
February 13, 2009

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 45

TO ALL CONCERNED,

SUBJECT: Air Brake and Train Handling Rules Amendments

System General Order No. 35 is cancelled

Explanation: ABTH 101.1 note added regarding providing air brake test information for relieving crew, ABTH 100.9 added note regarding utilizing brake pipe leakage method in lieu of air flow method if air flow meter defective, ABTH 101.2, added instructions to secure engineer seat to prevent undesired emergencies, ABTH 102.12.6 has been amended by adding the Oregon Trunk to grades requiring additional make up with entrained helpers/DP, ABTH 102.14 reworded language regarding trains exempted from use of 2-way ETD's, ABTH 102.17 Unusual Conditions - provided additional instructions regarding actions required when experiencing high brake pipe leakage during extreme cold conditions.

ABTH 100.1 Compliance with FRA Regulations

Add the following "note": Unless otherwise instructed, inspection and test of brake equipment is the responsibility of the crew that either assembled the train at origin and/or performed en route work that necessitated another inspection and test. If relieved for any reason before completion of any required inspection/test, this fact must be communicated to the relieving crew either verbally or by written notification left on the controlling locomotive.

ABTH 100.9 - Brake Pipe Leakage Test, Item C has been amended by adding the following exception after the note:

Exception: Using the brake pipe leakage method with only a few cars while equipped with an air turbine ETD may result in brake pipe pressure

dropping at a rate greater than 5 psi in one minute. Should this occur, close angle cock between the last car and air turbine ETD after step 1 above until test is successfully completed. After test is successfully completed, reopen angle cock between last car and air turbine ETD.

At the end of Item B. Air Flow Method

Add:

Note: If locomotive air flow indicator does not appear to be functioning properly due to extreme cold conditions or other unknown defect, you may utilize the "Brake Pipe Leakage Method" of checking brake pipe leakage as described below in Item C."

101.2 Locomotive Daily Inspection under Control Compartment/Locomotive Cab, Item

11. Cab seats are properly secured.

Add additional sentence to note as follows: "Special care should be given to preventing undesired emergency applications caused by locomotive engineer seats striking the automatic brake valve handle on trailing and DP remote locomotives. Secure the seat and/or automatic brake valve handle with locking pins, when provided. If seat adjustments allow, also move the seat to a position that does not allow it to swing and come in contact with the automatic brake valve handle."

ABTH 100.10 - Initial Terminal and Road Air Brake Test (Class 1 Air Brake Test) is amended as follows,

Part A. Requirement For Test

That bullet reading:

Where the train consist is changed, other than by adding or removing a car or a solid block of cars, or by removing cars that are determined to be defective.

Is changed to read:

Where the train consist is changed, other than by adding and/or removing a car or a solid block of cars, or by removing cars that are determined to be defective.

After the "Note", add the following:

Exception: When any combination of set outs and pick ups at one location exceeds what is outlined above or when switching cars for train make up and/or hazardous materials placement reasons, only that portion of the train involved in the rearrangement of such cars must be given a Class 1 inspection and air test. The remaining pre-tested cars in the train that have remained consecutively coupled only require a Class 3 test before departing.

Part C. Engineer Notification

That part reading:

Note: Electronic records of Class 1 inspections on TRAIN PROFILE are only to be used in the absence of the originals and should a discrepancy occur, the original will be used as the official record.

All other brake tests other than Initial Terminal Tests (Class 1) do not require any written documentation to be maintained in the train. The number of cars indicated on your Class 1 test record(s) may not correspond to the number of cars on your train due to pick ups and set outs en route.

Is changed to read:

Note: Electronic records of Class 1 inspections on TRAIN PROFILE are only to be used in the absence of the originals and should a discrepancy occur, the original will be used as the official record. All other brake tests other than Initial Terminal Tests (Class 1) do not require any written documentation to be maintained on the lead locomotive of the train. The number of cars indicated on your Class 1 test record(s) may not correspond to the number of cars on your train due to pick ups and set outs en route.

When train identification (symbol) is changed en route, this alone does not require another Class 1 inspection and air test on the train. The original Class 1 documentation is acceptable to retain to destination. When this occurs, the train symbol change and location should be noted on your PROFILE and/or the original Form 15287 from origin.

ABTH 101.16 - Separating Locomotives, Item 5 is changed to read:

5. Disconnect walkway safety chains and reposition chains to provide safe passage.

ABTH 102.12.6 - Distributed Power/Helper Limitations and Placement,

Add to the table in Item 4:

| Trailing Tonnage | Trailing Tonnage Behind DP/Helpers |
|-----------------------------------|------------------------------------|
| Oregon Trunk Sub (MP 86 - MP 103) | 3,500 tons |

Item 5. Position Requirements for Cut-In DP/Helper Consists:

That part reading:

Two DP/helper consists may be used on bulk commodity trains only and must be positioned with one DP/helper consist at the rear and the middle DP/helper consist within 20 car lengths of mid-train, by car count.

Is Changed to read:

Two DP/helper consists may be used and must be positioned with one DP/helper consist at the rear and the middle DP/helper consist within 20 car lengths of mid-train, by car count.

102.14 Emergency Application Capability from Rear of Train

Second bullet reading:

Locals, road switchers, work trains and yard assignments (includes transfer jobs) that do not operate on grades listed in system special instructions or on a continuous grade of 1% or more but less than 2% for a distance of three miles or more. In the application of this rule, locals, road switchers and work trains are defined as a train that does not exceed 4,000 trailing tons and travels over a distance which can normally be operated by a single crew in a single tour of duty.

Is changed to read:

Locals, road switchers, work trains and yard assignments (includes transfer jobs) are exempt from this requirement provided they:

- are operated over a distance that can normally be operated by a single crew in a single tour of duty.
- do not exceed 4,000 trailing tons.

- do not operate over 2% grades listed in BNSF System Timetable
- do not operate over a 1% grade that exceeds 3 miles (refer to grade chart for subdivision found in division timetable).

Note: Exemption does not apply to through freight trains.

102.17 Unusual Conditions, Item B Increased Air Brake System Leakage En Route is changed to read:

Stop the train and repair the brake system if either of the following occur:

1. Brake pipe air flow or brake pipe gradient increases.
2. Conventional trains (without distributed power) - air flow pointer does not return to a reading below 60 CFM or below the calibration mark within the appropriate time. Distributed power equipped trains - combined air flow readings of DP lead and DP remote(s) does not return to below a total of 60 CFM within the appropriate time.

Note: If you cannot repair the brake system to reduce leakage within the required limits, proceed only if the brake pipe pressure on the rear car is at least 60 psi and only if authorized by proper authority.

ABTH 103.7.2 - Recharging on a Grade is changed to read:

If the independent brakes will not hold the train on a grade, recharge the air brake system as follows:

1. Apply a sufficient number of hand brakes.
2. Release the automatic brake.
3. Recharge the air brake system.
4. After recharging the system, make a sufficient brake pipe reduction to hold the train while releasing the hand brakes.

Note: Do not apply power to hold a train stationary on a grade.

APPROVED:
C R ICE

EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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February 10, 2009

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 44

TO ALL CONCERNED,

SUBJECT: Time Change - March 8, 2009

System General Order No. 18 is cancelled.

To conform with Congressional Act requiring that Standard Time be set ahead one hour to Daylight Savings Time, be governed as follows:

At 0200, Sunday, March 8, 2009 all clocks and watches in train dispatcher offices and all other offices open at that time, must be set ahead one hour to indicate 0300. Employees in every office must, as soon as this change has been made, compare time by dialing 8-998-8463. Clocks in offices opened at or after the time change becomes effective must be set ahead to conform to the change of time. Before assuming duties in those offices, employees must compare time by dialing company phone 8-998-8463.

The watches of employees designated and others concerned with train movement, on duty at 0200 or as they come on duty after that time, must be set to conform with the change of time as instructed above. Immediately after their watch has been set ahead, crew members on trains and engines must compare time with one other member of their crew whose watch has been set ahead. At first opportunity, all members of each crew must compare time with each other and with a standard clock.

Between 0200, Sunday, March 8, 2009 and 1700, Monday, March 9, 2009, employees receiving track and time or track warrant must compare time with employee from whom track and time or track warrant was received.

All authorities and computer generated documentation will begin to use daylight savings time after change at 0200 Central Time. All concerned should be alert to possible discrepancies on time stamps for these authorities and computer generated documents. Time change for all authorities and computer generated documentation will occur at 0000 (midnight) Pacific Time, 0100 Mountain Time, 0200 Central Time and 0300 Eastern Time.

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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February 06, 2009

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 43

TO ALL CONCERNED,

SUBJECT: Maintenance of Way Operating Rules Amendments

System General Order No. 39 is cancelled

Explanation: MWOR 6.2.1 is amended to clarify radio contact must be established with a crewmember of the train after receiving the authority.

Amendment to the second paragraph of 6.3.2 Protection on Other Than Main Track, the effective date remains extended:
Western-Cullen-Hayes portable derails (LightWeight model "TS" Portable Derail and Model TSX - Portable Two-Way Derail) may not be sufficient to protect against locomotives due to the height of the derail and the clearance of the pilot on a locomotive. New model "LP-TS" portable derails are available that are capable of protecting against locomotives. This rule change is a temporary change that will be in effect until June 30, 2009 at which time the "TS" and "TSX" model derails will have been retired and replaced.

The following are amendments to the Maintenance of Way Operating Rules dated October 31, 2004.

Following new rule is added:

1.4.1 Good Faith Challenge

A. Right to Challenge

Federal Regulations have provisions that allow an employee the right to challenge a directive which, based upon the employee's good faith determination, would violate a railroad operating rule relating to:

- * Shoving moves.
- * Leaving equipment foul of an adjacent track.
or
- * Handling of hand-operated switches or fixed derails.

These Federal Regulations are not intended to abridge any rights or remedies available to the employee under collective bargaining agreements or Federal law.

B. Good Faith Challenge Procedure

1. The employee may inform their supervisor issuing a directive that they have made a good faith determination that the directive would violate a railroad operating rule relating to:

- * Shoving moves.
- * Leaving equipment foul of an adjacent track.
or
- * Handling of hand-operated switches or fixed derails.

2. The supervisor will not require the employee to comply with the directive until the challenge is resolved. The supervisor may:

Require the challenging employee to perform other tasks not related to the challenge until the challenge is resolved.

or

Direct an employee, other than the challenging employee, to perform the challenged task before the challenge is resolved. Employee so directed will be informed of the challenge, and determine that the challenged task does not violate the rules.

