeks and passed away within two weeks, really set us back emotionally. While the grief hit us pretty hard, God soon blessed us with another son, Brandon. By 1993, we had five healthy children, four boys and one girl—a big family by most standards. There is not a passing day that we don't think about Brian and Lindsay and what their lives would be like had they survived.

Coal, Really?

By February 2005, I was responsible for managing our Industrial Development group, our Direct Marketing team of 30 young professionals and a department of 150 employees responsible for managing transload freight and intermodal services. I loved my job and assumed the last 12 or so years of my career would be spent managing these businesses and working for Jack Koraleski, who I had known since I started at UP. One day in early 2005, Jack walked into my office and asked “how would you like to manage our coal business?” I was shocked and my first response was “what is happening to Lance Fritz, the current



Attending Peabody Energy event in West Yellowstone Park, August 2005



Visiting with Bud Walker, Frank Clemente, and Duane Richards circa 2012

Vice President-Energy?" Jack said, "Don't worry, Lance will be just fine." On March 1st, 2005, after spending 15 years in the chemical business and 7 years of my career in Automotive, I found myself in charge of Union Pacific's large coal business and a commodity I did not fully appreciate. I thought to myself "How complicated can it be to manage one commodity?" Little did I know!

My first two months in coal were like drinking from a fire hose but the best part was meeting all of the great people at NCTA and American Coal Council and my many wonderful customers. I found the electric power and coal industry very welcoming and I was impressed that everyone knew each other and actually socialized together. This was different than other businesses I had managed. There were many great relationships and, of course, many legendary executives. I remember early phone calls from Tom Canter, Duane Richards, Betsy Monseu, Mike Raphole, Ginny Farrow, Jim Orchard, Bob Neff, Jim Campbell and David Carlile, to name a few. These industry leaders had considerable tenure in the industry, were enthusiastic about the future and wanted to work closely with the railroad industry. I sensed this was going to be the best job of my career but my two-month honeymoon came to a close on May 8th and 9th,



Doug attending a Mitch McConnell Fundraiser in 2015

following two coal train derailments on the Joint Line in north-east Wyoming. The next two years were the most challenging of my entire career as both western railroads and our customers dealt with strong demand and a herculean effort by the railroads to restore the roadbed, add new capacity and enhance service levels to handle demand expected to come from the construction

of 300-plus domestic coal fired power plants that were in the planning stage, as well as growing demand overseas.

By mid-2007, the coal and power industry were thriving and the growth cycle looked like it could last for many years. I assumed leadership roles at American Coal Council and forged important alliances with NCTA and other groups. I also worked with our then CEO, Jim Young, who became the Chairman of the American Coalition for Clean Coal Electricity in Washington D.C., to raise political awareness for investment and policy support for low carbon technology and promote an "all of the above" strategy for energy diversification.

During this time, our coal business grew to become the largest at Union Pacific and, of course, I considered my team as one of the best in the industry.

As if normal business challenges were not enough, the great recession of 2008 hit the U.S. economy hard and took an unforeseen and heavy toll on the electric power industry. At the same time, natural gas fracking was emerging as a new and potentially meaningful source of supply and we knew that it could materially change the energy industry, even though most industry experts felt that coal would continue to play a prominent role in providing low cost energy to power America's electricity industry. I continue to believe the U.S. needs to maintain energy diversity and strongly suspect that the developing world's appetite for coal-based electricity will continue for many years to come. Having lived through several oil crises, years of natural gas price volatility and Fukushima, our country must be prepared for unexpected and unforeseen events. How this all plays out will be exciting to observe.



Doug and wife, Nancy, Visiting with Brian Galli at Florida Coal Event – 2012



Doug At Completely KIDS Event – June 2016

Art Aficionado or Piano Man? Maybe Both.

After a year into retirement, I still consider my new life as a work-in-progress, with new adventures ahead and much to accomplish. There are no motor homes in our future, or any trips to Tibet to visit the Dalai Lama. But I do have a passion for fast cars, great music and a good book now and then.

