

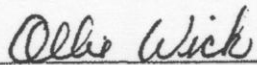
**AGREEMENT  
BETWEEN  
BNSF RAILWAY COMPANY (BNSF)  
AND  
SYSTEM COUNCIL 16  
OF THE  
INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS**


This letter of understanding is made (between BNSF Railway and System Council No. 16 of the IBEW) to address our recent discussions concerning the increased Positive Train Control (PTC) workload and other special projects, and to promote quicker response times. The intent of this agreement is to allow for multiple headquarter points on an assigned territory. Therefore, Rule 34(a) is modified to provide the following:

Commencing on the date of this Agreement, it is agreed and understood that when bulleting new or vacant telecommunication positions, the Company may have multiple headquartered locations within assigned territories.

This agreement is not intended to force employees who already have an established headquartered point within an assigned territory to relocate. At the Company's discretion, though, it may request employees holding positions within an assigned territory to voluntarily change their established headquarters within the assigned territory. Volunteers will be assigned in seniority order within the assigned territory - Rule 22(g) will apply.

Agreed to on this 25th day of January, 2011.

  
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Ollie Wick, General Director Labor Relations

  
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Dale Doyle, General Chairman

  
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Susan Borsellino, Director Field Operations