C. Resolving Good Faith Challenge

1. A challenge may be resolved by one of the following:

- * The supervisor's acceptance of the employee's request.
- * An employee's acceptance of the directive.
- * An employee's agreement to a compromise solution acceptable to the person issuing the directive.

2. If the challenge cannot be resolved because the supervisor issuing the directive has determined that the employee's challenge has not been made in good faith or there is no alternative to the direct order, the railroad will:

- * Provide immediate review by at least one manager, which must not be conducted by the supervisor issuing the challenged directive or that supervisor's subordinate.
- * Resolve the challenge using the same options available for resolving the challenge as the initial supervisor.

3. If the manager making the final decision concludes that the challenged directive would not cause the employee to violate any requirement of the involved rules, the reviewing manager's decision shall be final and not be subject to further immediate review.

- * The manager will inform the employee that federal law may protect the employee from retaliation, if the employee's refusal to do the work is a lawful, good faith act.

The employee making the challenge will be afforded an opportunity to document, in writing, any protest to the manager making the final

decision before the employee's tour of duty is complete. The employee will be afforded the opportunity to retain a copy of the protest.

D. Request for Review and Verification of Decision

Upon written request, at the time of the challenge, the employee has the right for further review by the "Designated Review Manager". Within 30 days after the expiration of the month during which the challenge occurred, the "Designated Review Manager" will verify the proper application of the rule in question. The verification decision shall be made in writing to the employee.

MWOR 1.10 is changed to read:

1.10 Games, Reading, or Electronic Devices

Employees on duty must not:

- * Play games.
- * Read magazines, newspapers, or other literature not related to their duties.
or
- * Use electronic devices not related to their duties.

Engineering employee and/or supervisor's cellular phones must be turned off and earpieces removed while occupying the controlling cab of a moving train or engine. Cellular phones may only be used under the following conditions:

- When train is stopped
- After a job safety briefing has been held with all assigned members of the train crew prior to using the device and all agree how communications can safely take place.

Other electronic devices (not capable of voice communication) may be used while occupying the cab of a train or engine only as duties require. Prior to using such device, a job safety briefing must be held with all assigned crew members of the train and all agree how the use of the device can safely take place.

MWOR 6.2.1 Train Location, is changed to read:

6.2.1 Train Location

Prior to fouling the track at the location where the track will be first occupied, employees who receive authority to occupy the track after the arrival of a train or to follow a train(s) must:

- * After receiving the authority, establish direct radio contact with a crewmember of the train(s).
- * Confirm the train's identity by engine initials and number.
- * Ascertain the train(s) MP location, confirming it has passed the location where the track will be fouled or occupied.

When an authority is issued voiding a previous authority and identifying additional train(s) to be followed, movement must stop until direct radio contact is established to ascertain the location of the additional train(s).

Direct radio contact is not required when employees are occupying the track with authority following a train(s) and additional authority is

received to follow the same train(s).

An electronic device cannot be used to ascertain the train(s) has passed the point where the track will be occupied.

MWOR Rule 6.3.1, Main Track Authorization, the second bullet under "Working Limits" is changed to read:

When receiving an authority that is "joint", display red flags if working limits are established within overlapping authority limits. Prior to occupying any overlapping authority limits that are "joint", all working limits (including your own working limits) within the overlapping authority limits must be documented on the "Working Limits" form.

MWOR 6.3.1 Main Track Authorization, the first paragraph under "Occupying or Fouling Track" is changed to read:

Before occupying a main track, controlled siding or any track where CTC is in effect, employees must have information concerning all track bulletin Form B's issued that may overlap their authority. Employees continuing to occupy a main track, controlled siding or any track where CTC is in effect after midnight must contact the train dispatcher to obtain any additional Form B's that may have been issued.

MWOR 6.3.1 Main Track Authorization, the fourth paragraph under "Occupying or Fouling Track" is changed to read:

When the work group consists of two or more employees, at least one other employee (rules qualified, if available) in that work group must read and understand the authority prior to equipment or employees fouling the track.

Effective 0001, February 4, 2009, the following rule is added:

MWOR 6.19.1 Protection in Restricted Limits by Lining Switch

Flag protection may be established within Restricted Limits by lining and locking all facing point switches to prevent direct access to the protected track segment, including all crossover switches. When conditions permit, notify the train dispatcher and/or yardmaster of your intention to employ Rule 6.19.1 prior to lining the switches.

After determining there are no movements of trains, engines or on-track equipment on the portion of track to be protected, follow these steps for each switch to be lined and locked:

1. Reverse the switch.
2. Spike, clamp or lock the switch with an effective locking device or remain at the switch while protection is required.
3. Display a red flag between the rails on the main track at the switch.
4. When flag protection is no longer required, remove the flags and restore the switches to their normal position.

A main track authority and/or protection may be used to establish working

limits to prevent movement into the protected track segment. This may be used in combination with a facing point switch that is lined to provide protection from the opposite direction.

MWOR 8.2 Position of Switches, add the following fourth and fifth bullets:

- * The switch is not operated while equipment is fouling, standing on, or moving over the switch.
- * When equipment has entered a track, the switch to that track is not lined away until the equipment has passed the clearance point of the track.

MWOR 15.2 Protection by Track Bulletin Form B, under part "C. Stop Column", the fourth paragraph is changed to read:

On-track equipment or a train within the limits at the time the track bulletin Form B takes effect, must not make further movement until instructed by employee in charge.

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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January 30, 2009
BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 42

TO ALL CONCERNED,

SUBJECT: Maintenance of Way Safety Rules Amendments

System General Order No. 33 is cancelled.

Explanation: Following changes effective Wednesday, February 4, 2009;
S-13.1.5 is amended by re-lettering paragraph E. to F. and adding new
paragraph E. related to riding tank cars.

The following are amendments to the Maintenance of Way Safety Rules in effect Sunday, October 30, 2005.

S-8.3.1 Vehicle Requirements, is changed to read:

Required safety equipment on yard vehicles must be functioning and used when vehicle is operated on the facility. This includes strobes or oscillating lights, headlights, taillights, and brakelights, turn indicators, and windshield wipers.

All personnel operating within an intermodal facility must comply with the following chassis deflector policy. Service Partners must not use private vehicles in place of company vehicles. All pick-up trucks, vans, step vans, and other specialized vehicles permanently assigned, or work on the facility daily (i.e. Trailer repair, Tire repair, Lift equipment repair, Crew haulers, Facility maintenance, etc.) must be equipped with chassis deflectors. Other vehicles will not be allowed on the Intermodal property at any time unless the driver of the vehicle is issued a "Facility Authorization Pass" which will identify the authorized vehicle. The "Facility Authorization Pass" must be visible through the front windshield of the vehicle whenever on the facility property. BNSF Hub Management must use careful consideration before an authorization pass is issued, and drivers must be properly trained in the Hub Safety rules. Vehicles can be limited to specific routes within the Hub, particularly when workers must drive a private vehicle to their workplace within the Hub property. Authorized vehicles, which are limited to a specific route within the Hub, cannot be used to drive to any other location within the facility.

S-8.3.2 Vehicle Operations, following 4th bullet is added:

* All unattended vehicles must place standard transmission in low gear or automatic transmission in park, with engine shut off.

S-8.4 Check Point Ingate / Outgate Procedures, is changed to read:

All BNSF checkpoints will be designed as outlined below. The driver and inspector must comply with the following procedures:

(1) Establish an area 35 feet from the inspection lane, and declare this area the safe clearance zone between trucks and inspection lane. A three feet wide area will be painted RED across each lane.

Exceptions:

South Seattle, Billings, Dilworth - (No safe zone required not manned)

St. Paul, Spokane, Portland - (15 feet from the inspection lane)

San Bernardino - (KISOK out-gate 15 feet from the inspection lane)

Rancho East & West - (10 feet from the inspection lane)

Los Angeles main yard, Lot 8, Lot 9, and Lot 11; Bell Lot;

Commerce Lot - (30 feet from inspection lane)

Fresno - (25 feet from inspection lane)

(2) Stop signs will be posted at this area in each check lane and the ground stenciled with the word STOP (painted in WHITE) across the lane. Drivers will be required to turn truck engines off while at the Inspection stop signs or painted stop bars on pavement in the checkpoint lanes. Each facility should add "Turn Engine Off" signs to current stop bars or stop signs, effectively immediately.

(3) Mounted on the pole below the stop sign will be a white sign with black lettering stating: "WAIT FOR SIGNAL TO MOVE FORWARD".

(4) Cones with a height of 48 inches will be placed in the middle of each check lane and removed only by the inspector that signals a vehicle to pull forward. When the vehicle is stopped, the inspector will replace the cone back into the middle of the check lane. This procedure is repeated each time an inspection is to be performed.

Inspectors will not enter the inspection lane until the truck engine is turned off for the unit to be inspected, and the truck engine is turned off for the truck at the stop sign or stop bar in the first queuing position behind the inspection lane. The inspector will instruct drivers when they can re-start their tractors and proceed. The cone shall remain in the lane until the inspector removes it.

Effective, Wednesday Feb. 5, 2009 S-13.1.5 Riding In or On Moving Equipment is amended by re-lettering paragraph E. to F. and adding new paragraph E.

E. Riding Tank Cars

When riding any type of tank car:

- * Ride with both feet in the stirrup, or one foot in the stirrup and one on the horizontal grab iron
- * Do not ride on any part of the coupler apparatus, center sill, side sill, end sill, or framework
- * Do not ride with both feet on the horizontal grab iron
- * Do not ride the middle ladder intended for man way access

F. Do not ride on the side of a moving car, engine or other equipment under any of the following conditions:

- Through gates or doorways
- Into, out-of or within enclosed buildings. (Employees must precede the movement, if safe to do so, before entering enclosed buildings. Movements must only be made on that employee's signal within a building).
- On industry tracks at locations where signs may be placed, advising of close clearances.
- When it cannot be visually determined that equipment on an adjacent track is in the clear or behind the clearance point.
- Locations that have been identified by timetable or special instructions as having a close clearance restriction.
- Locations that have been identified by timetable or special instructions as having close track centers unless adjacent track is known to be clear.

S-21.2.2 Safety Boots is amended by removing the seventh bullet point reading:

- * Chemical Resistant

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

January 30, 2009

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 41

TO ALL CONCERNED,

SUBJECT: TY&E Safety Rules Amendments

System General Order No. 34 is cancelled

Explanation: Following changes effective Wednesday, February 4, 2009;
S-13.1.5 is amended by re-lettering paragraph E. to F. and adding new
paragraph E. related to riding tank cars.

