

**IN THE UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

DENNIS R. ALBERS; DALE E. BOGART, JR.,)
TONY D. CARDWELL, JEFFERY L. FRY,)
STACI R. MOODY-GILBERT,)
JASON E. GRAHAM, ALLIED FEDERATION,)
BMWED-IBT, ALLIANCE SYSTEM)
FEDERATION, BMWED-IBT; NORTHEASTERN)
SYSTEM FEDERATION, BMWED-IBT;)
UNIFIED SYSTEM DIVISION, BMWED-IBT;)
ATCHISON, TOPEKA & SANTA FE FRISCO)
SYSTEM FEDERATION, BMWED-IBT; and)
BURLINGTON SYSTEM DIVISION,)
BMWED-IBT,)

Plaintiffs,)

v.)

FREDDIE N. SIMPSON; DAVID D. JOYNT,)
BRUCE G. GLOVER, ROGER D. SANCHEZ,)
LOUIS R. BELOW, JED DODD,)
JACK E. DAVID and DAVID L. CARROLL,)
individually and in their official capacities, and)
BROTHERHOOD OF MAINTENANCE OF)
WAY EMPLOYES DIVISION-IBT,)

Defendants.)

Hon. _____

Case No.: _____

VERIFIED COMPLAINT

Plaintiffs, Dennis R. Albers, Dale E. Bogart, Jr., Tony D. Cardwell, Jeffery L. Fry, Staci R. Moody-Gilbert, Jason E. Graham, Allied Federation, BMWED-IBT, Alliance System Federation, BMWED-IBT, Northeastern System Federation, BMWED-IBT, Unified System Division, BMWED-IBT, Atchison, Topeka & Santa Fe Frisco System Federation, BMWED-IBT, and Burlington System Division, BMWED-IBT, by their undersigned attorneys, file this

Complaint against Defendants Freddie N. Simpson, David D. Joynt, Bruce G. Glover, Roger D. Sanchez, Louis R. Below, Jed Dodd, Jack E. David and David L. Carroll, individually and in their official capacities as officers of the remaining Defendant, Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters (“BMWED-IBT”).

INTRODUCTION

1. Plaintiffs bring this action seeking damages, as well as temporary and preliminary injunctive relief and permanent injunction relief against the Defendants Simpson, Joynt, Glover, Sanchez, Below, Dodd, David, and Carroll (the “Individually Named Defendants”) for violations of the Labor Management Reporting and Disclosure Act, 29 U.S.C. §§ 401 (“LMRDA”), *et al*, including deprivations of the Bill of Rights for Members and breaches of fiduciary duty, as proscribed by Titles I and V, respectively, of that statute, as well as breaches of contract in violation of Section 301 of the Labor Management Relations Act of 1947, *as amended*, 29 U.S.C. § 185, and violations of Michigan common law relating to breach of contract and breach of fiduciary duty.

2. As set forth herein, Plaintiffs seek redress, including emergency and permanent injunctive relief, to prevent the Individually Named Defendants from executing a scheme to consolidate all fourteen (14) BMWED-IBT affiliated federations and divisions by unilaterally and forcibly transferring those system federations’ and divisions’ members, their affiliated Local Lodges, and their dues assets and other property to new system federations and divisions that Defendant Simpson has ordered be established at special “founding conventions in September and October, 2021 and which will become operative on January 1, 2022,” just six months prior to Defendant BMWED-IBT’s required quadrennial National Division Convention, where the Convention delegates from the Lodges affiliated with the BMWED-IBT federations and divisions

elect the BMEWD-IBT National Division officers.

3. The Individually Named Defendants' actions in developing this consolidation scheme were taken in secret and are being executed without authority under, and in breach of, the BMWED-IBT's governing Bylaws, a true and correct copy of which is attached hereto as **Plaintiffs Exhibit 1**. Their actions are also in breach of the 2004 merger agreement between the International Brotherhood of Teamsters and BMWED-IBT's predecessor, the Brotherhood of Maintenance of Way Employees (the "Merger Agreement"). A true and correct copy of the 2004 Merger Agreement is attached hereto as **Plaintiffs Exhibit 2**. The BMWED-IBT members, including Plaintiffs, and as well as the BMWED-IBT's Local Lodges and their affiliated existing system federations and divisions are third-party beneficiaries of the Merger Agreement, and the BMWED-IBT National Division Bylaws are expressly incorporated by reference in the Merger Agreement. The Individually Named Defendants' actions are also in violation of Plaintiffs' federally protected Bill of Rights under the Landrum Griffin Act, 29 U.S.C. §§ 401 *et seq.*, including Sections 101(a)(1) and (2) of the Landrum Griffin Act, 29 U.S.C. § 411(a)(1), and (a)(2).

4. The Individually Named Defendants are National Division officers of Defendant BMWED-IBT. Defendant Simpson is the National President of the BMWED-IBT. The BMWED-IBT elects its national officers at its quadrennial convention by means of a secret-ballot vote of the BMWED-IBT delegates elected by the approximately 28,000 BMWED-IBT members. The next convention is scheduled to take place in less than one year.

5. Defendant Simpson has publicly stated that he intends to retire in September 2022, but he and other named Individually Defendants have manipulated the Plaintiffs to control the political outcome of the June 2022 National Division election. For instance, National Division Secretary-Treasurer David Joynt has openly supported his closely aligned allies, including Peter

E. Kennedy, BMWED-IBT Director of Strategic Coordination and Research, as a candidate for BMWED-IBT National Division President. Plaintiff Albers and the other named Plaintiffs declined to support Kennedy for that role. Plaintiff Albers ultimately established a slate of candidates to run for office in the 2022 election for BMWED-IBT National Division election of National Division officers, which will take place at the June 2022 BMWED-IBT National Division Convention, and will be accomplished by a weighted majority vote of the delegates who are elected to represent their members at the Convention.

A. One or more of the Individually Named Defendants have attempted to join or promote allies to run in lieu of the Plaintiffs Albers, Bogart, Cardwell, Fry, Moody-Gilbert, and Graham's slate ("Albers Slate") for the 2022 National Division officer election, but their efforts were all declined. One or more of them, including Simpson, Joynt, Dodd and David, have expressed their frustration and displeasure or attempted to interfere with the individually named Plaintiffs in forming a slate because, presumably, they or their allies were not included on the Albers slate. For example:

- Defendant Simpson learned soon after Plaintiff Albers decided to run for National Division President and publicly question Plaintiff Albers at an audit committee luncheon with other National Division Officers. He then told two of the officers, Plaintiffs Fry and Moody-Gilbert, that he heard Plaintiff Albers had not included them in the slate. Defendant Simpson knew or should have known that this erroneous information would have and did cause discord between Plaintiff Albers and Plaintiffs Fry and Moody-Gilbert.

- Defendant Simpson also told Plaintiff Albers that he expected him to take care of his "kids," referring to young staff people Simpson had hired.

- Defendant Jed Dodd began lobbying Plaintiff Cardwell last November, 2020 to

run on a slate of candidates for BMWED-IBT National Division officers positions and expressed his desire to run for his current National Division officer position. He also offered to be the “slate manager.” In April 2021 Plaintiff Cardwell informed Defendant Dodd that a slate of candidates for National Division officers was formed and, therefore, declined to run on a slate with Defendant Dodd.

- After Defendant Dodd was informed he would not be a part of the Albers slate and shortly before he and the other Named Defendants unveiled their secret plan described herein he sent a cryptic email to some of the individually named Plaintiffs as well as numerous officers of the named Plaintiff system federations and divisions with the subject “ageism” and a Wikipedia definition of the term. When asked to clarify the “purpose” of the email by Plaintiff Cardwell, Defendant Dodd responded four minutes later to the group “You are a smart man, you can figure it out.” A true and correct copy of the Dodd email thread is attached hereto as **Plaintiffs Exhibit 3**.

- Defendant David likewise sought a South Vice President position and an At-Large Executive Board position for his friends and close allies Johnny Long and Justin Blankenship. Plaintiff Jason Graham, however, was added to the Albers slate and is running for one of the positions that Defendant David wanted for his friends and close allies.. In the spring of 2021, following a meeting of the BMWED-IBT National Division Executive Board, Defendant David approached Plaintiff Graham and informed him that Defendant Simpson had entered the meeting of the National Division Executive Board, of which Plaintiff Albers is the Chairman and Plaintiffs Moody-Gilbert, Fry and Bogart are members, as are Defendants David and Carroll and told them he knew Plaintiff Albers was creating a slate. In what turned into a tense exchange and interrogation, Defendant David told Graham that Defendant Simpson confronted Plaintiff Albers,

telling him that he was aware that Albers was running for National Division President with a slate of candidates. At that meeting Defendant David learned that Plaintiff Graham was running as a candidate for National Division Vice President. Defendant David confronted Plaintiff Graham, seeking confirmation. Plaintiff Graham confirmed to Defendant David that he was running for a position of National Division Vice President on the Albers slate, Defendant David told Plaintiff Graham that he did not have any right to run for that position because he had not secured permission from Defendant Simpson to do so. Plaintiff Graham told Defendant David that he did not need permission from Defendant Simpson to run for office. Defendant David responded that Plaintiff Graham would “have egg on his face,” that as a member of the National Division Executive Board, he (Defendant David) has a say in all BMWED-IBT politics and that Defendant Simpson “would not be happy.”

6. Having failed in their attempts as described in Paragraph 5, above, Defendants Simpson, Dodd, David and the remaining Individually Named Defendants have undertaken a reckless, and illegal scorched-earth attack aimed to control the outcome of next year’s BMWED-IBT Convention and election of National Division officers to wreak and dismantle the robust BMWED-IBT’s democratic representative structure.

7. In a July 30, 2021 video¹ published to the membership, Defendant Simpson claims that his consolidation “plan” is better than the BMWED-IBT’s existing representation structure. Departing from BMWED-IBT’s 130-year tradition of union democracy and transparency, Defendant Simpson, in portrays himself in the video as the savior of the BMWED-IBT, asserting

¹ See Video at, <https://www.youtube.com/watch?v=Gi4B90wTS5A> (last viewed Aug. 3, 2021)

that because he is retiring, he is the only person with the will and desire to effectuate his plan.

8. Defendant Simpson also falsely asserts in the July 30, 2021 video that he has the authority to unilaterally implement his plan. In this regard, Defendant Simpson has recently seized upon a provision in the BMWED-IBT Bylaws, namely Article XIX, Section 1, that he now asserts gives him the authority as National Division President unilaterally to consolidate existing BMWED-IBT federations and divisions by transferring their members, affiliated Local Lodges, dues and other assets and properties to the new federations and divisions that he has ordered be created to replace the representative functions of the existing ones.

9. Defendant Simpson's newly found authority is not authority at all, and it is instead a clearly expressed limitation and proscription of his authority as National Division President to unilaterally and forcibly consolidate BMWED-IBT affiliated federations and divisions. Defendant Simpson has served as BMWED-IBT National Division President for the last seventeen (17) years. During his long tenure as National Division President, he never exercised the alleged authority to force consolidations of existing system federations and divisions that he now claims he has. Defendant Simpson had numerous opportunities to express and act upon his now-claimed authority in this regard, as there have been numerous consolidations of system federations and divisions during his tenure as National Division President. Every consolidation and merger was undertaken by the elected officials of the involved federations and divisions, as expressly required by another provision in the BMWED-IBT Bylaws, namely, Article XIX, Section 22 and not through the forced process Defendant Simpson claims he has under Article XIX, Section 1. Defendant Simpson's only public retort, as he made in his July 30, 2021 video published to the membership, is that although the BMWED-IBT Bylaws provision upon which he is relying has been in existence for decades prior to his forty-five years as a BMW member and has never been used to

unilaterally and forcibly consolidate existing BMWED-IBT federations and divisions, those who oppose his consolidation scheme now should have challenged his newly concocted latent authority years ago. Defendant Simpson's retort is as frivolous as his consolidation scheme is illegal.

PARTIES

10. Defendant BMWED-IBT is an unincorporated labor association that maintains its headquarters in Novi, Michigan. In 2004, the BMWED and the International Brotherhood of Teamsters ("IBT") entered into a Merger agreement whereby the BMWED became a largely autonomous division of the IBT and is now known as the BMWED-IBT. The merger became effective on January 1, 2005.

A. With respect to the preservation of BMWED-IBT's autonomy, the Merger Agreement specifies a hierarchy of controlling documents in the event of any conflict or inconsistency with respect to them. Specifically, Section 1.4 of the Merger Agreement provides that:

In the event of any conflict or inconsistency, this Merger Agreement shall govern over the BMWED Bylaws, all subordinate BMWED affiliate bylaws, the IBT Constitution and the IBT Rail Conference Bylaws; and the Merger Agreement and the BMWED Bylaws shall govern over the IBT Constitution and the IBT Rail Conference Bylaws.

Plaintiffs Exhibit 2, Section 1.4.

B. The Merger Agreement also guarantees the autonomy of the BMWED's affiliated bodies by protecting them from involuntary or forced mergers, disbandments and similar transactions. Specifically, the Merger Agreement provides that:

Notwithstanding any provision of the IBT Constitution, there will be no mergers, disbandments or consolidations of any System Federations/Divisions or Local Lodges within the BMWED except as provided in the applicable BMWED or System Federation/Division Bylaws.

Plaintiffs Exhibit 2, Section 4.24.

C. Additionally, in 2004, the BMWED-IBT became the certified bargaining representative of bargaining unit employees employed by one or more employers covered by the National Labor Relations Act, 29 U.S.C. § 151 *et seq.* (“NLRA”), including Voestapline Nortrak, see Paragraph 28.F. As such, and by virtue of representing workers who are employees within the meaning of Section 2(2) of the NLRA, 29 U.S.C. § 152(2), Defendant BMWED-IBT is a “labor organization” within the meaning of Section 2(5) and Section 301 of the NLRA, as amended, 29 U.S.C. §§ 152(2)(5), 185.

11. The BMWED-IBT is not a unitary body. It instead has three structural components, each of which is vested with its own authority. Specifically, those components consist of three separate bodies: (1) a National Division; (2) System Federations or Divisions; and (3) Local Lodges, which are associated within specific System Federations or Districts.

12. The first component of the BMWED-IBT is the National Division. The BMWED-IBT National Division is governed by a thirteen (13) member board of National Officers, namely, a National Division President, a National Division Secretary-Treasurer, five (5) National Division Vice Presidents, and six (6) National Division Executive Board members.

13. The second component of the BMWED-IBT consists of the organization’s system federations and divisions. For decades, the BMWED-IBT (and its predecessor, the Brotherhood of Maintenance of Way Employes (“BMWE”)) has represented its railroad members through system federations and divisions that represent members who are connected to one another by virtue of the rail systems they work on. Historically, when the BMWE was first founded more than 130 years ago, those systems were controlled by robber barons who owned or controlled several railroad systems. After the railroad industry was deregulated in the early 1980s, many railroads went out of business or were acquired by larger ones. Today, there are seven (7) large national

freight railroads, and they are classified by the federal government as Class I freight railroads. These Class I freight railroads control railway systems whose rails stretch across multiple states and across the continent, spanning thousands and even tens of thousands of miles. The largest Class I freight railroad, BNSF, for example, operates approximately 32,500 miles of rail in twenty-eight (28) states. The second largest Class I freight railroad, Union Pacific operates over approximately 31,800 miles of rail in twenty-three (23) states. The third largest Class I railroad, CSXT, operates approximately 21,000 miles of rail in twenty-three (23) states. The BMWED-IBT system federations and divisions represent members based primarily upon the railroad systems their members work on, as well as the geographic areas over which those systems or branches of such systems operate. As a result, existing BMWED-IBT federations and divisions represent employees who work on railway systems operated by multiple Class I freight, as well as national passenger railroads (Amtrak), regional freight railroads, small, “short-line” railroads, and commuter railroads such as Metra, Keolis, etc. Thus, for example, four (4) of the fourteen (14) existing BMWED-IBT federations/divisions collectively represent 6,700 members who work on the BNSF railroad system and three (3) of the fourteen (14) existing federations and divisions collectively represent approximately 7,700 members who work on the Union Pacific railroad system as well as short lines and commuter lines described above. Those federations/divisions work collaboratively with one another in the performance of their representative duties owed to their members.

A. BMWED-IBT system federations and divisions are autonomous labor organizations that provide day-to-day representation as well as collective bargaining and contract administration and enforcement on behalf of the Local Lodges associated with them and their rank-and-file members. They file their own annual reports with the United States Department of Labor,

make and maintain their own governing documents, hold their own conventions, elect their own executive board officers, set their own dues structures, retain their own legal counsel, create their own benefit funds, and are governed by their own governing councils, called joint protective boards.

B. System federations and divisions are vested with the responsibility and discretion to affiliate with one or more other system federations or divisions. All system federation/division bylaws specify that such affiliation decisions are reserved to their respective governing boards. When two or more system federations/divisions approve an affiliation with one another, the newly merged/affiliated federation/division's General Chairperson is then vested with the responsibility to effectuate the merger/affiliation, as well as obtaining approval by the BMWED-IBT National Division President of the merger/affiliation conditions, including the merged/affiliated entity's revised bylaws.

C. All six (6) of the Plaintiff BMWED-IBT system federations and divisions in this action have been involved in affiliation transactions with other BMWED-IBT system federations and divisions that resulted in the consolidation and merger of the involved entities. In every such transaction, all of the involved federations and systems adhered to the same affiliation rules as are set forth in each of their bylaws, such that their elected leaders negotiated the terms and conditions of the transaction, their respective joint protective boards approved them, and the resulting general chairpersons of the merged/affiliated entity secured approval of the conditions of affiliation/merger from the BMWED-IBT National Division President.

D. Defendant Simpson has served as the BMWED-IBT's National Division President throughout the entire approximately seventeen-year period the BMWED-IBT has been a division of the IBT. During that entire period, Defendant Simpson, in his capacity as National

Division President never rejected the conditions of mergers/affiliations that had been negotiated by the involved federations and divisions.

14. The third component of the BMWED-IBT consists of its Local Lodges. The Local Lodges provide the grassroots link between the BMWED-IBT membership and the organization. Regular meetings are held by most Lodges at which information is passed onto the membership and the affairs of the Brotherhood are discussed and acted upon. The members of the Lodges elect their own officers as well as the delegates who will represent them at National Division and System Division/Federation Conventions to determine policies, adopt laws to govern activities, and elect National Division and System Officers and State Legislative Directors. The Local Lodges are governed according to the bylaws of their respective system federation or division.

15. Defendant Freddie N. Simpson is the National Division President of Defendant BMWED-IBT and, as such, is a National Division officer of that organization. He has served in that capacity since 2004. In 2005, shortly after he was elected, Defendant Simpson spoke at the quadrennial convention of Plaintiff Northeastern System Federation. Defendant Simpson emphasized the critical importance of all of the BMWED-IBT National Division's officers performing their elected responsibilities working as a functional multi-person governing body rather than as individuals acting unilaterally based on their individual notions of what they themselves feel are good and bad policy choices. In this regard, at page 17 of his speech, Defendant Simpson stated:

The [BMWED-IBT] National Division officers that you've elected at the last convention are a group of hard working general chairmen, just like Stuart. And just the comment about those guys, they're great, they discuss, they do the same thing you do, they debate, they argue, and we come out the other end with a process we want to go forward with. But the reason I mention them is that Brother Geller and I don't, we're elected president and secretary-treasurer, but the National Division officers are the policy making group between conventions for this union. And that group of 13 or 14 guys runs this union, based on what the general chairmen [of the BMWED-IBT system federations and divisions] and the

members tell them they want. **So it's not one guy. I'm not smart enough to make this union work good, it takes more than me. It takes more than one person. I don't care who the president is, we don't have anybody smart enough to run this union by themselves. So it takes the members, it takes the structure, and that that's what we've got to protect,** the ability to have a union, the ability to come together, and worry about our individual liberties as well as our collective liberties, we've got to keep both of these in our mind as we talk about it. [Emphasis supplied].

A true and correct copy of Defendant Simpson's 2005 speech is attached hereto as **Plaintiffs Exhibit 4.**

16. Defendant David D. Joynt is the Secretary-Treasurer of Defendant BMWED-IBT and, as such, is a National Division officer of that organization.

17. Defendant Jed Dodd is the Vice President At-Large of Defendant BMWED-IBT and, as such, is a National Division officer of that organization.

18. Defendant Roger D. Sanchez is the Vice President, Southern Region of Defendant BMWED-IBT and, as such, is a National Division officer of that organization.

19. Defendant Bruce G. Glover is the Vice President, Northwest Region of Defendant BMWED-IBT and, as such, is a National Division officer of that organization.

20. Defendant Louis R. Below is the Vice President, Western Region of Defendant BMWED-IBT and, as such, is a National Division officer of that organization.

21. Defendant Jack E. David is a National Division Executive Board of Defendant BMWED-IBT and, as such is a National Division officer of that organization.

22. Defendant David L. Carroll is a National Division Executive Board Member of Defendant BMWED-IBT and as, such, is a National Division Officer of Defendant BMWED-IBT.

23. Plaintiff Dennis R Albers is a member of the BMWED-IBT and has been a member of the BMWED-IBT and its predecessor, the BMWWE, for the past forty-nine (49) years. He is also a member of the six-person BMWED-IBT Executive Board and, as such, is one of thirteen (13)

BMWED-IBT national officers. He has served as a BMWED National Division officer in various positions since 2008, when he was elected to serve as a member of the BMWED-IBT National Executive Board. He is also the duly elected General Chairman of Plaintiff Allied Federation and, having been re-elected to that position in 2020, is now serving his third four-year term.

24. Plaintiff Allied Federation is a System Federation affiliated with the BMWED-IBT. Currently, it has approximately 6,300 members. A true and correct copy of its Bylaws is attached hereto as **Plaintiffs Exhibit 5**.

A. The Allied Federation is the product of several mergers with other System Federations, including the 2007 merger between the Allied Eastern Federation and the Missouri-Pacific Federation that gave rise to the Allied Federation's current name. Subsequently, in 2008, the Allied Federation merged with the Southern Pacific Atlantic Federation, the latter of which was folded into the Allied Federation.

B. All the mergers involving the Allied Federation were accomplished by the elected officers of the involved federations, and none of them were forced upon them or otherwise dictated by order of the National Division President of the BMWED-IBT or its predecessor, the Grand Lodge President of the BMWE.

C. The Allied Federation represents several thousand members who work on several Class I national railroads, including CSX, KCS and UP. As applied to the Allied Federation, if Defendant Simpson succeeds in his forced consolidation scheme to strip the Allied Federation of its CSX and UP members and thereafter its KCS members, the Allied Federation's membership will be depleted by approximately 6,300 members, effectively eliminating the Allied Federation, and thereby force the Allied Federation to dissolve or merge with one of the newly created federations or divisions.

25. Plaintiff Dale E. Bogart is a member of the BMWED-IBT and has been a member of the BMWED-IBT and its predecessor, the BMWWE, for twenty-two (22) years. He currently serves as the elected General Chairman of Plaintiff Northeastern System Federation and he is now beginning his third four-year term on November 1, 2021 in that capacity, having just been reelected in June 2021. Plaintiff Bogart served as a Local Lodge officer from 2003-2006 and then served as elected Vice Chairman of the Northeastern Federation between 2006 and 2012. Plaintiff. Bogart also currently serves as a BMWED-IBT National Division officer, having been elected as one of the six (6) members of the BMWED-IBT's National Division Executive Board in 2018.

26. Plaintiff Northeastern System Federation is an affiliate of the BMWED-IBT. A true and correct copy of its bylaws is attached hereto as **Plaintiffs Exhibit 6**.

A. The Northeastern System Federation is the product of several mergers with other BMWED-IBT (and its predecessor's) affiliated system federations and divisions. Those mergers were accomplished by the elected officers of the involved federations and divisions, and none of them were forced upon them or otherwise dictated by order of the National Division President of the BMWED-IBT or its predecessor, the Grand Lodge President of the BMWWE.

B. The Northeastern System Federation represents approximately 500 members, many of whom work on the Class I railroads encompassed within Defendant Simpson's scheme, including Amtrak, Canadian Pacific ("CP") and Norfolk Southern ("NS"). If Defendant Simpson succeeds in his forced consolidation scheme to strip the Northeastern System Federation of its members who work on those two Class I railroads and Amtrak, the Northeastern Federation will be reduced in size to less than 100 members, leaving it with insufficient assets and resources to survive, thereby forcing it to dissolve or merge into one of the Defendant Simpson's newly created Federations.

27. Plaintiff Tony D. Cardwell is a member of the BMWED-IBT and its predecessor, the BMWE, and has been a member for the past twenty-one (21) years. He is the elected General Chairman of the Unified System Division, having been elected in 2018. During the period from 2010 to 2018, he served as the elected Vice Chairman of Region 3 of the Unified System Division. He was also the elected Chairman of his Local Lodge in 2006.

28. Plaintiff Unified System Division is an affiliate of the BMWED-IBT. A true and correct copy of its bylaws is attached hereto as **Plaintiffs Exhibit 7**.

A. The Unified System Federation is the product of, and was established upon, the 2006 merger between the BMWED-IBT's Union Pacific System Division and the Chicago & North Western System Federation.

B. Thereafter, in 2010, the BMWED-IBT's Pacific Federation merged with the Unified System Division.

C. Just recently, in 2020, the BMWED-IBT's Illinois Central Gulf Federation merged with the Unified System Division. It currently represents approximately 5,600 members.

D. All the mergers involving the Unified System Division were accomplished by the elected officers of the involved federations and divisions, and none of them were forced upon them or otherwise dictated by order of the National Division President of the BMWED-IBT or its predecessor, the Grand Lodge President of the BMWE. Indeed, in the 2010 merger between the Unified System Division and the former Pacific Federation, Defendant Below led the merger negotiations on behalf of the Pacific Federation in his then capacity as General Chairman of that federation.

E. Additionally, in 2013, when BMWED-IBT-contracted Class I rail carrier Canadian Pacific Railroad ("CP") acquired a non-union regional (Class II) carrier named Dakota,

Minnesota & Eastern Railroad (“DM&E”), the BMWED-IBT, through its National Division President, Defendant Simpson, authorized the Unified System Division to organize that carrier’s maintenance of way employees and then assigned the DM&E employees to become members of the Unified System Division. Defendant Simpson made that assignment decision even though two other BMWED-IBT system divisions/federations already represented CP maintenance of way personnel while the Unified System Division had never represented CP maintenance of way employees, and to date does not represent any other members employed by CP or any of its subsidiaries.

F. The BMWED-IBT also assigned the Unified System Division to represent the bargaining unit employees working at a non-railroad employer named Voestapline Nortrak, Inc. (“Nortrak”) after winning a representation election conducted by the National Labor Relations Board (“NLRB”) and being certified by the NLRB to serve as the exclusive bargaining agent of that bargaining unit pursuant to Section 9(a) of the NLRA, 29 U.S.C. § 159(a), on April 23, 2004. The Unified System Division continues to represent the Nortrak bargaining unit on behalf of the BMWED-IBT.

G. Furthermore, most of the Unified System Division’s approximately 5,600 members work on the Class I railroads encompassed within Defendant Simpson’s consolidation scheme, including the Union Pacific Railroad. If Defendant Simpson succeeds in his scheme to strip the Unified System Federation of those Class I railroad members, it will be reduced in size and assets and may have to dissolve or seek a merger with one of the federations or divisions that Defendant Simpson has decreed must be established.

29. Plaintiff Jeffery L. Fry is a member of the BMWED-IBT and has been a member of the BMWED-IBT and its predecessor, BMWWE, for approximately twenty-three (23) years. He

was first elected as General Chairman of the BMWED-IBT's affiliate, Atchison, Topeka & Santa Fe Frisco System Federation ("ATSFF") in 2017, and he was re-elected to a second four-year term as General Chairman approximately two (2) months ago, in June 2021. Plaintiff Fry previously held elected positions as Assistant General Chairman and Vice Chairman/Secretary Treasurer of ATSFF from 2012 until 2017, at which time he was elected General Chairman. Additionally, following a BMWED-IBT National Division election in 2018, Plaintiff Fry became, and remains, one of six (6) BMWED-IBT National Division Executive Board members and, as such, is a BMWED-IBT National Division officer. By letter dated July 15, 2021, following Plaintiff Fry's re-election as General Chairman of the ATSFF, Defendant Simpson, in his capacity as BMWED-IBT National Division President, congratulated Plaintiff Fry on his reelection. Defendant Simpson wrote that Plaintiff Fry's re-election "indicates that you have strived to attain a high degree of excellence, which is evidenced by the representation achieved for your membership." A true and correct copy of Defendant Simpson's July 15, 2021 letter to Plaintiff Fry is attached hereto as **Plaintiffs Exhibit 8**.

30. Plaintiff ATSFF is an affiliate of the BMWED-IBT. A true and correct copy of its bylaws is attached hereto as **Plaintiffs Exhibit 9**.

A. In its current form, ATSFF was established as the result of a 2009 merger between two BMWED-IBT affiliates, the AT&SF and another BMWED-IBT federation named the Frisco System Federation. That merger was accomplished by the elected officers of the two involved federations, and it was not forced upon them or otherwise dictated by order of the National Division President of the BMWED-IBT.

B. The ATSFF represents approximately 2,800 members, virtually all of whom work on the nation's largest Class I railroad, BNSF, and its regional subsidiaries and connecting

short-line railroads such as the C&W Railway in Pueblo, Colorado. If Defendant Simpson succeeds in his consolidation scheme to strip the ATSF Class I railroad members, it will be reduced in size to approximately nearly zero (0) and will be forced to dissolve or merge with one of Simpson's newly created federations or divisions.

31. Plaintiff Staci R. Moody-Gilbert is a member of the BMWED-IBT and has been a member of the BMWED-IBT and its predecessor, BMW, for the past approximately twenty-eight (28) years. She was first elected General Chairperson of BMWED-IBT affiliate Burlington System Division in 2012. She was elected to a second four-year term as General Chairperson of the Burlington System Division in 2016, and she was recently reelected to a third term in 2020. Additionally, she is an elected BMWED-IBT National Division Executive Board member, having first been elected to that four-year position in 2014 and reelected in 2018. In her capacity as a BMWED-IBT National Division Executive Board member, she is also a BMWED-IBT National Division officer.

32. Plaintiff Burlington System Division is an affiliate of the BMWED-IBT. A true and correct copy of the Burlington System Division's bylaws is attached hereto as **Plaintiffs Exhibit 10**.

A. The Burlington System Division represents approximately 2,000 members, most of whom work for Canadian Pacific Railroad ("CP") or BNSF, both of which are large, Class I national railroads. The Burlington System Division also represents maintenance of way employees who work on regional and short-line freight and commuter railroads, including the Chicago Metropolitan area's METRA Railroad, the Iowa Interstate, NICTD, and Lake Superior & Ishpeming. The Burlington System Division is also negotiating a first contract for the newly organized Illinois Railway.

B. If Defendant Simpson succeeds in his consolidation scheme to strip the Burlington System Division of its Class I railroad members, it will be reduced in size to less than 100, thereby forcing the Burlington System Division to dissolve or merge with one of Defendant Simpson's newly created federations or divisions.

33. Plaintiff Jason E. Graham is a member of the BMWED-IBT and became a member approximately sixteen (16) years ago, in 2005. When he first joined the BMWED-IBT, he was a member of a Local Lodge in Ohio, where he became its elected Lodge president in 2009. His Lodge was then affiliated with BMWED-IBT affiliate Consolidated Rail System Federation ("CRSF"). He was appointed as a member of CRSF's joint protective board in 2011. Subsequently, he was appointed as Assistant Chairman of the CRSF in 2012, and then elected to that position in 2013. He was appointed as CRSF's Secretary-Treasurer of in 2014 and the appointed as its Second Vice Chairman in 2016. In 2017, he was elected General Chairman of the CRSF, and assumed office in 2018. In 2019, in his capacity as CRSF's General Chairman and on behalf of that federation, Plaintiff Graham led merger negotiations with another BMWED-IBT affiliate, the Affiliated System Federation. Defendant David, in his capacity as General Chairman of the Affiliated System Federation, led the merger negotiations on behalf of that federation. Those negotiations resulted in the 2020 merger of the CRSF and the Affiliated System Federation at which time the merged federation was named the Alliance System Federation ("ASF") and Plaintiff Graham was elected its General Chairman. That merger became effective in 2020. Upon completion of the merger, the merged entity changed its name to the Alliance System Federation ("ASF"). Plaintiff Graham's term of office as ASF General Chairman runs from the effective date of the merger, *i.e.*, 2020, through 2023.

34. Plaintiff ASF is an affiliate of the BMWED-IBT. A true and correct copy of ASF's

bylaws is attached hereto as **Plaintiffs Exhibit 11**.

A. As outlined in paragraph 33, above, ASF was established in 2020, upon the completion of the 2019 merger of two former BMWED-IBT affiliated federations.

B. During the 2019 Affiliated System Federation Joint Protective Board's ratification meeting concerning merger, Defendant and then General-Chairman David informed the officers of that System Division's joint protective board that he had initiated the merger discussions with the CRSF in 2017 by writing a letter to his counterpart, the General Chairman of the CRSF, formally requesting that the two organizations enter in merger discussions. Defendant David further explained that after the General Chairman of the CRSF responded in writing and agreeing to enter into such merger talks, the two organizations commenced merger negotiations and reached a merger agreement that required ratification by both organization's governing bodies, i.e., their joint protective boards.

C. During the 2019 Affiliated System Federation Joint Protective Board's merger ratification meeting, Defendant David spoke in favor of the merger, stating that:

both federations know that this is the most perfect fit in the nation. The two federations, the way we're mapped out, the railroads that we represent, everything that comes together, these two fit like a puzzle piece. That's why I have been talking and I asked your permission at [the Allied System Federation] convention as we introduce [Plaintiff] Jason [Graham] and his crew to pursue this issue. We're here today to discuss it and make a vote. You will be voting on the merger, with system bylaws, with merger system bylaws, and laws as represented, and we can correct any typographical errors, but we can't make changes to those bylaws. We vote up or down, and then there's a merger agreement that takes care of the issues also, so we'll put that all in one package.

A true and correct copy of the minutes of the Affiliated System Federation Joint Protective Board's merger ratification meeting and the accompanying Merger Agreement Between the Affiliated System Federation and the Consolidated Rail System Federation attached hereto as **Plaintiffs Exhibit 12**.

D. The newly merged entity, *i.e.*, Plaintiff ASF represents approximately 2,800 members. Nearly all of them work on large national Class I railroads, including CN, CSX and Norfolk Southern, as well as Amtrak. All three of those railroads' BMWED-IBT represented maintenance of way employees are encompassed in Defendant Simpson's forced consolidation scheme to create new federations and divisions to represent the employees working for those railroads. If Defendant Simpson succeeds in his consolidation scheme to strip the ASF of its Class I railroad and Amtrak members, it will be dramatically reduced in size and may be forced to dissolve or merge with one of Defendant Simpson's newly created federations or divisions.

JURISDICTION AND VENUE

35. This Court has jurisdiction over the claimed breaches of the BMWED-IBT Bylaws and the Merger Agreement by Defendant Simpson and each of the Individually Named Defendants, as well as Defendant BMWED-IBT, and venue is proper in this Court for it to adjudicate such claimed breaches, pursuant to Section 301 of the NLRA, as amended by the Labor Management Relations Act, 29 U.S.C. § 185 ("LMRA"), as well as under general federal question pursuant to 28 U.S.C. § 1331.

36. This Court has jurisdiction over the claimed violations by Defendant Simpson and each of the Individually Named Defendants and Defendant BMWED-IBT of Plaintiffs' federally protected rights under Title I of the Labor Management Reporting and Disclosure Act, 29 U.S.C. § 411, *et seq.* ("LMRDA"), and venue is proper in this Court for it to adjudicate for such claimed violations, pursuant to 29 U.S.C. § 412.

37. This Court has jurisdiction over the claimed breaches of fiduciary duty owed to the Plaintiffs by Defendant Simpson and each of the Individually Named Defendants under Title V of the LMRDA, 29 U.S.C. § 501, *et seq.*, and venue is proper in this Court for it to adjudicate for

such claimed violations, pursuant to 29 U.S.C. § 501(b).

38. Pursuant to 28 U.S.C. § 1367, and to the extent not preempted by LMRA Section 301, 29 U.S.C. § 185, this Court has supplemental jurisdiction pursuant to Michigan law with respect to the claimed breaches of contract. Additionally, pursuant to 28 U.S.C. § 1367, this Court has supplemental jurisdiction pursuant to Michigan law relating to the claimed breaches of fiduciary duty owed to Plaintiffs by Defendant Simpson and each of the Individually Named Defendants. With respect to the supplemental claims relating to breach of fiduciary duty, Plaintiffs note that, and such supplemental claims are preserved and provided in 29 U.S.C. § 413.

FACTS

39. The Individually Named Defendants as well as Peter E. Kennedy, BMWED-IBT's appointed Director of Strategic Coordination and Research and Defendant Simpson's Executive Assistant, are closely aligned with Defendant Simpson. In the spring of 2021, Plaintiff Albers formed slate of candidates to run for BMWED-IBT National Division office. Defendant Dodd asked one or more of the Albers's slate members to be included on the slate and his request was also declined. Shortly thereafter, with the active support of the other Individually Named Defendants and Kennedy, Defendant Simpson embarked on a secret scheme to forcibly transfer the members, affiliated Local Lodges, and the dues assets and other properties from the existing BMWED-IBT system federations and divisions, including those that are Plaintiffs in this action, to new system federations and divisions that Defendant Simpson has ordered to be established in "founding conventions" this coming September and October, 2021.

40. On June 10, 2021, BMWED-IBT Director of Strategic Coordination and Research and Defendant Simpson's Executive Assistant, Peter E. Kennedy, sent an email to the BMWED-IBT National Division officers regarding the "Establishment of Single Employer Systems."

