

MEMORANDUM OF AGREEMENT
Between The
BNSF RAILWAY
And The
UNITED TRANSPORTATION UNION (Coast Lines)

A guaranteed combination extra board may be established at Barstow, CA. to perform service out of Barstow on the Needles Subdivision pursuant to the following conditions. This board will be known as the Needles Away From Home Terminal Combination Extra Board (NAFHTCXB).

1. This board may protect Short Turnaround service, and provide Hours of Service Law relief (HOSL) for westbound trains for the Needles short pool and Locals/Road Switchers on the Needles Subdivision. This Extra Board will also protect Needles District vacancies and vacation vacancies for Locals and Road Switchers on the Needles Subdivision at Barstow.
 - 1.1. This Combination Extra Board shall be maintained at a sufficient manpower level to cover all the vacancies listed herein. The Carrier and Needles UTU Local Chairman, or their designated representatives, will determine the manpower requirements of this extra board.
 - 1.2. In the event the NAFHTCXB is exhausted, the first out rested Needles short pool turn at Barstow will be used to protect Short Turns and HOSL relief for Westbound Short Pools.
 - 1.3. The parties do not intend to augment this Combination Extra Board as provided under paragraph 1.2 on a regular basis. Paragraph 1.2 is incorporated herein for the sole purpose of addressing unusual and extenuating circumstances.
2. The limits for this Combination Extra Board will be from and including Barstow, California to Mile Post 619 on the Needles Subdivision, a point just east of CP Fenner.
3. This Combination Extra Board will be paid at the current Needles Combination Extra Board rate, subject to offset in the same manner as though it were established pursuant to the conditions of the applicable Crew Consist Agreement.
4. Vacancies on this Combination Extra Board, (NAFHTCXB), will be filled by Standing Bid. Existing agreements for advertising all other assignments at Needles, California remain unchanged.

5. If an employee is force assigned to this Combination Extra Board and the employee reports for duty within twenty-four hours of force assignment, they will be provided five (5) days lodging at the Carrier's lodging facility in Barstow, CA.
6. Positions on this Combination Extra Board will not be used in the computation of assignments on the Needles Home Terminal Combination Board (current methods of calculating occupancy on the Needles Home Terminal Combination Board will prevail separate and apart), nor will any formula provisions apply to this Combination Extra Board.
7. Individuals in this service protecting Hours of Service relief or short turnaround service shall be allowed a Code 41 if they are on duty in excess of eight hours.

The parties to this Agreement recognize the necessity of providing efficient competitive transportation service to the BNSF Railway's customers; and that the future success of this company and its ability to provide employment opportunities and job stability is directly related to the ability of the BNSF Railway to meet this requirement. The intent for establishment of this Combination Extra Board at Barstow is to eliminate the use of the Needles Short Pool from being used to protect this service and to provide them with a better quality of life.

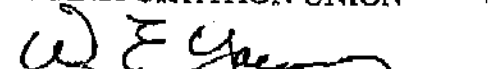
This agreement is subject to automatic cancellation by the service of a thirty (30) day notice of intent to cancel by either party upon the other party. The parties recognize that there are good reasons to enter into this understanding and in the event one party desires to cancel this agreement the parties commit to meet during the 30-day period in an effort to resolve the issue(s) driving service of the cancellation notice.

Signed this 7th day of JUNE, 2006, and effective at 12:01 a.m. on the 12th day of JUNE, 2006.

FOR THE CARRIER


General Director Labor Relation

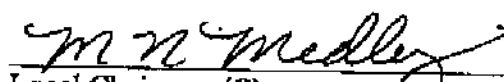
FOR THE UNITED
TRANSPORTATION UNION


General Chairman

APPROVED

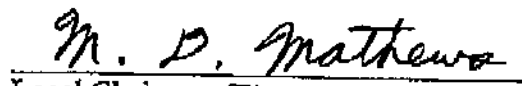

Vice President Operations South

FOR UTU LOCAL 771


Local Chairman (C)

APPROVED :


Vice President UTU


Local Chairman (B)

Question and Answers

1. Q - Can an individual holding a position on this Combination Extra Board be used for service on the Mojave Subdivision?
A - NO.
2. Q - Can an individual holding a position on this Combination Extra Board be used in road territory on the Cajon Subdivision?
A - NO.
3. Q - If a Needles Short Pool crew is used in emergency to protect this service, how will they be compensated and handled upon completion of this service?

A - In the event a Needles Short Pool Conductor is used in emergency to protect this service, upon completion of emergency Short-Turn or Hours of Service duty, said Conductor will deadhead Barstow to Needles and establish a new position on the board by switch time at Needles. This emergency Conductor will be paid a Trip-Rate or miles (whichever is greater) for the emergency service. The deadhead will be paid as a Trip Rate separate and apart from all other service.
4. Q - Can an individual holding a position on this Combination Extra Board be used to protect Yard Assignments in Barstow Yard?

A - NO
5. Q - Does this agreement abrogate or change the application of the Coast Lines Conductor-Only Agreement?

A - No. While it is anticipated that a Brakeman will be a part of all Short Turns, should an emergency arise and a Turn is run Conductor-Only, this individual will be entitled to Code IM (Conductor-Only-Violation) in addition to all other earnings.
6. Q - In the event an employee not qualified on the Needles District displaces to this board, when will the actual displacement commence?

A - Actual displacement will not commence until the employee is familiarized and ready for service. The employee displaced will remain on the assignment until the displacing employee becomes familiarized.
7. Q - May this board be used to perform Hours of Service Law relief for Long Pools in either direction?

A - No

8. Q – In the event of a service interruption, can NAFHTCXB crew members be used in emergency for work train service?

A – Yes, but only until a Needles Extra Board crew can be put in place.

9. Q – May Needles Short Pool Crews at Needles be used for HSL relief on Westbound Short Pool trains if Short Pool Crews are needed at Barstow?

A – Yes