The following are amendments to the TY&E Safety Rules, in effect
October 30, 2005:

S-8.3.1 Vehicle Requirements, is changed to read:
Required safety equipment on yard vehicles must be functioning and used
when vehicle is operated on the facility. This includes strobes or
oscillating lights, headlights, taillights, and brakelights, turn
indicators, and windshield wipers.

All personnel operating within an intermodal facility must comply with
the following chassis deflector policy. Service Partners must not use
private vehicles in place of company vehicles. All pick-up trucks, vans,
step vans, and other specialized vehicles permanently assigned, or work
on the facility daily (i.e. Trailer repair, Tire repair, Lift equipment
repair, Crew haulers, Facility maintenance, etc.) must be equipped with
chassis deflectors. Other vehicles will not be allowed on the Intermodal
property at any time unless the driver of the vehicle is issued a
"Facility Authorization Pass" which will identify the authorized vehicle.
The "Facility Authorization Pass" must be visible through the front
windshield of the vehicle whenever on the facility property. BNSF Hub
Management must use careful consideration before an authorization pass is
issued, and drivers must be properly trained in the Hub Safety rules.
Vehicles can be limited to specific routes within the Hub, particularly
when workers must drive a private vehicle to their workplace within the
Hub property. Authorized vehicles, which are limited to a specific route
within the Hub, cannot be used to drive to any other location within the
facility.

S-8.3.2 Vehicle Operations, following 4th bullet is added:
* All unattended vehicles must place standard transmission in low gear
or automatic transmission in park, with engine shut off.

S-8.4 Check Point Ingate / Outgate Procedures, is changed to read:
All BNSF checkpoints will be designed as outlined below. The driver and inspector must comply with the following procedures:

(1) Establish an area 35 feet from the inspection lane, and declare this area the safe clearance zone between trucks and inspection lane. A three feet wide area will be painted RED across each lane.

Exceptions:

South Seattle, Billings, Dilworth - (No safe zone required not manned)
St. Paul, Spokane, Portland - (15 feet from the inspection lane)
San Bernardino - (KISOK out-gate 15 feet from the inspection lane)
Rancho East & West - (10 feet from the inspection lane)
Los Angeles main yard, Lot 8, Lot 9, and Lot 11; Bell Lot;
Commerce Lot - (30 feet from inspection lane)
Fresno - (25 feet from inspection lane)

(2) Stop signs will be posted at this area in each check lane and the ground stenciled with the word STOP (painted in WHITE) across the lane. Drivers will be required to turn truck engines off while at the Inspection stop signs or painted stop bars on pavement in the checkpoint lanes. Each facility should add "Turn Engine Off" signs to current stop bars or stop signs, effectively immediately.

(3) Mounted on the pole below the stop sign will be a white sign with black lettering stating: "WAIT FOR SIGNAL TO MOVE FORWARD".

(4) Cones with a height of 48 inches will be placed in the middle of each check lane and removed only by the inspector that signals a vehicle to pull forward. When the vehicle is stopped, the inspector will replace the cone back into the middle of the check lane. This procedure is repeated each time an inspection is to be performed.

Inspectors will not enter the inspection lane until the truck engine is turned off for the unit to be inspected, and the truck engine is turned off for the truck at the stop sign or stop bar in the first queuing position behind the inspection lane. The inspector will instruct drivers when they can re-start their tractors and proceed. The cone shall remain in the lane until the inspector removes it.

Effective, Wednesday Feb. 5, 2009 S-13.1.5 Riding In or On Moving Equipment is amended by re-lettering paragraph E. to F. and adding new paragraph E.

E. Riding Tank Cars

When riding any type of tank car:

- * Ride with both feet in the stirrup, or one foot in the stirrup and one on the horizontal grab iron
- * Do not ride on any part of the coupler apparatus, center sill, side sill, end sill, or framework
- * Do not ride with both feet on the horizontal grab iron
- * Do not ride the middle ladder intended for man way access

F. Do not ride on the side of a moving car, engine or other equipment under any of the following conditions:

- Through gates or doorways
- Into, out-of or within enclosed buildings. (Employees must precede the movement, if safe to do so, before entering enclosed buildings. Movements must only be made on that employee's signal within a building).
- On industry tracks at locations where signs may be placed, advising of close clearances.
- When it cannot be visually determined that equipment on an adjacent track is in the clear or behind the clearance point.
- Locations that have been identified by timetable or special instructions as having a close clearance restriction.
- Locations that have been identified by timetable or special instructions as having close track centers unless adjacent track is known to be clear.

S-21.2.2 Safety Boots is amended by removing the seventh bullet point reading:

* Chemical Resistant

APPROVED:
 C R ICE
 EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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January 30, 2009

BNSF Railway Co.
 ALL DIVISIONS

SYSTEM GENERAL ORDER No. 40

TO ALL CONCERNED,

SUBJECT: General Code of Operating Rules Amendments

System General Order No. 19 is cancelled

 Explanation: Effective February 4, 2009, GCOR 6.2.1 is amended removing reference to Maintenance of Way employees, and GCOR 8.2 is amended with added requirements when handling switches.

The following are amendments to the General Code of Operating Rules, Fifth Edition, in effect April 3, 2005.

The following new rule is added:

1.4.1 Good Faith Challenge

A. Right to Challenge

Federal Regulations have provisions that allow an employee the right to challenge a directive which, based upon the employee's good faith determination, would violate a railroad operating rule relating to:

- * Shoving moves.
- * Leaving equipment foul of an adjacent track.
or
- * Handling of hand-operated switches or fixed derails.

These Federal Regulations are not intended to abridge any rights or remedies available to the employee under collective bargaining agreements or Federal law.

B. Good Faith Challenge Procedure

1. The employee may inform their supervisor issuing a directive that they have made a good faith determination that the directive would violate a railroad operating rule relating to:

- * Shoving moves.
- * Leaving equipment foul of an adjacent track.
or
- * Handling of hand-operated switches or fixed derails.

2. The supervisor will not require the employee to comply with the directive until the challenge is resolved. The supervisor may:

Require the challenging employee to perform other tasks not related to the challenge until the challenge is resolved.

or

Direct an employee, other than the challenging employee, to perform the challenged task before the challenge is resolved. Employee so directed will be informed of the challenge, and determine that the challenged task does not violate the rules.

C. Resolving Good Faith Challenge

1. A challenge may be resolved by one of the following:

- * The supervisor's acceptance of the employee's request.
- * An employee's acceptance of the directive.
- * An employee's agreement to a compromise solution acceptable to the person issuing the directive.

2. If the challenge cannot be resolved because the supervisor issuing the directive has determined that the employee's challenge has not been made in good faith or there is no alternative to the direct order, the railroad will:

- * Provide immediate review by at least one manager, which must not be conducted by the supervisor issuing the challenged directive or that supervisor's subordinate.
- * Resolve the challenge using the same options available for resolving the challenge as the initial supervisor.

3. If the manager making the final decision concludes that the challenged directive would not cause the employee to violate any requirement of the involved rules, the reviewing manager's decision shall be final and not be subject to further immediate review.

* The manager will inform the employee that federal law may protect the employee from retaliation, if the employee's refusal to do the work is a lawful, good faith act.

The employee making the challenge will be afforded an opportunity to document, in writing, any protest to the manager making the final decision before the employee's tour of duty is complete. The employee will be afforded the opportunity to retain a copy of the protest.

D. Request for Review and Verification of Decision

Upon written request, at the time of the challenge, the employee has the right for further review by the "Designated Review Manager". Within 30 days after the expiration of the month during which the challenge occurred, the "Designated Review Manager" will verify the proper application of the rule in question. The verification decision shall be made in writing to the employee.

Effective 10/27/2008 GCOR 1.10 as previously amended by System Special Instructions is changed to read:

1.10 Games, Reading, or Electronic Devices

Employees on duty must not:

- * Play games.
- * Read magazines, newspapers, or other literature not related to their duties.
- * Have magazines, newspapers, and other literature not related to duties available for viewing in the cab of engines. This does not prohibit employees from having such material enclosed in their personal luggage.

Cellular Phones

During normal operations, cellular phones must be turned off and ear pieces removed:

- * When employees are on a moving train (includes supervisors).
- * When members of your crew are on the ground performing duties related to train movement, switching, performing air tests, riding equipment, providing inspection of passing trains, assisting in preparation of their train or fouling the track (within four feet of nearest rail of a track).
- * When other employees are performing safety related duties associated with your train.

Exceptions: Cellular phones may be used:

- * For voice communications only, while train is stopped and any member of their crew is not engaged in safety-related duties including switching, performing air tests, riding equipment, inspecting passing trains, assisting in preparation of a train or fouling the track (within four

feet of nearest rail of track), and all crew members have been briefed that operations have been suspended.

- * To access electronically stored rule-related files (only) when train is stopped. However, text messaging, e-mailing or use of other device features is prohibited.
- * While on passenger trains or business cars for business purposes provided they are not used in the controlling unit or the cab room of the controlling cab car. Use must not interfere with any safety related duties including calling or acknowledging signals.
- * When use relates to mechanical or technical evaluations (e.g. testing of signal system, Electronic Train Management System, distributed power, etc.) Before using the cell phone, a safety briefing is required with all assigned crew members and all must agree how communications can safely take place.
- * During emergencies, while deadheading or transporting by means other than on a freight train, or as outlined in GCOR 2.5 (Communications Redundancy) due to radio failure.

Electronic Devices

Electronic devices such as Hammerhead, Renegade or other similar devices may be used for company business while train is stopped and no crew members are engaged in safety-related duties including switching, performing air tests, riding equipment, inspecting passing trains, assisting in preparation of a train or fouling the track. (within four feet of nearest rail of a track), and all crew members have briefed that operations have been suspended.

Laptop computers may be used (only to access electronically stored rule-related files). When train is stopped or while deadheading or being transported by means other than by freight train (without restriction).

Electronic devices such as DVD/CD players, MP3 players, iPods, internet browsers, text messaging and emailing devices:

- * May not be used by crews on a train while on duty. Devices must be turned off and ear pieces removed (includes supervisors).
- * May be used while deadheading or being transported by means other than by freight train.

Railroad supplied devices related to train movement and locomotive/train control systems (e.g. Remote Control Transmitter, railroad electronic displays, Electronic Train Management System, distributed power, head-end device, etc.) is not restricted or prohibited.

Digital clocks/timepieces are not considered electronic devices.