Kennedy attached two letters that he claimed were confidential, neither of which is now confidential, as they both subsequently were sent to the BMWED-IBT members by Defendant Simpson and the other Individually Named Defendants. Kennedy stated that the “first attached letter (‘General Membership Letter’) is a letter that President Simpson will be sending out to the Membership late next week, and it regards the actions he intends to carry out in restructuring the BMWED’s Joint Protective Board structure/organization.” Kennedy further stated that the “second attached letter (‘NDO in Support’) will be mailed with the General Membership letter, and is to be an expression of support from those National Division Officers that support the restructuring to be carried out under President Simpson’s authority.” Prior to receiving the email, Plaintiffs Albers, Moody-Gilbert, Fry and Bogart, all of whom are BMWED-IBT National Division officers by virtue of their elected positions as BMWED-IBT National Executive Board members, had not been consulted or even informed about Defendant Simpson’s intention to “restructure[e]the BMWED-IBT’s Joint Protective Board structure/organization.” A true and correct copy of Kennedy’s June 10, 2021 email and accompany attachments is attached hereto as **Plaintiffs Exhibit 13**.

41. In a June 14, 2021 email and follow-on registered letter, Plaintiff Albers, Moody-Gilbert, Bogart, and Fry, in their capacities as duly elected BMWED-IBT National Division Executive Board members, directed Defendant Simpson not to expend any National Division funds on “founding conventions” as outlined in [his] recent correspondence disbursed via a June 11[sic], 2021 email by Mr. P. Kennedy, or any other post correspondence.” Plaintiffs Albers, Moody-Gilbert, Bogart, and Fry further stated:

We refuse to approve the disbursement of funds because your proposal was performed in secret outside any National Division meeting, and because your proposal would severely damage the welfare of the Brotherhood of Maintenance of Way Employees Division – IBT. If you move forward with any expenditures related to this issue, such action will be seen as unauthorized use of funds and appropriate action will be taken.

Article III of the BMWED National Division Bylaws requires the National Division President to submit a message setting forth the affairs of the BMWED during his term of office and suggestions for legislations and changes in Bylaws for the best interest of the BMWED. He is also to set forth other suggestions and recommendations as he may deem advantageous to the BMWED and its members. Since your reelection at the 2018 National Division Convention, you have never indicated to a National Division body that you were even remotely thinking about the drastic plan you have recently proposed. Thus, expending funds without first outlining your plans does not comport with Article III, Section 1 of the Bylaws and thus it would be wholly improper to approve any expenditures in connection with your plan.

* * *

You are directed not to expend any National Division Funds on mailers, material, equipment, attorneys, consultants, or any other expenditure in connection with this plan until the Executive Board has a chance to meet to vote on whether to approve funds.

Furthermore, Plaintiffs Albers, Moody-Gilbert, Bogart and Fry, who collectively constitute a majority of the six-person BMWED-IBT National Division Executive Board, and acting pursuant to their authority under Article VI, Section 6 of the BMWED-IBT National Division Bylaws, requested that, “in order to address this serious issue,” Defendant Simpson participate in a special meeting in conjunction with a BMWED-IBT National Division Association meeting that previously had been scheduled for October, 2021. A true and correct copy of Plaintiff Albers’s, Moody-Gilbert’s, Bogart’s and Fry’s June 14, email/letter is attached hereto as **Plaintiffs Exhibit 14**.

42. By letter dated June 21, 2021 addressed to Defendant Dodd (who had just recently been declined a position on Plaintiffs’ slate for the 2022 National Division officer election), Defendant Simpson informed Dodd that, “effective immediately, I am hereby designating you as the Chairman of the founding of the National Railroad Passenger Corporation (Amtrak) Employer Joint Protective Board Convention, pursuant to the provisions of Article XIX, Section 1 of the Brotherhood of Maintenance of Way National Division Bylaws.” Defendant Simpson further informed Defendant Dodd that:

[a]s Chairman, you are authorized and responsible for conducting the founding Convention of The National Railroad Passenger Corporation (Amtrak) Employer Joint Protective Board, to be held on September 1 & 2, which includes the formation and selection of Bylaws and Rules Committees Members and Advisors. . . . Please contact Executive Assistant to the President, Peter Kennedy, should you require any assistance in coordinating Committee meetings, etc.

A true and correct copy of Defendant Simpson's June 21, 2021 letter to Defendant Dodd is attached hereto as **Plaintiffs Exhibit 15**.

43. On June 22, 2021, Defendant Simpson sent the BMWED-IBT members a nearly identical letter that Director of Strategic Coordination and Research and Defendant Simpson's Executive Assistant, Peter E. Kennedy had sent to the BMWED-IBT National Division officers by email on June 10, 2021 (*see Plaintiffs Exhibit 13*). As he had written in the June 10, 2021 draft, Defendant Simpson stated his opinion that "[t]he current structure of our Union weakens the voice and strength of the rank and file membership. The current composition of our Union is a century old and no longer comports to the current rail industry, and it does not deliver the best and most efficient representation our membership deserves." Defendant Simpson continued:

The multiple General Chairpersons operating in this system may think it should continue but I do not believe that this would be in the best interest of the membership. Correcting this problem will improve the representation of the membership by our Union.

Therefore I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters and call a founding Convention of all the Local Lodges on the following railroads: Amtrak, Norfolk Southern, CSXT, BNSF, UP, CP and CN. These Local Lodges will form a new single system to represent BMWED members on each of these railroads. At these founding Conventions, the delegates from the Local Lodges on each railroad will elect new officers and adopt new bylaws to organize all BMWED workers on one employer under a single banner. This will result in a more efficient use of dues and more strength when dealing with management. Dues money currently in the accounts of current systems to which the members currently belong will be transferred to the accounts of the new system on a per capita basis.

Defendant Simpson also advised that under his plan, he would also transfer the members, of "smaller properties" "that cannot support their own system based upon membership levels" to the

new systems. He did not explain how those “smaller property” assignments would be done and did not identify all of the “smaller properties” that would be affected, although he did state that they would not be divided into multiple systems. Simpson also neglected to point out that the “smaller properties” are separate railroads from the large carriers whose employee/members that he intends to assign to the “new single system[s].” He likewise alluded to, but did not expressly acknowledge that his plan will effectively cripple, if not totally dissolve the BMWED-IBT’s existing system federations and divisions, result in the removal of many elected system federation and division officers from their elected offices, and will result in the seizure of dues monies paid by BMWED-IBT members to current system federations and divisions and reallocation of those monies to the new single system federations and divisions that he is mandating be established.

Simpson wrote:

Smaller properties like Conrail Metra, Keolis, NICTD, KCS, York Rail, to name a few, and which cannot support their own system based upon membership levels, will be assigned to the new systems in accordance with National Division Bylaws. However, we will ensure that these properties are not divided up into different systems and will be assigned in a way that will maximize their unity in dealing with railroad management.

Simpson further advised in his letter that:

We will hold these founding Conventions during the months of September and October of this year. The new Federations will not be effective until January 1, 2022. This will provide time for an orderly transfer of funds and ensure any work in progress is completed. It will also ensure that the changes do not interfere with the current election of International Teamsters officers.

Simpson neglected to mention that the members working on those “smaller properties,” including the members employed by class I railroad KCS, are excluded from participating in the upcoming “founding conventions of the new federations/systems, and that they will therefore not have a voice in the establishment of the new federations/divisions that Simpson will forcibly assign them. They will not have any say in the election of the officers of those new system federations and

divisions who will be responsible for representing them. Simpson concluded his letter stressing that the “founding conventions” were very important; warning that a Lodge’s non-participation in those founding conventions would neither hinder the conduct of those conventions nor prevent the establishment of the new federations and divisions; informing them that they would still be assigned to the those new federations or divisions whether they wanted to be or not; and by “damning with faint praise” the efforts of the elected officers of the BMWED-IBT existing federations and divisions who will be removed from their offices upon the implementation of his consolidation plan. Specifically, Simpson wrote:

. . . This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Division or Federation; however, if a delegate is not elected by a Local Lodge, that Local Lodge will not be represented when the new System Division or Federation is formed, but will be governed by the System or Federation.

Please do not consider this as a criticism of the current System Federation officers representing BMWED workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. Our current structure impedes any elected officer in performing his or her job in the most effective way possible for the membership. I would expect that many of the current officers will be running for office in the new System Division or Federation on these merits. However, the current design of the Systems is inefficient, unwieldy, confusing to the rank and file and does not provide the most effective representation possible. The purpose of establishing this new single System Division or Federation for each large employer is to correct a flaw that has festered for a long time and is not the fault of any single individual. None of us are blameless in creating and sustaining this system; nevertheless, it is far past time to fix the problem and move our Union forward for the benefit of the rank and file membership.

A true and correct copy of Defendant Simpson’s June 22, 2021 letter to the BMWED-IBT membership is attached hereto as **Plaintiffs Exhibit 16**.

44. A June 22, 2021 letter of support signed by the BMWED-IBT National Division officers closely aligned with Defendant Simpson accompanied Defendant Simpson’s June 22, 2021 letter to the membership regarding his consolidation scheme. That letter, which is the same as the draft that BMWED-IBT Director of Strategic Coordination and Research and Defendant

Simpson's Executive Assistant, Peter E. Kennedy, had shared with the BMWED-IBT National Division officers on June 10, 2021, reveals a purported basis justifying Defendant Simpson's forced consolidation scheme. They wrote, however, that President Simpson had never previously exercised the authority to implement his consolidation scheme, even though he had such authority "all the while," because he had hoped for the last seventeen (17) years of his tenure as BMWED-IBT National Division President that "the needs and interest of the membership" would prevail. Defendants Below, Dodd, Glover, Sanchez, Carroll, David, and Joynt wrote:

The railroads have spent the last 30 years consolidating to form larger, stronger and more profitable railroad systems with centralized power structures. The most effective way to combat this is to fight each employer with a centralized voice. But our current organization of having multiple System Divisions and/or Federations on an individual Railroad allows the railroads to divide and conquer us. It also allows them to pit our internal competing interests against each other. For many years, President Simpson strongly encouraged the System Division and/or Federations to merge and consolidate for the purpose of building a more centralized representation structure that would ultimately build unity and strength at the bargaining table for members working for the same railroad.

All the while, he was urging voluntary realignment; President Simpson held the authority to carry out such changes through the BMWED National Division Bylaws. However, it was not his desire to exercise such authority. Rather, it was his hope that the needs and interests of the membership would drive the rationalization of their System Divisions and Federation on each railroad employer. To the credit of previous and current System Division and Federation officers; there have been changes to the System Divisions and Federations, but these changes were inadequate for reaching the level necessary to achieve real transformation for our Union.

* * *

Therefore, we stand united in support of President Simpson establishing a System Division and/or Federation for each major freight railroad and Amtrak, and we look forward to the strength, unity and power it will bring to the BMWED on each railroad employer.

A true and correct copy of the June 22, 2021 letter of support signed by Defendants Below, Dodd, Glover, Sanchez, Carroll, David, and Joynt is attached hereto as **Plaintiffs Exhibit 17**.

45. The affirmations of Defendants David, Dodd, Carroll, and Below supporting Defendant Simpson's June 22, 2021 forced consolidation scheme differ from those Defendants'

prior positions regarding such schemes.

A. As noted in Paragraph 34, above, Defendant David, on behalf of the BMWED-IBT federation that he then represented as its General Chairman not only initiated a merger of that federation with another one, but he also led the merger negotiations on behalf of his federation, signed the resulting merger agreement between the two federations and then advocated for its ratification by the elected officers who served on his federation's joint protective board. He characterized the merger as "the most perfect fit in the nation," stating the merging federations "fit like a piece of puzzle." *See, id.; see also Plaintiffs Exhibit 12*).

B. During the 2014 BMWED-IBT National Division Convention, a Local Lodge introduced a resolution, namely "Proposed Resolution No. 66," that was modified by the Resolutions Committee and brought to the floor for ratification. Defendant Dodd chaired the Resolutions Committee. The resolution that went to the floor for ratification authorized Defendant Simpson to take steps to secure the consolidation of federations and divisions so as to secure one federation for each of the major federally regulated Class I railroads and a separate passenger rail federation for the BMWED-IBT members working for Amtrak and other passenger railroads. Specifically, the resolution urged Defendant Simpson to:

explore all steps to establish a Passenger Rail Federation to represent the passenger rail workers in this National Division and in conjunction with the support of the federations, to establish one federation for each of the major Class 1 railroads in the United States.

(i) Defendant Simpson rose in favor of the resolution. In so doing, he opined that, as National Division President he had had the authority "to establish joint protective boards without the influence of any of the officers in that resolution," but he stressed that "moving forward, we've done these mergers and things voluntarily for twenty years, and we're going to continue doing that. This resolution, in my mind, simply pushes us a little farther down the road

and gives us some impetus to get more things done.”

(ii) Immediately thereafter, a Convention delegate moved to amend the resolution by striking the instructive language regarding the establishment of one federation for each of the major Class I railroads in the United States, but leaving intact the instructive language regarding the establishment of a passenger rail federation. He argued that the language he had moved to strike from the original resolution was inappropriate because it allowed for forced mergers of federations rather than voluntary mergers and that forced mergers should not be allowed.

(iii) Defendant Dodd rose next to support the proposed amendment. He pointed out that he was a member of the Local Lodge that had submitted the resolution in its original form and that the language the prior delegate had moved to strike from it had been added by the Resolutions Committee. With that added language stricken, he noted, the proposed amended resolution was “remarkably similar” to what his Local Lodge had originally proposed, namely, to seek the establishment of a single passenger rail federation. Because the proposed amended resolution preserved what he and his Local Lodge were seeking, he stated that he would support the amendment to strike the forced consolidation of freight federations and divisions.

(iv) Shortly thereafter, Defendant Carroll spoke in opposition to proposed amendment but focused his argument on his opposition to all forced mergers of BMW-IBT affiliated entities.

(v) Defendant Below also rose in opposition not to the proposed amendment to the resolution but instead to the resolution itself. He argued that having multiple federations and divisions representing members working on the same railroad “actually works very well.” He also criticized the resolution’s justification that single-system federations and divisions

were necessary to keep up with the numerous railroad consolidations and mergers. He argued,

I just can't for the life of me see the logic in having one general chairman speak for everybody on the Union Pacific Railroad. And sure as hell, as soon as you align yourselves with the railroads, they're going to change. UP may become one big railroad, or three railroads become two or two become four. Then what are you going to do? Are you going to align yourselves again with the rest of the railroads? We shouldn't be changing our structure just to align ourselves with the Class Is and the passenger rails."

After further debate the proposed amended resolution and the resolution that originally was brought to the floor were soundly defeated, with just Defendant Simpson and only one other delegate in favor of resolution, Defendant Dodd spoke opportunistically in favor of establishing a single passenger rail federation but against the forced consolidation of Class I freight federations. A true and correct copy of the transcript of the 2014 BMWED-IBT National Division Convention debate regarding Proposed Resolution 66, is attached hereto as **Plaintiffs Exhibit 18**.

46. In its June/July/August 2014 edition, the BMWED-IBT Journal to the membership published excerpts of Defendant Simpson's keynote address to the 2014 BMWED-IBT Convention delegates. Defendant Simpson referenced the failed Proposed Resolution No. 66 in his keynote address. As stated therein, President Simpson informed the Convention delegates that "[v]oluntary mergers and affiliations continue to be a priority for my Administration." In this regard, he offered his perspective that:

A changed railroad industry structure has required us to look internally at our own union structure and find ways to adjust to the new realities of a consolidated and powerful U.S. rail system. At the beginning of my presidency in 2004, there were 28 BMWED System Federations and Divisions. Today, there are 16 Federations and Divisions: larger, stronger, more cost effective and united. This consolidation has come about through a series of voluntary mergers and affiliations since 2004.

Voluntary mergers and affiliations continue to be a priority of my Administration. My goal as President is to have each of the 'Big Four' railroads under single property agreements with the best work rules and highest rates of pay preserved for our members on each individual property.

A true and correct copy of the excerpts from Defendant Simpson's keynote address to the Delegates of the BMWED-IBT National Division's 2014 Convention, as published in the June/July/August BMWED-IBT Journal, is attached hereto as **Plaintiffs Exhibit 19**.

47. Simpson's purported fervor to establish single employer system federations and divisions has never been matched by his decisions and actions during his seventeen-year tenure as BMWED-IBT National Division President. As noted in Paragraph 28.E, above, in 2013, Defendant Simpson chose not to practice what he now claims he has consistently preached regarding consolidations and mergers to obtain single system federations and divisions. At that time, he assigned the CP-owned DM&E railroad's newly organized BMWED-IBT represented personnel to become members of Plaintiff Unified System Division, rather than to either of the two federations that at that time already represented CP personnel. Plaintiff Unified System Division did not represent any CP personnel that time. Defendant Simpson's decision caused an increase in the number of federations with responsibility to represent CP employees.

48. Additionally, Defendant Simpson and the other Named Defendants took no steps to force consolidations and mergers to obtain single system federations during the entire period of his four-year term as National Division President that ended in 2018. Indeed, Defendant Simpson took no steps even to advocate for such results at the last BMWED-IBT National Division Convention in 2018. Likewise, he took no such steps do so during his current, soon-ending term of office until this past June, when he announced his forced consolidation scheme after secretly having developed it with closely aligned allies and shortly after learning that none of his closely aligned allies would be included on to the Albers' slate of BMWED-IBT National Division officers candidates running for office in next year's convention. Defendant Simpson intentionally excluded Plaintiff officers from his secretive plotting efforts and solicited no input from the membership.

Simply put, the forced consolidation scheme developed by Simpson and his allies excluded the open and democratic involvement and deliberations to which BMW and BMWED-IBT have historically been accustomed and faithfully adhered – all so that Defendant Simpson can complete a “rush job” prior to his retirement from office and provide his non-retiring political cronies with a newly established structure by which they can control the affairs of the BMWED-IBT.

49. Moreover, Defendant Simpson’s scheme to create new system federations will remove all of the duly elected officers of the Plaintiff system federations and divisions which previously he declared was impermissible without cause and due process under the LMRDA. In or about August 6, 2015 Defendant Simpson ruled that First Vice Chairman Paul Kilgallon could not be removed from his position as an elected official because it was done within temporal proximity to Kilgallon’s opposition to a merger with another system federation and because, as Simpson held, such an action would violate Title I of the LMRDA. Defendant Simpson wrote:

While the Supreme Court of the United States has recognized that *appointed* business agents could be removed from employment without offending the protections embodied in Section 101(a)(2) of the LMRDA, the Court reached a very different outcome with respect to the removal of an *elected* union officer. In *Sheet Metal Workers Union v. Lynn*, 488 U.S. 347 (1989), an elected officer was removed within five days of his outspoken opposition to a proposed dues increase. One authority summarized that holding: “Although his ‘member’ right was not denied to him, it was interfered with because he could only exercise it at the risk of losing employment. Further, the removal of an elected official denies members the right to be represented by officers they choose and has a chilling effect on their own exercise of Title I rights.” *Quoting* “Labor Union Law and Regulation,” Osborne, W., Editor-in-Chief, Committee on Union Administration and Structure, Section of Labor and Employment Law, American Bar Association, 2003.

A true and correct copy of the August 6, 2015 Kilgallon letter is attached hereto as **Plaintiffs Exhibit 20**. Now, six years later, Simpson is ignoring his own prior decisions prohibiting the removal of elected officials on account of their exercise of federally protected rights. Through his forced consolidation scheme, prompted for reasons of political reprisal against the individually

named Plaintiffs running on the Albers slate and to create a new representative structure to enable his political allies to control the BMWED-IBT after he retires in 2022. In advance of the 2022 BMWED-IBT Convention, Defendant Simpson is engineering the wholesale removal of elected officials whom he perceives to be obstacles to the achievement of his political goals. In so doing, Defendant Simpson is depriving the members of their federally protected “right to be represented by officers they choose.” Defendant Simpson’s actions in furtherance of his impermissible forced consolidation scheme will have a similarly, and indeed exponentially greater, chilling effect on the BMWED-IBT members’ exercise of their Title I rights as was present in the 2015 Kilgallon removal case that he held was improper.

50. By letter dated June 24, 2021, Defendant Simpson responded to the letter from Plaintiff Albers Moody-Gilbert, Bogart, and Fry’s June 14, 2021 letter requesting that he attend a special meeting of the BMWED-IBT National Executive Board in October, 2021 to discuss his forced consolidation scheme, and directing that he not expend BMWED-IBT National Division assets in furtherance of that plan. *See* Paragraph 41; **Plaintiffs Exhibit 14**. In his responsive letter, Defendant Simpson rejected Plaintiff Albers, Moody-Gilbert, Bogart, and Fry’s meeting request, writing that “[c]onducting such a meeting would be costly and a wasteful use of the Members’ dues dollars.” In rejecting the meeting request, Defendant Simpson also noted that he had conducted an electronic meeting with all the BMWED-IBT National Division officers, including the other Individually Named Defendants, system federation and division General Chairpersons and several Vice Chairpersons. Defendant Simpson stated that with respect to that electronic meeting:

The participants had more than adequate time to take party in that meeting and nothing substantive was presented during the meeting – or subsequent thereto – that would prohibit me from exercising the express authority granted to the BMWED National Division President per Article XIX, Section 1 in establishing employer specific Joint Protective

Boards.

Defendant Simpson also rejected Plaintiffs Albers, Moody-Gilberts, Bogarts, and Fry's directive not to expend union assets to support his forced consolidation scheme. Defendant Simpson wrote that their instruction was "simply a frantic attempt to distract from the facts and distort reality[,]" and was based upon "simply uniformed and uneducated assertions that are neither rooted in fact nor practicality and historical practice." He continued:

Article XIX, Section 1 permits the BMWED National Division President to establish employer specific Joint Protective Boards when he/she sees fit in his/her judgement. It is my judgment as BMWED National Division President that the BNSF, Canadian National, Canadian Pacific, CSX, Norfolk Southern, Union Pacific and Amtrak employees have each reached a level of organization to warrant the establishment of a Joint Protective Board specifically for each respective employer. There is no express exception with said Article that prohibits the President from establishing such employer specific Protective Boards accordingly.

Defendant Simpson also brushed aside Plaintiffs Albers, Moody-Gilbert, Bogart, and Fry's claims that he lacks the authority under the BMWED-IBT National Division Bylaws to forcibly consolidate existing federations and divisions. In this regard, Defendant Simpson repeatedly placed the burden on them to convince him otherwise. He wrote:

- None of you have expressed a valid reason yet as to why I should not proceed under Article XIX, Section 1.
- You have not asserted that the BMWED National Division President does not have the authority to establish employer specific Protective Boards in accordance with Article XIX, Section 1 of the BMWED National Division Bylaws. Instead, your allegations are that I am not approved to carry out the establishment of the employer specific Joint Protective Boards because I have not received approval from such expenditures by the National Division Executive Board through their adoption of the National Division's Annual Budget, which inadequacies I will address in further detail below. Nevertheless, your failure to assert that the National Division President does not have the authority to establish employer specific Joint Protective Boards is a clear acknowledgement that my interpretation of the Bylaws is correct and accurate, and that I do indeed have the authority to proceed.
- In this regard, during our June 15th Zoom meeting, **National Division Executive Board Member and Chairman, Dennis Albers stated, 'You've (President**

Simpson) been saying that you were going to do this for years, that it has been your dream but we did not take your seriously. [Emphasis in original]. Brother Albers's statement is entirely correct, as I have raised this subject repeatedly at various junctures during my Presidency, and I have repeatedly asserted that Article XIX, Section 1 grants the BMWED President the authority to establish such employer specific Joint Protective Board. As Brother Albers clearly stated, it is apparent that all of you did not take me seriously, because despite my repeated assertions, none of you have ever properly contested the authority granted to the BMWED President under the Bylaws by requesting an interpretation of Article XIX, Section 1. Furthermore, none of you have ever proposed to amend Article XIX, Section 1 in accordance with Article XX, Section 1 of the Bylaws.

- Aside, the facts are that all of you have known of my intentions for numerous years, that you have each had ample opportunities in your respective capacities to voluntarily restructure and rationalize the Membership's representation structure, and that you have each had the opportunities and influence given your capacities to Amend Article XIX, Section 1 of the Bylaws in order to restrict the authority of the BMWED National Division President. Yet, all of you have utterly failed to take the appropriate action to do such. Your pretending otherwise is baseless, dishonest, and clearly divorced from reality.

A true and correct copy of Defendant Simpson's June 24, 2021 letter is attached hereto as **Plaintiffs Exhibit 21**.

51. In an email also dated June 24, 2021 Defendant Simpson singled out Plaintiffs Albers, Moody-Gilbert, Fry and Bogart in an email where he accused them of "sedition" and questioned whether they were in "dereliction of your duties as National Division Officers." He then, demanded the four Plaintiffs turn over minutes from their respective system federations and divisions that are also named Plaintiffs in this matter. A true and correct copy of Defendant Simpson's June 24, 2021 email is attached hereto as **Plaintiffs Exhibit 22**.

52. The following day, June 25, 2021 Defendant Simpson sent an email to the Plaintiffs Albers, Moody-Gilbert, Fry and Bogart and asked "[h]ave you guys really thought this through[?]" He then threatened that he "plan[ned] to start a member campaign that may not be pleasant for some of you." His reference was, in part, to direct mailings to the thousands of members of the named Plaintiffs explaining his scheme to eliminate the existing system federations and divisions

and to create new ones which cost the National Division thousands of dollars and which the four named Plaintiff executive board officers specifically told him he was not authorized to spend (see paragraph 40 above). A true and correct copy of Defendant Simpson's June 25, 2021 email is attached hereto as **Plaintiffs Exhibit 23**.

53. On July 2, 2021, Defendant Simpson sent seven notices of "convention call to establish single joint protective board" to the BMWED-IBT members working for Amtrak, BNSF, CN, CP, CSXT, Norfolk Southern and UP. In each of the letters, Defendant Simpson stated that he was exercising his authority under Article XIX, Section 1 of the BMWED-IBT National Division Bylaws to call for a founding convention of all the Local Lodges whose members work for those seven (7) railroads to form new, single system federations, elect new officers and adopt new bylaws. He also informed the members that their dues monies currently in their existing system federations' and divisions' accounts would be transferred to the accounts of the newly established federations and divisions on a per capita basis. As he had written in his June 22, 2021 letter to the membership, Defendant Simpson asked the membership to "not consider this a criticism of the current System Federation Officers," and that he "would expect many of the current officers would be running for office in the new System Federation[.]" He further wrote that:

The purpose of establishing this new single system for [Amtrak, BNSF, CN, CP, CSXT, Norfolk Southern and UP] is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. It does however need to be fixed without further delay.

True and correct copies of the July 2, 2021 notices relating to the establishment of the new federations/divisions relating to Amtrak, BNSF, CN, CP, CSXT, Norfolk Southern, and Union Pacific are attached hereto as **Plaintiffs Exhibits 24 through 30**, respectively. The identities of each of the seven (7) new single system federations/division, as well as the dates and locations of their "founding conventions," the number of affected BMWED-IBT members, and the number of

federations/divisions that currently represent members on those systems and whose elected officers will be removed from their offices and whose dues monies will be seized and paid over to the new federations/divisions are as follows:

INVOLVED RAILROAD	FOUNDING CONV. DATES	CONV. LOCATION	# OF AFFECTED MEMBERS	# OF AFFECTED FEDS/DIVISIONS
Amtrak	Sept 1-2, 2021	Newark, NJ	2,400	4
BNSF	Oct 6-7, 2021	Denver, CO	6,700	4
CN	Sept 22, 2021	Rosemont, IL	1,500	5
CP	Sept 23, 2021	Rosemont, IL	700	3
CSXT	Sept 15-16, 2021	Hebron, KY	4,600	3
NS	Sept 8-9, 2021	Hebron, KY	3,500	4
UP	Sept 29-30, 2021	Denver, CO	7,700	3

54. In late June or early July, 2021, the General Chairpersons from twelve (12) out of the fourteen (14) existing BMWED-IBT federations and divisions invited Defendant Simpson to meet with them in an attempt to resolve their dispute regarding Defendant Simpson's claimed authority to force consolidation of the existing federations and divisions into new single system federations and divisions and his recently announced plan to move forward with those forced consolidations. Defendant Simpson accepted the invitation and, on July 8, 2021 in Hendersonville, Tennessee, met with the twelve (12) General Chairpersons of the Allied Federation, Alliance Federation, Atchison Topeka Santa Fe Frisco System Federation, Burlington System Division, Chicago Eastern Illinois System Federation, Commuter Railroad System Division, Northeastern System Division, Pennsylvania Federation, Southern System Division, Unified System Division, Burlington Northern System Federation, and Elgin Joliet & Eastern federations.

A. The twelve federations and divisions present at the meeting constitute approximately ninety-five percent (95%) of the BMWED-IBT membership. The twelve General Chairpersons explained their opposition to Defendant Simpson's plan to forcibly consolidate the existing federations and divisions into newly created federations and divisions and repeated their

position that Defendant Simpson lacks the authority to implement such a plan, explaining that consolidations and mergers are done consensually by the involved federations and divisions and their governing joint protective boards.

B. In an effort to avoid a public escalation of their dispute where it could adversely impact the BMWED-IBT and the membership, especially while they remained engaged in national multi-employer collective bargaining with the railroads, they proposed a compromise solution entailing the consolidation of various federations and divisions through the transfer of various Local Lodges and members working on the same railroad to a single federation or division as well as various mergers of system federations and divisions, all of which would be accomplished by the involved system federations and divisions in accordance with the BMWED-IBT National Division Bylaws and the respective bylaws of the affected system federations and divisions. Their proposed compromise would enable Defendant Simpson to achieve most of his stated objectives he has publicly identified as his reason for engaging in his forced consolidation plan, but by ensuring that those objectives would be done in accordance with the BMWED-IBT National Bylaws and the respective bylaws of the affected system federations and divisions.

C. Defendant Simpson refused to entertain a written compromise proposal from the General Chairpersons, claiming that the dispute was out of his hands and that he would have to consult with the BMWED-IBT National Division Vice Presidents, and other National Division officers, seven (7) of whom are Individually Named Defendants in this action. Defendant Simpson requested that the General Chairpersons send their compromise proposal to him electronically and that he would discuss it with the other BMWED-IBT National Officers. The General Chairpersons sent their compromise proposal to Defendant Simpson later that day. A true and correct copy of that July 8, 2021 compromise proposal is attached hereto as **Plaintiffs Exhibit**

31.

55. Rather than respond to the General Chairpersons' July 8, 2021 compromise proposal, Defendant Simpson ignored it and instead has continued to move forward with his forced consolidation scheme. This has included the development of draft bylaws for the new federations and divisions, including bylaws for the new federation that is supposed to represent the BMWED-IBT members working for Norfolk Southern. As set forth in those bylaws, the new federation lists its "covered railroads" and the "former" federations from which they arrived. A true and correct copy of the draft bylaws covering the soon-to-be established Norfolk Southern federation is attached hereto as **Plaintiffs Exhibit 32**. The designation of the existing BMWED-IBT federations and divisions as "former federations and divisions" signals Defendant Simpson's intent to disband and dismantle those currently existing system federations and divisions.

56. Defendant Dodd, whom Defendant Simpson has named to serve as Chairperson presiding over the Amtrack federation's "founding convention," is developing bylaws establishing six regional districts. The largest five districts are being gerrymandered to include Pennsylvania Federation district Local Lodges, so that Defendant Dodd, who was the long-time General Chairman of the Pennsylvania Federation can better control the new federation by stacking five of the six districts with his allies. Furthermore, Defendant Dodd is not the only one of the Individually Named Defendants appointed to serve as Chairmen of new federations/divisions' "founding conventions."

57. Defendant Simpson has named himself and all the other Individually Named Defendants to chair preside over those "founding conventions," and, where he has appointed co-chairmen to preside over certain of those "founding conventions," he has also exclusively named only Individually Named Defendants to fill those appointments. Specifically, as noted above,

Defendant Simpson has appointed Defendant Dodd to chair and preside over the Amtrak “founding convention.” Defendant Simpson has appointed Defendant Jack David to chair and preside over the NS “founding convention,” and has also appointed Defendant Roger Sanchez to serve as co-chairman of the proceeding. Defendant Simpson has appointed himself to chair and preside over the CSXT “founding convention” and has appointed Defendant Roger Sanchez to serve as co-chairman of that proceeding. Defendant Simpson has appointed Defendant Bruce Glover to chair and preside over the CN, CP and BNSF “founding conventions. Defendant Simpson has appointed Defendant David Joynt to co-chair the BNSF “founding convention.” And finally, Defendant Simpson has appointed Defendant Louis Below to chair and preside over the UP “founding convention,” and has appointed Defendant Roger Sanchez to co-chair that proceeding.

58. Notably, the CP founding convention, to take place on September 23, 2021 in Rosemont, Illinois, is scheduled to occur just one day after the Northeastern System Federation’s (NESF) quadrennial convention that had been previously announced and scheduled to take place on September 22, 2021 in Saratoga Springs, New York. NESF’s convention date was published and announced on April 19, 2021 – well in advance of the notice of founding convention call that was sent out on July 2, 2021. A true and correct copy of NESF’s Save-the-Date announcement notifying NESF delegates and National Division officer Defendants of the NESF convention date is attached hereto as **Plaintiffs Exhibit 33**. Defendant officers, including Defendant Sanchez, were all well aware of the NESF convention date. A true and correct copy of Defendant Sanchez’s correspondence notifying Plaintiff Bogart of his intent to attend the NESF convention is attached hereto as **Plaintiffs Exhibit 34**. As a result of the effective conflict between the CP founding convention and NESF convention dates, NESF members who work for CP have been put in the untenable position of having to choose whether to attend the CP founding convention or the NESF

convention, which will have the – likely intended – effect of reducing participation and representation from NESF at the CP founding convention.

59. On or about July 30, 2021, Defendant Simpson caused Defendant BMWED-IBT to post a video update regarding his forced consolidation scheme. *See Paragraph 7, above.* Additionally, on or about July 30, 2021, President Simpson also caused Defendant BMWED-IBT to publish a memorandum on its website, captioned, “Questions and Answers About Employer System Federations.” Among the questions and answers posted are the following:

Q1. How can you do this (establish Single Employer System Federations)?

A.1. Article XIX, Section 1 of the BMWED National Division Bylaws grants the BMWED President the authority to establish Single Employer System Federation(s). This bylaw provision has existed for decades.

Q.2. Why are you doing this now?

A.2. I have remained committed to building unity within the industry and within our own Union throughout my career. I have also attempted to do that without harming the lives of the Members as well as their Union Representatives while working through processes that rationalize the representation structure of our Union. It is clear to me that the current system of officers are neither situated in their careers nor have the will to carry out this restructuring. I am at the end of my career and I am not running for Union office again, and Employer System Federations make sense for the Members. Therefore, I am doing this in accordance with Article XIX, Section 1 of the BMWED National Division Bylaws before I retire, to better situate the BMWED Members in their representation for the future.

* * *

Q.8. What will happen to the current System Officer(s)?

A.8. All Members, including current System Officer(s) that satisfy eligibility requirements are eligible to run for Union office at the founding employer system convention where they hold seniority.

A true and correct copy of the above-described and quoted “Questions and Answers About Employer System Federations” is attached hereto as **Plaintiffs Exhibit 35**.

60. Defendant Simpson is rushing to complete his forced consolidation scheme because, as he stated in the July 30, 2021 video, he is retiring, and he believes the elected officers

of the BMWED-IBT Federations and Division lack the “will” to carry out and effectuate his objective of consolidating those organizations themselves. Defendant Simpson’s statements in this regard evidence his frustration with the democratic process by which the BMWED-IBT federations and divisions, as autonomous affiliates of the BMWED-IBT must be consolidated, as those processes are clearly and unequivocally expressed in Article XIX, Section 22 of the BMWED-IBT National Division Bylaws, **Plaintiffs Exhibit 1**, and Section 4.24 of the Merger Agreement, **Plaintiffs Exhibit 2**. His frustration with those processes has caused him deliberately and unlawfully to circumvent them. In so doing, by dismantling the existing system federations and divisions and removing their elected officers, he is retaliating against union members who, in exercising their own rights and expressing the will of the members who elected them to represent them, Defendant Simpson is pursuing his own personal agenda to restructure the entire BMWED-IBT representative structure so that he can provide a political platform more conducive for his cronies to control the BMWED following his retirement. In so doing, he is also unlawfully retaliating against the individually named Plaintiffs by forcing their removal from their elected offices.

61. In the July 30, 2021 video, Defendant Simpson claims that, even though neither he nor his predecessors who served as the principal officers of BMWED have ever exercised such authority, as Grand Lodge President and BMWED-IBT National Division President they and he have always had the latent authority to force the consolidation of existing federations and divisions. Defendant Simpson’s claim, however, is directly at odds with both BMWED and BMWED-IBT history and the clear and unequivocal provisions set forth in the BMWED-IBT National Division Bylaws, as well as the BMWED’s Bylaws prior to its 2004 merger with the IBT, and the Merger Agreement.

62. Efforts to consolidate BMWED-IBT federations and mergers have been raised several times in the past. When they were, they were addressed by the elected delegates to the BMWWE conventions in the form of amendments to the BMWWE bylaws, debated by the delegates, and, after a democratic vote of those delegates, repeatedly rejected. At no time did the BMWWE [Grand Lodge] President or any convention delegate, including Defendants Simpson and Dodd, ever claim that the President already had the authority under existing bylaws to consolidate and merge federations and divisions. Indeed, had they believed that such authority already existed, the various amendments to grant such authority would not have been necessary. The amendments and their rejection by the Convention delegates, therefore, demonstrates that Defendant Simpson lacks the authority to forcibly consolidate federations and divisions.

