

MEMORANDUM OF AGREEMENT

between

THE BURLINGTON NORTHERN AND SANTA FE RAILWAY CO.

and

BROTHERHOOD OF LOCOMOTIVE ENGINEERS AND TRAINMEN

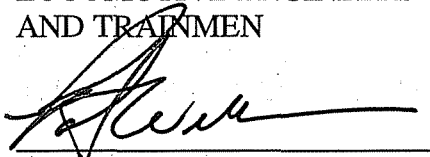
The purpose of this agreement is to address crossbidding issues between the Winslow – Needles Pool and the Winslow – Belen Pool.

IT IS AGREED:

- 1. An engineer holding a turn in either pool, Winslow – Needles or Winslow – Belen, may not bid to the other pool unless that engineer has held his current pool turn for at least 7 days.
 - a. For example, an engineer holding a turn in the Winslow – Needles ID Pool will not be able to bid in a turn in the Winslow – Belen ID Pool until the engineer has held the turn in the Winslow – Needles ID Pool for a minimum of 7 days.
 - b. The seven-day period is measured in 24-hour increments.
- 2. A vacancy in either ID pool, Winslow – Needles or Winslow – Belen, will be filled as soon as the turn becomes vacant.
- 3. This Agreement only applies to bidding on assignments; it does not impact rights to assignments when otherwise displaced.
- 4. Winslow’s Local Chairman will be responsible for settling any disputes between the engineers assigned to either pool. The Carrier will not be responsible or liable for any claims submitted that resulted in the application of this specific memorandum of agreement.
- 5. This memorandum of agreement may be cancelled by either party with fifteen (15) days written notice served on the other party.

Signed and accepted at Ft Worth this 6th day of October, 2004.

For BROTHERHOOD OF LOCOMOTIVE ENGINEERS AND TRAINMEN



General Chairman

THE BURLINGTON NORTHERN AND SANTA FE RAILWAY CO.



Director-Labor Relations