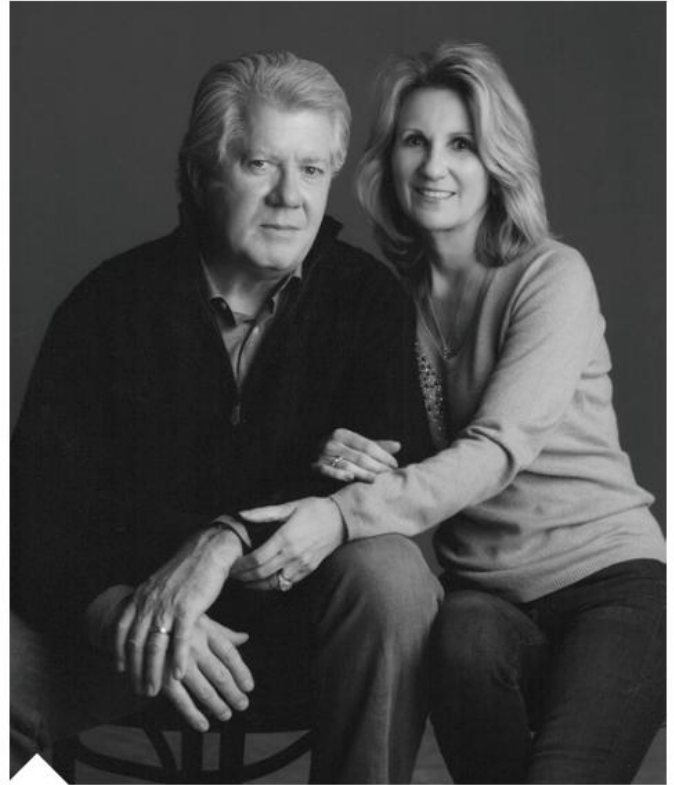
Nancy and I love living on the water just west of Omaha, at least what little bit we have in Nebraska and frequent excursions on our jet-ski or pontoon boat with Michael Bubl  playing in the background are enjoyable activities in the warm weather months.

I believe in giving back to our amazing community and am current chairman of the board for a non-profit organization in Omaha called Completely KIDS, that provides before and after school care, education and nourishment to underprivileged children in Omaha. Working in the non-profit field has given me a much better appreciation for all of the dedicated and selfless social workers that are not motivated by money but by making society better one child at a time.

Our five adult children are all out of school and pursuing their own lives and that is exciting to watch. We have one married son, a daughter-in-law and a grandson who we are spoiling rotten.

I have always loved art and have been collecting regional artwork for over 35 years. I think I have filled every available wall and corner of our house with something interesting and could easily see myself working part time at a gallery (still waiting on an offer). I have also taken up piano lessons after abandoning the instrument over 55 years ago. My goal is to play solo at a piano bar—you have to have goals even if they are not realistic! Health consciousness has moved up on my priority list and food and drink have dropped a few levels—or at least food (wine is still considered healthy isn't it?).

I love reading through the local newspaper, the Wall Street Journal and New York Times every morning—my favorite part of the day. Sadly, my golf game is about the same, but I still have visions of “birdies” and “pars” and a new driver in my future.



Doug and Nancy – December 2015

My model trainset sits in the box in the basement, but I am still planning to run my own “model” railroad someday soon—just having a few construction delays!

I don't know how my life will change under retirement or what new and unexpected twists and turns will materialize.

I can recite jobs held and business successes, but the most cherished memories are the people I have worked with and the relationships built throughout many industries and my 40 years of railroading. Yet my proudest accomplishments remain my five children and my 36-year marriage.

I occasionally reminisce about those Saturday mornings in my father's office at Samsonite and the marble on his desk with the inscription “Do unto others as you would have them do unto you.” I like to think that I live my life in the spirit of this rule! ▲



Doug, Nancy and Family with Grandson, Auggie and Daughter-in-Law, Leigh – December 2015