A. In the 1998 BMWWE National Convention, the duly elected convention delegates considered a proposed amendment introduced by Defendant Dodd that as, Defendant Dodd explained from the convention floor, “deals with a method to merge and consolidate systems.” As he further explained, Defendant Dodd’s proposal intentionally left the existing bylaws provision pertaining to the consolidation of system federations and divisions intact. Those existing provisions, which were contained in Article XXIII, Section 22 of the bylaws in effect at that time, remain unchanged, except for technical and non-substantive removal of the clause “of Railways,” in Article XIX, Section 22 of the current BMWED-IBT National Division Bylaws. By leaving those provisions “as is,” the proposed amendment recognized the merger and consolidation of federations and divisions is accomplished by the elected officers of the joint protective boards of the involved federations and divisions. The proposed amendment sought to establish a second method by which such mergers and consolidations could be effectuated, based on petitions signed by thirty percent (30%) of the members of each involved federation and division and then

submitted to the Grand Lodge President (the predecessor position of the BMWED-IBT National Division President) who would then initiate a secret ballot vote of the involved members to determine whether the merger or consolidation would be effectuated. After vigorous debate, the amendment was rejected by a majority of the convention delegates. A true and correct copy of the proposed 1998 Amendment, captioned “1998 Proposal No. 24”, as well as the transcript of the floor debate regarding such amendment, is attached hereto as **Plaintiffs Exhibit 36**.

B. Moreover, at the 1998 BMW National Convention, the duly elected convention delegates considered a proposed amendment that purported to give the head of the BMW organizing department, who is appointed by and answers directly to the BMW Grand Lodge President, the authority to “perform any other work pertaining to the interest of the Brotherhood as directed by the President, which may include consolidating realigning, System, Federation, or Subordinate Lodges as deemed necessary.” [Emphasis in original]. The chairman of the bylaws committee reported that the committee recommended rejection of the amendment “because it was not a proper issue to be handled in this fashion. We prefer for it to be handed through the democratic process through the elected representatives.” Another delegate stood in opposition to the proposal, stating, “[t]his is federation business, not Grand Lodge or the Organizing Committee’s business, and any kind of realignment or mergers is up to the members of that local or federation.” Upon a vote of the convention, delegates, the proposed amendment was defeated overwhelmingly. A true and correct copy of the proposed amendment, captioned 1998 Proposal No. 15,” as well as the transcript of the accompanying floor debate, is attached hereto as **Plaintiffs Exhibit 37**.

C. The 1998 BMW Convention delegates considered several other bylaws amendments that sought to eliminate system federations and divisions and to reorganize the

BMW. As set forth in a comprehensive packet prepared by Defendant Dodd in June 1998 and distributed to the elected officers of the federation of which he was the elected General Chairman, namely the Pennsylvania Federation, as well as the delegates and alternate delegates elected from the Local Lodges affiliated with that Federation, at least one such amendment was introduced by Defendant Dodd and his Local Lodge. That proposed amendment, sought to “eliminate federations and restructure[] the organizations by geographic regions.” In his report, Defendant Dodd identifies other proposed bylaws amendments that similarly sought to consolidate, realign and dissolve federations and divisions. As noted in his report, the 1998 bylaws committee, of which he was a member, rejected each of those proposed amendments. Thus, in addition to the rejection of proposed amendments discussed in this Paragraph 62, Sections A and B, above (proposed amendments 24 and 15, respectively), the following proposed amendments were rejected:

- Proposed Amendment No. 74, which, “[e]liminates federations and restructures the organization by geographic regions;”
- Proposed Amendment No. 75, which “[d]issolve[s] system divisions/federations into regional divisions of the Grand Lodge;” and
- Proposed Amendment No 16, which “[m]andates consolidation of systems division/federations in the event of railway mergers and requires rank-and-file nomination and election of officers.”

A true and correct copy of Defendant Dodd’s report, as well as proposed Amendment No. 74 and the floor debate concerning that amendment, is attached hereto as **Plaintiffs Exhibit 38**.

D. During the 1994 BMW Convention, the elected convention delegates addressed, debated and rejected an amendment proposed by Defendant Dodd’s Pennsylvania Federation that, like 1998 Proposed Amendment No. 24, would have authorized the Grand Lodge

President to order a merger of system federations and divisions upon a cumulative majority vote of the members of the affected federations and divisions voting in a merger referendum. The chairman of the bylaws committee explained to the convention delegates that the committee recommended rejection of the amendment because:

This proposal promotes the idea of hostile takeovers of small systems by larger systems which ignore the basic concept of the present bylaws to base mergers on the desires of the parties involved.

The proposal indicates that if a majority of those voting support the merger, the Grand Lodge President shall order a merger. The committee felt that this was inappropriate, and instead, the determination should be made by a majority vote of the membership of each system, as opposed to a majority of those voting. The proposal does not address a system that represents less than 20 percent of a common maintenance seniority roster. It was also felt that the proposal gave the President too much power, with all due respect.

Finally, the proposal suggests that a merger must be ordered to eliminate an inherent problem for members who are involved in a common maintenance seniority when that simply may not be the case.

After rigorous debate, the convention delegates voted to reject the proposed amendment. A true and correct copy of the proposed amendment, captioned 1994 Proposal No. 58, as well as the transcript of the convention debate on that amendment, is attached hereto as **Plaintiff's Exhibit 39**.

THE INDIVIDUALLY NAMED DEFENDANTS' BREACHES OF THE BMWED-IBT BYLAWS AND THE MERGER AGREEMENT, AS WELL AS THEIR BREACHES OF THEIR FIDUCIARY DUTIES

63. Article II, Section 1 of the BMWED-IBT National Division Bylaws grants the BMWED-IBT National Division general supervision and control over BMWED-IBT System Divisions and Federations, Local Lodges and the membership, but the autonomy of the System Federations and Divisions is expressly recognized and preserved. Specifically, Article II, Section 1 provides as follows:

The National Division shall exercise general supervision and control over all System

Divisions and Federations, Local Lodges, Officers and the entire membership of the BMWED, as well as all subjects pertaining to the same. While the autonomy of System Divisions and Federations is duly recognized, and they may adopt Bylaws establishing procedures for the conduct of their internal affairs and business, none of the provisions of such Bylaws shall be in conflict with any of the provisions of these Bylaws subject to the terms of the Merger Agreement. Prior to becoming effective, all System Division or Federation Constitutions and Bylaws and any amendments thereto must be approved by the National Division President and the IBT General President.

The Bylaws of each of the Plaintiff BMWED-IBT Federations and Divisions have all been approved by the BMWED-IBT National President and the IBT General President and, by such approval, have been confirmed not to be in conflict with the BMWED-IBT National Division Bylaws subject to the terms of the Merger Agreement.

64. Article XIX, Section 1 of the BMWED-IBT National Division Bylaws only authorizes the BMWED-IBT National President to establish first “Joint Protective Boards.” Joint Protective Boards are the governing councils of officers of System Federations or Divisions. When the BMWED-IBT National President determines that a railroad’s railway system, a large branch of that system, or, bargaining units employed by employers covered by the NLRA (as opposed to railroad “carriers,” as such term is used in the Railway Labor Act, 45 U.S.C. § 151 first) warrants the establishment of a Joint Protective Board, he is authorized to direct the delegates of the affected Local Lodges to form a **first** Joint Protective Board. In turn, the Joint Protective Board establishes the System Federation or Division over which it will then preside. Thus, Article XIX, Section 1 states in pertinent part as follows:

When, in the judgment of the National Division President, a Railway System or a large branch of a Railway System, or employer has reached a state of organization to warrant the establishment of a Joint Protective Board, he shall either direct or, through the one of his authorized agents, call in a duly elected delegate from each Local Lodge property instituted on such System for the purpose of the formation of the first Joint Protective Board. Said Joint Protective Board shall be composed of as many members as are determined by said Board, and there must be, so far as is consistent, an equal number of Board Members from each Department.

If it is determined by the National Division President that a newly organized property does not warrant the establishment of its own independent Joint Protective Board, he shall assign the newly organized members to an existing System Division or Federation. Any appeal of the National Division President's decision shall be submitted to the National Division Executive Board.

65. Article XIX, Section 1 of the BMWED-IBT National Division Bylaws authorizes the National Division President to call for the formation of first Joint Protective Boards, but it does not grant him the authority to consolidate those entities and their affiliated system federations and divisions after they have been duly established. That authority is granted to the involved federations' and division's joint Protective Boards and their elected officers, as provided in Article XIX, Section 22 of the BMWED-IBT-National Division Bylaws and the affiliation/merger provisions of all the existing BMWED-IBT system federations and divisions. Thus, Article XIX, Section 22 states as follows:

Consolidation of System Divisions or Federations. When two or more System Divisions or Federations are consolidated and operated as one unit, the Joint Protective Boards on such System Divisions or Federations may consolidate or federate in order to facilitate representation of the members thereon, in the following manner.

When two or more System Divisions or Federations of approximately equal milage and importance are consolidated, the Joint Protective Boards on such Systems may meet in joint session. At such joint session, existing Constitutions and/or Bylaws shall be suspended and all Officers' positions declared vacant, and a new Constitution and/or Bylaws suitable for the government of the Consolidated System Division or Federation shall be adopted and new Officers elected.

Where a small System Division or Federation is being consolidated or absorbed by a large System Division or Federation, the System Organization on such small absorbed System may become affiliated with the System Organization on the large absorbing System and shall be governed by be Constitution and/or Bylaws in effect on the larger System Division or Federation with respect to representation and otherwise.

In all cases of consolidations of two (2) or more System Divisions or Federations, the funds of those which consolidate shall revert to the System Division or Federation in which they are consolidated; however, all records shall become the property of and be returned to the National Division for such distribution as may be appropriate.

In all cases of abandonment of a System Division or Federation, the funds and records shall

be returned to the National Division in accordance with the procedure provided in Article XVIII, Section 2, for dissolution of Local Lodges.

66. Defendant Simpson's forced consolidation scheme is not authorized nor otherwise allowed under the BMWED-IBT National Division Bylaws, and any such forced consolidation requires that such Bylaws be amended in order to allow for such a transaction. Article XX, Section 1 of the BMWED-IBT National Division Bylaws requires that such amendments be made by a majority vote of the delegates present at the BMWED-IBT National Division Convention. Specifically, Article XX, Section 1 provides:

These Bylaws may be altered, amended or repealed in its entirety by a majority vote of the delegates present at the National Division Convention after written notice of proposed amendments, which shall specify the Articles and Sections intended to be changed, which have been timely submitted for publication in the official trade journal of the BMWED in advance of the National Division Convention; provided, however the last such notice is printed thirty (30) days before said National Division Convention; and provided, further, that if, in the usual course of any regular Convention of the National Division, three-fourths of the delegates present, shall agree on the proposed alterations or amendments to these Bylaws or the repeal in its entirety thereof, such changes may be made without recourse to the above required notice.

When changes in our National Division Bylaws are required to comply with Federal laws, the National Division President and the National Division Secretary-Treasurer, with the approval of the National Division Officers, will be authorized to make the required changes during the interim between National Division Conventions. Such change(s) must comply with the IBT Constitution, subject to the to the terms of the Merger Agreement.

See Plaintiffs Exhibit 1, Art. XX, Section 1. Defendant Simpson and the other Individually Named Defendants have not proposed to amend the BMWED-IBT National Division Bylaws to secure the authorization of the National Division President to force the consolidation of existing BMWED-IBT system federations and divisions without the consent of the elected officers of the involved system federations.

67. On information and belief, the BMWED historically represented and had jurisdiction, only over maintenance of way employees employed by railroad carriers as such term is defined in

the Section 2, first, of the RLA, 45 U.S.C. § 151, first. Section 3.2 of the Merger Agreement between the BMWED and IBT, **Plaintiffs Exhibit 2**, contains an express description of the BMWED-IBT's jurisdiction that preserves the BMWED's historical jurisdiction as well as "any other employees that may be organized by BMWED specifically including maintenance of way and track structures personnel who are not direct employees of a common carrier by rail." The addition of the above-quoted language enabled BMWED-IBT to retain jurisdiction over bargaining unit employees employed by employers that are not common carriers by rail and are instead "employers" within the meaning of Section 2(5) of the NLRA. 29 U.S.C. § 152(2).

68. Additionally, Section 3.7.1 of the Merger Agreement, **Plaintiffs Exhibit 2**, provides that "[a]ll BMWED subordinated bodies shall retain and maintain control of their respective predecessor BMWED subordinate bodies' assets and funds. Furthermore, as noted above, Paragraph 10.B, Section 4.24 of the Merger Agreement provides that:

Notwithstanding any provision of the IBT Constitution, there will be no mergers, disbandments or consolidations of any System Federations/Divisions or Local Lodges within the BMWED except as provided in the applicable BMWED or System Federation/Division Bylaws.

Finally, as also noted above, Paragraph 10.A, Section 1.4 of the Merger Agreement states:

In the event of any conflict or inconsistency, this Merger Agreement shall govern over the BMWED Bylaws, all subordinate BMWED affiliate bylaws, the IBT Constitution and the IBT Rail Conference Bylaws; and the Merger Agreement and the BMWED Bylaws shall govern over the IBT Constitution and the IBT Rail Conference Bylaws.

Plaintiffs Exhibit 2.

69. Defendant Simpson's forced consolidation scheme and actively supported by the other Individually Named Defendants, and all the actions and steps taken by Defendant Simpson and the Individually Named Defendants, are being implemented by them without authority under, and in violation of, the BMWED-IBT National Division Bylaws and the Merger Agreement. By

undertaking these actions, Defendant Simpson and the other Individually Named Defendants have violated the BMWED-IBT National Division Bylaws and their fiduciary duties under both the LMRDA and Michigan common law.

70. The conduct and actions of Defendant Simpson and the other Individually Named Defendants relating to Defendant Simpson's forced consolidation scheme, including the results of such conduct and actions, are *void ab initio*.

POLITICAL REPRISAL and IRREPARABLE HARM

71. Defendant Simpson's forced consolidation scheme was developed in secret with his closely aligned compatriots, including the Individually Named Defendants and his Executive Assistant, Peter Kennedy and is being used to retaliate against and remove elected union officers who exercised their membership rights to run for union office.

72. Each of the seven soon-to-be established system federations and divisions will have sizeable numbers of members, and entire Local Lodges will be transferred to them from the existing System Federations and Divisions. The existing System Federations and Divisions in turn, will be dramatically reduced in size and to such an extent that many of them will not have the resources or membership levels to survive and will therefore be disbanded/dissolved or involuntarily merged into one of the new federations or divisions that Defendant Simpson is forcing to be established to supplant them. The effect of these forced consolidations will be to wreak havoc on the BMWED-IBT membership and ability to participate freely and fully in the affairs of their union and to secure the representative services for which the members voted and authorized to provide those services.

73. Through his forced consolidation scheme, Defendant Simpson, with the active support of the other Individually Named Defendants, is forcing an election of new officers that

will result in the elimination and effective removal of numerous currently elected system federation/division officers from multiple system federations/divisions who hold seniority with the same large carrier whose employees and Local Lodges Simpson is now consolidating into one new federation/division. Inasmuch as nearly every existing system federation/division's elected officers and their members are openly opposed to Simpson's scheme, Defendant Simpson's forced consolidation scheme will eliminate and remove a substantial number of elected officers whom he and the other Individually Named Defendants consider threats to their desire and intent to control the outcome of next year's BMWED-IBT Convention, where new National Division officers will be elected. At the same time, by realigning the membership structure into new federations and divisions, Defendant Simpson's newly established Federations and Divisions will not only serve as institutional platforms from which some or all of the Individually Named Defendants who are aligned with and supported by Defendant Simpson may run for National Division office, but will also provide significant numbers of convention delegates based on the consolidation of membership by carriers where he and the other Individually Named Defendants with whom he is aligned and whom he supports have the greatest level of support. The result of these machinations is to disadvantage the rights of elected officers/members in seeking to run for union office, and to penalize those Plaintiff officers who have openly refused to change their slate when confronted by Defendant Simpson and other Individually Named Defendants.

74. Defendant Simpson's forced consolidation plan is replete with pronouncements that he has authority to do what he is doing and what he is doing is the right thing to do, it is lacking in detail necessary to enable the delegates at the founding conventions to understand how the new structure will work and, from their viewpoints rather than that of the architect of the plan, whether the new federations and divisions will benefit or harm them in terms of their representation. Such

unanswered and unaddressed details include questions relating to who their representatives will be, how accessible they will be in their areas, and how far they will have to travel to attend federation and division meetings. Inasmuch as each federation and division provides paid legal services to its members through single-designated law firms that specialize in work-related injuries arising under the Federal Employees Liability Act, questions concerning those members' access to and continued representation by those firms after they are transferred to Defendant Simpson's new federations and divisions currently have no answer. With respect to the elected officials who will be affected by Defendant Simpson's forced consolidation scheme, neither Defendant Simpson, the other Individually Named Defendants, nor the BMWED-IBT have explained whether elected federation and division officials whose seniority rests with one of the seven (7) railroads for which the new federations and divisions are being created must transfer their membership to those new federations and divisions and their Local Lodges and whether they must vacate their elected positions at their existing system federations and divisions. Furthermore, neither Defendant Simpson, the other Individually Named Defendants, nor the BMWED-IBT have explained what the affected members' dues will be.

75. Additionally, several of the existing BMWED-IBT System Federations and Divisions maintain disability and other welfare benefit funds for the benefit of their respective members and which are financed by special dues assessments approved under the bylaws of respective system federation and division and paid by those members. Defendant Simpson's scheme does not account for those assessment monies any more than it accounts for the continuation of the underlying disability and other welfare benefit trusts maintained by the current System Federations and Divisions. The implementation of Simpson's scheme will, or likely will, result in the termination of those benefit trusts and the loss of disability and other welfare benefit

coverage by the affected System Federation and Division members.

76. Defendants' forced consolidation scheme decimates the financial stability of Local Lodges. The vast majority of Local Lodges maintain at most a few thousand dollars in their local treasuries. The Individually Named Defendants' demand that the Local Lodges elect and send delegates to a "founding convention" less than a year before their quadrennial convention requires the Local Lodges to incur costs not once, but twice, in less than one year, for the payment of lost time and travel expenses for the delegates. Those additional costs that will severely, if not completely, deplete many of their accounts, or in many cases require them to secure loans from the National Division to cover their unexpected expenses. Forcing the Local Lodges to expend resources in this way will make the Local Lodges vulnerable to forced mergers or dissolution under the BMWED-IBT Bylaw Article XIX, which permits in cases of financial insolvency. Defendants' forced consolidation scheme will also impede Local Lodges from fully participating in the quadrennial convention in 2022 which will decide the leadership of the BMWED-IBT National Division after Defendant Simpson retires.

COUNT 1
Against All Defendants
Breach of Contracts in Violation of 29 U.S.C. § 185

77. Plaintiffs incorporate by reference as if fully set forth herein each and every allegation of Paragraphs 1 through 76.

78. The BMWED-IBT National Division Bylaws constitute an "agreement" between the BMWED-IBT and its affiliated bodies, including the BMWED-IBT System Federations and Divisions, within the meaning LMRA Section 301, 29 U.S.C. § 185.

79. The BMWED-IBT System Federation and Division Bylaws are also an "agreement" between the BMWED-IBT and its affiliated bodies, including the BMWED-IBT

System Federations and Divisions, within the meaning LMRA Section 301, 29 U.S.C. § 185.

80. The 2004 Merger Agreement, which incorporates the BMWED-IBT National Division Bylaws by reference, is an “agreement” within the meaning of LMRA Section 30, 29 U.S.C. § 185.

81. By the acts set forth above relating to and in furtherance of Defendant Simpson’s forced consolidation scheme, Defendant Simpson and the other Individually Named Defendants willfully and intentionally are acting *ultra vires* and are violating the BMWED-IBT National Division Bylaws, including Article XIX, Section 1, Article XIX, Section 22 and Article XX, and, through their control of the BMWED-IBT National Division, are causing the BMWED-IBT to be in breach of the BMWED-IBT National Division Bylaws, including Article XIX, Section 1, Article XIX, Section 22 and Article XX.

82. By the acts set forth above relating to and in furtherance of Defendant Simpson’s forced consolidation scheme, Defendant Simpson and the other Individually Named Defendants willfully and intentionally are acting *ultra vires* and are violating Plaintiffs’ System Federation and Division Bylaws, including the provisions set forth therein regarding the affiliation and consolidation of system federations and divisions, and, through their control of the BMWED-IBT National Division, are causing the BMWED-IBT to be in breach of those System Federation and Division Bylaws, including those provisions set forth therein regarding the affiliation and consolidation of system federations and divisions.

83. By the acts set forth above relating to and in furtherance of Defendant Simpson’s forced consolidation scheme, Defendant Simpson and the other Individually Named Defendants willfully and intentionally are acting *ultra vires* and are violating the Merger Agreement, including Section 4.24.

84. Plaintiffs and the members they and their respective BMWED-IBT System Federations and Divisions represent have been, and continue to be, harmed as a result of the unlawful acts described above.

85. To the extent Plaintiffs would otherwise be required to exhaust internal union appeal, such appeal would be futile because the Individually Named Defendants in this action constitute a majority of the appeals board to which an such appeals would be decided.

COUNT 2
Against All Defendants
Breach of Plaintiff Federations' and Defendants' Bylaws
In Violation of Michigan Law

86. Plaintiffs incorporate by reference each and every allegation of Paragraphs 1 through 85.

87. By the acts set forth above relating to and in furtherance of Defendant Simpson's forced consolidation scheme, Defendant Simpson and the other Individually Named Defendants willfully and intentionally are acting *ultra vires* and are violating the BMWED-IBT National Division Bylaws, including Article XIX, Section 1, Article XIX, Section 22 and Article XX, and, through their control of the BMWED-IBT National Division, are causing the BMWED-IBT to be in breach of the BMWED-IBT National Division Bylaws, including Article XIX, Section 1, Article XIX, Section 22 and Article XX, in violation of Michigan law.

88. By the acts set forth above relating to and in furtherance of Defendant Simpson's forced consolidation scheme, Defendant Simpson and the other Individually Named Defendants willfully and intentionally are acting *ultra vires* and are violating Plaintiffs' System Federation and Division Bylaws, including the provisions set forth therein regarding the affiliation and consolidation of system federations and divisions, and, through their control of the BMWED-IBT National Division, are causing the BMWED-IBT to be in breach of those System Federation and

Division Bylaws, including those provisions set forth therein regarding the affiliation and consolidation of system federations and divisions, in violation of Michigan law.

89. By the acts set forth above relating to and in furtherance of Defendant Simpson's forced consolidation scheme, Defendant Simpson and the other Individually Named Defendants willfully and intentionally are acting *ultra vires* and are violating the Merger Agreement, including Section 4.24.

90. Plaintiffs and the members they and their respective BMWED-IBT System Federations and Divisions represent have been, and continue to be, harmed as a result of the unlawful acts described above.

COUNT 3
Against All Individually Named Defendants
Violation of LMRDA Section 101(a)(1), 29 U.S.C. § 411(a)(1)

91. Plaintiffs incorporate by reference as if fully set forth herein each and every allegation of Paragraphs 1 through 90.

92. LMRDA Section 101(a)(1), 29 U.S.C. § 411(a)(1), guarantees equal rights in voting to all members of labor organization. Specifically, Section 101(a)(1) states:

Every member of a labor organization shall have equal rights and privileges within such organization to nominate candidates, to vote in elections or referendums of the labor organization, to attend membership meetings, and to participate in the deliberations and voting upon the business of such meetings, subject to reasonable rules and regulations in such organization's constitution and bylaws

29 U.S.C. § 411(a)(1).

93. LMRDA Section 101(a)(1) requires that in order to ensure an equal vote, union members must also have a meaningful vote. The Sixth Circuit Court of Appeals requires "full disclosure of the terms of all proposals submitted to the membership for a referendum in order to ensure that the vote is meaningful, and that the membership has fully participated in the decision

making process.” *See Corea v. Welo*, 939 F.2d 1140 (6th Cir. 1990); *Blanchard v. Johnson*, 532 F.2d 1074 (6th Cir. 1976).

94. The Individually Named Defendants have not provided, nor have they caused the BMWED-IBT to provide, sufficient details and information to the BMWED-IBT membership regarding the Defendant Simpson’s forced consolidation scheme. To the extent they have provided any information to the members, the Individually Named Defendants have misrepresented certain material facts concerning the scheme, and have withheld other material facts from the members. The Individually Named Defendants are forcing the members to vote on the effective dissolution of their existing system federations and divisions, the removal of their elected officers and representatives from their existing federations and divisions, and on the establishment of new federations and systems in an informational vacuum. As a result, the votes that are being rushed through special “founding conventions” will neither be fair nor democratic, and the outcome of those votes may not be said to reflect the members’ informed sentiments. The Individually Named Defendants likewise are rushing the conduct of the “founding conventions” so as to deprive the members of their right to become informed, to discuss and debate the merits of the proposed forced consolidation of system federations and divisions, and to cast enlightened or informed ballots in the votes that will be taken at those “founding conventions.”

95. By posting information on the BMWED-IBT website regarding Defendant Simpson’s forced consolidation scheme, the Individually Named Defendants are discriminating unlawfully against those members who do not own computers, or who are not internet savvy, or who do not regularly peruse the BMWED-IBT website.

96. By their actions and inactions described above, the Individually Named Defendants are in violation of LMRDA Section 101(a)(1), 29 U.S.C. § 411(a)(1).

97. By scheduling the “founding conventions” within 120 days of the time notice of such meetings was scheduled, appointing the Individually named Defendants to chair those founding conventions, excluding Plaintiff officers from chairing any of the founding conventions, and by virtue of the fact that the Individually Named Defendants constitute a majority of the BMWED-IBT National Division officers to whom all internal appeals would be decided, exhaustion of internal union remedies otherwise required by LMRDA Section 101(a)(4), 29 U.S.C. § 101(a)(4) would be futile.

COUNT 4
Against All Individually Named Defendants
Violation of LMRDA Section 101(a)(2), 29 U.S.C. § 411(a)(2)

98. Plaintiffs incorporate by reference as if fully set forth herein each and every allegation of Paragraphs 1 through 97.

99. LMRDA Section 101(a)(2) states:

Every member of any labor organization shall have the right to meet and assemble freely with other members; and to express any views, arguments and opinions; and to express at meetings of the labor organization his views, upon candidates in an election of the labor organization, or upon any business properly before the meeting, subject to organization’s established and reasonable rules pertaining to the conduct of meetings: Provided, that nothing herein shall be construed to impair the right of a labor organization to adopt and enforce reasonable rules as to be the responsibility of every member toward the organization as an institution and to his refraining from conduct that would interfere with its performance of its legal or contractual obligations.

29 U.S.C. § 411(a)(2).

100. Shortly after learning that the individually named Plaintiffs are running for BMWED-IBT National Division office in next year’s 2022 election without having secured Defendant Simpson’s permission, and shortly after they learned that Plaintiff Albers and the other individually named Plaintiffs had declined to include any of Defendant Simpson’s closely aligned colleagues on their election slate, Defendant Simpson and the other Individually Named

Defendants have embarked on Defendant Simpson's forced consolidation scheme. That scheme and their actions taken in furtherance of it are part of a purposeful and deliberate attempt to retaliate against and suppress dissent within the union. By acting without authority in circumventing the lawful process by which system federations and divisions may be consolidated, and by rushing to force the establishment of new federations and divisions to supplant the existing BMWED-IBT System Federations and Divisions, Defendant Simpson and the other Individually Named Defendants are also engaging in a purposeful and deliberate attempt to stifle the democratic processes of the BMWED-IBT. The actions being taken by Defendant Simpson and the other Individually Named Defendants have the effect of chilling the rights guaranteed to the BMWED-IBT members, including the individually named Plaintiffs, in the exercise of their rights guaranteed to them by LMRDA Section 101(a)(2), 28 U.S.C. § 411(a)(2).

101. By scheduling the "founding conventions" within 120 days of the time notice of such meetings was scheduled, appointing the Individually named Defendants to chair those founding conventions, excluding Plaintiff officers from chairing any of the founding conventions, and by virtue of the fact that the Individually Named Defendants constitute a majority of the BMWED-IBT National Division officers to whom all internal appeals would be decided, exhaustion of internal union remedies otherwise required by LMRDA Section 101(a)(4), 29 U.S.C. § 101(a)(4) would be futile.

COUNT 5
Against All Individually Named Defendants
Violation of LMRDA Title V- Breach of Fiduciary Duty, 29 U.S.C. § 501(b)

102. Plaintiffs incorporate by reference as if fully set forth herein each and every allegation of Paragraphs 1 through 101.

103. Section 501(a) of the LMRDA provides that:

The officers, agents, shop stewards, and other representatives of a labor organization occupy positions of trust in relation to such organization and its members as a group. It is, therefore, the duty of each such person, taking into account the special problems and functions of a labor organization, to hold its money and property solely for the benefit of the organization and its members and to manage, invest, and expend the same in accordance with its constitution and bylaws and any resolutions of the governing bodies adopted thereunder, to refrain from dealing with such organization as an adverse party or in behalf of an adverse party in any matter connected with his duties and from holding or acquiring any pecuniary or personal interest which conflicts with the interests of such organization, and to account to the organization for any profit received by him in whatever capacity in connection with transactions conducted by him or under his direction on behalf of the organization. A general exculpatory provision in the constitution and bylaws of such a labor organization or a general exculpatory resolution of a governing body purporting to relieve any such person of liability for breach of the duties declared by this section shall be void as against public policy.

29 U.S.C. § 501(a).

104. This Court, like many others, holds that LMRDA Section 501(1)(a) must be interpreted broadly and have refused to limit its remedies to instances of embezzlement or other unlawful appropriation of union funds. *See Wade v. Teamsters Local 247*, 527 F. Supp. 1169, 1177-78 (E.D. Mich., 1981) (holding that union officers violate LMRDA Section 501 when they take actions causing union members to suffer “an invaluable and irreparable loss of democratic rights.”) The Sixth Circuit adopted this Court’s approach. *See Corea v. Welo*, 937 F.2d 1132, 1144 (6th Cir. 1991) (noting also that violations by union officers of their union’s governing documents are actionable under LMRDA Section 501).

105. Each of the Individually named Defendants is an officer, agent and representative of the BMWED-IBT and is subject to the fiduciary duties set forth in LMRDA Section 501, 29 U.S.C. § 501.

106. By the acts set forth deliberate and purposeful acts described in Paragraphs 81, 82, 83, 87, 88, 89, 94, 95, 96, and 100, above, Defendants Simpson and the other Individually Named Defendants are acting in conflict with the interests of the BMWED-IBT and its members and are

causing union members to suffer an invaluable and irreparable loss of democratic rights and constitute breaches by Defendants Simpson and the other Individually Named Defendants of their fiduciary duties in violation of LMRDA Section 501, 29 U.S.C. § 501.

107. By refusing to abide by a majority of the BMWED-IBT National Division Executive Board's June 14, 2021 directive not to expend union funds in furtherance of his forced consolidation scheme, and by continuing to spend, and allow the expenditure of, BMWED-IBT assets and to force the expenditure of Local Lodge resources in furtherance of Defendant Simpson's forced consolidation scheme as described above, Defendant Simpson and the other Individually Named Defendants are breaching their fiduciary duties and under LMRDA Section 501, 29 U.S.C. § 501.

COUNT 6
Against All Individually Named Defendants
Violation of Michigan Law - Breach of Fiduciary Duty

108. Plaintiffs incorporate by reference as if fully set forth herein each and every allegation of Paragraphs 1 through 107.

109. By the acts set forth deliberate and purposeful acts described in Paragraphs 81, 82, 83, 87, 88, 89, 94, 94, 95, 96, 100, and 107, above, Defendants Simpson and the other Individually Named Defendants are acting in conflict with the interests of the BMWED-IBT and its members and are causing union members to suffer an invaluable and irreparable loss of democratic rights and constitute breaches by Defendants Simpson and the other Individually Named Defendants of their fiduciary duties in violation of Michigan law.

110. Plaintiffs have repeatedly demanded that Defendant Simpson, in his capacity as BMWED-IBT National Division President, cease from taking and from directing or allowing the BMWED-IBT and its officers, agents and representative, from taking, any steps related to his

forced consolidation scheme as discussed hereto. Defendant Simpson has repeatedly refused Plaintiffs requests. Inasmuch as Defendant Simpson and the other Individually Named Defendants constitute a majority of the national officers of the BMWED-IBT National Division, any further demands upon Defendants at this point would be futile.

RELIEF REQUESTED

WHEREFORE, Plaintiffs request that this Court:

A. Issue temporary, preliminary and permanent injunctive relief ordering that the Defendants cease and desist from taking further actions to forcibly consolidate BMWED-IBT System Federations and Divisions by any means, including by means of Defendant Simpson's forced consolidation scheme as outlined herein;

B. Issue appropriate injunctive relief to prevent the Defendants from further actions which infringe on the BMWED-IBT members' (including those of the individually named Plaintiffs) rights guaranteed to them by Title I of the LMRDA;

C. Order an accounting, of the BMWED-IBT's books and records by an outside accounting firm in order to determine the amount of funds wrongfully expended by the Defendants;

D. Order that the Individually Named Defendants be jointly and severally liable for the payment of the accounting ordered in Paragraph C, above;

E. Order the Defendants to take all appropriate remedial action to recover the wrongfully expended funds, and that the costs of all such action be jointly and severally borne by the Individually Named Defendants;

F. Order that the Individually Named Defendants reimburse the legal fees, costs, and expenses incurred and to be incurred by the Plaintiffs and Defendant BMWED-IBT with respect

to this action, pursuant to 29 U.S.C. § 501(b); and

G. Grant such other and further relief as the Court deems just and proper under the circumstances.

Dated: August 6, 2021

Respectfully submitted,

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VERIFICATION

I, Dennis R. Albers, pursuant to 28 U.S.C. § 1746, hereby verify under penalty of perjury that the forgoing is true and correct.

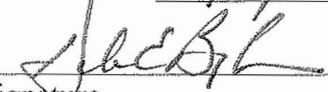
Executed on: 8/6/2021 (Date)

Dennis R. Albers
Signature

VERIFICATION

I, Dale E. Bogart, Jr., pursuant to 28 U.S.C. § 1746, hereby verify under penalty of perjury that the forgoing is true and correct.

Executed on: 08/06/2021 (Date)



Signature

VERIFICATION

I, Tony D. Cardwell, pursuant to 28 U.S.C. § 1746, hereby verify under penalty of perjury that the forgoing is true and correct.

Executed on: 8/6/21 (Date)

Tony D. Cardwell
Signature

VERIFICATION

I, Jeffery L. Fry, pursuant to 28 U.S.C. § 1746, hereby verify under penalty of perjury that the forgoing is true and correct.

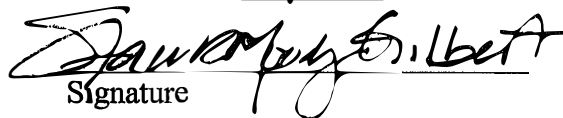
Executed on: 08/06/2021 (Date)

Jeffery L. Fry
Signature

VERIFICATION

I, Staci R. Moody-Gilbert, pursuant to 28 U.S.C. § 1746, hereby verify under penalty of perjury that the forgoing is true and correct.

Executed on: 8/6/2021 (Date)


Signature

VERIFICATION

I, Jason E. Graham, pursuant to 28 U.S.C. § 1746, hereby verify under penalty of perjury that the forgoing is true and correct.