GCOR 1.37 Open Top Loads is amended in its entirety as follows:

GCOR 1.37 Open Top Loads

Flat cars, open top cars, and open TOFC/COFC's with loads which protrude beyond the car ends or, if shifted, would protrude beyond the car ends must not be placed in trains next to the following if train length and makeup permit:

- * Occupied outfit car

- * Passenger car
- * Engine
- * Caboose
- * Shipment of automotive vehicles or machinery that is not fully enclosed

This restriction does not apply to cars equipped with chains or cables securing the load to the car.

Effective 0001, February 4, 2009 - GCOR 6.2.1 Train Location, is changed to read:

6.2.1 Train Location

Trains who receive authority to occupy the main track after the arrival of a train or to follow a train must ascertain the train's location by one of the following methods:

- * Visual identification of the train.
- * Direct communication with a crew member of the train.
or
- * Receiving information about the train from the train dispatcher or control operator.

Effective 0001, February 4, 2009 - GCOR 8.2 Position of Switches, add the following fourth and fifth bullets:

- * The switch is not operated while equipment is fouling, standing on, or moving over the switch.
- * When equipment has entered a track, the switch to that track is not lined away until the equipment has passed the clearance point of the track.

GCOR 8.2, Position of Switches, last sentence is changed to read:

When practical, crew members on the engine must see that the switches and derails near the engine are properly lined.

GCOR 9.11 Movement from Signal Requiring Restricted Speed

Second sentence, as previously amended by System Special Instructions is changed to read:

When a train passes a signal requiring movement at restricted speed, the train must move at restricted speed until its leading wheels have passed the next governing signal. When leaving block system limits, trains operating on the main track must move at restricted speed for two miles or until leading wheels pass the opposing distant signal.

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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January 12, 2009

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 38

TO ALL CONCERNED,

SUBJECT: System Special Instructions Amendments

System General Order No. 37 is cancelled

Explanation: Item 1 Speed Restrictions is amended, adding speed requirements for Plasser equipment, and correction to identification of Balfour Beatty equipment.

Previous General Order erroneously deleted speed restriction for Plasser machines PACX 4656 and 4657, which is now re-established.

The following are amendments to System Special Instructions No. 16, dated July 16, 2008:

Item 1. Speed Restrictions, is amended as follows;

Add:

Plasser machines PACX 4656, 4657.....45 MPH.....45 MPH
Plasser 08 & 09 Tampers, PTS 61, 62 & 90 Stabilizers and BDS 100 & 200
Ballast machines traveling in train or traveling under it's own power
with a Conductor or Engineer Pilot.....50 MPH.....50 MPH

That part reading:

Balfour Beatty, RKCX 103, 104,
105,106, BU 3005.45 MPH.....45 MPH

Is changed to read:

Balfour Beatty, RKCX 103, 104,
105, 106, 3005.....45 MPH.....45 MPH

Item 13 - In Effect on BNSF Railway is amended as follows,

That bullet reading:

2004 North American Emergency Response Guidebook

Is changed to read:

2008 North American Emergency Response Guidebook

The following bullet is deleted:

Rules for the Protection of Track Units and Track Work, in effect April 1, 1999. (For use in Canada only.)

Item 14, General Code of Operating Rules Changes and additions, GCOR Rule 1.10 Games, Reading or Electronic Devices is changed to read:

1.10 Games, Reading, or Electronic Devices

Employees on duty must not:

- * Play games.
- * Read magazines, newspapers, or other literature not related to their duties.
- * Have magazines, newspapers, and other literature not related to duties available for viewing in the cab of engines. This does not prohibit employees from having such material enclosed in their personal luggage.

Cellular Phones

During normal operations, cellular phones must be turned off and ear pieces removed:

- * When employees are on a moving train (includes supervisors).
- * When members of your crew are on the ground performing duties related to train movement, switching, performing air tests, riding equipment, providing inspection of passing trains, assisting in preparation of their train or fouling the track (within four feet of nearest rail of a track).
- * When other employees are performing safety related duties associated with your train.

Exceptions: Cellular phones may be used:

- * For voice communications only, while train is stopped and any member of their crew is not engaged in safety-related duties including switching, performing air tests, riding equipment, inspecting passing trains, assisting in preparation of a train or fouling the track (within four feet of nearest rail of track), and all crew members have been briefed that operations have been suspended.
- * To access electronically stored rule-related files (only) when train is stopped. However, text messaging, e-mailing or use of other device features is prohibited.
- * While on passenger trains or business cars for business purposes provided they are not used in the controlling unit or the cab room of the controlling cab car. Use must not interfere with any safety related duties including calling or acknowledging signals.
- * When use relates to mechanical or technical evaluations (e.g. testing of signal system, Electronic Train Management System, distributed power, etc.) Before using the cell phone, a safety briefing is required with all assigned crew members and all must agree how communications can safely take place.
- * During emergencies, while deadheading or transporting by means other than on a freight train, or as outlined in GCOR 2.5 (Communication Redundancy) due to radio failure.

Electronic Devices

Electronic devices such as Hammerhead, Renegade or other similar devices may be used for company business while train is stopped and no crew members are engaged in safety-related duties including switching, performing air tests, riding equipment, inspecting passing trains, assisting in preparation of a train or fouling the track. (within four

feet of nearest rail of a track), and all crew members have briefed that operations have been suspended.

Laptop computers may be used (only to access electronically stored rule-related files), when train is stopped or while deadheading or being transported by means other than by freight train (without restriction).

Electronic devices such as DVD/CD players, MP3 players, iPods, internet browsers, text messaging and emailing devices:

- * May not be used by crews on a train while on duty. Devices must be turned off and ear pieces removed (includes supervisors).
- * May be used while deadheading or being transported by means other than by freight train.

Railroad supplied devices related to train movement and locomotive/train control systems (e.g. Remote Control Transmitter, railroad electronic displays, Electronic Train Management System, distributed power, head-end device, etc.) is not restricted or prohibited.

Digital clocks/timepieces are not considered electronic devices.

Item 15, General Code of Operating Rules and Maintenance of Way Operating Rules, Supplemental Instructions, new supplement is added:

Supplemental GCOR 1.10, Games, Reading or Electronic Devices -

Employees that utilize control machines to line switches or grant track authority to trains/employees must:

- Conduct conversations with field employees regarding train movements and/or MW work activities by utilizing only company provided communication devices except during emergencies or as provided for in GCOR 2.5 (Communications Redundancy).
- Have personal cell phones and personal electronic devices turned off and not in use while in work areas. (Such devices include, but are not limited to: Cell phone, BlackBerry, Treo, Portable DVD player, CD player, Electronic Recording device, or MP3 player.)

Item 15, General Code of Operating Rules and Maintenance of Way Operating Rules, Supplemental Instructions, new supplement is added:

Supplemental GCOR and MWOR Rule 2.14.1 - Apply the following when verbally issuing a mandatory directive identified by numbers separated with a hyphen:

- * State the first number, then state or spell each digit separately for that number
- * State the hyphen as "dash"
- * State the second number, then state or spell each digit separately for that number

Example: Authority number 407-15; "407; 4, 0, 7 dash 15; 1, 5."

Employees repeating the initial transmission of the mandatory directive must repeat the number in this same format.

Item 15, General Code of Operating Rules and Maintenance of Way Operating Rules, Supplemental Instructions, add the following:

Supplemental GCOR 5.8.2, Sounding Whistle - the following supplemental instruction is added:

Quiet Zone - Quiet Zone locations are identified by individual subdivision special instructions. Due to Quiet Zone designation, the requirement to use whistle signal (7) is no longer in effect at these locations. All other whistle requirements remain in effect.

A locomotive engineer may sound the train horn to provide warning to crews on other trains in an emergency situation, vehicle operators, pedestrians, trespassers or animals if, in the locomotive engineer's sole judgment, such action is appropriate in order to prevent imminent injury, death, or property damage. Train crews are not restricted from sounding the horn when 1) there is an emergency situation; 2) a wayside horn is malfunctioning; 3) active grade crossing warning devices malfunction; 4) grade crossing warning systems are out of service; 5) when supplemental or alternative safety measures are not compliant; 6) purposes other than highway-rail crossing safety, for example, to announce approach of train to roadway workers.

Item 17 - Air Brake and Train Handling Rules, Changes and Additions is amended as follows:

That part of ABTH Rule 105.5.2 A amendment reading:

(See Rule 105.5)

Is changed to read:

(See Rule 105.5.1)

The following part of ABTH Rule 106.1, Item 4 amendment is deleted:

Exception: Empty coal trains operating on the following subdivisions may operate with up to 14,000 horsepower:

Angora, Big Horn, Black Hills, Brush, Butte, Canyon, Dalhart, Lampasas, Orin, Pikes Peak, Red River Valley, Sand Hills, Spanish Peaks, Twin Peaks and Valley Subdivisions.

Item 23 Remote Control Operations, is amended

Under 23(A) Remote Control Operating Instructions, add the following new paragraph:

f. A Remote Control Transmitter (RCT) is considered a safety device. When in use, the RCT must be properly secured to a vest or belt intended for remote control operations. All "D" rings on the RCT must be properly attached to the operator's vest or belt. Improper or incomplete attachment of an RCT to the operator's vest or belt will be considered as tampering with a safety device.

Item 47(A) Additional Train Make-up Instructions for DP trains is amended in its entirety as follows:

The following train make up and locomotive power restrictions apply to all distributed power trains (DP), excluding bulk commodity unit trains, operated over the subdivisions listed below and are in addition to those found under ABTH Rule 102.12.6 Distributed Power/Helper Limitations and Placement and System Special Instructions, item 47, Train Make-Up Instructions.

Birmingham, Ft Scott, Ft Worth, Galveston, Lampasas, Phoenix, Seligman, Thayer North, Thayer South and Wichita Falls Subdivisions

1. All DP manifest trains, regardless of tonnage, operating on the above territories are prohibited from handling any loaded steel shipments with end of car cushioning (EOC), identified by car kind code GOS or GRS. The car initial and number for these cars is BN 686000-686864, BNSF 529000-533999 and BNSF 534080-538999.

2. DP Power requirements:

a. DP power requirements for DP Manifest Trains:

- * 1 DP remote locomotive (8 rated powered axles) on rear or cut in train:
 - Maximum of 11,000 tons
- * 2 DP remote locomotives (14-16 rated powered axles) on rear or cut in train:
 - Maximum of 13,000 tons
- * 3 DP remote locomotives cut in train only (22-24 rated powered axles):
 - Maximum of 15,000 tons

b. DP power requirements for DP Intermodal Trains Southern Transcon - Chicago to Los Angeles or Southern California ports:

- * 2 DP remote locomotives (14-16 rated powered axles) on rear or cut in train:
- * A mid-train DP remote consist of 2 locomotives, in addition to rear DP remote consist of 2 locomotives may be utilized when train exceeds 10,500 tons.

