



JASON RINGSTAD
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Labor Relations

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December 23, 2008

Mr. R.S. Knutson
General Chairman UTU
The Meadows Centre,
8250 West 80th Ave, Units 7 & 8
Arvada, CO 80005

Dear Mr. Knutson,

This is in regard to our recent discussion regarding the notice dated December 19, 2008, from Brad Henry, Director-Crew Support, wherein outlining a protocol for furloughed employees who wish to protect emergency service.

The parties therefore agree to utilize the process proposed by Crew Support, where off in force employees may notify BNSF that they do not intend to protect calls for service. Those employees can then be bypassed and the work opportunity may be offered to other off in force employees. It should also be noted that whether or not an employee chooses to be available for emergency work, such election does not modify or alter the manner in which employees will be recalled to active service under existing agreements.

We further agree to the following conditions:

1. An employee may elect to be considered for emergency work within their subdistrict by voluntarily selecting or unselecting the "no call" flag as outlined in the notice.
2. Only employees who last worked in active service within that subdistrict will be eligible for emergency work within the subdistrict.
3. Furloughed employees within the subdistrict will be called in seniority order for emergency work only after all existing extra boards and canvassing procedures have been exhausted within the subdistrict.

Acceptance of this understanding is strictly on a non-referable basis and does not modify or change any other existing agreements, nor can it be referenced in any other venue with respect to

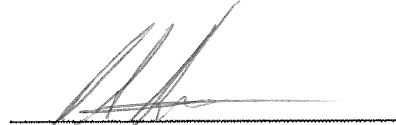
whether or not an agreement is required for such emergency service. In addition, this understanding is subject to cancellation by either party serving 10-day notice upon the other party.

Sincerely,

AGREED:



J.K. Ringstad
General Director – Labor Relations



R.S. Knutson
General Chairman - UTU