Executed on: 8-6-21 (Date)

Jason E. Graham
Signature

INDEX OF EXHIBITS TO COMPLAINT

<u>Exhibit</u>	<u>Description</u>
Plaintiffs Exh 1 -	2018 BMW BYLAWS
Plaintiffs Exh 2 -	2004 BMW-IBT Merger Agreement
Plaintiffs Exh 3 -	Jed Dodd Email Thread
Plaintiffs Exh 4 -	2005 Simpson Speech to NESF Conv
Plaintiffs Exh 5 -	Allied Federation Bylaws
Plaintiffs Exh 6 -	NESF BYLAWS Amended 09.26.17
Plaintiffs Exh 7 -	USD 2018 Bylaws Amended to include ICGF Merger
Plaintiffs Exh 8 -	2021-07-15 Simpson Letter to Fry
Plaintiffs Exh 9 -	ATSFF Bylaws
Plaintiffs Exh 10 -	Burlington System Division Bylaws
Plaintiffs Exh 11 -	Alliance-System-Federation-Bylaws
Plaintiffs Exh 12 -	2019 Affiliated Fed-CRSF Merger Mtg Minutes and Agreement
Plaintiffs Exh 13 -	2021-06-10 Kennedy Email with attachments
Plaintiffs Exh 14 -	June 14 2021 E-Bd to Simpson
Plaintiffs Exh 15 -	2021-06-21 Dodd Appointment Ltr
Plaintiffs Exh 16 -	2021-06-22 Simpson Letter to Membership
Plaintiffs Exh 17 -	2021-06-21 NDO Letter in Support
Plaintiffs Exh 18 -	2014 Convention Res No 66
Plaintiffs Exh 19 -	BMWED Journal - June July Aug
Plaintiffs Exh 20 -	2021-08-06 Kilgallon-Long Appeal Decision
Plaintiffs Exh 21 -	2021-06-24 Simpson Response to E-Bd

<u>Exhibit</u>	<u>Description</u>
Plaintiffs Exh 22	- 2021-06-24 Simpson Email to Plaintiffs
Plaintiffs Exh 23	- 2021-06-25 Simpson Email to Plaintiffs
Plaintiffs Exh 24	- 2021-07-02 Amtrak Convention Call
Plaintiffs Exh 25	- 2021-07-02 BNSF Convention Call
Plaintiffs Exh 26	- 2021-07-02 Canadian Northern
Plaintiffs Exh 27	- 2021-07-02 CP Convention Call
Plaintiffs Exh 28	- 2021-07-02 CSX Convention Call
Plaintiffs Exh 29	- 2021-07-02 NS Convention Call
Plaintiffs Exh 30	- 2021-07-02 UP Convention Call
Plaintiffs Exh 31	- GC Comp Proposal to F Simpson
Plaintiffs Exh 32	- DRAFT BYLAWS NS DRAFT
Plaintiffs Exh 33	- Save the Date-Invite NESF 15th Quadrennial Convention 4- 19
Plaintiffs Exh 34	- VP SANCHEZ ACCEPTANCE NESF INVITE - MAY 21
Plaintiffs Exh 35	- BMWED-IBT Q&As
Plaintiffs Exh 36	- 1998 Conv Amend Prop 24
Plaintiffs Exh 37	- 1998 Conv Amend Prop 15
Plaintiffs Exh 38	- 1998 Conv Amend Prop 74 and related
Plaintiffs Exh 39	- 1994 Conv Amend Prop 58

BYLAWS

of the
**Brotherhood of
Maintenance
of Way
Employes Division**

of the
**International Brotherhood
Of Teamsters**

*Revised and Amended at the Fourth Regular Convention
of the National Division held in the city of Las Vegas, Nevada
June 18-20, 2018*



**NATIONAL DIVISION HEADQUARTERS
Novi, Michigan**

Exhibit 1

TABLE OF CONTENTS

BYLAWS

PREAMBLE xiii

ARTICLE I

Organization of the BMWED-IBT

SECTION

1. Official Name, Rail Conference Membership and Structure 1

2. Jurisdiction Over National Division Matters 1

3. National Division Officers 2

4. Election, Term of Office, Eligibility and Rights of Candidacy for National Division Office 2

5. National Division Convention Schedule and Governing Rules of Order 3

6. National Division Convention Delegates and Voting Strength 4

7(a). When a National Division Officer Becomes Incapacitated..... 4

7(b). When a National Division Office Becomes Vacant..... 4

8. Calling for and Holding Special Conventions 5

9. Voting Procedures at Special Conventions..... 5

10. Assigning Delegates to Special Conventions 5

11. Defining a National Division Quorum..... 6

12. Defining the National Division Fiscal Year..... 6

13. Authorized Agents of the National Division 6

ARTICLE II

National Division Jurisdiction and Supervision

SECTION

1. General Supervisory Guidelines 6

2. Regulations for the Government of Local Lodges..... 6

3. Criteria for Employing Staff at National Division..... 6

ARTICLE III

National Division President

SECTION

1. General Supervisory and Reporting Responsibilities 7

2. Interpretations and Appeals Process 7

3. Authority to Issue Dispensations 7

4. Criteria for Employing Department’s Staff and/or Consultants 7

5. Authority to Appoint Assistants, Delegate Authority and Deputize Members 8

6. Appointing National Division Organizers 8

7. Authority to Suspend National Division Officers from Service..... 8

8. Authority to Remove Officers/Members Guilty of Sedition, Malfeasance in Office,
Deviation from Uniform Collective Bargaining Policy and Revoke Local Lodge Charters.. 9

9. Power to Remove Officers Following Surety Bond Cancellation 9

10. Authority to Appoint Legislative Representatives..... 9

11. When Unable to Preside Over a National Division Session..... 9

12. Annual Meeting with National Division System Officers 10

13. Insuring Active National Division Representatives Against Accidental Death and
Dismemberment 10

14. Appointing Members to National Division Convention Committees on Bylaws and
Resolutions..... 10

15. Appointing Members to National Division Convention Committees on Legislative
Matters, Rules, Officer’s Reports, Jurisdiction, Ritual and Salaries and Finance 10

16. Handling of National and Regional Collective Bargaining Agreements 11

17. Other Duties Assigned to the National Division President..... 11

ARTICLE IV

National Division Vice Presidents

SECTION

1. General Duties 12
2. Location of Office 12
3. Assigned Duties, Territories and Reporting Requirements 12

ARTICLE V

National Division Secretary-Treasurer

SECTION

1. General Supervisory and Reporting Responsibilities 12
2. General Duties Regarding Dues Receipts, Accounting, Membership Records and Document Signature Requirements 13
3. Authority Over and Distribution of BMWED Funds 13
4. National Division Convention Assistance, Attendance and Reporting Requirements 14
5. Handling of BMWED Deposits and Investments 14
6. Required Names and Signatures on All BMWED Accounts 14
7. Distribution of Official Circulars 14
8. Handling Executive Board Directed Assessments 14
9. Obligations to Successor 14
10. Employment of Auditors 15
11. Criteria for Employing Department’s Staff and/or Consultants 15
12. Authority to Conduct Audits of BMWED Accounts 15
13. Procedure for Handling Partial Dues Payments 15
14. Handling of Missing Dues Payments 15
15. Suspicion of Backdated Dues Receipts 15
16. Willful Noncompliance by Officer or Representative 15
17. Maintaining Retiree Names and Addresses 16

18. Other Duties Assigned to the National Division Secretary-Treasurer 16

ARTICLE VI

National Division Executive Board

SECTION

1. Election of Executive Board Officers 16

2. Defining an Executive Board Quorum 16

3. Duties of Office..... 16

4. National Division Convention Report 16

5. Authority 17

6. Convening the Executive Board 17

7. National Division President May Convene the Executive Board 17

8. Auditing Authority and Reporting Requirements 17

9. Duties of the Executive Board Secretary 18

10. Procedure for Ordering Special Assessments Between National Division Conventions 18

11. Executive Board Chairman, Vice Chairman and Secretary to Serve as “Trustees” of the BMWED 18

12. Loans of BMWED Funds 19

13. L.M.R.D.A. Fines and Legal Fees 20

14. Other Duties Assigned to the National Division Executive Board 20

ARTICLE VII

Salaries of National Division Officers and Personnel

SECTION

1. Officer and Appointee Salary Guidelines 20

2. Officer and Appointee Wage Distribution and Benefits 20

3. Executive Board Salaries 21

4. National Division’s Bargaining Unit Employees..... 21
5. Away from Home Expenses 21

ARTICLE VIII

Charges and Trials of BMWED National Division Officers

SECTION

1. Procedures..... 21

ARTICLE IX

Appeals

SECTION

1. Right to Appeal..... 22
2. Rights Regarding Civil Appeals 22

ARTICLE X

Authorization of Legal Services

SECTION

1. Criteria for Employing the Services of an Attorney 22

ARTICLE XI

National Division Departments

SECTION

1. List of National Division Departments 22

ARTICLE XII
BMWED Legislative Boards

SECTION

1. Purpose.....	23
2. Carrying Out the Activities of the Legislative Department	23
3. Organization of State Boards	23
4. Officers of State Legislative Boards	24
5. Term of Office	24
6. Eligibility Requirements	24
7. Bylaws.....	24
8. Duties	24
9. Vacancies	26
10. Assignment	26
11. Salary and Expenses	26
12. Endorsing of Candidates for Public Office	26
13. Legislation.....	27
14. Cooperating in Legislative Work.....	27
15. State Legislative Board Quorum.....	27

ARTICLE XIII
BMWED Death Benefit Department

SECTION

1. Official Name.....	27
2. Secretary-Treasurer as Superintendent of Department	28
3. Standard Benefit.....	28
4. Reduced Benefit.....	28
5. Proof of Death.....	28

6. Forfeited Rights – Delinquent Dues Payments	29
7. Forfeited Rights – Expelled from Membership	29
8. Retired and Unemployed Members	29
9. Payment to Designated Beneficiary and/or Others	30
10. Distribution of Funds by Superintendent and the Appeals Review Process.....	31
11. Jurisdiction of Superintendent	31
12. Reporting Requirements	32
13. Benefit Eligibility.....	32
14. Article XIII as Governing Document.....	32
15. Members Serving in the U.S. Military.....	32

ARTICLE XIV

Bonds

SECTION

1. National Division	33
2. System Divisions and Federations	33
3. Local Lodges.....	34
4. Selection of a Surety Company.....	34
5. Reporting Shortages.....	34

ARTICLE XV

Revenue, Fees, Dues and Assessments

SECTION

1. Revenue and the General Fund	34
2. Initiation Fee	35
3. Dues Structure.....	35
4. Increasing Initiation Fee or Dues	37

5. Timely Payment, Maintaining Good Standing, Delinquency and Agency Fee Payers	38
6. System Secretary-Treasurer’s Remittance Responsibilities	39
7. Local Lodge Secretary-Treasurer’s Remittance Responsibilities.....	40
8. Refunds	40

ARTICLE XVI

Dues Receipt, Unemployment, Dispensation and Life Membership Cards, Emblems and Badges

SECTION

1. Receipts for Dues, Fees and Assessments Paid	41
2. Issuance of Unemployment Cards	41
3. Use of BMWED Badges and Emblems	43
4. Lifetime Membership.....	43

ARTICLE XVII

Membership

SECTION

1. Eligibility	43
2. Assignment of Members	43
3. Transfer of Membership	43
4. Withdrawal Cards and Loss of Active Membership.....	44
5. Notification of Expelled Membership	45
6. Duties of Members.....	46
7. Maintenance of Good Standing	46
8. Privileges of Membership.....	47

ARTICLE XVIII
Government of Local Lodges

SECTION

1. Formation of Local Lodges and Application for Charters	47
2(a). Dissolution of Local Lodges.....	48
2(b). Consolidation of Local Lodges	48
3. Jurisdiction.....	49
4. Governing Laws.....	49
5. Provisions Governing Local Lodge Assessments.....	49
6. Membership Meetings	49
7. Investment and Expenditure of Funds	50
8. Audits and Financial Reports.....	51
9. Nomination and Election of Officers.....	51
10. Terms of Office.....	54
11. Vacancies in Office.....	54
12. Salaries, Allowances and Expenses of Officers.....	54
13. Authority and Duties of Officers	54
14. Representation and Election of Delegates to National Division Conventions	56
15. Representation and Election of Delegates to System Division or Federation Joint Protective Boards	58
16. Charges and Trials by Local Lodges.....	58
17. Affiliation with and Appointment of Delegates to AFL-CIO.....	58

ARTICLE XIX

Government of BMWED Protective Department, System Divisions and Federations

SECTION

1. Organization and Composition 59

2. Membership Participation..... 60

3. Governing Laws 60

4. Representation and Election of Local Lodge Delegates to System Division or Federation
Joint Protective Board Meetings and/or Conventions..... 60

5. Nomination and Election of System Division or Federation Officers 61

6. Authority and Duties of Officers 63

7. Meetings of Joint Protective Boards and/or Conventions..... 63

8. Investment and Expenditure of System Division or Federation Funds 64

9. Negotiation and Adoption of System Division or Federation Collective Bargaining
Agreements 65

10. Violation of Collective Bargaining Agreements..... 66

11. Adjustment of Grievances with Management..... 66

12. National Division Assistance in Adjustment of Grievances with Management..... 67

13. Authorization of System Strikes 67

14. National and Regional Associations 68

15. Right to Copies of Collective Bargaining Agreements..... 69

16. Authorization of National Strikes 69

17. Violations of Strike Calls..... 70

18. Special Assessments to Finance Strikes 71

19. Strike Benefits..... 72

20. Unauthorized Strikes..... 72

21. Charges and Trials by System Divisions or Federations 72

22. Consolidation of System Divisions or Federations..... 72

ARTICLE XX
Amendments

SECTION

1. Amending the Bylaws.....	73
2. Review by Bylaws Committee.....	73
3. Report of the Bylaws Committee.....	73

PREAMBLE

The objectives of the Brotherhood are:

1. To exalt the character and increase the ability of its members.
2. To ensure greater safety for our members and the traveling public and affect economy in the departments in which our members are employed by interchanging ideas and adopting the best methods of performing our duties.
3. To benefit the general public by raising the standard of efficiency of our membership.
4. To alleviate distress and suffering caused by sickness or disability among our members.
5. To assist the families of deceased members.
6. To inspire all members of the Brotherhood to live a sober, moral, and honest life.
7. To encourage all members to faithfully and honestly perform their duties to the best of their ability for the Brotherhood and for their employers.
8. To use all honorable means to secure the passage of laws beneficial to our membership, and to improve labor conditions generally.
9. To stimulate the civic education of the members in their political rights; and to use the ballot intelligently to the end that the Government may not be perverted to the interest of the favored few, but that it may be a “Government of the people, by the people, and for the people” in the fullest sense.

ARTICLE I

Organization of the BMWED

Section 1. This Organization shall be known as the Brotherhood of Maintenance of Way Employes Division (BMWED) of the International Brotherhood of Teamsters (IBT). The BMWED shall also be a member of the Rail Conference within the International Brotherhood of Teamsters. BMWED shall have full and exclusive jurisdiction over wages and working conditions in classes, crafts or bargaining units where it holds bargaining rights. BMWED shall consist of a National Division, System Divisions and Federations and Local Lodges.

The National Division may merge itself with another division of the IBT Rail Conference only upon approval of the majority of the ballots returned by the active membership in good standing through a referendum ballot.

Applications from other labor organizations to merge or affiliate with BMWED must be presented to the National Division Officers for consideration. Authorization of the National Division Officers must be obtained before negotiations with such an applicant, and any expenditures connected to a proposed merger or affiliation occur. The National Division shall not merge itself with another labor organization without first obtaining approval of the majority of the ballots returned by the active membership in good standing through a referendum ballot, and approval of the written merger agreement by the IBT General Executive Board pursuant to Article IX, Section 12 of the IBT International Constitution. Such a merger or affiliation may include a provision allowing the other labor organization appropriate proportional representation with BMWED.

Sec. 2. The National Division shall have jurisdiction over all matters pertaining to the National Division not otherwise referable to the IBT pursuant to the terms of the Merger Agreement.

Each member specifically retains the right to communicate with any other BMWED member at any time.

The use of words such as he, his and him, as they appear in these Bylaws are not intended to restrict the application of these Bylaws or a particular Article or Section to a specific gender, but are used solely for the purpose of grammatical convenience and clarification.

Sec. 3. The Officers of the National Division shall consist of a President, five (5) Vice Presidents, a Secretary-Treasurer, and six (6) members of the Executive Board. The National Division President may appoint a Chaplain, Messenger, Sentinels and Sergeants-at-Arms at each Convention of the National Division.

Between Conventions of the National Division all administrative, executive and judicial power and authority of the Division shall be vested in the National Division Officers as provided in these Bylaws, except for matters referable to the IBT pursuant to the terms of the Merger Agreement.

Sec. 4. The National Division Officers shall be members of a BMWED lodge and shall be nominated and elected at the regular quadrennial Conventions of the National Division by a representative majority vote of the duly accredited delegates elected by secret ballot. In the event balloting results in no candidate winning a majority vote (a number greater than half of the total possible votes), the candidate garnering the fewest votes shall be dropped from the ballot, and a run-off ballot will be conducted. If there is only one nominee for an office, there shall be no ballot for that position, and the nominee will be declared elected. Four (4) Vice Presidents and four (4) members of the Executive Board shall be from a System Division or Federation in his respective region and shall be nominated by delegates from his respective region. One (1) Vice-President and two (2) members of the Executive Board shall be from any System Division or Federation and may be nominated by any delegate, regardless of region. Those officers so nominated at election may be referred to as “at-large.” National Division Officers shall serve for a term of four (4) years unless removed by death, resignation or for cause, and shall be eligible for re-election. They shall be installed during the session of the National Division Convention in which they are elected, their installation and term of office to be effective commencing September 1 following election except in the case of filling an unexpired term, when such Officer shall take charge of his office immediately upon being elected and he shall serve for the remainder of the term; provided, however, that the term of office of any temporary National Division Officer will expire immediately upon the election and installation of his successor. Any vacancy in such office, temporary or permanent in nature, shall be filled in accordance with the terms of these Bylaws.

Eligibility and good standing to nominate, second, run for office and vote shall be governed by the terms of the Merger Agreement.

Every bona fide candidate for National Division office shall have certain rights with respect to the distribution of campaign literature and freedom from discrimination. The National Division will comply with all reasonable requests of all such candidates to distribute, by mail or

otherwise, at the candidate's expense, campaign literature in aid of his candidacy to all members in good standing of the BMWED. Whenever the National Division or its incumbent Officers authorize distribution to members, by mail or otherwise, of campaign literature on behalf of any bona fide candidate for office or on behalf of the National Division itself with reference to elections, similar distribution shall be made by the National Division and its Officers for any other bona fide candidate if so requested by such candidate, and equal treatment will be accorded as to the expense of such distribution to be borne by such candidate. Every bona fide candidate shall have the right, upon request, once within thirty (30) days prior to National Division elections in which he is a candidate, to inspect the list containing the names and last known addresses of all members of the BMWED who are subject to Union Shop Agreements requiring membership in the BMWED as a condition of their employment; lists shall be maintained by the Secretary-Treasurer at the Headquarters of the BMWED. Every bona fide candidate for National Division office may supply the National Division with a picture and a brief campaign announcement of 250 words or less to be published in the BMWED Journal. All information shall be published in the same Journal edition as the last proposed Bylaws changes prior to the National Division Convention. The National Division shall also provide adequate safeguards to ensure that its elections are fair and impartial, and any candidate has the right to request and designate an observer at the polls and the counting of ballots.

No funds received by the National Division through initiation fees, dues, assessments or similar levy shall be contributed or applied to promote the candidacy of any person in elections of National Division Officers, nor shall any money of an employer of members of the BMWED be so contributed or applied. The BMWED may, however, expend its funds for notices, factual statements and other expenses necessary for the conduct of its elections so long as such activities do not involve promotion of candidates for office.

The National Division Secretary-Treasurer shall preserve for one (1) year the credentials of all delegates and alternates and all ballots, minutes and other records of the Convention pertaining to the election of National Division Officers.

Sec. 5. The National Division shall convene in regular Convention in the month of June, quadrennially, at a time and date and in such city as may be determined by the National Division President and National Division Secretary-Treasurer jointly, with the approval of the National Division Executive Board.

The rules contained in the current edition of Robert's Rules of Order shall govern the BMWED in all cases to which they are applicable and provided they are not inconsistent with these Bylaws and any special rules of order the BMWED may adopt.

Sec. 6. At each regular Convention of the National Division, delegates shall be entitled to cast one vote for every member in good standing of the membership which he represents. Each National Division Officer shall be a delegate ex officio but he may not participate in the election of National Division Officers unless he has been elected as a delegate by secret ballot vote of members of a Local Lodge.

Sec. 7(a). In the event a National Division Officer becomes incapacitated, upon receipt of notice of such incapacitation, the President or Secretary-Treasurer shall within ten (10) days thereafter, call a meeting of all remaining National Division Officers to determine if such office should be filled and, if so, they shall appoint a member from the region, if applicable, to fill the position.

Any vacancy or vacancies resulting from such temporary appointments, or election, if deemed necessary, shall be filled in the same manner.

Sec. 7(b). Excluding those positions elected from nominations made at-large, in the event of a vacancy in the office of Vice President or Executive Board member, those eligible to be elected to fill such vacancy must be from a System Division or Federation of the region where the vacancy occurs, and must be nominated by a System Division or Federation Officer from that region.

Each National Division Officer will be entitled to cast one vote, and each General Chairman or his duly-authorized representative, will be entitled to cast the representative vote of the membership of the System Division or Federation he represents, for the membership paid up to the end of the previous quarter, as shown by the National Division record as of the date the vacancy occurred.

In the event of a vacancy in the office of Vice President or Executive Board member, those eligible to be elected to fill such vacancy, must be from a System Division or Federation of the region where the vacancy occurs, and must be nominated by a System Division or Federation Officer from that region.

The election must be held not more than sixty (60) days from the date the vacancy occurs, or the date it becomes known that a vacancy will exist. Any vacancy or vacancies resulting from said special election and/or any vacancy or vacancies occurring between the date the call is issued and the date of the election will also be filled at that election in the same manner.

The expenses of the General Chairmen and System Federation General Chairmen, or their duly authorized representatives, attending these meetings will be borne by their respective System Divisions or Federations.

Vacancies occurring less than three (3) months previous to a Convention of the National Division will remain vacant until the Convention, except in the office of the President, Secretary-Treasurer or Executive Board, in which case the temporary Officer elected by the National Division Officers will hold office until the Convention.

If the President is unable to issue the calls provided for by this Section 7, such calls shall be issued by the National Division Secretary-Treasurer.

Sec. 8. Special Conventions of the National Division may be called by the President with the written consent of a majority of the members of the Executive Board. The President shall call a special Convention of the National Division upon petition of any four (4) members of the Executive Board. At least sixty (60) days' notice in writing must be given to System Divisions and Federations and Local Lodges indicating the time and place of holding such special Convention and its purpose. No other business except that specified in the call shall be considered or transacted at such special Convention of the National Division.

Upon written request of a majority of the delegates and National Division Officers at the last regular National Division Convention, setting forth the reason for such request, and bearing the seal of the Local Lodges, a special Convention shall be called for the purpose of considering such question or questions as are specified in the request for such special Convention, and it shall be the duty of the Secretary-Treasurer upon receipt of such majority request, within ten (10) days thereafter, to make the necessary arrangements for the holding of such special Convention, the same to be held not later than sixty (60) days from the date of the filing of the majority request.

Sec. 9. At such special Conventions the voting shall be as prescribed in Section 6 of this Article.

Sec. 10. The representation at all special Conventions of the National Division shall be the duly accredited delegates at the last preceding regular Convention of the National Division. In case of a vacancy of both the delegate and alternate of a Local Lodge, such Local Lodge shall immediately proceed to elect another delegate and alternate.

Sec. 11. At least one hundred fifty (150) delegates entitled to a seat on the floor of the house shall form a quorum of the National Division.

Sec. 12. The fiscal year of the National Division and all of its subordinate bodies shall end on March 31 of each year.

Sec. 13. Only the elected officers of the National Division are authorized to be its agents for service of process. The officers and employees of subordinate bodies are not authorized to be agents of the National Division for service of process under any circumstances.

ARTICLE II

National Division Jurisdiction and Supervision

Section 1. The National Division shall exercise general supervision and control over all System Divisions and Federations, Local Lodges, Officers and the entire membership of the BMWED, as well as all subjects pertaining to the same. While the autonomy of System Divisions and Federations is duly recognized, and they may adopt Bylaws establishing procedures for the conduct of their internal affairs and business, none of the provisions of such Bylaws shall be in conflict with any of the provisions of these Bylaws subject to the terms of the Merger Agreement. Prior to becoming effective, all System Division or Federation Constitutions and Bylaws and any amendments thereto must be approved by the National Division President and the IBT General President.

Sec. 2. The National Division shall adopt and prescribe laws and regulations for the government of Local Lodges and shall have the power to amend or repeal the same; and it shall do all things necessary to promote the welfare of the BMWED.

Sec. 3. National Division Officers and persons occupying National Division appointed positions shall, when consistent with good service, employ their assistants from the ranks of the BMWED, but under no circumstances shall any such person employ any of his relatives where such relatives would be required to work under his direct supervision.

ARTICLE III

National Division President

Section 1. The National Division President shall exercise general supervision over all the affairs of the BMWED. It shall be the duty of the National Division President to preside at all sessions of the National Division, and he shall submit at each regular session of the National Division, when assembled, a message setting forth in a general manner the affairs of the BMWED during his term of office, including a complete report of his decisions with reference to the interpretation of the Bylaws, or his decision in any matter which an appeal may have been taken to the Appeal Board under the Bylaws, together with suggestions for legislation and changes in these Bylaws for the best interest of the BMWED; also such other suggestions and recommendations as he may deem advantageous to the BMWED and its members.

Sec. 2. He shall decide all questions pertaining to the interpretation or meaning of any clause or Section of these Bylaws as well as all controversies which may be appealed from System Divisions, Federations or Local Lodges and shall promptly forward his decision in writing to the System Division, Federation or Local Lodge from which the appeal is taken. Appeals from the decisions of the President may be appealed by either party to the National Division Appeal Board, which shall consist of all National Division Officers. Such appeals shall be filed with the National Division Secretary-Treasurer within sixty (60) days after receipt of the President's decision. The Secretary-Treasurer shall refer the appeal to the National Division Appeal Board, except for those members who may be directly involved in the case under consideration. The National Division Appeal Board will report their decision to the National Division President and the appellant. Further appeal of the decision of the Appeal Board shall be handled in accordance with the applicable provisions of the IBT Constitution, subject to the terms of the Merger Agreement.

Sec. 3. He may, with the consent of the National Division Executive Board, issue such dispensations as may be necessary to overcome emergencies or conditions not herein provided for.

Sec. 4. All appointments for positions coming under the President's supervision, and their salaries must be approved in advance by the National Division Executive Board, except for temporary appointments of less than sixty (60) days.

All consultants hired by the President, and their fees and/or salaries, must be approved by the National Division Executive Board prior to any services being rendered, except in cases of emergency.

Any vote on appointments or the hiring of consultants shall be by roll call and the minutes thereof shall be sent to all System Officers.

Sec. 5. He shall have the authority, subject to the approval of the National Division Executive Board, to appoint Assistants to the President to assist him in the discharge of the duties of his office per the requirements in Section 4 of this Article.

He may also delegate authority to act for him to any National Division Officer.

He may also deputize any member to be his immediate representative for particular duties. Such deputies are to possess only such power as is expressly delegated. Such deputies shall submit in writing a full and complete report of his actions to the National Division President immediately after the conclusion of his duties.

He may also activate any member of the Executive Board for such purposes and times as he deems it to be in the interest of the Brotherhood. When so activated, the member will work under his direction, and receive per diem salary equal to that applicable to their regular duties of office as provided at Article VII, Sec. 3.

Sec. 6. He shall, at his discretion, appoint National Division Organizers or Representatives. Such appointees shall be subject to the same qualifications prescribed in Article I, Section 4, for eligibility to National Division office. Such appointees in the performance of his duties shall cooperate and work in conjunction with the General Chairman of the System Division or Federation on which he is working.

Sec. 7. He may summarily suspend from office and shall discontinue the salary of any National Division Officer who, in his judgment, is guilty of such misconduct in office as to warrant such removal for cause; provided that any such National Division Officer so disciplined shall have the right, upon demand in writing, to an immediate hearing before the National Division Appeal Board, whose decision shall be final unless reversed on further appeal under the applicable provisions of the IBT Constitution. If the decision of the National Division Appeal Board is in favor of the accused, he shall be returned immediately to his former position and be paid for all time lost and personal expenses. If the final decision is in favor of the accused his record shall be cleared of such charges.

Sec. 8. He shall have the power to convene Joint Protective Boards or Grievance Committees and/or Local Lodges when he deems such action advisable and to report to such Board or Grievance Committee and/or Local Lodge any member thereof who failed to perform his duties, or who is guilty of sedition, or committed malfeasance in office. He shall have the power to summarily remove from office and suspend any member who, after charges and trial, has been found guilty of sedition or malfeasance in office, subject to appeal to the National Division Appeal Board and further appeal under the applicable provisions of the IBT Constitution.

He shall have the power to suspend from office any National Division or System Division or Federation Officer who, without having obtained the President's permission, deviates from any uniform collective bargaining policy. Any Officer thus suspended shall remain out of office unless reinstated following an appeal to the National Division Appeal Board in accordance with Article IX of these Bylaws and further appeal under the applicable provisions of the IBT Constitution.

He shall, with the approval of the National Division Executive Board, revoke the charter of any Local Lodge guilty of willful violation of the provisions of these Bylaws, or of failure to comply with valid orders, decisions or policies of the BMWED, subject to appeal to the National Division Convention. Should it be necessary to revoke the charter of a Local Lodge, all loyal members in good standing may be transferred to the nearest Local Lodge.

Sec. 9. He shall remove Officers or representatives of Local Lodges, System Divisions or Federations, and the National Division after their surety bond coverage has been canceled. Should any Lodge or System Division or Federation fail to fill, within a reasonable time, a vacancy thus created, the National Division President shall fill such vacancy by appointment for the unexpired term.

Sec. 10. He shall also have the power to appoint legislative representatives when approved by the National Division Executive Board.

Sec. 11. When he is unable by reason of unavoidable cause to preside at any session of the National Division, the Officers and delegates present will proceed to elect a temporary presiding Officer for such meeting. The National Division President may request any National Division Officer, or delegate, to temporarily fill the chair during any session of the National Division Convention. Any temporary vacancy of the National Division President's chair, during recess of National Division, must be filled by a National Division Officer.

Sec. 12. Except in those years when the regular National Division Convention convenes, at such time and place as the National Division President directs, he shall annually convene the National Division Officers and System Officers, for the purpose of discussing the field work and outlining the work to be carried out by the National Division Vice Presidents, and also to be instructed in carrying out any policy which the National Division President, Secretary-Treasurer and the Executive Board may have prepared; provided further that the System Officers represented at such meetings shall be recognized in an advisory capacity.

Sec. 13. He shall have all active National Division representatives insured at the expense of the BMWED, insuring the BMWED against any loss resulting from the death or injury of such National Division representative. The insurer and amount of such insured liability shall be determined by the National Division President and Executive Board, but shall not be less than an amount equal to that prescribed by the Worker Compensation Laws where the National Division is headquartered. All National Division representatives shall be construed as being hired at the National Division Headquarters.

Sec. 14. He shall appoint members, two (2) from each region of the United States who shall serve as a National Division Convention Bylaws Committee; and five (5) members, at least one from each region who shall serve as a National Division Convention Resolutions Committee. The Resolutions Committee shall also act as the Credentials Committee.

These Committees shall be provided sufficient time and resources to meet, deliberate and provide a written Report to the Delegates at the National Division Convention. The time and place of Committee meetings shall be at the discretion of the National Division President. All appointments shall be made at least thirty (30) days prior to the convening of the Committees.

All proposed changes in the Bylaws as presented by the Bylaws Committee Report shall be indicated in the Committee's Report by printing said changes in bold type or italicized print.

Sec. 15. The President shall also appoint the members of, designate the temporary Chairman, and convene the additional National Division Convention Committees hereafter designated, and such other special committees and assistants as may be necessary to facilitate the work of the BMWED. Each Committee listed below shall contain at least one (1) member from each region:

Committee on National and State Legislative Matters
Committee on Rules

Committee on National Division Officers Reports
Committee on Jurisdiction
Committee on Salaries and Finances
Committee on Ritual

Note: The Committee on Legislative Matters shall consist of six (6) members, at least one from each region and a Convener, who is the Assistant to the President/National Legislative Director on legislative matters.

Sec. 16. In the case of any collective bargaining agreements adopted upon approval by the President on behalf of the BMWED on a national or regional basis, the President shall forward a copy of such agreement to each constituent System Division, Federation or Local Lodge which has members directly affected by such agreement and also maintain at the Headquarters of the BMWED copies of any such agreement available for inspection on request by any member or any employee whose rights are affected thereunder.

The National Division President shall not have the power to enter into any system agreement without the written consent of the affected General Chairmen (Chairman). If the National Division President is not able to receive the written consent of all affected General Chairmen, he shall have the right to submit such agreement directly to the affected rank and file. Such ratification vote shall be by mail ballot referendum to all members in good standing covered by such agreement. Such vote will be conducted by an impartial ballot counting company. If the agreement is ratified, the National Division President shall be empowered to enter into the agreement.

Sec. 17. In addition to the foregoing, the National Division President shall exercise authority and perform such other duties as are additionally prescribed in these Bylaws or other governing laws of the BMWED or which may be delegated or assigned to him by the National Division Convention or which may be imposed upon him by the IBT Constitution, the Merger Agreement or applicable law.

ARTICLE IV

National Division Vice Presidents

Section 1. The duties of each National Division Vice President are to assist the National Division President in the discharge of his duties under his general direction, subject to the provisions hereinafter made in this Article.

Sec. 2. Excluding the Vice-President at-large, the office of each Vice President shall be located in the region from which he is elected and as near as practicable in the general locality in which the Vice President resides. The National Division President may assign a Vice President to perform work in another region on a temporary basis. The Vice-President at-large may locate his office at or near his point of residence, or may, with the President's approval, locate his office at headquarters.

Sec. 3. The Vice Presidents will be assigned to the following duties, namely:

Four (4) shall be nominated from one of each of four (4) regions comprising the Northeast, the Northwest, the South and the West and one shall be nominated at-large. The National Division Vice Presidents shall devote their entire time to the up building of the BMWED and to do such work as decided upon by the National Division Officers at their annual meetings. They will work under the direct instructions of the National Division President. They shall visit and instruct Local Lodges, assist the General Chairmen in their committees and boards and shall have authority to examine and audit the records and books of any Local Lodge and shall institute civil and criminal action to protect the interests of the BMWED when so directed by the National Division President. Each National Division Vice President shall prepare a written report on his activities and responsibilities to each Regular Convention.

ARTICLE V

National Division Secretary-Treasurer

Section 1. It shall be the duty of the National Division Secretary-Treasurer to keep a true and correct record of the proceedings of the National Division. He shall read all documents submitted to that body which are proper to be read. He shall receive all funds of the National Division. He shall preserve any documents pertaining to the business of the BMWED. Except

where otherwise provided in these Bylaws, he shall have charge of the books, papers and records of the BMWED and also possession (for the trustees) of the personal property and funds of the BMWED.

Sec. 2. He shall countersign all charters, cards and certificates emanating from the National Division. He shall also issue all official receipts for fees, dues, and assessments. It shall be his duty to keep accurate accounts of all monies received and disbursed by him, a correct record of National Division members, Local Lodges, their Officers, members and post office addresses, dates of joining, membership numbers and such other information as may be required by the President or Executive Board.

Sec. 3. He shall have charge of all funds of the National Division. He shall make disbursements to cover all expenses of operating the National Division when authorized by these Bylaws or resolution adopted thereunder. Disbursements can not exceed income from dues and investments unless approved by the National Division Executive Board. If such approval is made, each General Chairman will be advised why it was necessary to spend down assets.

Where applicable, he shall promptly return to System Division or Federation Secretary-Treasurer and Local Lodge Secretary-Treasurer receipts for all monies received from them and remit to the System Division or Federation Secretary-Treasurer on or before the 20th day of each month all monies due them. He shall on or before the 20th day of the first month of each quarter, forward to the Local Lodge Secretary-Treasurer all monies due them for the preceding quarter.

Should a Local Lodge Secretary-Treasurer fail to submit the Local Lodge quarterly audit report within ninety (90) days after the end of the quarter, no money due the lodge will be released until receipt of the quarterly audit report. Should a Local Lodge not receive monies due them in any quarter as a result of failure to file a quarterly audit report, the National Division Secretary-Treasurer shall notify by letter the National Division President, the General Chairman, and the Local Lodge Officers.

He will see that the National Division audit reports provided for in Article VI, Section 8, of these Bylaws are made available for inspection by the persons so authorized by such provision.

He shall discharge on behalf of the BMWED such duties as may be imposed upon him by applicable law. He shall execute and file reports to Federal or State authorities as required. He shall maintain such records available for inspection as applicable law may require to be preserved in support of reports filed by the BMWED.

Sec. 4. He shall assist the National Division President in making all necessary arrangements for each Regular Convention of the National Division, and attend in person, unless excused for proper cause. He will furnish such Conventions a statement showing the financial condition of the BMWED, and a full report covering his term of office.

Sec. 5. He shall deposit all monies and securities belonging to the BMWED in national banks or with reliable trust companies and securities firms to be selected by himself and the National Division President, jointly, and subject to the approval of the National Division Executive Board. The National Division Secretary-Treasurer will have the authority, with the approval of the National Division President and the Executive Board, to invest surplus funds of the BMWED in securities guaranteed by the full faith and credit of the United States Government, Federal agency issues, or in bonds and other fixed-income securities of suitable investment grade quality that will enable the BMWED to secure an optimal return on investment without undue risk. These investments may include equities, but not to exceed forty percent (40%) of the total National Division surplus funds.

With respect to bonds and other fixed-income securities, any such investments shall meet the rating qualifications of A or Higher (Standard & Poor's and/or Moody's).

Such investments shall be consistent with the policies endorsed by the BMWED and the free trade union movement.

Sec. 6. All funds and securities must be deposited in the name of the BMWED and all checks against said funds must be signed by him or his designee and countersigned by the National Division President or his designee.

Sec. 7. He shall cause a copy of each official circular issued by the National Division to be forwarded to all National Division Officers, System Divisions and Federations and Local Lodges.

Sec. 8. When instructed by the National Division Executive Board, he shall levy assessments upon the members of the BMWED; he shall collect all such assessments and disburse the same upon the order of the National Division Executive Board.

Sec. 9. He shall deliver to his successor (when elected, installed and after bond has been executed and accepted by the National Division Executive Board) all monies belonging to the

National Division, together with all books, documents and other properties of the BMWED, which may be in his possession.

Sec. 10. He shall employ auditors as may, in his judgment, be necessary to carry on the auditing work; such auditors to be entirely responsible to him under his jurisdiction. To qualify for appointment, such auditors shall meet the same requirements as those prescribed in Section 4 of Article I for eligibility to National Division office.

Sec. 11. All appointments for positions coming under the National Division Secretary-Treasurer's supervision and their salaries must be approved by the National Division Executive Board prior to their appointment, except for positions of less than sixty (60) days duration. All consultants hired by the National Division Secretary-Treasurer and their fees and/or salaries must be approved by the National Division Executive Board prior to any services rendered.

Any vote on appointments or the hiring of consultants shall be by roll call and the minutes thereof shall be sent to all System Officers.

Sec. 12. He shall be empowered, either personally or through his designee to examine and audit the books and accounts of any National Division Officer, System Division or Federation or Local Lodge of the BMWED at any time.

Sec. 13. In case a where a member remits National Division dues and System Division or Federation dues only, the National Division Secretary-Treasurer shall hold his official receipt until the member furnishes proof that he has paid his Local Lodge dues.

Sec. 14. On System Divisions or Federations handling remittances, the matter of missing payments in dues will be taken up with the System Secretary-Treasurer. On other System Divisions or Federations the matter will be taken up with the remitter, with copy to the System office.

Sec. 15. On System Divisions or Federations handling remittances, the matter of apparent backdated dues payments will be taken up with the System Secretary-Treasurer, and a satisfactory explanation or proper correction of such payment dates on dues receipts and remittance reports requested. On other System Divisions or Federations the matter of apparent backdated payments will be taken up with the remitter, with copy to the System office.