Note: The maximum power differential allowed on lead DP consist should not exceed 16 rated powered axles of the total rated powered axles of each DP remote consist(s).

3. Additional Train Make up requirements for DP Manifest Trains based on DP remote consist.

With 1 DP remote locomotive on rear or cut in train:

- a. Minimum weight of cars - all cars within the first half of train and 5 cars ahead of remote locomotive, whether on rear or cut in must weigh a minimum of 45 tons.

With 2 DP remote locomotives (14-16 rated powered axles) on rear or cut in train or 3 DP remote locomotives (22-24 rated powered axles) cut in train:

- b. Minimum weight of cars - all cars between lead consist and remote consist must weigh not less than 45 tons.
- c. End of car cushioning - Must not exceed 20 cars with end of car cushioning between lead and remote consist.

4. Train Make Up requirement for Intermodal Trains equipped with DP (Southern Transcon - Chicago to Los Angeles or Southern California

ports).

- a. Double stack and autorack equipment ONLY may be handled ahead of the remote consist(s).
- b. No empty platforms are allowed within the first 10 platforms ahead of the remote consist(s).
- c. All other intermodal equipment (spine cars, intermodal flat cars, twin flats) must be placed behind the remote consist(s).
- d. Length - Must not exceed 10,000 feet, excluding locomotives.

APPROVED:
 C R ICE
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SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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December 10, 2008

BNSF Railway Co.
 ALL DIVISIONS

SYSTEM GENERAL ORDER No. 32

TO ALL CONCERNED,

SUBJECT: Engineering Instructions Amendments

System General Order No. 30 is cancelled

Explanation:

Revised Engineering Instructions were placed in effect December 1, 2008. The December 1, 2008 Revision of the engineering instructions is available through the BNSF Intranet, or in printed form as outlined in this General Order.

On December 16, 2008 three revisions to the Engineering Instructions, affecting EI 4, 5, and 12 are in effect. These revisions are specified in this General Order and are not incorporated into the printed or online version of the EI.

Location and Ordering Instructions for December 1, 2008 Version of the EI.

The December 1 2008 revision of the EI can be found on the BNSF Intranet at:

http://udprd/enme/ei_instructions/home.html

Printed Copies can be ordered using the following numbers:

Complete Manual - 1365495

Updates Only - 1365496

4 Up version - 1365498

Following are revisions in effect December 16, 2008:

1. Revision to EI 4

Table 4-2 in EI is modified so that the Maximum Allowable Speeds are consistent with the geometry limits specified in EI 5.

An updated table is available on the BNSF intranet at:

http://udprd/enme/ei_instructions/home.html

The name of the file containing the updated table is:

"December_16_2008_Update_to_Table_4-2.pdf"

2. Revision to EI 5

Section 5.5.4 through 5.5.4 Section C is revised to read:

5.5.4 Correction of Defects

The BNSF Track Geometry Cars produce on-car computer reports of detected Red and Yellow Tag exceptions. Use the Track Geometry Car data to plan corrective maintenance programs.

For all track geometry surface and wide gage red tags, the defect must be repaired or slow ordered before the next train passes over the red tag defect location. These red tag defects specifically are: Unbalanced Elevation, Alignment-62 (curved and tangent), Crosslevel, Warp-62, Surface 62 (left and right), Joint, Dip 31, Superelevation, Reverse Elevation, Over-Elevation Combination, Hopper Car and wide gage.

For all rail wear red tags (Vertical Head Loss or Gage Face Loss), after verifying the rail weight, the operating speed shall be reduced one FRA track class from posted speed for any red tag identified after December 15th, 2008.

If the class of track is FRA class 1 and a rail wear red tag is detected, after confirmation of rail section, the Roadmaster shall make a walking confirmation of rail section, the Roadmaster shall make a walking inspection of the defect and ascertain if continued rail operation at FRA FRA class 1 is determined to be safe prior to rail relay or defect remediation. Any rail wear red tag (VHL or GFL) detected prior to December 16th, 2008, is grandfathered, but it shall be remediated, or slow ordered, or re-tested by April 1, 2009.

A. Inspecting Red Tag Defects

In addition to immediate correction, or protection, as stated in section 5.5.4 above, an employee who is qualified under Section 213.7 of the FRA Track Safety Standards must field inspect Red Tag defects as follows:

1. For all red tag defects not specifically stated in 5.5.4 above, make the field verification as soon as possible, but no more than 24 hours after the Track Geometry Car test. Once the defect has been verified, immediate action must be taken to repair or protect by temporary speed restriction. For temporary speed restriction requirements, refer to Table 4-2 in Engineering Instruction 4 Temporary Speed Restrictions, specifically section 4.10.

2. For Red Tag Defects - record the field measurements on the Track Measurement Notes form. (See Figure 2-7 in Engineering Instruction 2 Track Inspection.)

Complete only that portion of the Track Measurement Notes form that relates to the track condition identified as a Red Tag defect.

B. Re-inspecting Red Tag Location

After the repairs are complete, an employee who is qualified under Section 213.7 of the FRA Track Safety Standards must re-inspect the Red Tag location to verify that the defect has been properly repaired. It is preferable, but not necessary, that the same employee does both the initial inspection as well as the re-inspection.

C. Geometry Car Red Tag Repair Form

The employee who re-inspects the Red Tag location must complete a Geometry Car Red Tag Repair Form (see Figure 5-2). The completed form must be forwarded to the Roadmaster. The Roadmaster must keep the completed form on file for a minimum of one year or until the next Geometry Car test, whichever is longer.

3. Revision to EI 12

Section 12.1.3 is revised to read:

12.1.3 Notification

Roadmasters will notify all affected BNSF work groups of pending vegetation control activities. Information will include dates of work and safety of work activities.

Prior to commencement of herbicide spray application activities the following steps are to be taken:

1. The spray contractor will notify the Roadmaster 10 days in advance of herbicide spray application on his/her territory (EI 12.4.2C), so all BNSF Railway employees working in or near affected areas can be properly notified.

2. When the spray applicator arrives on railroad property they will hold a job safety briefing with the Roadmaster and provide MSDS sheets for the herbicide products being applied. In addition, they will also have copies of this information on each spray applicator truck.

3. Job safety briefings will be held with pilots (hy-rail escorts), spray applicators and other departments or groups working in conjunction with the herbicide spray application activities (EI 12.4.2D). In terminal locations the Roadmaster will notify local Transportation personnel and provide the MSDS sheets for the herbicide products being applied so that the Trainmaster, Yardmaster or other position as appropriate can post notification of spray activities. In the terminal areas where train crews may be working in close proximity to spray activities the local Transportation personnel will job brief with train crews as necessary.

Safety briefing "BNSF Herbicides" is available on the Industrial Hygiene web site using the following link:
<http://bnsfweb.bnsf.com/departments/hr/medical/html/hazcom.html>

This safety briefing provides basic information needed to work safely in and near areas treated with herbicides. The herbicides used by BNSF are approved by the EPA and each State that they are applied in. They are sprayed by licensed applicators at well below the maximum label rates. Each applicator receives annual training in the proper mixing, handling and application of herbicides.

To assist in following the spray application program a two week schedule is posted in Outlook mail on the Engineering Department bulletin board and the schedule is updated weekly.

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT
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November 17, 2008

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 28

TO ALL CONCERNED,

SUBJECT: Canadian Rail Operating Rules Amendments

System General Order No 5 is cancelled.

Explanation: Add BNSF Special Instructions to the CROR, as previously contained in Northwest division, New Westminster subdivision special instructions.

1. THE FOLLOWING ARE CORRECTIONS TO THE BNSF PUBLICATION OF THE CANADIAN RAIL OPERATING RULES IN EFFECT MAY 28, 2008 (for use in Canada only):

Rule N:
The abbreviation for East is changed to E

Rule 14 is changed to read:

14. Engine Whistle Signals

NOTE:

- (i) Wherever the words "engine whistle" appear in these rules they also refer to "engine horn". Signals prescribed by this rule are illustrated by "O" for short sound; "___" for longer sounds.
- (ii) Engine whistle signals must be sounded as prescribed by this rule, and should be distinct, with intensity and duration proportionate to the distance the signal is to be conveyed. Unnecessary use of the whistle is prohibited.
- (iii) Radio must not be used in lieu of engine whistle signals for indications prefixed by the symbol (#).
- (a) O
When standing - braking system is equalized; angle cock may be closed.
- (b) OO
Note: Not applicable when switching.
 - (i) Answer to a "stop" signal (except a fixed signal).
 - (ii) Answer to any signal not otherwise provided for.
- (e) OOO OOO
To notify track forces of fire on or near the right of way (to be repeated as often as required)
- (f) Succession of short sounds
(#) Alarm for persons or animals on or near the track.
- (l) ___ O ___
 - (i) (#) At public crossings at grade:
Trains exceeding 44 MPH must sound whistle signal ___ mile before the crossing, to be prolonged or repeated, until the crossing is fully occupied.
Note: A whistle post will be located 1/4 mile before each public crossing where required.
Movements operating 44 MPH or less must sound whistle signal to provide 20 seconds warning before entering the crossing and and continue to sound whistle signal until crossing is fully occupied.
EXCEPTION: Engine whistle is not required when manual protection is provided, or shoving equipment other than a snow plow over a crossing protected by automatic warning devices.
 - (ii) (#) At other whistle posts indicated in special instructions.
 - (iii) (#) At frequent intervals when view is restricted by weather, curvature or other conditions.
 - (iv) Special instructions will govern when such signal is prohibited in whole or in part.
- (r) In case of engine whistle failure the engine bell must be rung continuously;
 - (i) approaching and moving through curves; and
 - (ii) approaching and passing stations facilities, yards and public crossings at grade. In addition, the movement must not exceed twenty five (25) MPH entering each public crossing at grade.
- (t) When a snow plow is operated ahead of an engine, the employee in charge of the snow plow must sound engine whistle signals 14(f) and 14(l). All other engine whistle signals must be sounded by the locomotive engineer or remote control operator as prescribed by the rule.

Rule 80 - is changed to read:

MAIN TRACK AUTHORIZATION

A movement must not foul or enter a main track without authority.

Authority is conveyed in:

| | |
|-------------------|---|
| CTC | By signal indication, RTC permission or written authority |
| OCS | Clearance |
| Cautionary Limits | Rule 94 |
| SCS | Special Instruction |

Rule 104(n)
delete last sentence.