Sec. 16. When an Officer or representative unreasonably delays his remittance reports or willfully persists in the practice of backdating dues payments, it shall be the duty of the National

Division Secretary-Treasurer to cancel the surety bond coverage on his position and advise the lodge, system or Officer under whose jurisdiction such Officer or representative is functioning. Such lodge, system or Officer shall thereupon take immediate steps to remove such Officer or representative from the service, and, where he is not promptly removed, the National Division Secretary-Treasurer shall bring the matter to the attention of the National Division President for action under the provisions of Article III, Section 9.

Sec. 17. He shall keep record of the last known address and other relevant data concerning any member who retires. Names and addresses so maintained shall be furnished to the BMWED's Legislative Department upon request.

Sec. 18. In addition to the foregoing, the National Division Secretary-Treasurer shall exercise such authority and perform such other duties as may be additionally prescribed in these Bylaws or other governing laws of the BMWED or which may be delegated or assigned to him by the National Division Convention.

ARTICLE VI

National Division Executive Board

Section 1. Immediately after the final adjournment of the National Division Convention, the National Division President shall call the National Division Executive Board together for the purpose of electing a Chairman, Vice Chairman and Secretary, to transact such other business as is provided by these Bylaws and special enactments of the National Division Convention, and other business that may properly come before the National Division Executive Board.

Sec. 2. The quorum of the National Division Executive Board shall be four (4) members.

Sec. 3. It shall be the duty of the National Division Executive Board to conform in every respect to these Bylaws of the BMWED and the enactments of the National Division Convention. By joint action the Board may, with the National Division President and National Division Secretary-Treasurer, adopt such provisions as may be necessary, in their opinion, for the best interests of the BMWED.

Sec. 4. The National Division Executive Board shall, through its Secretary, submit to each regular Convention of the National Division a full report of all business transacted by them,

and stating what legislation is necessary, in their opinion, to promote the welfare of the BMWED.

Sec. 5. Except as otherwise provided in these Bylaws, all administrative, executive and judicial power and authority of the BMWED shall be vested in the National Division President, Secretary-Treasurer, Vice Presidents and the Executive Board as heretofore provided in Article I, Section 3, who shall jointly determine the general policies to be adopted and enforced during the interim between National Division Conventions, including the adoption of such resolutions as may be necessary or advisable to effectuate provisions of these Bylaws, the enactments, resolutions or decisions of the National Division Convention, or the requirements of any applicable law. All such policies shall be executed by the National Division Officers who shall be accountable to the National Division Executive Board for any departure therefrom, due allowance being made for all circumstances in such events.

Sec. 6. The National Division Executive Board shall meet once in each year as provided in Article III, Section 12, said meeting to be held immediately after the adjournment of the annual meeting of National Division Officers, to transact all business pertaining to their office. Special meetings may be called upon the written request of a majority of the members of the National Division Executive Board, such requests being forwarded to the Chairman of the National Division Executive Board by registered letter. Such petitions shall state the reason for calling a meeting and shall allow sufficient time for each member of the National Division Executive Board to receive ten (10) days notice of such meeting prior to the date. Copies of such notices shall be forwarded by the Secretary of the National Division Executive Board to all other National Division Officers.

Sec. 7. The National Division President may call a meeting of the National Division Executive Board at any time, notice of said meeting to be given in accordance with the provisions of Section 6 of this Article.

Sec. 8. It shall be the duty of the National Division Executive Board to engage the services of a certified public accountant to conduct quarterly certified audits at Headquarters.

The National Division Executive Board shall have free access to the books and papers of all National Division Officers. The National Division Executive Board shall furnish, through the National Division Secretary-Treasurer, a copy of the audit report signed by the accountant, to the National Division President, Secretary-Treasurer and each member of the National Division Executive Board, and upon request a copy will be furnished to Local Lodge Secretary-Treasurers which may be inspected by any member in good standing.

Sec. 9. The duty of the National Division Executive Board Secretary shall be to keep minutes of all transactions of the National Division Executive Board.

The National Division Executive Board Secretary shall furnish each System Officer with these minutes within sixty (60) days of the conclusion of the National Division Executive Board's meeting. The minutes shall include the voting record and results of any and all questions acted on by the National Division Executive Board, excluding death benefit appeals.

The National Division Executive Board Secretary may call on the National Division President for assistance in reproduction and distribution of such minutes.

In the event of a vacancy in the office, or the absence or inability to act, of the Chairman of the National Division Executive Board, the Vice Chairman shall, for the time being, perform the functions and duties of the Chairman.

Sec. 10. It shall be the duty of the National Division Officers between National Division Conventions, by majority vote of its members, to authorize such special assessments upon all members as may be necessary to provide sufficient funds with which to administer the affairs of the BMWED properly. Such assessments shall be effective until the next regular National Division Convention. After such assessment has been ordered, the National Division Executive Board Secretary shall notify the National Division Secretary-Treasurer thereof, who, in turn, shall levy such assessments and notify all members of the BMWED by mail. Any member failing to pay lawful assessments after due notice will forfeit all rights in the BMWED. Such assessments may be paid by the members to the System Division or System Federation Secretary-Treasurers, Local Lodge Secretary-Treasurers, or to any authorized representative.

Sec. 11. Legal title, to all property (real, personal and otherwise) of the BMWED, and to all interests of said BMWED and of its members therein, shall be deemed to be, and hereby is declared, vested in the Trustees of said BMWED. Reference to "Trustees" herein shall include the successors of said Trustees. The Trustees shall hold title in trust for the benefit of the BMWED and shall be deemed to be Trustees of an active express trust. Legal title to property and interests may be transferred, conveyed, encumbered or affected by instruments or conveyances executed by said Trustees, and such instruments or conveyances shall bind all rights of said Trustees, the BMWED and its members in and to the property affected thereby without any other or different instrument or conveyance being executed by said BMWED, its Officers or members. The Trustees shall not sell, exchange or encumber any of the property or interests to which they hold title unless previously authorized to do so in each particular case by two-thirds

of all National Division Officers. Such authorization shall be contained either in the minutes of meetings of such National Division elective Officers, or in writings signed by them.

Except where otherwise provided, said Trustees shall also be custodians of all property of said BMWED, and no property of said BMWED, except documents and evidence involved in litigation, arbitration, hearings, conferences, legal matters and the like in which said BMWED is interested or concerned, shall be removed from Headquarters or disposed of in any manner without the written consent of said Trustees.

The style of signature of said Trustees shall be the individual names of said Trustees followed by "Trustees of Brotherhood of Maintenance of Way Employes Division."

There shall be three (3) of such Trustees. The respective persons acting as Chairman, Vice Chairman and Secretary of the Executive Board of said BMWED shall during their respective incumbency in office ex officio be the Trustees.

The certificate or affidavit of the President or Secretary-Treasurer of said BMWED relating to the election, term of office, incumbency in office, death, resignation or removal of any Chairman, Vice Chairman or Secretary of the Executive Board or any Trustee or successor, and/or to the provisions or any provision of the Bylaws of said BMWED, shall be deemed sufficient proof and evidence thereof.

Upon the death, resignation, removal, expiration of Trusteeship or of term of office, of any Trustee, all right, title and interest of said Trustee in and to any and all property of said BMWED and interests therein shall automatically and without conveyance or other transfer be deemed, and hereby is vested in the successor of such Trustee, free and clear from all right, title, interest, claim and demand of said former Trustee, his heirs, representatives and persons claiming or to claim by, through or under him individually.

The Trustee who is also Secretary of the Executive Board of said BMWED shall keep true and correct records of all accounts, doings and actions of said Trustees; said records shall at all times be open for inspection by the National Division elective Officers.

Sec. 12. In authorizing expenditures or loans, neither the Executive Board nor any other established body of the BMWED or Officer thereof shall directly or indirectly authorize or make any loan or loans to any Officer or employee of the National Division or of any of its System Divisions, Federations or Local Lodges which result in a total indebtedness on the part of such Officer or employee to the BMWED in excess of two thousand dollars (\$2,000.00).

Sec. 13. None of the funds of the BMWED shall be obligated or used directly or indirectly to pay the fine of any Officer or employee convicted of any willful violation of the Labor-Management Reporting and Disclosure Act of 1959, but this prohibition shall not prevent the assumption by the National Division or by any System Division, Federation or Local Lodge of the costs of defending the BMWED or any of its constituent bodies or Officers, agents, representatives or employees in any civil or criminal proceedings in which they may become involved for any alleged violations of law.

Sec. 14. In addition to the foregoing, the National Division Executive Board shall exercise authority and perform such other duties as are additionally prescribed in these Bylaws or other governing laws of the BMWED or which may be delegated or assigned to it by the National Division Convention.

ARTICLE VII

Salaries of National Division Officers and Personnel

Section 1. For the faithful performance of his duties, each elective National Division Officer shall receive an annual salary as follows:

President: \$158,106.63*

Secretary Treasurer: \$137,900.84*

Vice President \$121,268.62*

*Note: Rate reflects adjustment adopted at 2nd Regular National Division Convention.

Each elective National Division Officer's salary and each National Division Appointee's salary shall be adjusted periodically so as to reflect all general wage increases including cost-of-living adjustments as provided for under National Agreements applicable to the membership of the BMWED. All such increases shall be applied in the same manner and on the same dates as provided for under subsequent National Agreements.

Sec. 2. The salaries of the National Division President, Vice Presidents, Secretary-Treasurer and Appointees shall be on an annual basis, and shall be paid in equal semi-monthly

installments. For each National Division Officer or Appointee paid on an annual basis, the National Division shall provide medical, dental, and vision insurance policies at least equivalent to that received by members under the National Agreement.

Sec. 3. The salary of members of the Executive Board, or Board of Trustees, shall be paid on a per diem basis, from the time they leave their respective headquarters until they have completed their duties as Executive Board Members, or Members of the Board of Trustees, and return to such headquarters. National Division Officers paid on a per diem basis, will not receive medical, dental, and vision insurance coverage at National Division expense.

Sec. 4. The salaries of all clerical forces and other employees employed at the National Division Headquarters shall be determined by agreement negotiated between the National Division President, Secretary-Treasurer, and duly elected Committee representing the employees' organization.

Sec. 5. All National Division Officers or representatives when attending the National Division or traveling in the interests of the BMWED, or when their duties require them to leave their regular boarding and lodging places, shall have their expenses paid out of the General Fund when the same are approved by the National Division President.

ARTICLE VIII

Charges and Trials of BMWED National Division Officers

Section 1. Whenever charges are filed against a National Division Officer for a violation committed in that capacity, such charges shall be filed in writing in duplicate with the National Division Secretary-Treasurer. Trials shall be conducted in accordance with Article XIX of the IBT Constitution subject to the terms of the Merger Agreement.

ARTICLE IX

Appeals

Section 1. Decisions of the National Division Appeal Board may be appealed by either party in accordance with the provisions of the IBT Constitution and the terms of the Merger Agreement.

Sec. 2. No Officer or member of the BMWED shall resort to the civil courts or agencies of the Government in any case, controversy, or dispute or appeal any grievance to any such tribunal until such Officer or member shall have first exhausted all remedies provided by these Bylaws and the Merger Agreement not inconsistent with applicable law for the redress of such cases.

ARTICLE X

Authorization of Legal Services

Section 1. The President of the National Division, with the approval of the National Division Executive Board, may employ the services of an attorney at law. The expense of such services shall be paid out of the general funds of the BMWED; provided, however, that no National Division Officer shall employ an attorney at law at the expense of the National Division to carry on internal disputes. Any services required of an attorney at law not otherwise a full time employee of the BMWED, must include a fully executed written retainer.

ARTICLE XI

National Division Departments

Section 1. The National Division shall include the following departments consistent with Paragraphs 1.3 and 3.9 of the Merger Agreement:

- National Legislative Department
- Strategic Coordination and Research Department
- Safety and Education Departments
- Organizing Department
- Communications Department
- Arbitration Department (Chicago)

ARTICLE XII

BMWED Legislative Boards

Section 1. Purpose. To protect the interest and advance the quality of life of its membership and their families with respect to legislation, the National Division shall maintain State Legislative Boards which shall work cooperatively with the BMWED National Legislative Director and IBT Department of Governmental Affairs.

Sec. 2. Carrying out the activities of the Legislative Department. To fulfill its purpose, a Legislative Board shall be organized in each state and in any state where only one Local Lodge is located that lodge shall be designated a Legislative Board and shall elect the appropriate list of Officers.

Sec. 3. Organization of State Boards. Each Local Lodge shall, at a regular or special meeting held between January 1 and June 30 in the year following a National Division Convention, elect by secret ballot a local Legislative Representative to serve as a member on the State Legislative Boards, and in addition they shall elect a Vice Legislative Representative who shall serve in the event the Legislative Representative is unable to carry out the prescribed duties. The Secretary-Treasurer of each Local Lodge shall report immediately to the National Division President the results of the election, giving the name of the persons elected as Legislative Representative and Vice Legislative Representative together with any other personal data pertaining thereto. After June 30 in the year following a regular National Division Convention, the National Division President or his designee will direct the incumbent Director of the State Legislative Board to convene the members elect at some convenient location within the State for a Legislative Convention for the purpose of reviewing its work and achievements, and to elect Officers. An accurate record of the proceedings of the State Convention shall be forwarded to the National Division President, the BMWED National Legislative Director and the Director of the IBT Department of Government Affairs, within 30 days after the State Convention.

Sec. 4. Officers of State Legislative Boards. Each Board shall elect a State Legislative Director and an Assistant State Legislative Director.

Effective January 1, 2006, any member in good standing of a Local Lodge, as provided in the Merger Agreement, falling under the jurisdiction of said State Legislative Board shall be eligible to be nominated and elected to the position of State Legislative Director and Assistant State Director.

The election shall be by secret ballot with each Local Legislative Representative entitled to cast a vote. There shall be no voting by proxy in the election.

Local Lodge Legislative Representatives shall be given at least fifteen (15) days advance notice in writing at their last known home address of the time, date, and place at which elections will be held.

Incumbent Directors and Assistant Directors shall be representatives ex officio, unless elected as a Local Legislative representative, and shall be entitled to run for re-election as an officer of their respective Boards, but shall not be entitled to cast a vote.

Sec. 5. Term of Office. Members of State Legislative Boards shall serve a four-year term of office beginning January 1 in the year following the holding of their regular Legislative Convention.

Sec. 6. Eligibility Requirements. Any member who at the time of nomination for the position of Local Legislative Representative or Vice Legislative Representative, must be a resident and registered and/or qualified voter of the State from which elected to serve and meet the eligibility requirements set forth in the Merger Agreement. These requirements shall also apply to the position of Legislative Director and Assistant Legislative Director at the time of nomination to the position.

Sec. 7. Bylaws. The State Legislative Boards will be governed by these Bylaws as provided for herein.

Sec. 8. Duties. It shall be the duty of the Legislative Directors when authorized by the National Division President, or his designee, to carry out the program promoting legislation that will advance the wages, hours and working conditions and improve the quality of life for the membership and their families and to oppose legislation deemed detrimental.

The Legislative Directors will preside at all meetings of their respective State Legislative Board and cast the tie breaking vote.

The Legislative Directors shall comply with all applicable Lobbying Laws and cooperate with the IBT Government Affairs Department in the filing of reports required thereunder.

The Legislative Directors shall render appropriate bills for salary and expenses and a written report outlining their legislative activities to the National Division President and his designee not later than the 1st and 15th days of each month.

Should any of the Legislative Directors for any reason be unable to attend to their duties, they shall at once notify the National Division President, who will instruct the Assistant Legislative Director of that State Legislative Board to serve as the Legislative Director until the incumbent Legislative Director is able to resume duties or until the end of the term, whichever the case may be. If for any reason the Assistant Legislative Director is unable to serve, the National Division President or his designee may appoint a Local Lodge Legislative Representative recommended by the Legislative Director to perform necessary duties of the Legislative Director until the Legislative Director and/or Assistant Legislative Director is able to resume duty.

For all elections held on or before December 31, 2005, eligibility and good standing to nominate, second, run for office and vote shall be governed by the provisions of the BMW Constitution and Bylaws in effect immediately prior to the merger. For elections held on January 1, 2006 or after, eligibility and good standing to nominate, second, run for office and vote shall be governed by the provisions of the Merger Agreement.

The Legislative Directors shall attend legislative meetings in their home state as directed by the National Division President or his designee to keep informed on pertinent Legislation, and in every way possible advance the interests of the Union. The Legislative Director will work with the Local Lodges and other IBT Local Unions and Joint Councils and oversee the formation of a working COPE and Legislative Action Committee in each of the Electoral Districts in their state and to increase participation in IBT's DRIVE (Democratic, Republican, Independent Voter Education) fund in the United States.

The Legislative Directors, upon authorization of the National Division President or his designee, shall seek membership in various state labor and interest groups that share in the Union's goals.

The Legislative Directors, upon authorization of the National Division President, shall represent the Union before regulatory agencies for the purpose of disposing of questions that arise concerning safety, health and sanitary conditions that directly affect the membership.

Sec. 9. Vacancies. Should the incumbent State Legislative Director be unable to serve for any reason, the Assistant State Legislative Director shall be notified by the National Division President or his designee to fill the temporary vacancy or the unexpired term. Should a vacancy occur in the office of the Assistant State Legislative Director, said vacancy shall be filled by appointment by the National Division President or his designee. Should the Local Legislative Representative position in any Local Lodge become vacant, the Vice Local Legislative Representative shall fill the vacancy for the unexpired portion of the term and an election shall be held at the next regular Lodge meeting for the purpose of filling the position of Vice Local Legislative Representative for the unexpired portion of the four-year term of office. Such elections shall be subject to the terms of the Merger Agreement.

Sec. 10. Assignment. The National Division President shall appoint a National Legislative Director from the BMWED to work cooperatively with the IBT Department of Government Affairs to carry out, direct and coordinate Legislative activities in the United States. Unless otherwise provided for in these Bylaws, no Legislative Director shall become active on legislative matters until authorization has been obtained from either the National Division President or his designee.

Sec. 11. Salary and Expenses. The salary and expenses of Officers of State Legislative Boards will be fixed by the Director of the IBT Government Affairs Department in accordance with the IBT Constitution. The salary and expenses of Local Lodge Legislative Delegates attending State Legislative Conventions, as provided for in Section 3 of this Article, will be borne by the respective Local Lodges.

Sec. 12. Endorsing of Candidates for Public Office. Legislative Directors, after consulting the appropriate COPE committees, if in place, may submit to the National Division President, for approval, recommendations with respect to the endorsement of candidates for any public office. Prior to the COPE Committee or Legislative Director making any recommendation, they shall advise the Local Lodges in that electoral district of the proposed endorsement. Under no circumstances shall any member of the National Division issue or publicize endorsements of any kind utilizing the National Division's name in any form, for any candidate to any public office without the written approval of the National Division President.

Sec. 13. Legislation. State Legislative Directors shall not advocate or oppose legislation without the specific approval or authorization of the National Division President or his designee except where bills directly affecting the BMWED, or railroad labor, require immediate attention.

Sec. 14. Cooperating in Legislative Work. State Legislative Directors of the BMWED shall cooperate with Legislative Representatives of the Legislative Boards of other standard labor organizations in organizing and maintaining joint legislative boards or committees in the respective States in order that our organization may be in a position to do its part in securing favorable legislation and in opposing unfavorable legislation concerning matters in which the BMWED and such other organizations have mutual interests. However, State Legislative Directors shall not incur or commit the BMWED to any joint expense without first securing the approval and authorization of the National Division President.

The Officers of the System Divisions or Federations and Local Lodges of the BMWED should fully cooperate in actively supporting such legislative programs as may be agreed upon by such Joint Legislative Boards or Committees; and, if possible, such Officers should furnish the Legislative Representative information requested by him or the National Division President for the purpose of carrying out the legislative program.

Sec. 15. Neither elections of officers nor any other business of a State Legislative Board shall be valid unless a quorum is present. A Legislative Convention quorum, at minimum, requires that at least one half of all Local Lodges eligible to be represented by a Local Legislative Representative must have such Representative or alternate in attendance.

If the positions of State Legislative Director or Assistant State Legislative Director are unfilled, due to a failure to conduct valid elections, the National Division President may appoint a member, otherwise eligible to hold such office, to serve the remainder of the then-current term.

ARTICLE XIII

BMWED Death Benefit Department

Section 1. Subject to the provisions of these Bylaws, the National Division shall maintain a Department known as the Death Benefit Department. The Department heretofore maintained and known as the Provident Department and the Superintendent of said Provident Department

shall henceforth be known, respectively, as such Death Benefit Department and the Superintendent of such Death Benefit Department.

Sec. 2. The Secretary-Treasurer of the National Division immediately upon his election as such Secretary-Treasurer, and qualification, ex officio, shall be and become also the Superintendent of the Death Benefit Department and shall act as such Superintendent during his tenure in office as Secretary-Treasurer and shall have custody of all property, funds, securities, papers, records, books and documents of every kind relating to or belonging to said Death Benefit Department.

Sec. 3. Upon due proof of the death of any member of the BMWED, who, at the time of such death shall be in good standing in said BMWED, and who shall be eligible to receive death benefits pursuant to Section 13 of this Article and whose participation in the benefits of the Death Benefit Department is not limited under Section 4 or debarred under Sections 6, 8 and/or 13 of this Article, the Superintendent of the Death Benefit Department shall, out of the funds or property coming into his custody or control as such Superintendent, pay the beneficiary of such member the sum of five hundred dollars (\$500.00) if such member has had a continuous membership since January 1, 1971.

Sec. 4. New or rejoined members who are eligible to receive death benefits pursuant to Section 13 of this Article but who had reached the age of fifty years at joining date or last rejoining date (whichever was latest) may participate in the benefits of the Death Benefit Department to the extent provided in this Section. Upon due proof of the death of any such member who at the time of such death shall be in good standing in the BMWED, and who is not debarred from participation in the BMWED, and who is not debarred from participation in the benefits of the Death Benefit Department under the provisions of Sections 6, 8 and/or 13 of this Article, the Superintendent of the Death Benefit Department shall, out of the funds or property coming into his custody or control as such Superintendent, pay the beneficiary of such member the sum of one hundred and fifty dollars (\$150.00) if such member has had a continuous membership since January 1, 1971.

Sec. 5. A copy of the death certificate or Coroner's Report must be furnished to the Superintendent to establish proof of the member's death. Said Superintendent may require further and other proof and data including satisfactory proof of the deceased member's date and year of birth where there shall exist a reasonable doubt as to his age. Such proof of death and other data will be furnished without cost to the BMWED.

Sec. 6. Any member eligible for death benefit rights pursuant to Section 13 of this Article who shall fail to pay all of his dues and properly levied assessments on or before the first day of the month for which such dues and assessments are due shall be deemed to be delinquent insofar as his status in the Death Benefit Department is concerned and to have forfeited all rights, interests and benefits of, in and to said Death Benefit Department, its funds and property, except that any such member may regain such rights if such member, prior to death and during the month for which such dues and/or assessments became payable, pays such dues and assessments in full; provided, however, that a retired member eligible for death benefit rights pursuant to Section 13 of this Article who shall fail to pay all of his dues on or before the first day of the first month (i.e., January, April, July or October) of the quarter of the calendar year for which such dues are due shall be deemed to be delinquent insofar as his status in the Death Benefit Department is concerned and to have forfeited all rights, interests and benefits of, in and to said Death Benefit Department, its funds and property, except that any such retired member may regain such rights if such retired member, prior to death and during the month on the first day of which such dues became payable, pays such dues in full. While such member is delinquent neither he, nor his beneficiary, widow, estate or Local Lodge, nor any other person who might otherwise be entitled to the death benefit as to such member, shall be entitled to any rights, interests or benefits of, in or to said Death Benefit Department, its funds or property. If such member remains delinquent during the entire month on the first day of which such dues became payable, he, his beneficiary, widow, estate and the aforesaid Local Lodge and persons shall permanently forfeit all rights, interests and benefits of, in and to said Death Benefit Department, its funds and property and become ineligible for death benefit rights unless such member shall have rejoined prior to January 1, 1963, and shall have become entitled to benefits computed from the date of said rejoining under Sections 3 or 4 and 13 of this Article.

Sec. 7. In the event a member is expelled from membership in the BMWED, or his System Division or Federation or Local Lodge disaffiliates with the BMWED, he, his beneficiary and aforesaid Local Lodge and persons, shall be deemed to have forfeited all rights, interests and benefits of, in and to said Death Benefit Department, its funds and property, and no payments to any person shall be made under this Article by reason of death of said member.

Sec. 8. Any member eligible for death benefit rights pursuant to Section 13 of this Article holding a Retiree Membership Card or an Unemployment Card may nevertheless continue his rights in said Death Benefit Department, subject to the provisions of this Article, without payment of other than National Division dues, as provided in Article XV, Section 3, provided, however, that if such member shall not resume full active membership in good standing in the BMWED within thirty (30) days after returning to the service of any company in a position under the jurisdiction of the BMWED, all of the rights, interests, benefits and privileges of said member, his

beneficiary, and aforesaid Local Lodge and persons, in and to said Death Benefit Department, its funds and property, shall immediately upon the expiration of said thirty (30) days cease and no payments to any person shall be made under this Article by reason of the death of said member.

Sec. 9. Each member of the BMWED eligible for death benefit rights pursuant to Section 13 of this Article (including retired members and unemployed members) may from time to time designate one or more persons and/or institutions to whom any benefits to which he may be or become entitled shall be paid, and the last valid designation in force at his death shall be given effect; provided, that a valid designation shall not be revoked except by burning, tearing, canceling or obliterating the same, with intention to revoke the same, by the member or by some person in his presence and by his direction or by a subsequent valid designation; but the death of any designated beneficiary prior to the death of the member shall automatically revoke the designation as to that beneficiary. Unless otherwise provided in the designation, the entire benefits payable thereunder shall be paid in equal shares to the beneficiaries who survive the member, if there is more than one such surviving beneficiary; otherwise entirely to the sole survivor thereof. A designation shall be valid only if made in writing upon a beneficiary form provided by the BMWED for such purpose and: (1) If the beneficiary or beneficiaries was filled in by the member himself and was signed by the member other than by mark, or, if not so filled in and signed, then (2) If said form shows the beneficiary or beneficiaries and bears the signature or signature mark of the member and the signatures of two other persons each of whom thereby attests that the designation of beneficiary or beneficiaries so shown is in accordance with the member's expressed wish and that they witnessed the member's signature or signature mark thereon.

No claim based upon any beneficiary designation shall be considered or allowed unless such designation is delivered to the Superintendent of the Death Benefit Department, supplemented by proof satisfactory to him that such designation was not revoked. Where a member dies leaving in force no valid beneficiary designation or where no designated beneficiary survives the member, any benefits which are payable shall be paid to the widow or widower of said member if one survives, otherwise to the estate of said member; provided, however, that in either of said cases, the Superintendent, upon due proof of the death of said member and of the amount and status of the expense of his funeral or burial, may, in his discretion, pay said benefit, or any part thereof, not to exceed the amount of said benefit or the amount of said expense, whichever be smaller, to the Local Lodge or person or persons, including representatives of the estate of said member, who have paid said funeral or burial expense, or, in cases where said expense has not yet been paid, jointly to said Local Lodge or person or persons who assumed financial responsibility for such expense and to the undertaker of the funeral home involved. Any balance remaining after any such payment shall be paid to the widow or widower or to the estate

as the case may be. Where the amount payable after payment of the funeral or burial expense is One Hundred Dollars (\$100.00) or less, and where no widow or widower survives, the Superintendent may, in his discretion, make such payment to the legal representative of the deceased. No claim as to any death benefit shall be recognized unless made within two years after the death of the member. All questions which may arise as to the Death Benefit Department or death benefit matters shall be decided in accordance with these Bylaws and applicable State and/or Federal law. Where conflicting claims are made as to the benefit, the Superintendent may, in his discretion, enter into an agreement with the claimants whereby the claimants agree as to how the benefit shall be paid or agree to submit the matter to arbitration or judicial determination, in which event any payment made by the Superintendent in accordance with any such agreement shall be in full discharge of all obligation of the BMWED, the Superintendent, and the Death Benefit Department; provided, however, that no such agreement, arbitration or judicial proceedings shall entail cost or obligation other than payment of the benefit on the part of the BMWED, the Superintendent or the Death Benefit Department.

Sec. 10. The Superintendent of the Death Benefit Department shall receive all claims against said Department and shall issue checks signed by himself as such Superintendent or by someone whom he has duly authorized to sign checks for him, and countersigned by the President of the National Division, or someone authorized by him to do so, covering all claims which he shall determine to be valid and payable. A Reviewing Committee, composed of the National Division President and of at least four (4) members of the Executive Board, shall meet at the call of the National Division President to review and determine the validity of any death benefit claims appealed or referred to it. The Superintendent of the Death Benefit Department shall not be a member of the Reviewing Committee. In all cases in which any claimant to a death benefit shall be dissatisfied with the disposition of the claim made by the Superintendent, such claimant shall appeal from the disposition made by the Superintendent to the Reviewing Committee, and, unless the Committee then fails to determine the validity of the claim during the ensuing four (4) months, the claimant shall secure the determination of the Committee as to the validity of the claim before instituting any action at law or in equity as to it. Appeals to the Committee shall be taken in writing, delivered to the Reviewing Committee at National Division Headquarters. The claimant and the Superintendent shall submit in writing all evidence and arguments they wish considered and shall furnish each other with copies of all material submitted. The Superintendent may also refer doubtful undetermined claims to the Committee for its decision as to their validity.

Sec. 11. The Superintendent of the Death Benefit Department shall have jurisdiction over all matters pertaining to the Death Benefit Department. No other Officer, representative, member, Local Lodge or Officer or representative thereof, nor any other person, shall, without express

written authority to do so from said Superintendent first obtained, have any right, power or authority to act as agent or representative of said Department or of said Superintendent.

Sec. 12. The Superintendent of the Death Benefit Department shall, at the close of each fiscal year, prepare and submit to the Executive Board of the BMWED a detailed statement of all monies, funds and property received and all claims paid, as well as all charges against the Death Benefit Department. He shall prepare a statement in detail similar to the foregoing to be presented to the delegates at each National Division Convention and shall also cause the publication in the Official Journal of the names of those individuals for whom a death benefit was paid.

Sec. 13. Participation in the benefits of the Death Benefit Department is closed to members joining or rejoining the BMWED after December 31, 1962. Only those members of the BMWED whose joining date and whose last rejoining date, if any, prior to death pursuant to Article XV, Sections 5, 5(a) and 5(b) are each prior to January 1, 1963, shall be eligible to receive death benefits. Death benefits are payable solely to eligible members and are payable solely for, and solely in consideration of, continuous promptness in the payment of the required regular union dues and assessments which must be paid in any event for the maintenance of BMWED/BMWED membership. No extra fee or charge can be paid for them. Questions as to whether a death benefit is payable or the amount to be paid shall be determined solely by the deceased member's period of continuous membership for death benefit purposes. Continuous membership of a member for death benefit purposes shall mean that period preceding the death of the member during which all of his dues and assessments were continuously and without interruption paid in advance or within the month in which due or in the case of retired members, in advance or within the first month of the quarter in which due. In computing said period of continuous membership of a member, no period prior to his joining date or to his last rejoining date pursuant to Article XV, Sections 5, 5(a) and 5(b), whichever of said dates is latest, shall be included; nor shall said period include any period after the date of death of said member, even though his dues may have been paid beyond the date of death.

Sec. 14. This Article shall govern all claims and payment thereof where the member's death occurs on or subsequent to said date. Where the death occurs prior to said date the claims and payment thereof shall be governed by the provisions of these Bylaws as in effect at the date of death.

Sec. 15. Any member of the BMWED eligible for death benefit rights pursuant to Section 13 of this Article entering the military service of the United States of America, shall have his death benefit standing maintained as of the date of entering military service; provided, however, that upon his returning to the BMWED-represented service he will, within thirty-five (35) days,

re-affiliate himself with the BMWED by paying the current month's dues or, if totally disabled, securing a Retiree Membership Card; and further provided that while in military service neither the member, his beneficiary, nor his estate, will have any claim upon the Death Benefit Department of the BMWED.

A member in military service has all the rights and privileges in the BMWED, including any death benefit rights for which he is eligible, if he continues to pay his dues, as required by these Bylaws with respect to eligibility for and maintenance of said rights, while in such service, subject to the terms of the Merger Agreement.

ARTICLE XIV

Bonds

Section 1. All National Division Officers, organizers, representatives and employees who handle funds or property of the BMWED or of a trust in which the BMWED is interested shall be bonded in such amounts as are determined by the National Division Secretary-Treasurer with the approval of the Executive Board to be required by applicable law; provided, however, that the bonds of the National Division President and Secretary-Treasurer shall be not less than the amount of \$500,000 each, the bonds of the members of the Executive Board in the sum of at least \$100,000 each, and the bonds of each Vice President, National Division organizer, representative or traveling auditor not less than \$100,000 each irrespective of the requirements of applicable law. The expenses of all such bonding shall be paid from the general funds of the National Division.

Sec. 2. All System Division or Federation Officers, organizers, representatives, or employees who handle funds and property of the BMWED or of any of its constituent bodies or of a trust in which any of such bodies is interested shall be bonded in such amounts as are determined by the National Division Secretary-Treasurer to be required by applicable law; provided, however, that all active General Chairmen, System Division or Federation Secretary-Treasurers, Vice Chairmen, Assistant Chairmen and System Division or Federation organizers shall be bonded in an amount not less than \$2,500 each irrespective of the requirements of applicable law. The expenses of all such bonding shall be paid from the funds of the respective System Division or Federations, and the bonds shall be made payable to the National Division or the System Division or Federation as their respective interests may appear.

Sec. 3. All Local Lodge Officers, organizers, representatives or employees who handle funds and property of the BMWED or any of its constituent bodies or of a trust in which any of such bodies is interested shall be bonded in such amounts as are determined by the National Division Secretary-Treasurer to be required by applicable law; provided, however, that irrespective of the requirements of said law each Secretary-Treasurer of a Local Lodge shall be bonded in the sum of not less than \$2,500. The expense of such bonding shall be paid from the funds of the respective Local Lodges but nothing in this Section shall prevent System Divisions or Federations from paying such expenses from their funds should they so elect.

Sec. 4. All such bonds provided for in the foregoing Sections shall be arranged and contracted for by and through the National Division Secretary-Treasurer with a reliable surety company selected jointly by the National Division President, Secretary-Treasurer and Executive Board. All such bonds shall remain in the custody of the National Division Secretary-Treasurer on behalf of the Trustees of the BMWED subject to their disposition and control as hereinbefore provided in Section 11 of Article VI.

Sec. 5. Should any shortage be discovered under any of the bonds provided for in this Article, the same shall be reported to the surety company through the National Division Secretary-Treasurer, such report to consist of a complete and correct audit and a sworn statement outlining all the essential facts in the case.

In the event of any such shortage, no Officer, board, committee or other body of the BMWED shall be authorized to accept any amount in settlement or release the surety company from liability without the written consent of the National Division Secretary-Treasurer, or in case of shortage of a National Division Officer, the written consent of the Executive Board and National Division Secretary-Treasurer who shall not grant such consent without the approval and authorization of the surety company.

ARTICLE XV

Revenue, Fees, Dues and Assessments

Section 1. Revenue shall be derived from initiation fees, dues and assessments, as are levied by properly constituted authority in accordance with these Bylaws, plus amounts earned through investments and other miscellaneous receipts. Aside from such sums as these Bylaws provide shall be allocated to and placed in other funds, all revenue of the National Division shall

be placed in a fund known as the General Fund and shall be in the possession of the National Division Secretary-Treasurer for the purpose of defraying expenses of the National Division. The National Division will furnish new lodges with supplies at no cost.

Sec. 2. Initiations for new members shall be \$100.00, the entire amount of which will be collected in every instance and given to the local lodge that the member joins. Initiation fees for new members hired where a non standard contract is in place or for non-rail contracts, shall be \$20.00, the entire amount of which will be collected in every instance and given to the local lodge that the member joins. No portions of this fee to be returned to applicant or any dispensation granted doing away with same except on roads, portions of the roads, or employers where there is no organization, where the BMWED has become depleted, where dual organizations hold contract or where the BMWED is being seriously threatened by new organizations. The National Division President, with the approval of the Executive Board, may issue dispensations temporarily eliminating the initiation fee.

System Divisions or Federations operating under check-off agreements on properties where a Union Shop Agreement is not in effect, shall deduct the required initiation fee from the initial dues payment withheld from the employee's earnings and remitted to the BMWED.

New members paying their initiation fee in accordance with the provisions of the preceding paragraph shall be required to make application for membership by filing a membership request form with the proper System Division or Federation office. Such forms shall be furnished and approved by the National Division.

With regard to the percentage of any initiation fee due under Article X, Section 3(a) of the IBT Constitution shall be paid entirely from the local lodge that the member joins.

Sec. 3. Each member shall be required to pay all BMWED dues and assessments. National Division dues shall be adjusted each January to reflect one and three-tenths (1.3) of the average straight time hourly rate of pay for each of the three rate classifications listed in Paragraph 3.8 of the Merger Agreement. The average straight time hourly rate of pay for standard contracts will be based on the information reflected in the annual statement published by the National Railway Labor Conference which shall be used as an equivalent formula. In the event that the National Railway Labor Conference ceases to publish the annual statement or alters it materially, and for non-standard and non-rail contracts listed in Paragraph 3.8 of the Merger Agreement, an alternative equivalent formula shall be adopted so as to accurately reflect increases in rates-of-pay provided for under Agreements during the appropriate measurement period. Said amounts shall be rounded to the nearest 25 cents, which additional sum shall be taken into consideration when

calculating any dues increase for the following year. Provided, however, that notwithstanding a rail carrier's classification as Class II or III, where the average weighted straight-time hourly rate on such property falls within the range of hourly rates of standard contracts. National Division dues shall be that applicable to members working under standard contracts.