Rule 104(o)
Add heading: Hand Operated Non-Main Track Switches
Delete last sentence.

Rule 104(p)
Add heading: Main Track Switches in OCS Territory

Rule 104.2(e)
Delete reference to CROR 577

Rule 135
Delete the sentence beginning with the "NOTE OPTIONAL"

Rule 148
Part B is changed to read:

- (b) Except as prescribed in paragraph (a), before being relieved, an RTC must make an indelible list in a book provided for the purpose, of GBO, TOP, clearances, and other authorities in effect:
 - (i) Each such record must have been read, understood and initialed by the relieving RTC.
 - (ii) Other necessary instructions and information must also be transferred.
 - (iii) Both RTC must sign the transfer and the relieving RTC will will record the time the transfer is completed.

Rule 564,(b),(i)
Delete reference to CROR 577

Rule 568
Delete reference to CROR 577

Rule 569
Delete reference to CROR 577

Rule 573
Delete reference to CROR 577

Rule 576
Delete reference to CROR 577 and 577.1

2. THE FOLLOWING ARE BNSF SPECIAL INSTRUCTIONS TO THE CANADIAN RAIL
OPERATING RULE BOOK (for use in Canada only)

Definitions:

Transfer -- In addition to the CROR definition of transfer the BNSF Air Brake and Train Handling Rules for transfers will apply.

A(iv)

In addition the following will apply on the BNSF

PROTECTION AGAINST DEFECTS

If any defect or condition that might cause an accident is discovered on tracks, bridges, or culverts, or if any crew member believes that the train or engine has passed over a dangerous defect, the crew member must immediately notify the RTC and provide protection if necessary.

WATER ABOVE RAIL

Do not operate trains and engines over tracks submerged in water until the track has been inspected and verified as safe.

Operate engines at 5 MPH or less when water is above the top of the rail. If water is more than 3 inches above the top of the rail, a mechanical supervisor must authorize the movement.

Advise the RTC of such conditions by the first available means of communication.

A(xi)--The following will also apply on the BNSF

Electronic Devices

Electronic devices such as Hammerhead, Renegade or other similar devices may be used for company business while train is stopped and no crew members are engaged in safety-related duties including switching, performing air tests, riding equipment, inspecting passing trains, assisting in preparation of a train or fouling the track. (within four feet of nearest rail of a track), and all crew members have briefed that operations have been suspended.

Laptop computers may be used (only to access electronically stored rule-related files), when train is stopped or while deadheading or being transported by means other than by freight train (without restriction).

Electronic devices such as DVD/CD players, MP3 players, iPods, internet browsers, text messaging and emailing devices:

- * May not be used by crews on a train while on duty. Devices must be turned off and ear pieces removed (includes supervisors).
- * May be used while deadheading or being transported by means other than by freight train.

Railroad supplied devices related to train movement and locomotive/train control systems (e.g. Remote Control Transmitter, railroad electronic displays, Electronic Train Management System, distributed power, head-end device, etc.) is not restricted or prohibited.

Digital clocks/timepieces are not considered electronic devices.

A(xii)

The following will also apply on the BNSF

Cellular Phones

During normal operations, cellular phones must be turned off and ear pieces removed:

- * When employees are on a moving train (includes supervisors).
- * When members of your crew are on the ground performing duties related to train movement, switching, performing air tests, riding equipment, providing inspection of passing trains, assisting in preparation of their train or fouling the track (within four feet of nearest rail of a track).
- * When other employees are performing safety related duties associated with your train.

Exceptions: Cellular phones may be used:

- * For voice communications only, while train is stopped and any member of their crew is not engaged in safety-related duties including switching, performing air tests, riding equipment, inspecting passing trains, assisting in preparation of a train or fouling the track (within four feet of nearest rail of track), and all crew members have been briefed that operations have been suspended.
- * To access electronically stored rule-related files (only) when train is stopped. However, text messaging, e-mailing or use of other device features is prohibited.
- * While on passenger trains or business cars for business purposes provided they are not used in the controlling unit or the cab room of the controlling cab car. Use must not interfere with any safety related duties including calling or acknowledging signals.
- * When use relates to mechanical or technical evaluations (e.g. testing of signal system, Electronic Train Management System, distributed power, etc.) Before using the cell phone, a safety briefing is required with all assigned crew members and all must agree how communications can safely take place.
- * During emergencies, while deadheading or transporting by means other than on a freight train, or may be used as a second means of communication in the event of radio failure (Communications Redundancy)

Rule C.

In addition to these requirements flat cars, open top cars, and open TOFC/COFC's with loads which protrude beyond the car ends or, if shifted, would protrude beyond the car ends must not be placed in trains next to the following if train length and makeup permit:

- * Occupied outfit car
- * Passenger car
- * Engine
- * Caboose
- * Shipment of automotive or machinery that is not fully enclosed

This restriction does not apply to cars equipped with chains or cables securing the load to the car.

N. -- In addition to the abbreviations included in this rule, the following abbreviations are authorized and must be pronounced in when transmitting and repeating by voice communication.

Controlled Block Signal.....CBS
Dual Control Switch.....DCS
Eastward.....EWD
Main Track.....MT
Northward.....NWD
Southward.....SWD
Westward.....WWD
Extra.....EX

Rule 11(a)

On the BNSF rule 11(a) is changed to read:

A movement approaching an unattended red fusee burning on or near its track, or beyond the nearest rail of an adjacent track, the movement must stop consistent with good handling. A movement moving at restricted speed must stop before passing the fusee. After stopping, the movement must proceed at restricted speed for 2 miles beyond the location of the fusee.

Rule 13(a)

In addition to the requirements of this rule the engine bell must be rung when approaching men or equipment on or near the track.

Rule 17(b)

In the application of rule 17(b) the headlight will not be extinguished on the BNSF except when the movement is stopped clear of the main track or is left unattended on the main track in block system limits.

Rule 17(d)

Headlight failure must also be reported to the RTC.

Rule 17(e)

In addition to CROR 17(e) the following will apply on the BNSF. If all headlights and ditch lights have failed and no other engine can be used as the lead engine, continue the movement with a white light displayed on the lead engine. Stop the movement before each public crossing, so a crew member on the ground can provide warning until the crossing is occupied, unless the crossing gates are in the fully lowered positions or no traffic is approaching are stopped at the crossing. At public private crossings at grade not protected by automatic warning devices, movements must not exceed 10 MPH unless the crossing is known to be clear of traffic and will remain clear until occupied.

Rule 19

On the BNSF the following will apply:

If one ditch light fails enroute, the movement may proceed, but repairs must be made by the next daily inspection. If two ditch lights fail enroute, the movement may proceed, but not exceeding 20 MPH over public crossings until occupied, but must not travel beyond the first point where repairs may be made or until the next daily inspection, whichever occurs first.

Rule 102

If a movement stops as a result of an emergency brake application, all cars, engines, equipment and track must be visually inspected. The following trains are relieved of visual inspection required by an emergency application when it is known that the brake pipe pressure has been restored by observing the caboos gauge, tibs or distributed power

telemetry before proceeding:

* solid loaded bulk commodity trains

* any movement where emergency application of the brakes occurs at a speed above 30 MPH, or

* Any movement that is 5000 tons or less

If physical characteristics prevent a complete visual inspection, inspect as much of the train as possible. The train may then be moved, but may not exceed 5 MPH for the distance necessary to complete the inspection, and must be stopped immediately if excessive power is required to start or keep the train moving.

Rule 102(a)

In addition to the requirements of this rule, if an adjacent main track or controlled siding may be obstructed, immediately place lighted fuses on adjacent tracks.

Rule 104.5(b)

A movement or track unit entering tracks where fixed derails are located, must stop at least 100 feet from a derail in the derailing position.

Rule 105

Movements on non-main track must be made at restricted speed on the BNSF.

Rule 108

ON the BNSF the rule is changed to read as follows:

When switching is performed, precautions must be taken by crew members to prevent unintended rollbacks and/or fouling of other tracks and equipment or cause injury to employees riding on the side of a car or engine.

While switching, employees must work safely and efficiently and avoid damage to contents of cars, equipment, structures, or other property.

Gravity Switch Moves are only permitted when car(s) must be repositioned on the opposite end of the engine. The instructions for gravity switch moves in the BNSF SSI must be followed when making gravity switch moves.

Rule 110

To comply with BNSF safety rules employees must not cross adjacent tracks solely for the purpose of inspecting a passing train.

Rule 113

(i) Make couplings at a speed of not more than 4 MPH

(j) Do not couple to cars that are improperly or unevenly loaded if the load could shift or fall from the car, or if the car could derail or overturn.

(k) Before coupling to cars ensure that plug-type and swinging doors are properly closed or secured.

(l) Return any car placed for loading or unloading to the location it was found if it has not been released for movement.

(m) Do not move empty cars from an unloading facility until any major accumulation or debris is removed.

Rule 114

The following will apply on the BNSF:

While switching, employees must work safely and efficiently and avoid damage to contents of cars, equipment, structures, or other property.

Do not leave equipment standing where it will foul equipment on adjacent tracks or cause injury to employees riding on the side of a car or engine

On tracks where clearance point is indicated, leave equipment beyond the clearance point.

If the clearance point is not indicated or visible, determine the clearance point by standing outside the rail of adjacent track and extend arm towards the equipment. When unable to touch the equipment, leave at least an additional 50 feet into the track to ensure equipment is beyond the clearance point.

Equipment may be left on a:

- * Main track, fouling a siding switch, when the switch is lined for the main track.
- * Siding, fouling a main track switch, when the switch is lined for the siding
- * Yard switching lead, fouling a yard track switch when the switch is lined for the yard switching lead.

Rule 115

Note:

Cars or engines must not be shoved until the engineer knows who is protecting the movement and how protection will be provided. The employee providing protection for the movement shall not engage in any task unrelated to the movement. When cars or engines are shoved, a crew member must be in position to observe the track to be used and provide visual protection unless relieved by special instructions specific to the tracks involved.

Cars or engines must not be shoved to block other tracks until it is safe to do so.

Rule 115(a)

The Exception does not apply on the BNSF.

Rule 123.2

Note:

For direction and distance: direction will be described in relationship to the front of the locomotive (F stencil).

To instruct the engineer to move the locomotive forward use "ahead".

To instruct the engineer to move the locomotive backward use "backup"

For continuous moves, communicate at least half the distance plus one car length until the distance is 2 car lengths, then use 2 cars, 1 car, 25 feet and the word "stop" to complete the move. (eg. 25 cars, 14 cars, 8 cars, 5 cars, 3 cars, 2 cars, 1 car, 25 ft, stop).

Rule 123.2(iii)

Changed to read:

Movement must stop within one-half the distance specified unless additional instructions are received.

Rule 564(d)

The following applies on the BNSF:

The train or transfer must stop before passing the signal indicating stop

Rule 570

A train or transfer that has entered a block between signals must proceed at restricted speed until the leading wheels have passed the next signal or the end of the block system.

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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November 04, 2008

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 24

TO ALL CONCERNED,

SUBJECT: Train Dispatcher/Operator Manual Amendments

System General Order No. 23 is cancelled

EXPLANATION:

New rule 55.22 Cellular Phones / Electronic Devices added to address control operator expectations regarding cell phone use.

FOLLOWING ARE AMENDMENTS TO THE TRAIN DISPATCHER'S, OPERATOR'S AND CONTROL OPERATOR'S MANUAL EFFECTIVE 0001 SUNDAY, APRIL 29, 2007.

40.7.2 Repeated Correctly

Second paragraph amended to read as follows:

If an employee fails three times to repeat a verbal authority or mandatory directive correctly, end issuance to that employee and report the "3 Strikes" incident to your supervisor. Be governed by your supervisor's instruction as to further handling.

=====

40.23 On Duty - Dispatchers and Probationary Dispatchers

Effective 10/27/2008, 8th and 9th bullets are deleted in their entirety. 6th bullet is amended to read as follows:

- * have personal cell phones and personal electronic devices turned off and not in use while in dispatcher work areas. (Such devices include,

but are not limited to: Cell phone, BlackBerry, Treo, Portable DVD player, Electronic Recording device, or MP3 player.)

=====
41.2 Addresses

Under Trains:, add second "Note:" as follows:

Note: Passenger trains operated control cab forward are to be addressed by a locomotive number, not by the control cab car number.

=====
41.8.2 Suspend Block System Signals per GCOR Rule 9.23 (Suspension of Block System)

Item "g" is amended to read as follows:

- g. POSITION OF SWITCH FORM MUST BE MAINTAINED. WHEN RELEASING ALL OR PART OF THE LIMITS, JOB BRIEFING MUST BE HELD WITH THE DISPATCHER ABOUT THE POSITION OF MAIN TRACK SWITCHES AND THOSE SWITCHES OPERATED ARE LOCKED WITHIN THE LIMITS BEING RELEASED, REFERENCING COMPLETION OF THE POSITION OF SWITCH FORM OR STATING NO ENTRIES REQUIRED.

=====
42.13 Reporting Clear of Track Warrant that Authorizes Movement

1st paragraph amended in its entirety to read as follows:

Before a track warrant with movement authority is reported clear, made void, or a portion of the track warrant limits released, a job briefing must occur with the field employee about the position of main track switches and those switches operated are locked within the limits being released along with reference to completion of position of switch form or statement that no entries required. (Note: For trains, this only applies in DT-ABS and non-signalized territory.)

=====
42.14 Track Release Time

3rd paragraph amended in its entirety to read as follows:

The conductor is to give name, locomotive initial, number, (direction) and location all by or the two specific points between which authority is being released, including, in DT-ABS or non-signalized territory, briefing about the position of main track switches and those switches operated are locked within the limits being released and reference to completion of position of switch form or statement that no entries required.

=====
55.22 Cellular Phones / Electronic Devices

New rule added as follows:

Control operators must:

- * Conduct conversations with field employees regarding train movements and/or MW work activities by utilizing only company provided communication devices except during emergencies or as provided for in GCOR 2.5 (Communication Redundancy).
- * Have personal cell phones and personal electronic devices turned off and not in use while in work areas. (Such devices include, but are not limited to: Cell phone, BlackBerry, Treo, Portable DVD player, CD player, Electronic Recording device, or MP3 player.)

=====

FOLLOWING AMENDMENTS TO THE TRAIN DISPATCHER'S, OPERATOR'S AND CONTROL OPERATOR'S MANUAL EFFECTIVE 0001 SUNDAY, APRIL 29, 2007 ARE APPLICABLE ONLY TO DISPATCHING DISTRICTS THAT CONTINUE TO UTILIZE THE "LEGACY" CTWC SYSTEM. THESE AMENDMENTS ARE NOT IN EFFECT FOR DISTRICTS THAT UTILIZE TMDS CTWC.

40.4.8 Crossing Warning / Power Off Indicators
(Amended for Legacy CTWC)

Add new third bullet to second lead-in phrase under "Restrict Access/ Record of Notification as follows:

- * When using Legacy CTWC, enter a temporary speed restriction (TSR) using the crossing location for both MP entries and 0 (zero) as speed, and indicate on the comments line the reported condition. Do not actually issue this TSR to a train. However, do not edit out the TSR unless notification will occur in that track warrant or the train has already been notified. (Note: If track warrant is used as notification, transcribe the address, location, OK time, DS initials, and track warrant number to a crossing warning notification form.)

=====

40.11 Protection of Equipment Left on Main Track
(Amended for Legacy CTWC)

Change second set of bullets and note to read as follows:

When Legacy CTWC is in use, provide protection in the following manner:

- * Enter a temporary speed restriction (TSR) using the limits the track is occupied for MP entries and 0 (zero) as speed, indicating on the comments line that equipment is on the track at this location.
- * Report the train clear of their track warrant.
- * Create a supply sheet of a train; Lead eng ID should read DISP 1
- * Create track warrant issued to DISP 1 with Box 2 or 4, Box 11 and Box 12 X'd listing the limits the track is occupied. (This will allow subsequent 6 authorities to be issued for either trains or maintenance personnel.)

Note: TSR may be removed after track warrant is issued to DISP 1.

=====

41.5.1 Restrictive Track Warrant
(Amended for Legacy CTWC)

Add exception as follows:

Exception - Issuing a track warrant containing only a temporary speed restriction is permitted if:

- * Before issuing, the train dispatcher informs the crew member that the TSR will be issued electronically.
- * A crew member assures the dispatcher that the train will not leave without the TSR.

=====
42.2 Track Warrant Restrictions and Instructions - rewritten in its entirety to read as follows:

(Amended for Legacy CTWC)

When a track warrant that authorizes movement (boxes 2, 3, or 4) also contains a restriction, include that restriction on subsequent track warrants until the train is no longer affected by the restriction.

When a track warrant that does not authorize movement contains a restriction, the restriction does not have to be included on track warrants issued later.

When a track warrant that contains Box 17 instructions is voided, reissue those instructions on subsequent track warrants if it is desired that they remain in effect.

=====
42.3 Trains Occupying Overlapping Limits with Trains rewritten in its entirety as follows:

(Amended for Legacy CTWC)

42.3 Trains Occupying Overlapping Limits with Trains (Box 11)

ABS Territory - Box 11 may be used for trains occupying overlapping limits with other trains with no restrictions.

Non-ABS Territory - Box 11 may be used for trains occupying overlapping limits with other trains with the following restrictions:

1. Trains(s) authorized by Box 2 through the limits of a train(s) authorized by Box 2, Box 11, must receive a track warrant with a Box 11 restriction, only after departing the last station prior to the overlapping limits, and Box 2 authority must begin at the same location where the overlapping limits begin (i.e. the train's previous authority must not extend into the overlapping limits).
2. Train(s) authorized by Box 2 which will move through the limits of a train(s) authorized by Box 4 must receive a track warrant with a Box 11 restriction, only after departing the last station prior to the overlapping limits, and Box 2 authority must begin at the same location where the overlapping limits begin (i.e. the train's previous authority must not extend into the overlapping limits).
3. Train(s) authorized by Box 4 with limits that overlap other trains authorized by Box 4 must each receive a Box 11 restriction with limits the same as their Box 4 limits, and must not receive the warrant unless past the last station prior to the beginning of the Box 4

limits. (For example, if one train is working between MP 0 and MP 10 and a second is working between MP 5 and MP 15, the first train's Box 11 limits must be MP 0 and MP 10 and the second train's Box 11 limits must be MP 5 and MP 15.)

=====

42.6.1 Use of "After Arrival", "Behind" and "Clear At" is rewritten in its entirety to read as follows:
(Amended for Legacy CTWC)

42.6.1 Use of Boxes 7, 9, and 10

Box 7

Do not use Box 7 when authorizing a train, if the opposing train is authorized by Box 4, 'WORK BETWEEN'.

For movement in non-signalized territory, issue track warrant containing Box 7 (NOT IN EFFECT UNTIL AFTER ARRIVAL OF _____ AT _____) only after the train to receive the track warrant containing Box 7 is stopped at the meeting point where the opposing train will be met.

(Note: A train stopped short of the meeting point for topographical reasons, i.e., to stay off of road crossings, grade considerations, etc., may be considered as stopped at the meeting point for application of this process.)

Box 9

Box 9 must not be used when authorizing a train as a 'WORK BETWEEN' to follow a train authorized in one direction without also using Box 11 for the overlapping limits for all involved trains.

Box 10

Use Box 10 only when there is a switch at the last named point that can be used to clear the main track.

Do not use Box 10 on a track warrant that also uses Box 4.

=====

Rule 42.12 CTWC Entry Point added in its entirety.

(Amended for Legacy CTWC)

42.12 CTWC Entry Point

When using Legacy CTWC and issuing movement authority to a train to work between two locations, make the "entry point" the exact location where the train will enter the limits. Automated conflict checks depend on this information.

=====

42.22.1 Contingent Authorities, second bullet point amended to read:

(Amended for Legacy CTWC)

* Use Box 9 "Do not foul limits ahead of" to instruct the employee that authority is granted behind the train movement(s) for a following movement in the same direction. However, if train(s) listed in Box 9 reports clear of track warrant limits prior to reaching the end point of its authority and the MW authority extends beyond the train's

clearing point, reissue the MW track warrant without a Box 9 before the MW movement passes the train's clearing location.

Add third bullet as follows:

* Use Box 7 "Not in effect until after arrival of" to authorize movement in the opposite direction of the train.

=====
42.22.2 Overlapping Limits with Train, rewritten in its entirety:
(Amended for Legacy CTWC)

ABS and Non-ABS Territory - Box 12 may be used for trains occupying overlapping limits with men or equipment with the following restrictions:

1. Train(s) authorized by Box 2 which will move through the limits of men or equipment authorized by track warrant must receive a track warrant with a Box 12 restriction, only after departing the last station prior to the overlapping limits, and Box 2 authority must begin at the same location where the overlapping limits begin (i.e. the train's previous authority must not extend into the overlapping limits). Men or equipment must receive Box 11 for the entire overlapping limits.
2. Train(s) that will be authorized by Box 4 working in the limits of men or equipment authorized by track warrant must receive a track warrant with a Box 12 restriction with limits the same as its Box 4 limits, only when past the last station prior to the beginning of its Box 4 limits. (For example, if men or equipment are working between MP 12 and MP 13 and a train wants to work between MP 10 and MP 20, the train's track warrant may only be issued if it is past the last station prior to MP 10 (or MP 20, depending on direction of approach) and its Box 4 and Box 12 limits must both read "between MP 10 and MP 20.") Men or equipment must receive Box 11 for the entire overlapping limits.