National Division dues for retired members shall be \$16.00 per member per year payable in the amount of \$4.00 per quarter.

Any member who wishes to maintain full good standing during periods of unemployment or sickness may pay dues at the applicable Non-Working rate. The Non-Working rate shall equal the sum of the then current applicable IBT and Rail Conference per capita remittances, plus one dollar each to National Division, his System Division or Federation, and his Local Lodge. Dues timely paid at the Non-Working rate shall supersede any System Division or Federation or Local Lodge rate of dues and assessments set by action of their governing bodies. Members paying Non-Working dues will be counted in National Division's per capita remittances to the International Union.

The National Division President may temporarily waive these dues obligations on new-organized properties with the approval of the National Division Officers. Such waiver will not continue beyond the effective date of the first collective bargaining agreement.

Each January 1 any monies in the strike fund in excess of 15 million (absent any additional assessments) shall be transferred by the National Division Secretary-Treasurer to the National Division General Fund. An itemized account of this transfer shall be provided to the National Division Executive Board with a copy to all System Officers.

Subject to the provisions of Section 4 of this Article, Joint Protective Boards or System Division or Federation Conventions may establish System Division or Federation dues.

Local Lodge dues shall be uniform by System Divisions or Federations subject to the provisions of Section 4 of this Article. All Local Lodge Secretary-Treasurers shall remain exempt from the payment of all dues until December 31, 2005 while holding that office. Except that any Local Lodge Secretary-Treasurer who is delinquent for more than ninety (90) calendar days in the execution and filing of Local Lodge reports as required in accordance with Article XVIII, Section 13, will be responsible for the payment of full dues, fees and assessments retroactively for each month, beginning the month such report was due and continuing each month until such written report is finally compiled and received.

System Division or Federation dues and Local Lodge dues shall be paid to the System Division or Federation and to the Local Lodge having jurisdiction over the position to which a member is regularly assigned.

New and rejoining members shall be required to pay the full month's dues for the month in which they become members.

Newly merged or consolidated System Divisions or Federations may temporarily preserve their pre-merger or pre-consolidation dues structures, and those of their respective affiliated lodges, provided that they be gradually equalized in accordance with a plan approved by the National Division President and Executive Board.

System Divisions or Federations shall consider the odd cents collected in conjunction with the foregoing provisions as Local Lodge dues and such monies shall revert to the Local Lodge.

Newly merged or consolidated System Divisions or Federations may temporarily preserve their pre-merger or pre-consolidation dues structures, and those of their respective affiliated lodges, provided that they be gradually equalized in accordance with a plan approved by the National Division President and Executive Board.

Sec. 4. Increases in the established initiation fee or in National Division dues shall be made pursuant to a representative majority vote of the delegates voting at a regular National Division Convention, or at a special Convention of the National Division held upon not less than thirty (30) days written notice to all System Divisions or Federations and Local Lodges entitled to such notice.

Any increases in dues by Joint Protective Boards or System Divisions or Federations shall be effected as follows: By majority vote of the delegates to a regular Convention of the Joint Protective Board, System Division or Federation; or, if at a special Convention, by majority vote of the delegates after not less than thirty (30) days' written notice to each of the Local Lodges comprised within such Joint Protective Board, System Division or Federation, or by majority vote of the members in good standing of each of the Local Lodges comprised within said Protective Board, System Division or Federation voting in a membership referendum conducted by secret ballot; or by majority vote of the members of the System Division or Federation Joint Protective Board or similar governing body, pursuant to express authority contained in the System Division's or Federation's Constitution and/or Bylaws; provided, however, that such increase shall be effective only until the next regular Convention of the System Division or Federation.

Any increases in Local Lodge dues may be made on the uniform basis required by said Section 3 after authorization by the membership of the Local Lodges within a given System Division or Federation voting as follows: (1) by majority of those Local Lodges voting, each lodge vote will be governed by majority vote by secret ballot of the members in good standing voting at a general or special membership meeting after reasonable notice of the intention to vote upon such question; or (2) by majority of those voting members in good standing voting in a membership referendum conducted by secret ballot.

Sec. 5. Effective January 1, 1983, upon written request of a member, the Superintendent of the Death Benefit Department shall promptly notify any member in writing who upon retirement is ineligible for death benefits as a result of a late or missing dues payment. All dues and properly levied assessments must be paid in advance to an authorized representative on or before the first day of the month for which such dues and assessments are due; if they are not so paid a member eligible for death benefit rights shall be deemed to be delinquent insofar as his status in the Death Benefit Department is concerned and to have forfeited any and all rights, interests and benefits of, in and to said Death Benefit Department and its funds and property as provided in Article XIII of these Bylaws and particularly in Sections 3, 4, 6 and 13 thereof. Except as to his status in the Death Benefit Department as governed by Article XIII, a member who is not otherwise delinquent and who pays his current dues and assessments in full within the current month will be considered in good standing and entitled to all benefits and privileges of the BMWED, subject to the terms of the Merger Agreement. A member refusing or failing to pay his unpaid back dues and assessments in full or refusing or failing to pay his current dues and assessments in full within the current month is not in good standing, is delinquent for all purposes and shall not be entitled to a seat in his lodge or to any of the benefits or privileges of a BMWED member; provided, however, that a retired member who is not otherwise delinquent and who pays his current dues and assessments in full within the first month (i.e., January, April, July or October) of any current quarter will be considered in good standing and entitled to all benefits and privileges of the BMWED, subject to the terms of the Merger Agreement. A retired member refusing or failing to pay his unpaid back dues and assessments in full or refusing or failing to pay his current dues and assessments in full within the first month of any current quarter is not in good standing, is delinquent for all purposes and shall not be entitled to a seat in his lodge or to any of the benefits or privileges of a BMWED member. Any member desiring to pay his dues in advance will be allowed to do so. Upon death of a member any dues paid in advance beyond the month or quarter in which death occurs shall be refunded.

(a) A member coming under the provisions of a Union Shop Agreement who becomes delinquent for all purposes by reason of failure to pay his dues and assessments

shall be considered in violation of said agreement; such violation requires the filing of a citation notice, after which dues and assessment payments cannot be accepted.

An individual residing in the United States covered by a Union Shop Agreement must pay the initiation fee, dues and assessments (not including fines and penalties) required of all members of the union within the time limits provided for in the Union Shop Agreement. Such an individual may elect to meet the requirements of the Union Shop Agreement without joining the BMWED or if presently a member, by resigning such membership and continuing to pay a fee equivalent to periodic full (monthly) dues and assessments required for the acquisition or retention of membership in the BMWED. If a member chooses to resign his/her membership, he/she must notify the National Division Secretary-Treasurer in writing. Such individual shall be referred to as an agency fee payer and thereafter, considered a non-member and deemed to have met the membership requirements of the Union Shop Agreement. Agency fee payers shall be equally eligible for all benefit programs available to members, including strike benefits, death benefits and the Journal. Non-members shall not be eligible to run for or hold office, participate in the BMWED's governing activities, vote or be counted for purposes of tabulating votes.

A non-member coming under the provisions of a Union Shop Agreement who fails to pay the initiation fee, dues and assessments necessary to become a member within the time required by the agreement shall be considered in violation of said agreement; such violation requires the filing of a citation notice, after which such initiation fee, dues and assessments cannot be accepted.

(b) A member not coming under the provisions of a Union Shop Agreement who becomes delinquent for all purposes for a period of less than six (6) months may, subject to the limitations of Article XIII, and particularly Sections 3, 4, 6, 8 and 13 thereof, rejoin as a member upon payment of all back and current dues and assessments; if six (6) or more months delinquent, he may rejoin upon payment of an initiation fee and the current month's dues.

Sec. 6. Each System Division or Federation Secretary-Treasurer properly qualified to handle remittances shall remit to the National Division Secretary-Treasurer all National Division funds and other funds coming into his possession, not belonging to his System, including National Division and IBT portions of the initiation fee, twice each month and include in such remittance all funds received by him more than five (5) days prior to the date of such remittance; except that funds in his possession belonging to Local Lodges assigned to his System shall be remitted to the Local Lodge Secretary-Treasurers of the respective Lodges within twenty (20) days after receipt

of the current quarterly Local Lodge audit report in proper order. He shall see that all Local Lodge Secretary-Treasurers remit all collections in accordance with Section 7 of this Article and shall promptly notify the National Division Secretary-Treasurer of such Secretary-Treasurers who fail to comply in full with Section 7. He shall promptly handle with the Local Lodges, Organizers and other representatives remitting to him, all matters of correction of payment credits and other discrepancies in reports, collection of missing payments, etc., as well as all correspondence pertaining thereto, furnishing copies of same to the National Division Secretary-Treasurer, when transmitting the respective remittances. He shall maintain proper membership records and an adequate record of all funds and receipts received, handled and distributed by him, maintaining an accurate account of all such items with all Local Lodges, Organizers and other representatives under his jurisdiction, as well as with the National Division; and deposit, in the name of the BMWED, all monies coming into his possession, in reliable banks or trust companies covered by the Federal Depository Insurance Laws. He shall maintain a proper record of all financial transactions of his office and be prepared, at all times, to make a complete accounting for all funds, turned over to him or remitted to him, as well as any BMWED property or securities coming into his possession. He shall keep a strict check on the audits of all Local Lodges assigned to his System, seeing to it that audits are promptly and regularly made each quarter and reports rendered to the System office and to the National Division within the required time.

Sec. 7. Each Local Lodge Secretary-Treasurer shall remit to the Secretary-Treasurer of the System Division or Federation to which assigned (if qualified to receive remittances, otherwise to the National Division Secretary-Treasurer) all collections received by him, including full initiation fee, at least once each month except that he shall retain in his possession, for Local Lodge purposes, the Local Lodge dues collected for his Lodge.

Sec. 8. Refunds of monthly dues, fees and assessments for those who transfer outside the jurisdiction of BMWED will only be allowed for the months following the month the applicable General Chairman involved receives a written request and/or a valid revocation of the Dues Deduction Agreement wage assignment authorization. A notice pertaining to the Brotherhood's dues refund Bylaws provision will be published semi-annually in the Secretary-Treasurer Report of the Journal or its successor publication.

ARTICLE XVI

Dues Receipt, Unemployment, Dispensation and Life Membership

Cards, Emblems and Badges

Section 1. The payment of fees, assessments and monthly dues shall be receipted for by a monthly serially-numbered official dues receipt card furnished by the National Division and bearing the National Division logo, provided, however, that in the case of employees of employers who are subject to dues check-off agreements, such individual payroll check stubs shall serve as their official dues receipt and evidence of the payment of dues. In addition to the foregoing, the National Division shall provide each remitter on checkoff with an annual dues receipt following January 1 of each year, reflecting the dues paid by each remitter during the preceding 12-month period. Any such receipt must be completely filled out showing actual date of payment, name of remitter, identification number, date of birth, occupation, employer, Lodge number, month to which paid, amount paid and signature in full of the Local Lodge Secretary-Treasurer or authorized representative. An official receipt so issued and showing no erasure or alteration shall be recognized as evidence of good standing in the BMWED. No receipt for fees, assessments or dues other than on the official form furnished for this purpose by National Division shall be recognized as evidence of good standing in the BMWED. The National Division Secretary-Treasurer shall prescribe regulations to govern the issuance and reporting of official dues receipts, which regulations shall be rigidly complied with by all bonded Officers and representatives of the BMWED.

Dues payments received at the National Division shall be receipted for in conformity with data processing. Consistent with the foregoing, National Division shall furnish periodic reports to each System Division or Federation that requests monthly membership records for their respective System Division or Federation in a form which to the extent practicable is compatible with record keeping systems maintained by such System Division or Federation.

Sec. 2. Any member who is fully paid up and in good standing shall be entitled to an Unemployment Card, without cost, when laid off through a reduction in forces, sickness or temporary disability, strikes or lockouts, or when serving in the Military Service of the United States. Any member now or hereafter holding an Unemployment Card shall be entitled to retain such card only while he holds seniority rights to a position under the jurisdiction of the BMWED. When he has lost such seniority rights, such Unemployment Card shall become void, and shall be forthwith surrendered and such member shall thereafter be subject to the provisions governing Withdrawal Cards and Retiree Membership Cards; provided, however, that if such member leaves

the service of the employer, transfers to or becomes employed in a position not under the jurisdiction of the BMWED, or becomes employed in an official capacity, he will be required to pay full dues. Members to whom this provision applies must comply with its requirements; failing to do so, they shall forfeit any and all rights, interests, benefits and privileges in the BMWED and in and to said Death Benefit Department, its funds and property.

Members who apply for an Unemployment Card must, do so within sixty (60) days from the last day of the month in which they were employed. At the time of such application, the member will furnish their date of birth, which shall appear on said Unemployment Card when issued. Such Unemployment Cards shall be obtained from the Secretary-Treasurer of the Local Lodge in which membership is held, or from a bonded System Representative of the BMWED on his System Division or Federation. The original Unemployment Card shall be given to the member and a duplicate thereof shall be forwarded within thirty-one (31) days, with the authorized representative's current remittance report. A triplicate copy shall be forwarded to the System Office and a quadruplicate copy of such Unemployment Card shall be retained by the Local Lodge Secretary-Treasurer when issued by him; otherwise, it shall be retained by the bonded System Representative issuing the card for his permanent record. When such member is re-employed in a position under the jurisdiction of this BMWED for a period of thirty (30) calendar days, he must, within thirty-five (35) calendar days from date of such re-employment, present and surrender such Unemployment Card to the Secretary-Treasurer of the Local Lodge within the jurisdiction of which he is employed or to a direct representative of the National Division or System Division or Federation, and pay dues for the month in which he returns to service. The original Unemployment Card, when available, shall be forwarded to the National Division Secretary-Treasurer with the remittance report listing the member's current monthly dues payment. On System Divisions or Federations qualified to receive remittances, the card shall be forwarded to the System Division or Federation Secretary-Treasurer for transmittal to the National Division Secretary-Treasurer.

A member holding an Unemployment Card shall for one year from the date of its issuance be considered a member in good standing and shall be entitled to all the rights, privileges, benefits and protection guaranteed by these Bylaws of the National Division except as provided in the Merger Agreement. After one year, such member shall be entitled to a seat in the Local Lodge while in session, but shall not be entitled to a voice or a vote. The provisions of this Section shall also apply to a member paying National Division dues only and holding a Retiree Membership Card, except those who have been granted a 50 year life membership in accordance with Section 4 of this Article, subject to the terms of the Merger Agreement.

Sec. 3. The permanent emblems, badges and other regalia supplied by the National Division may be used. No other emblems, badges or regalia shall be used unless first approved by the National Division.

Sec. 4. Any member who has 50 years of continuous membership in the BMWED shall receive a life membership and appropriate merit awards. Retirees who have less than 50 years of membership with the BMWED and wish to become a life member will be offered a chance to purchase a life membership in the BMWED. The cost for a life membership will be determined by the number of years needed to equal 50 calendar years of membership multiplied by 70% of the current retiree dues rate. Dues payments in the first and/or last year of membership will fulfill the dues requirement for that year. Life members shall continue to have all of the rights and benefits afforded a full dues-paying retired member in accordance with the provisions of these Bylaws, subject to the terms of the Merger Agreement.

ARTICLE XVII

Membership

Section 1. Eligibility. Any employee or any individual for whom the BMWED is seeking representation rights for, is eligible for membership in the Brotherhood of Maintenance of Way Employees Division.

Sec. 2. Assignment of Members. All members shall be assigned to the Local Lodge nearest their point of residence on the System on which employed and under whose jurisdiction the member is working. Members from any Local Lodge's jurisdiction may be assigned to a System Lodge upon the approval of the General Chairman, the jurisdiction of the Local and System Lodges to be defined and designated by the General Chairman.

Sec. 3. Transfer of Membership. A member moving from the jurisdiction of one Local Lodge to that of another Local Lodge must apply for his Transfer Card within sixty (60) days. A member transferring from one Local Lodge to another Local Lodge nearer his point of residence will be governed by the provisions of the next following paragraph of this Section.

The Transfer Card shall be issued by the Secretary-Treasurer of the Local Lodge to which the member belongs. Where the Local Lodge Secretary-Treasurer fails to issue a Transfer Card, same will be issued by the General Chairman. The original card shall be given to the member to be presented by him to the Lodge to which he desires to transfer. Copies thereof shall be

forwarded within thirty-one (31) days to the National Division Secretary-Treasurer, the System Office, the Local Lodge to which transferred and a copy retained by the Local Lodge Secretary-Treasurer for his permanent record. Transfer Cards are good only ninety (90) days from date of issue. The original Transfer Card presented by the member will be accepted and filed by the Secretary-Treasurer of the Lodge to which transfer is made. Nothing in this Section shall operate to prevent the transfer of members or groups of members without Transfer Cards in connection with consolidation of Lodges where such consolidation has been properly requested and authorized.

Sec. 4. Withdrawal Cards and Loss of Active Membership. Any member who is fully paid up and in good standing:

(a) Who leaves the service of the employer or transfers to or becomes employed in a position not under the jurisdiction of the BMWED, or who is employed in an official capacity, shall be entitled to apply for and receive a Withdrawal Card without cost; or if he so desires, may continue his membership by continuing to comply with all provisions of these Bylaws applicable to membership, including payment of full dues and assessments; provided, however, that such a member will not be eligible to participate in or take any part in transacting the business of the BMWED. Members holding Withdrawal Cards and returning to service in a position under the jurisdiction of the BMWED for a period of thirty (30) calendar days must, within thirty-five (35) calendar days from date of such re-employment, present and surrender such Withdrawal Card to the Secretary-Treasurer of the Local Lodge within the jurisdiction of which he is employed, or to a direct representative of the National Division or System Division or Federation and pay dues for the month in which he returns to service.

The original Withdrawal Card, when available, shall be forwarded to the National Division Secretary-Treasurer with the remittance report listing the member's current monthly dues payment; except that on System Divisions or Federations qualified to receive remittances, the card shall be forwarded to the System Division or Federation Secretary-Treasurer for transmittal to the National Division Secretary-Treasurer.

(b) Who is retired or receiving an annuity may:

(i) Apply for and receive a Withdrawal Card without cost or

(ii) If he desires to continue as a member of the BMWED, apply for and receive a Retiree Membership Card. Contingent upon receiving such card and

thereafter complying with all provisions of these Bylaws applicable to retired members, including payment of all National Division dues prescribed in Article XV for members holding Retiree Membership Cards, he shall have all of the rights of a retired member including any rights in the Death Benefit Department for which he is eligible pursuant to the provisions of Article XIII, subject to the terms of the Merger Agreement; or

(iii) If he desires to continue full membership in the BMWED, he may do so upon continuing to comply with all provisions of these Bylaws applicable to full membership including payment of full dues and assessments, subject to the terms of the Merger Agreement.

After December 31, 2005, members who upon retirement, or upon the receipt of an annuity, continue without interruption to pay full dues and assessments or who have received life memberships shall be entitled to attend Local Lodge meetings. Such members serving as BMWED Officers or representatives at the time of retirement, or at the time annuity is granted, may serve out the balance of the term for which elected, subject to the terms of the Merger Agreement. They shall not be eligible for election or re-election or to participate in the transaction of BMWED business except to the extent herein provided and in the case of Local Lodge Secretary-Treasurers who shall be eligible for re-election as Local Lodge Secretary-Treasurers, subject to the terms of the Merger Agreement.

(c) Withdrawal Cards and Retiree Membership Cards shall be obtained from the Secretary-Treasurer of the Local Lodge in which membership is held, or from a bonded System Representative of the BMWED on his System Division or Federation. The original card shall be given to the member and a duplicate thereof shall be forwarded within thirty-one (31) days with the authorized representative's current remittance report. A triplicate copy shall be forwarded to the System Office and a quadruplicate copy retained by the Local Lodge Secretary-Treasurer when issued by him; otherwise, it shall be retained by the bonded System Representative issuing the card for his permanent record. Members applying for either Withdrawal Cards or Retiree Membership Cards must, at time of such application, furnish their date of birth which shall appear on said Withdrawal and Retiree Membership Cards when issued.

Sec. 5. Notification of Expelled Membership. When a member is expelled by a Local Lodge, the Secretary-Treasurer of such Lodge shall at once notify the System Division or

Federation Secretary-Treasurer and the National Division Secretary-Treasurer, giving the expelled member's name, membership number, address and cause of expulsion, and it shall be the duty of the National Division Secretary-Treasurer to notify all Local Lodges by circular letter, of such expulsion, giving name, address, membership number and cause of expulsion.

Sec. 6. Duties of Members. Each member shall pay all required dues, as well as all assessments or fines properly levied, to a proper representative of the BMWED, and shall, after paying such dues, assessments or fines in full, receive an official dues receipt card.

It shall be the duty of every member to pay all dues and assessments promptly; to attend the meetings of his Local Lodge regularly unless prevented by sickness or other just cause; to comply with and assist in enforcing provisions of these Bylaws and other laws, rules and regulations of the BMWED; to see that these Bylaws are not violated; to recognize any member in good standing as a Brother and to never knowingly harm a fellow member; to never discriminate against a fellow worker on account of race, color, religion, sex, age, physical disability, sexual orientation, or national origin; to refrain from any conduct that would interfere with the Union's performance of its legal or contractual obligations; and at all times to bear true and faithful allegiance to the BMWED and his Local Union.

Sec. 7. Maintenance of Good Standing. Subject to the terms of the Merger Agreement, "Good Standing" means the payment of all required dues on or before the last day of the current month without a late or missing payment for the required number of months, or time stipulated in the various provisions of these Bylaws. Membership in good standing in the BMWED includes any person who has fulfilled the requirements for membership and who has not voluntarily withdrawn from membership, become ineligible for continued membership, or been suspended or expelled as provided in these Bylaws; provided, however, that the exercise of certain rights and privileges of membership shall be subject to the reasonable rules, regulations and limitations set forth in these Bylaws, the Merger Agreement or in those of the member's System Division. Any member who fails to meet the requirements set forth in these Bylaws regulating the payment of dues and assessments shall automatically lose his membership and all rights, privileges and benefits pertaining thereto.

Those members unemployed due to legal strike by our organization or sister railroad organization will maintain good standing for the duration of said strike without said payment of dues, assessments and fees for any month for which they do not receive compensation, subject to the terms of the Merger Agreement.

Sec. 8. Privileges of Membership. Every member in good standing shall be entitled to all rights, privileges, benefits and protection guaranteed by these Bylaws of the National Division and the Merger Agreement.

Any member in good standing shall be admitted as a visitor to any Local Lodge of the BMWED while said Local Lodge is in session provided he can prove that he is in good standing with his own Local Lodge.

Every member in good standing shall have the right and privilege to vote in elections or referendums of the BMWED, to attend membership meetings and participate in the business of such meetings subject, however, to applicable provisions of these Bylaws, the Merger Agreement and to such reasonable rules and regulations, qualifications, limitations or restrictions as may be provided by other applicable laws, policies or decisions of the BMWED including those contained in Constitutions and/or Bylaws of System Divisions or Federations or Local Lodges.

ARTICLE XVIII

Government of Local Lodges

Section 1. Formation of Local Lodges and Application for Charters. To institute a Local Lodge twenty-five (25) or more persons eligible for membership under the provisions of these Bylaws shall meet under the auspices of someone authorized to represent the BMWED, and after paying the required fees and dues, they shall proceed to vote by secret ballot upon each applicant in turn in alphabetical order. If two or more negative votes are cast against an applicant he shall be rejected. When the ballot is closed those who have been accepted shall be initiated by the duly accredited representative, and those who have been rejected shall have their fees and dues returned. If the necessary number have been accepted they shall decide upon a name for their Lodge, leaving the number blank, and proceed to elect Officers as hereinafter provided in Section 9 of this Article. After the Officers are installed, application must be made for a charter upon blanks furnished by the duly accredited representative of the BMWED and requests for instructions addressed to the National Division Secretary-Treasurer with respect to the bonding of Officers, representatives and employees. When the said application and request for instructions are received by the National Division Secretary-Treasurer, accompanied by the necessary fees and dues, he shall at once issue and forward a charter, a full set of supplies to the Secretary-Treasurer of the Lodge and instructions governing bonding of the Local Lodge's Officers, representatives and employees.

Sec. 2(a). Dissolution of Local Lodges. A Local Lodge cannot voluntarily surrender its charter if ten (10) members in good standing desire to retain it. When the membership of any Local Lodge is less than ten (10) for six (6) successive months, the National Division Secretary-Treasurer may, with the approval of the System Division or Federation General Chairman, consolidate the Local Lodge with another Local Lodge and reclaim its charter and the National Division or IBT property as hereafter provided in the next paragraph of this Section. When the membership of a Local Lodge is down to five (5) or less for six (6) successive months, or should a Local Lodge fail to hold meetings for a period of twelve (12) months, the National Division Secretary-Treasurer may, after consultation with the System Division or Federation General Chairman, dissolve the Local Lodge and reclaim its charter and the National Division or IBT property as hereafter provided.

All minute books, record books and charters furnished to Local Lodges by the National Division Secretary-Treasurer or IBT shall remain the property of the National Division or IBT and be returned to it should the Local Lodge be dissolved as hereinbefore provided, and in such event the funds and properties of said Local Lodge shall be forwarded to the National Division Secretary-Treasurer and shall be equally divided and assigned to the National Division and the System Division/Federation having jurisdiction of the dissolved Local Lodge; provided, however, that in the event of consolidation of two or more Local Lodges, the funds and properties of all such Local Lodges which consolidate shall revert to the Local Lodge(s) in which they are consolidated.

Sec. 2(b). Consolidation of Local Lodges. Local Lodges of the same System Division or Federation may consolidate in order to facilitate the representation of the members therein, in the following manner:

(i) Each Local Lodge will assemble at a special meeting to determine by majority vote of the attending members in good standing if they desire consolidation with another Local Lodge or Lodges;

(ii) If approval for consolidation is attained, a joint special meeting of the Local Lodges involved will be called by the Presidents of the respective Local Lodges. At such joint session all officers' positions shall be declared vacant and new officers elected. Subsequently, it will be determined which charters will be returned to the National Division.

In all cases of consolidation of two (2) or more Local Lodges, the funds and physical assets of those Local Lodges which consolidate shall revert to the Local Lodge in which they are consolidated; however, the charter(s) and all National Division and IBT property as hereinbefore provided shall be returned to the National Division.

Sec. 3. Jurisdiction. Except as otherwise provided in these Bylaws or the Merger Agreement, Local Lodges shall have jurisdiction over all their members on subjects pertaining to the BMWED, provided, however, that their decisions in all matters shall be subject to appeal to be handled in accordance with the applicable provisions of these Bylaws and the Merger Agreement. Local Lodges shall have power to summon witnesses and impose penalties for violation of these Bylaws, the IBT Constitution or the Merger Agreement by any member after charges and trial.

Sec. 4. Governing Laws. Each Local Lodge, its Officers, representatives and members shall recognize, observe and be bound by the provisions of these Bylaws, the Merger Agreement and the IBT Constitution and including interpretations thereof rendered by the individual granted authority under these Bylaws, the IBT Constitution or the Merger Agreement, the resolutions, decisions and directives of the governing body of the BMWED or IBT when made in conformity with the authority granted by these Bylaws, the Merger Agreement or the IBT Constitution, and the resolutions adopted and the policies established at National Division or IBT Conventions.

Sec. 5. Provisions Governing Local Lodge Assessments. Assessments may be levied by Local Lodges for special purposes upon a two-thirds vote of members voting by secret ballot in accordance with the procedures governing increases in Local Lodge dues set forth in Article XV of these Bylaws, provided, however, that all members of the Local Lodge have been notified by mail of such proposed assessment no less than thirty (30) days previous to the vote of its membership, provided, further, that such assessments shall become effective only after approval of the National Division President.

Sec. 6. Membership Meetings. Regular and special meetings of a Local Lodge shall be held as determined by the membership of the respective Lodges.

Special meetings may be called by the IBT General President, National Division President, the General Chairman, the President, or Secretary-Treasurer of the Local Lodge, or at the request of five (5) members in good standing, of which all members shall be given due notice by mail which shall also specify the purpose of the meeting. Any other business than that for which such special meeting was called may be transacted at such meeting with the consent of the majority of the members present.

Five (5) members in good standing shall constitute a quorum and shall be qualified to transact all business properly coming before the Local Lodge.

Every member in good standing of a Local Lodge shall have the right to attend all regular and special meetings of the Lodge and to participate in its deliberations and vote, and to express at such meetings his views upon candidates in elections of the Local Lodge or upon any business properly before the meeting subject, however, to such reasonable rules and regulations as the Local Lodge shall establish pertaining to the conduct of its meetings including its right to enforce reasonable rules governing the responsibility of every member to his Local Lodge and the BMWED as an institution and prohibiting conduct which would interfere with the Local Lodge's or the BMWED's performance of their legal or contractual obligations.

Members of Local Lodges shall also have the right to meet and assemble freely with other members of the BMWED and express their views, arguments or opinions; provided, however, that in so doing they are not guilty of misconduct under these Bylaws, the IBT Constitution or the Merger Agreement or as may be prescribed in the Constitution and/or Bylaws of the System Division or Federation with which it is affiliated.

Sec. 7. Investment and Expenditure of Funds. The money and the property of a Local Lodge shall be used solely for the benefit of the BMWED, the Lodge and its members and not for the personal gain or profit of any Officer or member. Local Lodge Officers, agents, representatives and employees who handle the Lodge's funds or property shall be held to this standard of conduct and accountable for any breach thereof under these Bylaws, the IBT Constitution and the Merger Agreement and as provided by law. Such Officers as are given the responsibility under these Bylaws, the Merger Agreement, the IBT Constitution or applicable System Division or Federation governing laws shall manage, invest and expend its funds and property only in accordance with the applicable provisions of said governing laws and any resolutions properly adopted thereunder.

A Local Lodge shall not contract, agree or be obligated in any way to pay salary or expenses to any Local Lodge member or Officer or to incur any obligation of any kind with members, or others, beyond the extent of the Local Lodge funds and current income of such Local Lodge. Any obligations incurred contrary to the foregoing provision shall not create a claim or lien against the Lodge beyond the extent of available funds in the Local Lodge Treasury.

None of the funds of a Local Lodge shall be obligated or used directly or indirectly to pay the fine of any Officer or employee convicted of any willful violation of the Labor-Management Reporting and Disclosure Act of 1959, but this prohibition shall not prevent the assumption by a

Local Lodge of the costs of defending the Lodge or any of its Officers, agents, representatives or employees in any civil or criminal proceedings in which they may become involved for any alleged violations of the law.

In the event of a Local Lodge's funds accumulating to the extent that the members of such Local Lodge decide by a majority vote at a regular meeting to invest their surplus funds, the Secretary-Treasurer will have the authority, with the approval of the President and Chairman of the Auditing Committee, to invest such funds in federal, state, provincial, or municipal bonds, or other investments decided upon by the members, and to collect and deposit the interest due therefrom in the Local Lodge Treasury. All such securities must be purchased in the name of the Lodge.

Sec. 8. Audits and Financial Reports. Examination of the financial affairs of a Local Lodge and audit of its books shall be performed by the Auditing Committee of the Lodge as hereafter provided in Section 13 of this Article. The National Division Secretary-Treasurer may personally or through his accredited representative examine and audit the books and accounts of any Local Lodge as hereinbefore provided in Article V, Sections 10 and 12. Such audits may also be conducted under Article X of the IBT Constitution.

Financial reports shall be prepared and submitted by the Secretary-Treasurer of each Local Lodge as hereafter provided in Section 13 of this Article.

Sec. 9. Nomination and Election of Officers. Eligibility and good standing to nominate, second, run for office and vote, shall be governed by the provisions of the Merger Agreement.

The Officers of each Local Lodge of the BMWED shall consist of a Past President, President, Vice President, Secretary-Treasurer, Recording Secretary, and Auditing Committee of three (3) members and a Grievance Committee or Committees composed of at least one (1) member from the different departments. The position of Past President is honorary and shall be filled by nomination and election of a member who formerly filled the office of President of the Lodge. The offices of Secretary-Treasurer and Recording Secretary may be consolidated at the option of the Lodge.

Any member in good standing of a Local Lodge who has established seniority rights on some position coming under the jurisdiction of the BMWED, and who meets the eligibility requirements under the IBT Constitution and the Merger Agreement at the time of nomination and election and is a member in good standing at the time of assuming office, shall be eligible to be a candidate and to hold office unless disqualified therefrom by provisions of these Bylaws, the

Merger Agreement, the IBT Constitution or applicable law; provided, however, that when new lodges have been established Article II, Section 4(b) of the IBT Constitution will govern.

A member in good standing who accepts employment with another employer to a position under the jurisdiction of the BMWED without interrupting his membership, and who transfers from one Local Lodge to another in accordance with these Bylaws, shall be deemed to have continuous seniority on the new position for purposes of election to Union office.

All Officers of Local Lodges shall be nominated and elected as hereafter provided, subject to the terms of the Merger Agreement. In the United States, nominations and elections shall be held once every three (3) years commencing with the fall elections in 1960 at the first regular meeting of each Local Lodge in the last three (3) months of the year. At the option of the Local Lodge, nominations may be held either at the same meeting at which elections are held or at a meeting preceding the first regular meeting of the last three (3) months when elections are conducted, provided that all members in good standing of the Local Lodge have been given at least fifteen (15) days advance notice in writing at their last known home addresses of the date, time and place at which nominations shall be made and the date, time and place at which elections shall be held; and provided, further, that Local Lodges may at their option permit nominations to be made by mail to the Secretary-Treasurer of the Lodge during the period following the notice and preceding the meeting at which the election is to be conducted. All Officers shall be elected from duly nominated candidates as aforesaid and no "write-in" candidates are permitted.

All elections shall be conducted by secret ballot vote of the members in good standing of the Local Lodge, and each such member shall be entitled to cast one vote unless ineligible therefore under these Bylaws, the Merger Agreement or the IBT Constitution. There shall be no voting by proxy in any election of Local Lodge Officers. If only one candidate is nominated for a given office, he may be declared elected by acclamation. The requirements of law respecting a "secret ballot" vote mean the expression by ballot, voting machine, or otherwise, of a choice by the member cast in such manner that such member cannot be identified with his vote.

Every member in good standing of the Local Lodge shall be permitted to nominate candidates and shall be eligible as a candidate for office unless disqualified therefrom by provisions of applicable law or ineligible by virtue of provisions in these Bylaws, the Merger Agreement or the IBT Constitution.

Every bona fide candidate for Local Lodge office shall have the right to request distribution of campaign literature on behalf of his candidacy, and the Local Lodge shall comply with all reasonable requests of any such candidate to distribute such literature, by mail or

otherwise, to all members of the Lodge in good standing provided that such distribution shall be at the candidate's own personal expense. Whenever the Lodge authorizes distribution of such literature on behalf of a bona fide candidate for office, similar distribution shall be made upon request for all other bona fide candidates and equal treatment will be accorded as to the expense to be borne by such candidates. Any discrimination in favor of or against any candidate by the Local Lodge with respect to use of membership lists, or otherwise, is prohibited. If a request is made to the Secretary-Treasurer of the Local Lodge, every bona fide candidate shall also have the right, once within a period of thirty (30) days prior to election, to inspect the list containing the names and last known addresses of all members of the Local Lodge; provided, however, that this requirement shall apply only to Lodges whose membership is subject to Union Shop Agreements in which event a membership list shall be maintained and kept by the Secretary-Treasurer of the Local Lodge at its principal office.

No funds of a Local Lodge or of an employer of any members of such Lodge shall be contributed or applied to promote the candidacy of any person for office; provided, however, that a Local Lodge may make expenditures from its funds for notices, factual statements of issues, and other items necessary to conduct elections so long as they do not involve promotion of any candidate.

The Local Lodge President shall appoint two scrutineers to receive and count the ballots separately for each office. Each candidate for office shall be entitled upon request to appoint one (1) observer who shall be permitted to witness the manner of distribution, casting and tabulation of ballots. Questions concerning validity of any ballot cast or the eligibility of any member to nominate or vote shall be decided by the scrutineers and the Local Lodge President. On or after January 1, 2006 appeals concerning eligibility shall be handled in accordance with paragraph 4.10 of the Merger Agreement.

A majority of the votes cast for each office is necessary to elect. In the event there is less than a majority vote with three (3) or more nominees, the candidate receiving the lowest number of votes shall be dropped and the balloting shall proceed in this manner until one candidate receives a majority. In the event of a tie vote balloting shall continue until the tie is broken.

The results of the election for each office, as well as the names of all nominees for such office and those members proposing the nomination, shall be duly recorded in the minutes of the Lodge and reported to the membership at the next meeting of the Lodge.

The Secretary-Treasurer of the Local Lodge shall preserve for one year the ballots and all other records pertaining to the election of Officers.

The elections conducted as aforesaid shall become effective and the Officers elected shall assume their respective duties on the first day of January following said elections.

Except for the foregoing specific requirements which must be observed in all Local Lodge nominations and elections of Officers, and except as may otherwise be provided in other Articles of these Bylaws, the Merger Agreement or the IBT Constitution, Local Lodge elections shall be conducted in accordance with procedures established by the Local Lodge.

Sec. 10. Terms of Office. Commencing with the election of Officers in the last quarter of 1960, or the first election held by the Lodge pursuant to the provisions set forth in Section 9 of this Article, all Local Lodge Officers shall serve for a term of three (3) years unless relieved of their duties as provided in these Bylaws or the IBT Constitution or in the case of occupying office as a result of a vacancy as hereafter provided.

Sec. 11. Vacancies in Office. Vacancies occurring in Local Lodge offices because of death, resignation, incapacity, or other cause shall be filled for the unexpired term by election at a regular or special meeting of the Lodge, but the procedure for elections of successors to fill such vacancies may be determined by Local Lodges without regard to the requirements set forth in Section 9 of this Article. Officers elected to fill vacancies shall be installed and assume their duties immediately following election.

Sec. 12. Salaries, Allowances and Expenses of Officers. Salaries and expenses of Local Lodge Officers shall be determined and established by the membership of the respective Local Lodges.

Sec. 13. Authority and Duties of Officers. The Past President shall attend the meetings of the Lodge, assist in the initiation of candidates, install Officers when elected, preside over the meetings in the absence of the President and Vice President, and perform such other duties as are required by the Ritual.

The President shall preside at all meetings of the Lodge, preserve decorum and decide all questions of order subject to an appeal to the Lodge. He shall see that a correct audit of the Secretary-Treasurer's books is made by the Auditing Committee as hereafter provided in this Section not later than thirty (30) days after the end of each quarter. He shall appoint all Committees, except the Auditing Committee and Grievance Committee, the members of which shall be elected as provided in Section 9 of this Article. He shall enforce compliance by all Officers and members of the Lodge with the provisions of these Bylaws, the IBT Constitution and

the Merger Agreement and any applicable System Division or Federation Constitution and/or Bylaws. He shall cast the deciding vote on all questions in case of a tie vote of the Lodge.

The President shall also discharge on behalf of the Local Lodge such duties as may be imposed upon him by applicable law, including the execution and filing of any required reports, and he shall cause to be maintained by the Lodge such records in support of such reports and for such periods as the law requires.

The Vice President shall assist the President in the performance of his duties and in the absence of the President he shall preside at all meetings of the Lodge. The Secretary-Treasurer shall receive all communications, conduct the correspondence and have charge of the records of the Lodge. He shall keep a correct account between the Lodge and its members and between the Lodge and the System Secretary-Treasurer and/or the National Division Secretary-Treasurer, and deposit all monies in a reliable bank or trust company in the name of the BMWED, selected jointly by himself and the President of the Lodge. All disbursements from funds so deposited, whether covering remittances of collections or disbursements from the Local Lodge Treasury, shall be by check, signed by the Secretary-Treasurer and may be countersigned by the President of the Lodge. He shall collect from the members of the Lodge all BMWED required dues and initiation fees, as well as any assessments properly levied and any fines imposed by the Lodge, giving properly authorized receipts for same. He shall receive all applications for membership, receive all official dues receipts issued to him by the National Division Secretary-Treasurer or the System Secretary-Treasurer and keep a proper record of the same upon his books, rendering proper reports upon the forms provided to fully account for all such official dues receipts. He shall present to the Lodge for approval at its first regular meeting in each quarter a report of all business transacted during the previous quarter. He shall deliver to his successor (when elected, qualified and bonded) all books, papers, funds, and other property of the Lodge in his possession, taking his receipt for same. This shall include verification and turning over of the monies on deposit in the bank or trust company. He shall remit to the System Division or Federation Secretary-Treasurer all required dues and initiation fees as well as any assessments collected, at least once each month. Such remittances are to be reported on the forms provided, with the necessary copies, in accordance with standing instructions. After being duly qualified under the provisions of these Bylaws, he shall assume the duties of his office and furnish the National Division Secretary-Treasurer, the System Division or Federation Secretary-Treasurer and the General Chairman a list of the names of Officers elected for the current term. In the case of Local Lodge Secretary-Treasurers remitting direct to the National Division Secretary-Treasurer instead of to the System Secretary-Treasurer, all of the provisions of this paragraph shall apply except that the Secretary-Treasurers of all such Lodges shall be required to remit within the same

stipulated time but direct to the National Division Secretary-Treasurer, with the necessary copies of remittance forms provided in accordance with standing instructions.

The Secretary-Treasurer shall also discharge on behalf of the Local Lodge such duties as may be imposed upon him by applicable law, including the execution and filing of any required reports, and he shall maintain such records in support of such reports and for such periods as the law requires.

The Recording Secretary shall keep a true and correct record of the proceedings of each meeting of the Lodge and read the same at the next succeeding meeting for action thereon. He shall also read at the Lodge meetings relevant communications from the National Division, the IBT, the Rail Conference, System Division or Federation or other sources that are of interest to the members.

The members of the Auditing Committee shall have the duty of examining the financial affairs of the Lodge. They shall meet if available and audit the Lodge books not later than thirty (30) days after the end of each quarter. If necessary, they may employ the services of a competent auditor to assist them in making such audit and the expense thereby incurred shall be paid from the Local Lodge funds. The report of the Auditing Committee shall be read at the next regular meeting for approval of the Lodge and filed by the Secretary-Treasurer. A copy of such report shall be sent to the National Division Secretary-Treasurer and the System Division or Federation General Chairman (except for System Divisions or Federations qualified to receive remittances, the report shall be forwarded to the System Division or Federation Secretary-Treasurer). Such report shall be signed by the members of the Auditing Committee if available and the Local Lodge Secretary-Treasurer.

The Officers of the Grievance Committee or Committees shall perform such duties as are prescribed for such Committees in Article XIX, Section 11, and as may be provided in the Constitutions and Bylaws of System Divisions or Federations.

Sec. 14. Each Local Lodge in good standing shall be entitled to be represented at the National Division Convention by a delegate or alternate, or a delegate ex officio as set forth in the second paragraph of this Section. However, in the event a Local Lodge elects not to send its own member or delegate ex officio to the National Division Convention, two or more Local Lodges may elect to be represented by a delegate and/or alternate of another Local Lodge in the BMWED from their System Division Federation. No delegate may represent more than five hundred (500) members at the National Division Convention unless such members are all members of one Local Lodge. A delegate or alternate to the National Division Convention may represent as many

Lodges as may elect him if the total membership so represented does not exceed five hundred (500) members.

All delegates and alternates to National Division Conventions must be elected by secret ballot vote of the members in good standing of the Local Lodge by which they are accredited to the Convention; provided, however, that National Division Officers shall be delegates ex officio at all National Division Conventions as set forth in Article I, Section 6, if they are not elected as a delegate by a Local Lodge; and provided, further, that if a General Chairman or elective full time System Division or Federation Officer is not elected as a delegate by a Local Lodge, such General Chairman or such System Division or Federation Officer when designated by the General Chairman will, by virtue of his election to such office, be a delegate ex officio at all National Division Conventions (at no expense to the National Division) and accorded the same rights and privileges enjoyed by National Division Officers who are delegates ex officio as set forth in Article I, Section 6. When National Division Officers or General Chairmen or full time System Division or Federation Officers are delegates ex officio at National Division Conventions, such Officers will be entitled to cast one vote in all matters before the National Division Convention except election of National Division Officers.

All National Division Convention delegates or alternates shall be members in good standing of some Local Lodge in good standing with the National Division, and shall meet the eligibility requirements as set forth in paragraph 4.9 of the Merger Agreement, and be a member in good standing to May 1 of the Convention year.

Local Lodges shall elect delegates and alternates to the National Division Convention at a meeting held on or after January 1 of the year in which the Convention convenes. Provided, however, that Local Lodges that do not ordinarily meet between January 1 and May 1 may conduct such elections during the second half of the year prior to the year in which the Convention convenes. All members in good standing of the Local Lodge will be given at least fifteen (15) days advance notice in writing at their last known addresses of the date, time and place at which election shall be held. The National Division Secretary-Treasurer will be advised of the results of such elections in ample time for this information to be recorded at the National Division. All expenses of said delegates shall be paid by Local Lodge or Lodges represented.

The alternate will take the place of the delegate in case the delegate is unable to serve.

Credentials shall be issued to the Secretary-Treasurers of Local Lodges prior to January 1 of the year of the National Division Convention. Credentials must be signed by an elected officer of that Local Lodge. In the event that there is not a Local Lodge Officer present, a System

Division or Federation Officer may sign the credential. Original credentials shall be given to the duly elected delegates. Duplicate credentials shall be forwarded to the National Division Secretary-Treasurer's office as soon as possible after the election of the delegates.

Representative votes for each delegate shall be determined in accordance with National Division records twenty (20) days prior to the opening of the Convention, and shall reflect all members in good standing as of May 1 of that year. No votes shall be added and no duplicate credentials shall be accepted after twenty (20) days prior to the opening of the Convention.

Sec. 15. Representation and Election of Delegates to System Division or Federation Joint Protective Boards. Representation of Local Lodges within a System Division or Federation at Joint Protective Board meetings and/or System Division or Federation Conventions shall be governed by the provisions of the Constitution and/or Bylaws of the respective System Division or Federation. All delegates shall be elected by secret ballot vote of the members of the Local Lodge as hereafter provided in Article XIX, Section 4.

Sec. 16. Charges and Trials by Local Lodges. Charges and Trials by Local Lodges shall be conducted in accordance with Article XIX of the IBT Constitution, subject to the terms of the Merger Agreement.

Sec. 17. Affiliation with and Appointment of Delegates to AFL-CIO. Where it is practicable, Local Lodges should affiliate with the Trades Council and State Federations of Labor (affiliated with the American Federation of Labor and Congress of Industrial Organizations).

The National Division President, by virtue of his office, shall be one of the delegates to the Convention of the American Federation of Labor and Congress of Industrial Organizations. All other delegates to such Convention, to which our membership entitles us, shall be appointed by the National Division President. Any member of the BMWED in good standing is eligible to act as such delegate, if so appointed. A list of the delegates to such Conventions shall be published in the official organ of the BMWED prior to the Conventions.

ARTICLE XIX

Government of BMWED Protective Department, System Divisions and Federations

Section 1. Organization and Composition. A Department shall be established and maintained within the BMWED to be known as the Protective Department. The purpose of this Department shall be the promotion of service conditions and protection of its members engaged on positions of employers represented by the BMWED. For the purpose of conducting the business of the Protective Department the following agencies shall be established and maintained:

(1) System Division or Federation, Joint Protective Boards.

(2) Local Lodge or Division Grievance Committees.

(3) Such other agencies, committees or associations of the BMWED which may be established for promoting the purposes of the Protective Department when approved by the National Division Convention or the National Division President.

When, in the judgment of the National Division President, a Railway System or a large branch of a Railway System, or employer has reached a stage of organization to warrant the establishment of a Joint Protective Board, he shall either direct or, through one of his authorized agents, call in a duly elected delegate from each Local Lodge properly instituted on such System for the purpose of the formation of the first Joint Protective Board. Said Joint Protective Board shall be composed of as many members as are determined by said Board, and there must be, so far as is consistent, an equal number of Board members from each Department.

If it is determined by the National Division President that a newly organized property does not warrant the establishment of its own independent Joint Protective Board, he shall assign the newly organized members to an existing System Division or Federation. Any appeal of the National Division President's decision shall be submitted to the National Division Executive Board.

Sec. 2. Membership Participation. Each member in good standing in the BMWED shall be required to participate in the Protective Department subject to the laws, rules and regulations by which it is now or may hereafter be governed.

Any member of the BMWED in good standing within the jurisdiction of a System Division or Federation Joint Protective Board is eligible for membership on said Board; provided, however, that after organizing, such Boards may, consistent with the provisions of these Bylaws, the Merger Agreement and applicable law, decide eligibility to membership on said Board.

Sec. 3. Governing Laws. Each System Division or Federation Joint Protective Board, its Officers, representatives and members shall recognize, observe and be bound by the provisions of these Bylaws and interpretations thereof rendered by the National Division President as provided in Article III, Section 2, the resolutions, decisions and directives of the Executive Board or Officers of the National Division when made in conformity with the authority granted by these Bylaws, the resolutions adopted and policies established at National Division Conventions, and the Merger Agreement. Subject to these provisions such Joint Protective Boards may adopt a Constitution and/or Bylaws supplementary to these Bylaws for the purpose of establishing procedures for the conduct of their internal affairs and business provided that none of the provisions of such Constitutions and/or Bylaws shall be in conflict with these Bylaws, the IBT Constitution or the terms of the Merger Agreement and that prior to becoming effective all such Constitutions and/or Bylaws and any amendments thereto shall be approved by the National Division President. Any member or Local Lodge within the jurisdiction of a System Division or Federation Joint Protective Board violating or failing to comply with said Constitutions and/or Bylaws after such approval and adoption shall be subject to the same penalties as those prescribed for violating any provisions of these Bylaws, the IBT Constitution or the terms of the Merger Agreement.

Sec. 4. Representation and Election of Local Lodge Delegates to System Division or Federation Joint Protective Board Meetings and/or Conventions. The Joint Protective Boards of each System Division or Federation may decide and prescribe in their Constitutions and/or Bylaws in what manner the Local Lodges coming under their jurisdiction shall be represented on their respective boards, as provided in Section 2 of this Article, but each such Protective Board shall prescribe in its Constitution and/or Bylaws procedures governing the nomination and election by Local Lodges within its jurisdiction of delegates to the System Division or Federation Conventions and/or meetings of the Board. Such provisions shall be subject to the terms of the Merger Agreement and shall include the following requirements of existing law:

All delegates and alternates shall be elected by secret ballot vote of the members in good standing of the Local Lodge by which they are accredited.

Sec. 5. Nomination and Election of System Division or Federation Officers. For nominations and elections held on or before December 31, 2005, eligibility and good standing to nominate, second, run for office and vote, shall be governed by the provisions of the BMWE Constitution and Bylaws in effect immediately prior to the merger. For nominations and elections held on or after January 1, 2006, eligibility and good standing to nominate, second, run for office and vote, shall be governed by the provisions of the Merger Agreement.

Effective with elections to be held during 1960 and thereafter, all Officers of System Divisions or Federations shall be elected not less often than once every four (4) years by either of the following two (2) methods: (1) by secret ballot vote of the members in good standing of each Local Lodge under the jurisdiction of such System Division or Federation or (2) by delegates and incumbent Officers of the System Division or Federation who have been elected by secret ballot vote of the members of said Local Lodges to represent them on such System Division or Federations. Any incumbent Officer of a System Division or Federation originally elected by secret ballot vote to represent a Local Lodge on the System Division or Federation may continue to participate in future elections if so permitted by the System Division's or Federation's Constitution and/or Bylaws and so long as he remains an Officer and provided that Local Lodges are given an opportunity to elect new delegates prior to each election held by the System Division or Federation.

If such elections are conducted in accordance with Method No. 1 above, by secret ballot vote of the members in good standing of each Local Lodge comprising the System Federation or Division, such election shall be conducted by referendum of said membership and a plurality of the votes cast for each office shall be sufficient to elect. Prior to any such election a reasonable opportunity to nominate candidates shall be afforded by at least fifteen (15) days advance notice in writing to members of the Local Lodges at their last known addresses of the date, time, and manner in which nominations will be received and the election held. If elections by System Divisions or Federations are conducted in accordance with Method No. 2 above, by having only Local Lodge delegates and incumbent Officers as aforesaid participate in the election, then the elections shall be by majority vote after at least fifteen (15) days advance notice in writing to the delegates and incumbent Officers of the date, time, and place in which nominations shall be made and the elections conducted.

The following Officers (or others of comparable title) shall be elected by System Divisions or Federations: A General Chairman, Vice Chairman, Assistant Chairman, Secretary-

Treasurer and an Executive Committee consisting of such Officers as shall be designated by the respective System Divisions or Federations in their Constitutions and/or Bylaws. At the option of a System Division or Federation the positions of Vice Chairman, Assistant Chairmen and Secretary-Treasurer may be consolidated in the interest of economy. In addition to the foregoing Officers required by these Bylaws, the term "Officer" and the requirements pertaining to his election shall include any member, however designated or titled in the Constitution and/or Bylaws of a System Division or Federation, who is authorized to perform the functions of any of the Officers above enumerated or those of President, Vice President, Secretary-Treasurer or other executive functions of a System Division or Federation, or those members of its Executive Committee or similar governing body, if any, and any other member performing functions designated as those of an Officer in the System Division's or Federation's Constitution and/or Bylaws.

No funds received by any System Division or Federation by way of dues, assessments, or similar levy, and no money of an employer of any members of a System Division or Federation, shall be contributed or applied to promote the candidacy of any person in an election conducted by the System Division or Federation; provided, however, that System Divisions or Federations may make expenditures from their funds for notices, factual statements of issues, and other expenses necessary to conduct elections so long as they do not involve the promotion of any candidate. The Secretary-Treasurer of a System Division or Federation, or such other Officer as may be designated in its Constitution and/or Bylaws, shall preserve for one year the credentials of all delegates elected by Local Lodges under the jurisdiction of such System Division or Federation and all minutes and other records of Conventions and/or meetings pertaining to the election of Officers.

Except for the foregoing specific requirements which must be observed in all elections of Officers of System Divisions and Federations, and except as may otherwise be prescribed in other provisions of these Bylaws, the IBT Constitution or the Merger Agreement, nominations and elections of Officers by System Divisions and Federations shall be conducted in the form and manner and in accordance with the procedures set forth in their Constitutions and/or Bylaws including eligibility requirements for Officers which shall not be inconsistent with the Merger Agreement or with prohibitions of applicable law, filling of any vacancies in office, and terms of office, provided that no such term shall exceed four (4) years.

Following the election of Officers on a newly organized System Division or Federation, or when a change is made in the position of a General Chairman on an organized road, the President of the National Division will officially notify in writing the Management of the company or companies on which the General Chairman is to serve. The General Chairman, following such

notification, will advise the Company Officials of any other System Division or Federation Officers authorized to handle organization matters with such officials.

Following the election of a General Chairman on a newly organized company and the notification of the Management by the National Division President, the General Chairman will officially notify each Division Superintendent, or corresponding management official, in writing, of the Local Chairman or Chairmen authorized to handle matters for the organization on said Division or company and will keep said officials notified of any changes in said Local Chairmen. This provision will also apply to all organized companies.

Sec. 6. Authority and Duties of Officers. System Divisions or Federations shall prescribe in their Constitutions and/or Bylaws the authority to be exercised and duties to be performed by their Officers consistent with the provisions of these Bylaws, the Merger Agreement and applicable law. In prescribing such authority and duties each System Division or Federation shall include the following as a part of the duties of its General Chairman and Secretary-Treasurer:

The General Chairman shall discharge on behalf of the System Division or Federation such duties as may be imposed upon him by applicable law including the execution and filing of any reports to Federal or State authorities and he shall cause to be maintained by the System Division or Federation such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

The Secretary-Treasurer shall discharge on behalf of the System Division or Federation such duties as may be imposed upon him by applicable law including the execution and filing of any reports to Federal or State authorities, and he shall maintain such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

Each of such Officers of a System Division or Federation as are required by applicable law to execute and file reports as aforesaid shall be personally responsible for the filing of such reports and for any statement contained therein which he knows to be false.

Each elected System Division or Federation Officer shall remit to the Secretary-Treasurer of his System Division or Federation (if qualified to receive remittances; otherwise, to the National Division Secretary-Treasurer) all collections received by him, including full initiation fees, at least once each month.

Sec. 7. Meetings of Joint Protective Boards and/or Conventions. Conventions of System Divisions or Federations and meetings of Joint Protective Boards shall be held as prescribed in the

Constitutions and/or Bylaws of the respective System Divisions or Federations; provided, however, that the General Chairman may convene a Joint Protective Board at such other times and places and under such conditions as he may deem necessary; and provided, further, that the National Division President may convene any Joint Protective Board in case of emergency or at the request of a majority of the members of said Board upon request in writing signed by such members and stating their reasons therefore.

Sec. 8. Investment and Expenditure of System Division or Federation Funds. The money and property of a System Division or a Federation shall be used solely for the benefit of the BMWED, the System Division or Federation and the Local Lodges and their members within its jurisdiction, and not for the personal gain of any Officer or member. System Divisions or Federations, their Officers, agents, representatives or employees who handle a System Division's or Federation's funds or property shall be held to this standard of conduct and accountable for any breach thereof under these Bylaws. Such Officers as are given the responsibility under these Bylaws or under System Division or Federation governing laws shall manage, invest and expend the funds and property of the System Division or Federation only in accordance with the applicable provisions of said governing laws and any resolutions properly adopted thereunder.

Each System Division or Federation Secretary-Treasurer must keep the System funds in his possession on deposit in the name of the System in a reliable bank or trust company and must maintain proper records of all financial transactions of the System Division or Federation and be prepared at all times to make a complete accounting of all funds turned over to him or remitted to him.

System Divisions or Federations shall not contract, agree or be obligated in any way to pay salary and expenses to any Joint Protective Board member or Officer, or to incur any obligations of any kind with members or others beyond the extent of System Division or Federation funds and current income of such System Divisions or Federations without the approval of the National Division Officers. Any obligations incurred contrary to the foregoing provisions shall not create a claim or lien against the System Divisions or Federations or the National Division beyond the extent of available funds in the System Division or Federation treasuries.

None of the funds of a System Division or Federation shall be obligated or used directly or indirectly to pay the fine of any Officer or employee convicted of any willful violation of the Labor-Management Reporting and Disclosure Act of 1959, but this prohibition shall not prevent the assumption by the System Division or Federation of the costs of defending the System

Division or Federation or any of its Officers, agents, representatives or employees in any civil or criminal proceedings in which they may become involved for any alleged violations of law.

Each System Division/Federation is required to have sufficient funds available to the National Division to enable the National Division to timely pay from such funds specified bills and payroll on behalf of the System Division/Federation. Absent sufficient funds, including dues payments received on behalf of the System but not yet processed, payment of the System Division/Federation bills and payroll will not be made by the National Division. A System Division/Federation may provide the National Division with written pre-authorization to withdraw funds from the System Division/Federation funds that are maintained by the National Division for the sole purpose of eliminating shortfalls that may occur in the future. The System Division/Federation will be immediately advised in writing of such withdrawals.

Sec. 9. Negotiation and Adoption of System Division or Federation Collective Bargaining Agreements. The BMWED, acting through its duly selected and authorized Officers, committees, or representatives, has full and sole authority to represent all employees who are members of the BMWED in the negotiating, interpreting and applying of agreements covering wages, hours, and other conditions of employment, made and entered into under the provisions of the Railway Labor Act or the National Labor Relations Act; to represent such employees in all conferences, negotiations, or other proceedings with the management; to appear and represent all such employees before any tribunal authorized to consider or adjust claims arising out of the interpretation or application of such agreements, and to adjust, compromise and settle all such claims.

The duly authorized committee of the Joint Protective Board, acting in accordance with the System Division or Federation Constitution and/or Bylaws, shall have the power, with the approval of the National Division President or his designated representative, to enter into agreements with company officials with respect to wages and terms of employment of the men they represent. Said rules and agreements, may be tentatively initialed by the General Chairman or General Chairmen involved, pending approval by the National Division President or his designated representative. Upon approval, such agreement may be signed and shall be binding upon all members employed on the company or companies. As it relates to collective bargaining following a moratorium on issues involving wages, rules and benefits, Joint Protective Boards shall not begin negotiations with company officials until the schedule to be presented has been approved by the National Division President or his designated representative, and a fund collected to defray the expenses incurred by the Board during the pendency of negotiations. Such preparatory arrangements are not mandatory for other negotiations.

The National Division will, subject to its own discretionary limitations, bear the expense of all negotiations in the changing of rules and wage conditions after same have been referred to the National Mediation Board, Board of Arbitration or other lawfully constituted body by the System Division or Federation, and will pay for and provide such System Division or Federation with a copy of any written proceedings taken before any such body. The National Division will not be required under the provisions of this paragraph to pay any part of the salary or expenses of any Officer of a System Division or Federation in the United States under the provisions of the Railway Labor Act, the National Labor Relations Act or subsequent acts.

Any System Division or Federation shall have the right to include in its Bylaws a provision which mandates the General Chairman and/or Joint Protective Boards to alter or amend the language of collective bargaining agreements and to submit any proposed agreements made by such General Chairman and/or Joint Protective Boards to affected rank and file for ratification or rejection.

Sec. 10. Violation of Collective Bargaining Agreements. If any of the rules or agreements negotiated and adopted as provided in Section 9 of this Article are violated by any member of any Grievance Committee, he shall be immediately removed from office by the National Division President subject to the provisions of Article III, Section 8.

Any Local Lodge authorizing any member or Grievance Committee to do any act or enter into any agreement by letter or otherwise whereby the provisions of said rules or agreements would be violated shall, upon conviction thereof, be suspended and its charter revoked by the National Division President subject to the provisions of Article III, Section 8.

The General Chairman shall refer any charges of said violations to the National Division President for appropriate action under Article III, Section 8, subject to the terms of the Merger Agreement.

Sec. 11. Adjustment of Grievances with Management. Any individual represented by the BMWED, believing that he has been unjustly dealt with by a company representative or otherwise aggrieved, shall govern himself according to the terms of agreement in force on the position on which employed. Each respective System Division and Federation has established procedures for the handling of claims and grievances which are best suited to the needs of the membership represented through such System Divisions and Federations. These procedures, which have been established to conform with applicable claim and grievance rules, should be adhered to by BMWED members and committees in the handling of grievances. It is recognized that the General Chairman or his duly authorized representative is empowered to initiate and handle

grievances of any nature at any time to protect the interests of the membership. Expenses incurred in connection with the handling of grievances by a Local Lodge Grievance Committee shall be defrayed by the Local Lodge. Expenses incurred in connection with the handling of grievances by the System Division or Federation shall be defrayed by the System Division or Federation.

The General Chairman shall carefully and impartially examine all grievances and other matters referred to him and proceed to adjust the same upon the basis of equity and justice, and every honorable means shall be exhausted in trying to effect an amicable settlement of the matter in dispute. A settlement effected between the appropriate Officer of the company and the General Chairman will definitely dispose of the matter at issue.

Sec. 12. National Division Assistance in Adjustment of Grievances with Management. When a Joint Protective Board appeals to a National Division Officer for aid in adjusting grievances, the Board shall endeavor to have a distinct understanding as to the time and place of meeting with the company representative making due allowance for the convenience of both parties.

If the National Division President receives notification for aid in adjusting grievances, he shall meet with or deputize a National Division Officer to meet the Joint Protective Board or such Committee as is authorized by said Board, and efforts to reach an amicable adjustment of the grievance shall be renewed. Failing in this, the Joint Protective Board or such Committee as is authorized by said Board may, with the sanction of the National Division President and through the procedure prescribed by him, ascertain the wishes of the membership respecting a strike as provided in Section 13 of this Article.

Sec. 13. Authorization of System Strikes. System strikes shall be authorized by the procedure outlined in Paragraph (a) or (b) of this Section 13.

(a) Ballots shall be prepared concisely stating the matter in dispute, the efforts made to adjust such dispute, the results of such efforts, and the question as to whether or not members should concertedly withdraw from service until the said dispute is adjusted. Such ballots shall then be submitted on the System or company affected for referendum vote by the membership. If two-thirds of the members in good standing on said company vote in favor of such withdrawal, the National Division President, with the approval of a majority of the Joint Protective Board and the National Division Officers, may order a strike of all employees affected, subject to the terms of the IBT Constitution.

(b) All Local Lodges on the company or companies affected shall be convened in regular or special meeting through the issuance of a special notice advising such Lodges as to the time, place and purpose thereof, at which time they shall be fully informed as to the matter or matters in dispute and the handling given to date. The members in good standing in attendance at each meeting shall then be empowered to cast the vote of the Local Lodge for or against the question at issue. The voting strength of the Local Lodge shall be predicated on its paid-up membership in accordance with National Division records. If a majority of the members in attendance vote to withdraw from service until the dispute is adjusted, the vote of the Local Lodge will be recorded as favoring a withdrawal from service if such action becomes necessary. If two-thirds of the members in good standing on the company or companies affected are recorded in favor of such withdrawal, the National Division President, with the approval of a majority of the Joint Protective Board and the National Division Officers, may order a strike of all employees affected, subject to the terms of the IBT Constitution.

Sec. 14. National and Regional Associations. National and Regional Associations, are hereby created for the purpose of protecting and promoting the collective bargaining and legislative interests of BMWED through the exchange of information, experience and views among and between their members, and for such other purposes consistent with promoting their members' effective performance of their respective duties.

The National Association shall be composed of all General Chairmen, Vice Chairmen, Assistant Chairmen and Secretary-Treasurers of System Divisions or Federations, or others of comparable title, and all National Division Officers and Appointees. National Division Appointees will be non-voting members of the National Association.

Regional Associations shall be composed of all the General Chairmen, Vice Chairmen, Assistant Chairmen and Secretary-Treasurers of System Divisions or Federations, or others of comparable title, within a prescribed region, the National Division President, the Secretary-Treasurer, the Vice President or Vice Presidents assigned to such region, and the Vice President at-large.

Except for National Division Officers, the salaries and expenses related to attending National and Regional Associations shall be borne by the respective System Divisions or Federations.

For establishment of Regional Associations, the following Regions shall be created:

Northeast Region	South Region
Northwest Region	West Region

When it becomes apparent that it is the desire of the members to inaugurate a general movement for the improvement of wages or general working conditions, the National Division President shall convene the National Association for the purpose of considering and determining what action shall be taken in connection with such movement.

It shall be the policy of the BMWED to establish uniform basic working rules and rates of pay for members performing comparable work.

Effective January 1, 1999, upon acceptance of any new National Agreement applicable to railroads or other companies bargaining nationally in the United States under this Section and prior to the execution thereof, the National Division President or his designated representative shall submit a summary of the proposed new agreement to all active members of the BMWED directly affected by such agreement for its ratification or rejection by a majority of ballots returned.

Sec. 15. Right to Copies of Collective Bargaining Agreements. A copy of any collective bargaining agreement adopted pursuant to the provisions of Sections 9 or 14 of this Article shall be forwarded by the System Division or Federation, National or Regional Association negotiating such agreement to each constituent System Division or Federation or Local Lodge which has members directly affected by such agreement; and copies shall be maintained at the principal office of all such System Divisions or Federations and Local Lodges available for inspection by any member or by any employee whose rights are affected by such agreement.

Sec. 16. Authorization of National Strikes. No suspension of work of national character shall be sanctioned by the National Division President and National Division Officers unless a strike has been authorized by one of the following methods and approved, if necessary, under the terms of the IBT Constitution:

1. In the event of a general dispute covering wages and working conditions which cannot be settled through conference or arbitration, the National Division President may cause ballots to be prepared, concisely stating the dispute involved, efforts made to adjust it and results obtained, and submit the question at issue to all employees coming under the jurisdiction of the BMWED on all railways or companies affected by the dispute, for a referendum vote as to whether or not they will concertedly withdraw from the service of

the companies until the said dispute is adjusted. If two-thirds of such members in good standing vote to withdraw from service, the National Division President, with the approval of the National Division Officers, is authorized to order a suspension of work of all members coming under the jurisdiction of the BMWED on all railroads or companies affected by such dispute; or,

2. If, in the judgment of the General Chairman, it would be preferable to convene the Local Lodges for the purpose of ascertaining whether or not the membership desires to withdraw from service, the method prescribed in Section 13 (b) of this Article may be followed; or,

3. If two-thirds of the members in attendance at a National Division Convention, or at a National Association meeting, vote to concertedly withdraw from the service of the company or companies until the said dispute is adjusted, the National Division President is authorized to order a suspension of work of all members coming under the jurisdiction of the BMWED on all railroads or companies affected by such dispute.

4. Members participating in an authorized work stoppage shall not be ordered back to work unless the dispute has been satisfactorily disposed of.

Sec. 17. Violations of Strike Calls. When a suspension of work is ordered under the provisions of the foregoing Sections, the National Division President shall at once cause official notice to be sent to all Local Lodges, stating the causes which led to the same.

All strikes called pursuant to valid authorizations and sanctions as provided in Sections 13 and 16 of this Article are compulsory upon the members of the BMWED. Any member of the BMWED who has been found guilty pursuant to Section 21 of this Article of acting either directly or indirectly, as a strikebreaker during any authorized strike, or failing to comply with a valid strike called by our union or a sister union under the Railway Labor Act or National Labor Relations Act, shall be subject to a minimum fine of \$200.00 per day for each day that the member worked during the strike, and/or a suspension or expulsion. Such member will also be ineligible to hold any union office or position in the BMWED.

A member shall be considered as not being in compliance with a valid strike call by virtue of working at any location on the carrier or company involved, regardless of whether there are pickets at such location.

Distribution of fines levied under provisions of this Article shall be divided equally among the member's Local Lodge, the member's System Division or Federation, National Division and the strike fund.

Should any member of a Joint Protective Board decline to work in harmony with other members of a Board, or refuse to aid in carrying out the instructions of the National Division Officers, or be guilty of conduct unbecoming as a member of the BMWED, he may be suspended by a two-thirds vote of the members of such Board and not allowed to be present or take part in the meetings between the Board and the company officials, and report on such conduct made to his Local Lodge for their action.

Any member of a Joint Protective Board who shall divulge any part of the business or proceedings of such Board to anyone not entitled to know, or who shall sign any document presented to him by any person for the purpose of nullifying his obligations to the BMWED, shall be deemed guilty of conduct unbecoming of a member of such Board and, upon a two-thirds vote of the Board, he shall be expelled therefrom and report made to his Local Lodge for their action.

Sec. 18. Special Assessments to Finance Strikes. Special assessments to defray the expenses of authorized work stoppages may be levied upon all members after approval of the National Division Executive Board as provided in Article VI, Section 10.

The Joint Protective Board is authorized to instruct the National Division Secretary-Treasurer to levy such assessments in advance, upon the members employed on the System over which it has jurisdiction, as may be necessary to carry forward their work, and any member failing or declining to pay such assessment shall stand suspended after the last day of payment mentioned in the call. The National Division Secretary-Treasurer shall issue to each Local Lodge and System Division or System Federation Secretary-Treasurer a receipt for monies thus paid.

The National Division President in conjunction with the Executive Board shall have authority to use such funds raised by such assessments for payment of strike benefits and health and welfare benefits to our members who are on strike or withholding service observing other picket lines. All other strike related expenses must come out of the general fund.

During the continuance of an authorized suspension of work, participating members who are unemployed because of such strike shall be exempt from the payment of the special assessment subject to the terms of the Merger Agreement.

Sec. 19. Strike Benefits. Members out on authorized strikes or locked out by management shall be paid such amounts for their relief as the funds of the National Division may warrant, which payment shall terminate upon the date the strike or lockout is terminated. Members receiving such benefits shall register each day. Striking members securing employment elsewhere shall be excluded from all strike benefits.

Sec. 20. Unauthorized Strikes. Any member or members willfully causing a strike or participating therein which has not been authorized as provided in Section 13 or 16 of this Article shall be guilty of misconduct and subject to expulsion from the BMWED after charges and trial by their Local Lodges as provided in these Bylaws or the Merger Agreement.

Sec. 21. Charges and Trials by System Divisions or Federations. Charges and trials by System Divisions or Federations shall be conducted in accordance with Article XIX of the IBT Constitution, subject to the terms of the Merger Agreement. Any provision of existing System Division or Federation Constitutions and/or Bylaws which is inconsistent with these requirements or the Merger Agreement shall be of no force and effect.

Sec. 22. Consolidation of System Divisions or Federations. When two or more System Divisions or Federations are consolidated and operated as one unit, the Joint Protective Boards on such System Divisions or Federations may consolidate or federate in order to facilitate the representation of the members thereon, in the following manner.

When two or more System Divisions or Federations of approximately equal mileage and importance are consolidated, the Joint Protective Boards on such Systems may meet in joint session. At such joint session, existing Constitutions and/or Bylaws shall be suspended and all Officers' positions declared vacant, and a new Constitution and/or Bylaws suitable for the government of the Consolidated System Division or Federation shall be adopted and new Officers elected.

Where a small System Division or Federation is being consolidated or absorbed by a large System Division or Federation, the System Organization on such small absorbed System may become affiliated with the System Organization on the large absorbing System and shall be governed by the Constitution and/or Bylaws in effect on such larger System Division or Federation with respect to representation and otherwise.

In all cases of consolidations of two (2) or more System Divisions or Federations, the funds of those which consolidate shall revert to the System Division or Federation in which they

are consolidated; however, all records shall become the property of and be returned to the National Division for such distribution as may be appropriate.

In all cases of abandonment of a System Division or Federation, the funds and records shall be returned to the National Division in accordance with the procedure provided in Article XVIII, Section 2, for dissolution of Local Lodges.

ARTICLE XX

Amendments

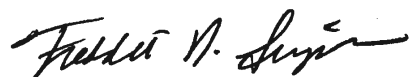
Section. 1. These Bylaws may be altered, amended or repealed in its entirety by a majority vote of the delegates present at the National Division Convention after written notice of proposed amendments, which shall specify the Articles and Sections intended to be changed, which have been timely submitted for publication in the official trade journal of the BMWED in advance of the National Division Convention; provided, however, that the last such notice is printed thirty (30) days before said National Division Convention; and provided, further, that if, in the usual course of any regular Convention of the National Division, three-fourths of the delegates present, shall agree on the proposed alterations or amendments to the these Bylaws or the repeal in its entirety thereof, such changes may be made without the above required notice.

When changes in our National Division Bylaws are required to comply with Federal laws, the National Division President and the National Division Secretary-Treasurer, with the approval of the National Division Officers, will be authorized to make the required changes during the interim between National Division Conventions. Such change(s) must comply with the IBT Constitution, subject to the terms of the Merger Agreement.

Sec. 2. Any proposed alterations, amendments or changes in the Bylaws which are to be submitted to the Convention must be referred to the Bylaws Committee when such Committee convenes prior to the National Division Convention as provided in these Bylaws.

Sec. 3. A copy of the report of the Bylaws Committee shall be placed in the hands of each delegate to the National Division Convention not later than the close of the opening day's session of the Convention.

The primary purpose of the National Division Convention shall be to conduct the important business of the BMWED which involves the National Division's Bylaws, and amendments thereto, Reports of the National Division Officers, Reports of the Committees provided for by the National Division Bylaws and discussion involving the welfare of the BMWED. Effective with the convening of the National Division's next Regular Convention, all of the above affairs will be presented to and moved on by the assembled delegates before any other business may be brought before the Convention.