=====
42.22.3 Maintenance of Way Equipment Operated as a Train, rewritten in its entirety:

(Amended for Legacy CTWC)

When maintenance of way work equipment is operated as a train (piloted by TY&E personnel), build the supply sheet as a train and use MW as the engine initials on the supply sheet.

Do not issue track warrant to TY&E personnel handling MW equipment with supply sheet built as foreman. Likewise, do not issue track warrant to MW personnel with supply sheet built as a train.

=====
42.23 Pushing a Train added in its entirety:

(Amended for Legacy CTWC)

42.23 Pushing a Train

When necessary to have a following train "push" a train ahead due to stalling on grade, power failure, etc., do the following in the order stated:

First train - track release as close to the rear of the train as possible, and issue a new track warrant with the following Boxes:

- Box 1 (void previous track warrant)
- Box 2 (issue new limits)
- Box 11 (specify limits over which the "push" will occur)

Second train:

- Issue new authority to point of track release of first train.
- Build a supply sheet for second train as a work between train over entire subdivision.
- Issue Box 4 and 11 within the same limits contained in Box 11 of the train needing to be "shoved" to whatever point the "shove" will occur. Lite engines may return to their train with this track warrant.

Note: As lite engines return to their train, it is permissible to track release the first train and reissue a Box 4 track warrant without Box 11 (restricted speed) X'd to the second train in order to minimize delay.

=====
43.10.5 DSTL Population Requirements, first sentence changed to read:
(Amended for Legacy CTWC)

When the dispatcher task list (DSTL) becomes populated with a Form B track bulletin restriction(s), immediately place a blocking or marking device or TSR to protect the restriction.

=====
50.2.4 CTWC Transfer added in its entirety:
(Amended for Legacy CTWC)
50.2.4 CTWC Transfer

When Legacy CTWC is used, the relieving dispatcher must make the CTWC transfer before issuing any instructions. A signature on hard copy is not required.

When transferring from workstation to workstation, all TSR's must be printed out, referenced on transfer and re-entered on new workstation after transfer.

=====
53.1.2 Track Conditions, first bullet point amended to read:
(Amended for Legacy CTWC)

* Immediately provide protection for the condition by placing a TSR, restrictive tag, marking or blocking device to the area where the condition exists.

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APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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| 1, 3, 5-6, 9-11, 15-16, 18-19, 21, 24 |
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October 22, 2008

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 21

TO ALL CONCERNED,

SUBJECT: Timetables & Instructions in effect on BNSF

System General Order No. 20 is cancelled.

Effective dates of new Timetables and Instructions on BNSF:

Texas Division Timetable No. 8 is in effect 0800, Wednesday, November 5, 2008.

Employees governed by these timetables and instructions must obtain a copy from their supervisor prior to the effective date.

Correction to Canadian forms currently in effect.

The following timetables and instructions are in effect on BNSF:

System Special Instructions, All Subdivisions No. 16 in effect 0001, Wednesday, July 16, 2008.

Signal Aspects and Indications in effect 0001, Wednesday, July 16, 2008.

United States Hazardous Material Instructions for Rail, in effect 0001, October 30, 2005.

California and Los Angeles Division Timetable No. 3 in effect 0800, March 26, 2008

Chicago Division Timetable No. 6, in effect 0800, June 20, 2007.

Colorado Division Timetable No. 5, in effect 0800, November 29, 2006.

Gulf Division Timetable No. 6, in effect at 0800, April 2, 2008.

Kansas Division Timetable No. 7, in effect 0800, April 28, 2004.
The following revised pages are in effect at 0800, Wednesday May 31, 2006: Cover page, 2, 3, 4, 7, 8, 9, 10, 11, 12, 13, 14, 25, 26, 27, 28, 29 and 30.

Montana Division Timetable No. 7, in effect 0800, December 19, 2007.

Nebraska Division Timetable No. 6, in effect 0800, December 13, 2006.

Northwest Division Timetable No. 3, in effect 0700, April 26, 2006.

Powder River Division Timetable No. 9, in effect 0800, July 23, 2008.
Southwest Division Timetable No. 3, in effect 0800, February, 14, 2007.
Springfield Division Timetable No. 6, in effect 0001, January 17, 2007.
Texas Division Timetable No. 7, in effect 0800, November 7, 2007.
Twin Cities Division Timetable No. 3, in effect 0800, October 24, 2007.

The following are forms to be used on BNSF:

Statement of On-Track Safety - Form 51655 - 07/05

Track Warrant

TY&E - Form 1324064 9/04

MW - Form 1384181 12/05

Track and Time

TY&E - Form 1384178 6/00

MW - Form 1384183 12/05

Occupancy Control System

TY&E - Form 1336532 3/04

MW - Form 1384182 4/04

Track Bulletin

TY&E - Track Bulletin Restriction - Form 1326196 6/06

MW - Form B/Train Register - Form 1384186 10/02

MW Track Authority Form - Form 1420025 12/06

TY&E Track Authority form - Form 1420024 12/06

NOTE: Do not order these forms until notified by General Order that these forms are in effect on your subdivision.

These forms are currently only used for Track Warrant Authority.

Position of Switch/Derail

Multiple Work Groups Using the Same Authority

(Stand Alone Forms) - Form 1420027

Sub-Group Coordinator Notification Form

(Stand Alone Form) - Form 1430228

Track and Time Form for Control Operators - OPE00003 (Corporate Forms)

(This form is available in the Forms Drawer as a Word Document. It is to be used by Control Operators issuing Track and Time when automated Track and Time is not used).

Hazardous Materials Radio Waybill - Form 480777008

(This form is also available in the Forms Drawer as a Word Document, Form - HAZ01463 08/06.

Canadian Forms -

OPE00006 CTC-ABS Authorization Form (Canada Only)

OPE00007 Track Occupancy Permit Form (Canada Only)

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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August 20, 2008

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 15

TO ALL CONCERNED,

SUBJECT: Hazardous Materials Instructions for Rail

System General Order No. 8 is cancelled

Explanation:

Effective Saturday August 30, 2008 shipments of Anhydrous Ammonia from Canada to the United States will display a different placard due to changes of the Canadian Hazardous Material regulations. As a result, effective Saturday August 30, 2008 BNSF US Hazardous Material Instructions for Rail are amended to include an additional placard in the Hazardous Class 2 group of the Placards for Hazardous Materials by Hazard Class chart, and Group D of the BNSF Switching and Position in Train charts.

The following are amendments to the US Hazardous Material Instructions for Rail, in effect October 30, 2005.

Section III, Item 2, Inspection Procedures, that part reading:

From ground level, inspect all rail cars, trailers, and containers transporting hazardous materials, whether loaded or residue/empty (including flat cars transporting placarded or marked trailers or containers), for:

- leakage
- required placards and markings (including stenciling, car certificates, and test dates)
- secure fastening of closures.

Is changed to read:

In addition to inspecting rail cars for compliance with train make up,

mechanical component inspection, visually inspect each loaded or residue/empty hazardous material shipment (including flat cars transporting placarded or marked trailers or containers) from ground level (do not climb on or go under the car) and check for:

- (1) leaking contents;
- (2) required placards and markings, including stenciling, car certificates, and tank car qualification dates (see Section IV - Placards and Markings);
- (3) secure fastening of closures and intact condition of seals;
- (4) signs of tampering, such as suspicious items or items that do not belong, the presence of an "Improvised Explosive Device" (IED), and other signs that the security of the car may have been compromised.

Note: Where an indication of tampering or a foreign object is found, take the following actions:

- (1) Do not accept or move the rail car.
- (2) Immediately move yourself and others to a safe location away from the rail car before using radios and cell phones to make notifications.
- (3) For cars at a customer's facility, immediately contact local plant personnel. If local plant personnel are not available or cannot explain what you see, immediately contact the train dispatcher or the Service Interruption Desk company lines (N) 234-6164 (S) 234-2350 or the ROCC at 800-832-5452.
- (4) For cars on interchange tracks or in the yard, immediately contact the yardmaster, train dispatcher, or the Service Interruption Desk company lines (N) 234-6164 (S) 234-2350 or the ROCC at 800-832-5452.

Effective Saturday, August 30, 2008:

Section IV, Figure 4, Placards for Hazardous Materials by Hazardous Class Class 2 (Gases)

Chart is updated to include placard for Hazard Class 2 shipments of Anhydrous Ammonia from Canada to the United States.

Section V, Figure 10, BNSF Switching Chart

Group D

Chart is updated to include placard for Hazard Class 2 shipments of Anhydrous Ammonia from Canada to the United States.

Section VI, Figure 11 Position in Train Chart

Group D

Chart is updated to include placard for Hazard Class 2 shipments of Anhydrous Ammonia from Canada to the United States.

Note: Above referenced charts with updated placard information are available on the BNSF Living Rule Book intranet site at the following address:

<http://bnsfweb.bnsf.com/departments/ttc/Timetable/hazmatrevisedpages.html>

The following Glossary term is added:

Improvised Explosive Device (IED) - is a device fabricated in an improvised manner incorporating explosives or destructive, lethal, noxious, pyrotechnic, or incendiary chemicals in its design. This device generally includes a power supply, a switch or timer, and a detonator or

initiator.

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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July 16, 2008

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 3

TO ALL CONCERNED,

SUBJECT: Signal Aspects and Indications Amendments

The following are amendments to the Signal Aspects and Indications dated July 16, 2008.

General Signal Instructions

That part reading:

O To indicate color light signal ahead.

Is changed to read:

O To indicate color light signal head.

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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| 1-3 | |
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July 16, 2008

BNSF Railway Co.
ALL DIVISIONS

SYSTEM GENERAL ORDER No. 1

TO ALL CONCERNED,

SUBJECT: General Order Cancellation

All System General Orders issued prior to 0001, Wednesday July 16, 2008 are cancelled.

APPROVED:
C R ICE
EXEC VICE PRESIDENT & COO

SYSTEM GENERAL ORDER(S) FOR THE SYSTEM DIVISION IN EFFECT

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