Freddie N. Simpson
National Division President



David D. Joynt
National Division Secretary-Treasurer

RESOLUTIONS

of the
**Brotherhood of
Maintenance
of Way
Employes Division**

of the
**International Brotherhood
Of Teamsters**

*Revised and Amended at the Fourth Regular Convention
of the National Division held in the city of Las Vegas, Nevada
June 18-20, 2018*



**NATIONAL DIVISION HEADQUARTERS
Novi, Michigan**

RESOLUTION NO. 1

RE: BMWED - IBT IN THE FOREFRONT OF RAIL LABOR

(REAFFIRMED)

WHEREAS, The ongoing and future contract negotiations are of the utmost importance to the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters; and

WHEREAS, It is important that the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters be the leading participant in rail labor's struggle for full employment, fair wages and dignity on the job; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record to request that the National Division President to take all reasonable steps to ensure that the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters will be in the forefront of the rail labor unions on issues of full employment, fair wages and dignity on the job.

RESOLUTION NO. 2

RE: ARTICLE XIX, SECTION 9 - CONTRACT APPROVAL

(REAFFIRMED)

WHEREAS, Article XIX, Section 9 of the National Division Bylaws restricts a system from beginning negotiations with railway officials until the schedule to be negotiated has been presented to and approved by the National Division President or his designated representative; and

WHEREAS, Article XIX, Section 14 states that it shall be the policy of the Brotherhood to establish uniform basic rules and rates of pay for members performing comparable work; and

WHEREAS, Article III, Section 8 of the National Division Bylaws states that the National Division President shall have the power to suspend from office any National Division or system division or federation officer who, without having obtained the President's permission, deviates from any uniform wages or rules and working conditions policy that has been or shall be established; and

WHEREAS, The general chairpersons, on a day-to-day basis, have contact with carrier officers; and

WHEREAS, Many times the carrier or the Organization wishes to discuss changes in wages, rules and working conditions; and

WHEREAS, Sometimes it would be beneficial to the members we represent if we could initial an agreement at that time if the system division or federation officer only knew what the National Division policy was on wages, rules and working conditions; Therefore, be it

RESOLVED, That National Division continue its policy concerning wages, rules and working conditions; and, be it further

RESOLVED, That such policy and any changes in such policy be distributed to each general chairperson; and, be it further

RESOLVED, That a system division or federation can negotiate with carrier officers without first getting National Division approval concerning changes in wages, rules and working

conditions so long as those negotiations do not involve changes in wages, rules and working conditions below the standard set by National Division; and, be it further

RESOLVED, That if such negotiations result in a tentative agreement with the carrier, that the general chairperson will be authorized to initial such agreement pending the approval of the National Division President or his authorized representative.

RESOLUTION NO. 3

RE: HONORING OF UNION PICKET LINES

(REAFFIRMED)

WHEREAS, The members of the Brotherhood recognize that only through solidarity with their sister unions can we expect to prevail in our just demands with the railroads; and

WHEREAS, The primary method to show solidarity with other railway unions is to respect and honor their picket lines; and

WHEREAS, The Brotherhood can instruct a member to respect and honor the picket lines of another union subject to prevailing law. The Brotherhood can and must encourage each of its members to respect and honor the picket lines of another union; Therefore, be it

RESOLVED, That it shall be the policy of the Brotherhood to honor the picket lines of unions on strike. For clarification, the Brotherhood considers all locations on the lines of a railroad to be picketed where such lawful strike action has been taken by a union whether or not a picket sign is physically present; and, be it further

RESOLVED, That it shall also be the policy of this Brotherhood to represent, to the best of our ability and means, any member of our Brotherhood who has been subjected to any disciplinary action by a carrier as a direct result of having voluntarily honored a union's picket line; and, be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters reaffirm this policy of honoring picket lines when a sister union is on strike.

RESOLUTION NO. 4

RE: UNEMPLOYMENT BENEFITS

(REAFFIRMED)

WHEREAS, Members of our Organization drawing unemployment benefits are faced with the continued rise in the cost of living; and

WHEREAS, The present daily benefits thereof are not sufficient to meet today's high cost of living; and

WHEREAS, The continued rise in inflation has placed extreme hardships on our members; and

WHEREAS, The effects of sequestration have affected the value of unemployment benefits; Therefore, be it;

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters go on record requesting that said daily benefits be increased to the amount consistent with the current cost of living; and, be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention urge our National Division President to take this matter into consideration for handling in an expeditious manner.

RESOLUTION NO. 5

RE: RAILROAD EMPLOYEES' MEDICAL RECORDS

(REAFFIRMED)

WHEREAS, Railroad employees do not pay into state workers' compensation funds; and

WHEREAS, Railroad employees are ineligible for state workers' compensation benefits;
and

WHEREAS, State workers' compensation acts provide that an employee receiving workers' compensation benefits automatically grants release of confidential medical information concerning his/her injury to his/her employer as a condition of receiving benefits; and

WHEREAS, The Railroad Unemployment Insurance Act does not require such medical disclosure to the railroad employer as a condition of receiving Railroad Sickness Benefits; and

WHEREAS, The Federal Employers' Liability Act provides railroad employers with unlimited liability for job-related injuries to railroad employees; and

WHEREAS, Medical practitioners, clinics and hospitals rarely understand the differences between medical information release requirements of the job-related injury compensation programs for non-railroad and railroad employees; and

WHEREAS, Railroad claims agents frequently illegally obtain confidential medical information about injured railroad employees by knowingly and falsely asserting to the medical care providers that the injured railroad employee is covered by the information release provisions of state Workers' Compensation Acts; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters go on record instructing BMWED - IBT-endorsed State Representatives and Senators to introduce and/or support legislation requiring:

1. All licensed medical practitioners, clinics, hospitals and other medical facilities to carry out a program to educate all of their employees with access to medical records that railroad employees are not covered by the

Workers' Compensation Acts and that medical information cannot be released without the written consent of that employee.

2. Automatic suspension or revocation of the operating license(s) of any medical practitioner, clinic, hospital or medical facility which releases any medical records of any railroad employee to his/her employer or that employer's agent without the employee's prior written consent.
3. Immediate notification of the railroad employee affected at his/her last known address of the identity of any individual or corporation to whom his/her medical records, or any portion thereof, are released.
4. Felony penalties including mandatory minimum prison sentence for any railroad employer's officer or agent who attempts to obtain any portion of any other railroad employee's medical records by asserting that he is acting under state workers' compensation statutes and/or that the employee whose records are being requested is covered by state workers' compensation benefits.
5. Any medical practitioner, clinic, hospital or other medical facility to immediately notify the State Attorney General of any request made for any portion of any railroad employee's medical records under the pretense of workers' compensation coverage to allow prompt investigation and prosecution by the appropriate enforcement agency.

RESOLUTION NO. 6

RE: INSURANCE - FURLOUGHED EMPLOYEES

(REAFFIRMED)

WHEREAS, Furloughed employees lose their health insurance and other benefits after four months of furlough; and

WHEREAS, These employees are least able to afford to pay the premiums to continue coverage through their furlough period; Therefore, be it

RESOLVED, That the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters attempt to negotiate a contract to continue insurance benefits to all furloughed employees holding seniority under a BMWED - IBT Agreement.

RESOLUTION NO. 7

RE: CONTRACTORS TO PAY RAILROAD RETIREMENT TAXES

(REAFFIRMED)

WHEREAS, The contracting out of work is one of the most important issues facing our membership; and

WHEREAS, Thousands of our members have lost their jobs on account of contractors performing Maintenance of Way duties and are unable to continue to provide a decent standard of living for themselves and their families; and

WHEREAS, The contractors' forces are not required to pay into the Railroad Retirement system; and

WHEREAS, The National Carriers Conference Committee has announced through past Section 6 notices that they have a work exit strategy to eliminate the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters' forces; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters instruct the National Division President and the IBT General President to do everything possible in order to see that all contractors and their employees are required to pay into the Railroad Retirement system.

RESOLUTION NO. 8

RE: SHORT LINES & SUCCESSORSHIP RIGHTS

(REAFFIRMED)

WHEREAS, The Staggers Act deregulating the railroad industry was passed with the support of rail labor; and

WHEREAS, The Surface Transportation Board (STB) has chosen to reinterpret the Staggers Act to permit carriers to divest themselves of property to newly formed carriers without paying protective benefits which have historically been required under the Interstate Commerce Act; and

WHEREAS, Carriers across the United States are taking advantage of this new interpretation of the Interstate Commerce Act by divesting themselves of property to newly formed carriers, causing our Brothers and Sisters to lose jobs or be transferred to the new carrier at reduced pay and benefits and without union representation; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record requesting the National Division President and all system division and federation general chairperson to negotiate agreements to provide any active, furloughed or transferred employee with a successorship agreement and a protective agreement which minimizes the adverse affect of such transactions; and, be it further

RESOLVED, That the National Division solicit the support of our IBT Rail Conference associates.

RESOLUTION NO. 9

RE: JOB STABILIZATION

(REAFFIRMED)

WHEREAS, The drastic reduction in Maintenance of Way forces on railroads and relocation of employees is a matter of grave concern to our Brotherhood because of the unsettling effects that they have on our members, as well as the resultant reduction in employment levels; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters reaffirm our desire to secure improved protection for Maintenance of Way employees, not only for the benefit of the individual employee, but also for the well-being of rail transportation in the United States; and, be it further

RESOLVED, That we direct our National Division and system officers to do everything within their power to secure the jobs of the Brotherhood's members through the negotiation of improved agreements and inclusion of proper safeguards in appropriate laws.

RESOLUTION NO. 10

RE: FEDERAL EMPLOYERS' LIABILITY ACT

(REAFFIRMED)

WHEREAS, The Nation's railroads have initiated an assault to repeal the Federal Employers' Liability Act (FELA); and

WHEREAS, Through the carriers' efforts, many of our Nation's Senators and Representatives have been led to believe that an inferior state no-fault workers' compensation should replace FELA; and

WHEREAS, With the help of many of our elected friends of labor in both the House and Senate, and the superior efforts of our appointed law firms; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters commend and encourage our elected friends and legal firms for their untiring and continuing efforts to protect and preserve FELA; and, be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters pledge our support to our law firms and elected officials by continuing to contact and write all of the Senators and Representatives who believe that FELA should be repealed; and, be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record empowering our National Division President to join our elected friends and FELA firms in protecting rail labor's FELA rights.

RESOLUTION NO. 11

RE: FELA EVALUATION FORM

(REAFFIRMED)

WHEREAS, At times our members experience on-the-job injuries and at times even fatalities and, as a result, these members or their survivors have cause to seek out legal counsel for recovery under the auspices of FELA; and

WHEREAS, It is the desire of the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters to provide its membership with a list of designated and approved names of law firms for their use if they so desire; and

WHEREAS, To ensure that when any member does utilize a legal firm included on such list for that purpose, they will continue to receive the utmost professional, courteous and responsive legal assistance at the most reasonable fee allowable in a consistent manner coast to coast; Therefore, be it

RESOLVED, That each BMWED-IBT designated and approved law firm provide, to each and every Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters member or their survivors retaining same, an approved form on the date the retainer agreement is signed for the purpose of personally evaluating that firm's legal assistance and service to such member or their survivors during the handling of that member's legal case; and, be it further

RESOLVED, That such approved form shall be completed at the conclusion of such member's legal case by such member or their survivors and mailed to National Division, with a copy to the respective general chairperson, and that National Division shall retain and file such evaluations by corresponding approved law firms. Such file to be reviewed annually by the National Division Executive Board to determine if the members' or their survivors' evaluations deem that legal firm's assistance and representation as acceptable, and if any emerging pattern to the contrary exists, appropriate action will be undertaken. As such, a copy of this resolution shall be forwarded to each designated counsel as a reminder of these obligations; and, be it further

RESOLVED, Such form shall be clearly and explicitly spelled out that such member or their survivors do not, if at all possible, refer to such monetary settlement award, as such evaluation does not concern itself with that matter.

RESOLUTION NO. 12

RE: NON-DESIGNATED LAW FIRMS

(REAFFIRMED)

WHEREAS, It has long been the policy of this Brotherhood to select reputable law firms of high standards to represent this Organization and its members; and

WHEREAS, These law firms have always been welcome to attend Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters' meetings such as National Division Conventions, National Association meetings, Regional Association meetings and other National Division-sponsored functions; and

WHEREAS, In recent times, representatives of other law firms who are not recognized as appointed legal counsel and who were not invited by National Division Officers of this Brotherhood are showing up at some of the scheduled aforementioned functions, sponsoring hospitality rooms and attending Brotherhood receptions; Therefore, be it

RESOLVED, That any uninvited firms or representatives of non-designated firms who willfully attend said functions without invitation from the National Division President or his designated representatives will cause their firms to not be considered now or in any future time for appointment to represent this Brotherhood and its members.

RESOLUTION NO. 13

RE: DESIGNATED (FELA) COUNSEL

(REAFFIRMED)

WHEREAS, The United States Supreme Court has recognized the compelling need and constitutional right of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters to protect our members' rights under the Federal Employers' Liability Act and related statutes by, among other things, establishing legal aid programs to advise workers who are injured to obtain legal advice and to recommend specific lawyers; and

WHEREAS, The membership relies on its elected officers to administer this constitutionally protected legal aid program and to advise members how to seek and retain competent and fair legal counsel having demonstrated expertise in these matters; and

WHEREAS, The Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters has exercised its constitutional right to provide its injured members such advice and specific recommendations by creating a system of designated legal counsel committed to our members' best interest and who faithfully maintain and carry out the Brotherhood's legal aid program by:

(a) Explicitly agreeing to participate in this constitutionally protected professional relationship pursuant to Brotherhood standards of fairness and accountability;

(b) Demonstrating continuing proven expertise in the complex statutory protection embodied in FELA;

(c) Agreeing to charge reasonable fees, keep necessary expenses to a minimum, and to provide free advice to any member regarding his or her injury;

(d) Actively supporting and participating in Brotherhood conferences, legislative activities, education/training programs and other lodge meetings or activities as requested by Brotherhood Officers; and

WHEREAS, The United States Supreme Court has also declared that lawyers accepting employment within our designated counsel system also share the Brotherhood's constitutional

right and protection in carrying out the Brotherhood's plan for contacting and advising injured workers to obtain legal advice and to recommend specific Brotherhood-approved lawyers; and

WHEREAS, The Brotherhood has a compelling need and interest in strengthening the protective benefits of the designated counsel system and eliminating the possibility of mistaken impressions harmful to our legal aid program; and

WHEREAS, Allowing non-designated legal counsel to be present or participate before, during or after any sanctioned union activity, meeting, or function would breach the constitutionally protected professional relationship established between the Brotherhood, its members, and designated legal counsel; and would also mislead members who may mistakenly believe that non-designated legal counsel are approved by the Brotherhood and share the same relationship and commitment to the Brotherhood as designated legal counsel as outlined above; Therefore, be it

RESOLVED, That it shall be the policy of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters that only properly designated legal counsel and their authorized representatives be invited to participate in or otherwise be present before, during or after meetings, social activities or other functions of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters National Division, system divisions/federations, or subordinate lodges; and, be it further

RESOLVED, That it shall also be the policy of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters that, along with Brotherhood Officers themselves, only designated legal counsel, or their staff, be authorized by the Brotherhood to initiate contact with any member who may require information concerning the advisability of obtaining legal advice, or advice recommending specific lawyers employed within this constitutionally protected legal aid program.

RESOLUTION NO. 14

**RE: SOLIDARITY: LEGISLATIVE AND PROTECTIVE
DEPARTMENTS**

(REAFFIRMED)

WHEREAS, The legislative arena has a tremendous impact on issues which traditionally have fallen under the jurisdiction of the Protective Department of the Brotherhood, and likewise, the activities of the Protective Department seriously impact the issues facing the Legislative Department; and

WHEREAS, The collective efforts and consensus building between the Legislative and Protective Departments are required to advance all issues which impact on our ability to represent our members; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters call for a greater unity to advance the issues which face our members in general to a successful conclusion.

RESOLUTION NO. 15

RE: ANNUAL SICK LEAVE

(REAFFIRMED)

WHEREAS, There are Maintenance of Way employees who do not have annual sick leave agreements; Therefore, be it

RESOLVED, That the National Division President exert his best efforts to obtain agreements providing an adequate number of paid sick leave days for all Maintenance of Way employees which would not interfere with the present Supplemental Sickness benefits.

RESOLUTION NO. 16

RE: WORK SEASON

(REAFFIRMED)

WHEREAS, Many of our members are employed seasonally; and

WHEREAS, Much of their seasonal work could be performed over a longer work season;
and

WHEREAS, A longer work season would help our members accumulate more months of service for step rate increases, and extended employment benefits; and

WHEREAS, A shorter standard work week would allow our members more time off while serving to extend the work season; Therefore, be it

RESOLVED, That the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters attempt to negotiate a shorter standard work week with no reduction in pay.

RESOLUTION NO. 17

RE: OPERATION LIFESAVER

(REAFFIRMED)

WHEREAS, The Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters is concerned with the improvements and maintenance of railroad grade crossings; and

WHEREAS, The Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters' efforts in the engineering of grade crossings and their assurance of proper visibility is essential in prevention of many train/vehicle accidents; and

WHEREAS, The Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters' members recognize the potential dangers to trespassers, fishing off railroad bridges, crossing through railroad cars in yards, and children playing around and on railroad tracks as well as throwing objects at passing trains; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters endorse and support the grade crossing safety program known as "Operation Lifesaver;" and, be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters encourage our membership to become "Operation Lifesaver" presenters, in hopes of eliminating deaths to young children around railroad tracks, and at countless train/vehicle collisions each year. If just one life is saved in making "Operation Lifesaver" presentations, then the time spent is well worth it.

RESOLUTION NO. 18

RE: NEW POSITIONS AND VACANCIES - NATIONAL DIVISION

(REAFFIRMED)

BE IT RESOLVED, We the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters request that all new positions and vacancies, except those subject to reappointment of the current employee, and those not covered by the election process of our Constitution, be advertised in the *BMWED Journal* and on the BMWED Website so that our membership who wish to apply for these jobs may do so.

RESOLUTION NO. 19

RE: BMWED NATIONAL WORKER'S MEMORIAL

(REAFFIRMED AS AMENDED)

WHEREAS, Railroad and industrial management has adopted oppressive cost-cutting measures in the industry that has brutalized working conditions for BMWED members and has resulted in tremendous profits for the owners and the overpaid managers; and

WHEREAS, This downsizing has resulted in management creating working conditions and work procedures with the cooperation of their allies in the government regulatory agencies, particularly with the FRA which have left scores of hard-working BMWED members dead since 1988 in the United States and Canada, and many more mutilated; and

WHEREAS, The sweat and blood which our members have spilled on the railroad tracks to create a life for themselves and their families is directly related to the corporate greed of the owners and the bonus-hungry railroad managers; and

WHEREAS, This slaughter is responded to by railroad management with a callous disregard to the truth of this situation, which results in railroad management defrauding and insulting our dead and mutilated Brothers and Sisters; and

WHEREAS, Our Union will not permit the further insults of management to continue; Therefore, be it

RESOLVED, That the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters institute a system of honoring and recognizing those members of our Union who lost their lives in the line of duty in FRA reportable accidents; and, be it further

RESOLVED, That their contributions and sacrifice to our Brotherhood be acknowledged and that their families are made aware of our appreciation with a permanent reminder in the form of their name placed upon the memorial located at our National Division headquarters in Novi, MI purchased by the National Division and engraved with the name and date of death of their loved one. That where there are other memorials to our fallen brothers that their names be transferred to memorial wall in Novi, MI; and be it further

RESOLVED, That the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters present to the families of all Brothers and Sisters who were members and lost their lives on the job from January 1, 2010, an official certificate documenting the location and placement of their name on our memorial wall; and be it further

RESOLVED, That the National Division President request from all general chairpersons

the names of all Brothers and Sisters who were members and lost their lives on the job in FRA reportable accidents beginning January 1, 2010, and that their names and all that may follow be displayed in this place of honor; and be it further

RESOLVED, In the event any member of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters is killed while on duty for their respective employer, at least one system officer from the deceased's respective system federation and the National Division President, or one of his or her agents, should make every effort possible to attend the funeral of the deceased member.

RESOLUTION NO. 20

RE: THE VETERANS' PLEDGE

(REAFFIRMED)

WHEREAS, A fundamental principle in representative democracy holds that the people elected representatives must be permitted to advance the legislative preferences of their constituents; and

WHEREAS, The House Rules Committee, which serves the House by framing debate on legislation when bills are taken up on the House floor, is always bypassed in Veterans' Affairs; and

WHEREAS, All bills emerging from the House Veterans' Affairs Committee are exempt from floor amendment because they are treated as non-controversial and placed on the Suspension of the Rules Calendar; and

WHEREAS, There are very few members of the House who sit on the Veterans' Affairs Committee, leaving the majority of House members with virtually no opportunity to advance the legislative interests of their veteran constituents on the House floor; and

WHEREAS, The cost of each veteran bill is very expensive, and the VA budget is in the billions; and

WHEREAS, Important legislation offering judicial review is often sidetracked, and only modest legislation to provide compensation for those affected by Agent Orange was passed; and

WHEREAS, Many other important health care issues are being sidetracked such as Post Traumatic Stress Disorder; Therefore, be it

RESOLVED, That the National Legislative Department shall, to the extent possible, contact all candidates for elective office of the United States House of Representatives and seek their pledge that, if elected, they will do whatever is necessary to represent the issues of the veterans.

RESOLUTION NO. 21

RE: ORGAN DONORS

(REAFFIRMED)

WHEREAS, There are members whose families are in dire need of an organ donation;
and

WHEREAS, Unless there are more who will step forward and donate organs people will surely perish; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters be encouraged and encourage our Brothers and Sisters to be organ donors.

RESOLUTION NO. 22

RE: RETIREES

(REAFFIRMED)

WHEREAS, At the present time, IBT has established a program that encourages retirees' participation; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters encourage all BMWED retirees to participate and contribute in the IBT Retiree Affairs Program and the TEAM (Teamster Education and Mobilization) Fund.

RESOLUTION NO. 23

RE: RUIA - MILITARY SERVICE

(REAFFIRMED)

WHEREAS, Numerous railroad employees have served their country honorably and well in various branches of the armed forces for periods in excess of years; and

WHEREAS, These military veterans receive military retirement pay as partial compensation for their long military service; and

WHEREAS, If these veterans work for non-military employers, they can become eligible for state unemployment benefits in case of layoff and for workers' compensation in case of injury; and

WHEREAS, The Railroad Unemployment Insurance Act (RUIA, Section 4, A-1, ii) prohibits payment of railroad unemployment benefits or railroad sickness benefits to otherwise eligible railroad employees who are now receiving military retirement pay for years or more of military service; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters solicit all BMWED-IBT endorsed U.S. Representatives and Senators to introduce and/or support legislation amending the Railroad Unemployment Insurance Act to allow railroad employees collecting military retirement pay to also be eligible for railroad unemployment and insurance benefits if they otherwise meet the qualifications of these benefit programs; and, be it further

RESOLVED, That a report will be made to each Brotherhood of Maintenance of Way Employes Division National Association meeting concerning the Brotherhood's progress in implementing this resolution.

RESOLUTION NO. 24

**RE: PROVIDING BENEFITS FOR SURVIVING SPOUSE(S)
AND DEPENDENT(S)**

(REAFFIRMED)

WHEREAS, With current rules and regulations governing Railroad Retirement benefits for a surviving spouse(s) and dependent(s), there is and has been a void in concern with the interim between the death of the member and qualifying retirement age of the surviving spouse(s) and dependent(s); and

WHEREAS, A surviving spouse(s) of a Maintenance of Way railroad worker who is less than 60 years of age, who does not care for dependent children under the age of 18 or disabled children, and who is not disabled, is not entitled to any annuity under current law of the U.S. Railroad Retirement Act; and

WHEREAS, The surviving spouse(s) and dependent(s) of a Maintenance of Way railroad worker that are not covered by continuation of the negotiated medical coverage; and

WHEREAS, The surviving spouse(s) and dependent(s) who fall under such circumstances are placed in a financial situation whereby they may very well become destitute; and

WHEREAS, This Organization has a history of protecting surviving family members of our Brothers and Sisters; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters encourage the National Division President to do whatever is within his power to obtain benefits for surviving spouse(s) and dependent(s).

RESOLUTION NO. 25

RE: NATIONAL VACATION AGREEMENT

(REAFFIRMED)

WHEREAS, The stress and pressure on Maintenance of Way employees in the workplace has been increasing in recent years; and

WHEREAS, Paid time off for the Maintenance of Way employees has become increasingly important to the membership; and

WHEREAS, The National Vacation Agreement for non-operating employees has not been substantially changed since 1971; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters go on record directing the National Division President and negotiating committee to seek improvements in the National Non-operating Vacation Agreement providing for a decrease in the number of qualifying years for vacation and an increase in the number of vacation days allowed; and, be it further

RESOLVED, That the National Vacation Agreement be amended to provide that an employee working less than his qualifying period will receive vacation on a pro-rated formula based on actual number of days of compensated service in the calendar year.

RESOLUTION NO. 26

RE: ORGANIZING

(REAFFIRMED)

WHEREAS, There are millions of workers in the U.S., Canada and Mexico who suffer abuses by their employers because they are unrepresented; and

WHEREAS, It is the obligation of all good trade unionists to bring the benefits and protections of unionism to the unrepresented workers; and

WHEREAS, The strength of a labor union and thus its ability to deliver improvements in working conditions and standards of living to its members is directly linked to its size and growth potential; and

WHEREAS, The Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters membership's future is directly linked to the long term viability of their Union; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters direct the Organizing Department to put a plan together in accordance with the current National Division Constitution and Bylaws that will result in bringing Union benefits to our unrepresented Brothers and Sisters and result in real growth of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters; and, be it further

RESOLVED, That the National Division President and the Executive Board review and modify said plan and authorize expenditures to meet the goal of bringing the benefits of union representation to the unrepresented and of sustaining real growth of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters.

RESOLUTION NO. 27

RE: NATIONAL TRANSPORTATION STRIKE FOR COLLECTIVE BARGAINING RIGHTS AND JUSTICE FOR TRANSPORTATION WORKERS

(REAFFIRMED)

WHEREAS, The right of American transportation workers to organize unions, bargain collectively and to engage in concerted action is severely restricted, and at times forbidden by the laws of government of the United States and the various judicial and legislative bodies, and that the current imbalance in labor laws which favors organized management needs to be corrected and reversed; and

WHEREAS, This imbalance in labor laws serves to deny workers the right to join unions and further serves to restrict the ability of unions to bargain for our fair share of the tremendous value which we produce; and

WHEREAS, There is a willingness among our elected politicians and judges at all levels of government to function as the servants of organized management and to ensure that the laws function in a manner to preserve and enlarge the wealth of our employers at the expense of our jobs, working conditions and standard of living to the extent that if the present laws are not sufficient to protect the money of organized management, these same political servants will pass new legislation or issue new injunctions to ensure that strikes are broken and that the transfer of the value produced by our labor is continued without interruption into the accounts of our employers; Therefore, be it

RESOLVED, That the Legislative Department draft legislation that will ensure the right of workers to organize and be represented by a union and that this right includes, but is not limited to, card check recognition and the right to submit first contracts to binding arbitration when so requested by the union, the banning of all scabbing and the use of replacement workers, that no worker may be discharged without just cause, repeal of the Taft-Hartley law, criminal sanctions for employers who engage in unfair labor practices and mandatory imprisonment for those individuals who implement such illegal policies, an unrestricted right to strike and other such protections that emerge from our discussions on these topics with our sister organizations; and, be it further

RESOLVED, That this strike be maintained despite any order of any agency or department of the government or the judiciary to the contrary until such time as it is resolved with satisfactory legislation; and, be it further

RESOLVED, That in the event that any court and/or executive agency interprets the law in a manner that conflicts with the clear language of the proposed legislation as interpreted by organized labor or Congress in any way amends or repeals the law without the specific approval of organized labor, that the national transportation strike will resume until the conflict is resolved.

RESOLUTION NO. 28

RE: ORGAN DONOR COVERAGE

(REAFFIRMED)

WHEREAS, Organ, tissue and bone marrow donation is an unselfish act, done in the spirit of true union compassion and solidarity; and

WHEREAS, Our members and families should not have to make material sacrifices when they take this action; and

WHEREAS, Our current health benefit coverage does not include payment for medical care for organ, tissue and bone marrow donation; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record and request the National Division President to take all reasonable steps to make health coverage available to all donors who choose to make organ, tissue and bone marrow donations part of our health coverage.

RESOLUTION NO. 29

RE: SUPPORT FOR RAIL LABOR COALITIONS

(REAFFIRMED)

WHEREAS, The need for greater numbers of union railroad members to unite for a common cause; and

WHEREAS, It is important to make other unions aware of our struggles and the ever present possibility of government intervention when forced to use self help; and

WHEREAS, It has become increasingly important to support labor-friendly candidates for every office from school boards to the United States Presidency; and

WHEREAS, The number of union railroad members has dramatically decreased over the past two decades and this has created a need for more solidarity, cooperation and coordination between crafts at the local level; and

WHEREAS, The need exists to create and display unity for the good of all working people; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record as supporting and encouraging rail labor coalitions so long as they are formed for the good of all rail labor.

RESOLUTION NO. 30

RE: ATTENDANCE OF LODGE MEETINGS

(REAFFIRMED)

WHEREAS, The grassroots members have a strong desire to have an opportunity to communicate directly with our National Division; Therefore, be it

RESOLVED, That the National Division President, Secretary-Treasurer and Vice Presidents attend as many lodge meetings as their schedules permit.

RESOLUTION NO. 31

RE: DISTRIBUTION TO DELEGATES OF PROPOSED RESOLUTIONS

(REAFFIRMED)

WHEREAS, It may be beneficial for the Delegates to review the resolutions the committee did not adopt; Therefore, be it

RESOLVED, That all future National Division Convention resolutions submitted to the Resolutions Committee 45 days prior to the convention will be distributed to the Delegates with the Committee's recommendation upon registration at the convention.

RESOLUTION NO. 32

**RE: FIGHT DISCRIMINATION ON RAILROAD
AND INDUSTRIAL PROPERTIES**

(REAFFIRMED)

WHEREAS, The Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters has an obligation to represent all its members equally; and

WHEREAS, Railroad and industrial properties across the United States have practiced and continue to practice discrimination; and

WHEREAS, Discrimination by the railroads and industries has caused hardship and mental anguish to our members and is designed to divide our members against each other; and

WHEREAS, Several lawsuits against discrimination have been filed on behalf of our Brotherhood members; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record to fight discrimination on railroad and industrial properties across the United States with all of the commitment of which we are capable, within the context of financially prudent allocation of resources.

RESOLUTION NO. 33

RE: ROLL OF HONOR MERIT AWARDS

(REAFFIRMED)

WHEREAS, The *BMWED Journal* publishes a Roll of Honor indicating merit awards for years of membership in the Brotherhood in 10-year increments; and

WHEREAS, Our Brothers and Sisters take pride in their Union membership; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record that the Roll of Honor Merit Awards continue to be awarded in 10-year increments, by National Division, as follows: At 10 years, a certificate, and thereafter the appropriate Merit Award.

RESOLUTION NO. 34

RE: ELIMINATION OF CAMP CAR/TRAILER LODGING

(REAFFIRMED)

WHEREAS, There are railroads which persist in the archaic and repugnant practice of lodging Maintenance of Way employees in camp cars/trailer facilities; and

WHEREAS, Carriers often choose to locate these lodging facilities in close proximity of live, heavily used main tracks and/or railroad yards and/or highway or street road crossings, thereby greatly inhibiting our members' ability to receive a complete night's rest; and

WHEREAS, These lodging facilities do not provide our members with proper privacy or individual space; and

WHEREAS, These lodging facilities often require our members to stand in line to utilize an insufficient number of shower and washing facilities; and

WHEREAS, These lodging facilities are often not equipped with operating toilets, forcing our members to continually relieve themselves in rented outdoor facilities often in adverse weather conditions; and

WHEREAS, The members of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters who are required to reside in these lodging facilities have often brought to our attention the inequities in being lodged in such a subhuman and obnoxious fashion; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters go on record as requesting the National Division President, National Division Officers, and all parties involved in negotiating with any railroad company, which still utilizes camp car/trailer facilities, to actively pursue agreements which would permanently eliminate the use of camp cars/trailers for lodging our members.

RESOLUTION NO. 35

**RE: LAWS AND REGULATIONS GOVERNING COMPANY PROVIDED
LODGING FACILITIES**

(REAFFIRMED)

WHEREAS, The Norfolk and Southern Railway Company persists in the archaic and repugnant practice of lodging Maintenance of Way employees in camp car/trailer facilities; and

WHEREAS, There are currently federal, state and local laws, regulations and ordinances which can be applied to these type of lodging facilities; and

WHEREAS, These facilities often are located in areas which, because of the high noise levels, greatly affects our members' ability to sleep at night; and

WHEREAS, These facilities are often maintained in an unhealthy, unsanitary and unsafe fashion; and

WHEREAS, The carrier provides meals to our members prepared on site which are reported to be of poor quality, unhealthy, and unappetizing; and

WHEREAS, These facilities normally fail to provide indoor restroom facilities or sufficient sanitation facilities for members required to live in these lodgings; Therefore, be it

RESOLVED, That we now request that the National Division President use all resources at his disposal to ensure that all laws, regulations, and ordinances pertaining to these types of facilities are closely monitored by the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters, and all necessary steps are taken to ensure enforcement thereof; and, be it further

RESOLVED, That the National Division President instruct the Director of Government Affairs and all state legislative directors to actively support and work to establish legislation which would serve to relieve the intolerable living conditions members of the Brotherhood are currently subjected to until such time as the practice of housing our members in these types of facilities has been eliminated; and, be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record as requesting the National Division President, National Division Officers, and all parties involved in negotiating with any railroad company, which still utilizes camp car/trailer facilities, to actively pursue agreements which would permanently eliminate the use of camp cars/trailers for lodging our members.

RESOLUTION NO. 36

RE: CONTRACTING OUT

(REAFFIRMED)

WHEREAS, The unacceptable practice of contracting out has been utilized by many carriers for buildings and rehabilitation projects, which properly should be performed by Maintenance of Way forces, has been one of the most offensive elements in the drastic reduction of our membership; and

WHEREAS, The practice of contracting out has been utilized by many carriers even when they had regular employees available or were in the position to hire additional employees in the Maintenance of Way departments; and

WHEREAS, This unacceptable practice has not only resulted in the decimation of our membership, causing this Brotherhood undue financial strain, but also in the serious deterioration of the railroad right-of-ways, facilities and equipment in the United States, because no attention is paid to tracks, bridges, buildings and work equipment until they are almost unable to be used due to the lack of regular Maintenance of Way forces; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters reaffirm our outraged opposition to this practice which deprives our members of work; and, be it further

RESOLVED, That we empower the National Division President and the IBT General President to explore every conceivable method, including negotiated rules, legal means, legislative bans and all other conceivable means to end this unacceptable practice; and, be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters implore the IBT General President, National Division President, National Division Officers, systems, federations, local lodges and every member to be diligent in our ongoing struggle fighting contracting out of Maintenance of Way work.

RESOLUTION NO. 37

RE: BMWED - IBT ANNUAL SCHOLARSHIP AWARD

(REAFFIRMED AS AMENDED)

WHEREAS, The Brotherhood of Maintenance of Way Employes Division needs to educate members and their dependents to advance its agenda of protecting and preserving the rights of workers; and

WHEREAS, The Brotherhood of Maintenance of Way Employes Division is an aggressive leader in rail labor that is steadfast in its beliefs; and

WHEREAS, The leadership of the Brotherhood of Maintenance of Way Employes Division understands the need for quality education to promote trade unionism; Therefore, be it

RESOLVED, That the Brotherhood of Maintenance of Way Employes Division will maintain a committee that will award annually four (4) scholarships to a member or their dependent, with preference given to those furthering their education in the study of labor-related subjects, which will include but not be limited to technical, trade and vocational schools; and, be it further

RESOLVED, That the committee will establish and revise as necessary the criteria for the awarding of an annual BMWED scholarship; and, be it further

RESOLVED, That the Delegates to the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division approve the funding necessary to award such annual BMWED scholarship; and, be it further

RESOLVED, That the Delegates to the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division direct the National Division Executive Board to approve the funding necessary to continue the BMWED Scholarship program, and each scholarship shall be awarded annually to a BMWED member or dependent, with preference given to those applicants furthering their education in the study of labor-related subjects. Each annual scholarship shall be in the amount of \$4,000.00.

RESOLUTION NO. 38

**RE: BMWED - IBT SUPPORT OF LONG-TERM VIABILITY OF
AMTRAK**

(REAFFIRMED)

WHEREAS, The future of Amtrak is uncertain and to a great extent many influences within the federal government, railroad and private industry have initiated policy that is detrimental to all of the workers in the many unions represented at Amtrak; and

WHEREAS, The Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters is a substantial part of the workforce affected and has worked diligently to oppose any policy that adversely affects its members; and

WHEREAS, The effects of drastic changes in the structure of the company, train routes or congressional mandates pertaining to labor could further devastate Amtrak and its workers, adversely affect other workers in the railroad industry, and jeopardize the stability of the Railroad Retirement system; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters call on the leadership to commit the resources necessary to remain diligent and prevail in the struggle with those whose purpose is to destroy the quality of life and standard of living of the workers on Amtrak.

RESOLUTION NO. 39

RE: RETIREMENT INSURANCE

(REAFFIRMED)

WHEREAS, The type of work performed by BMWED - IBT members is very physical and has led to physical disability and disabling occupational illness; and

WHEREAS, The cost of medical and prescription insurance is so expensive that it is almost unobtainable for our retired or disabled members and their spouses and dependents; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters encourage the National Division President to do whatever is within his power to obtain improved benefits for our retired and disabled members and their spouses and dependents.

RESOLUTION NO. 40

RE: RAILROAD RETIREMENT TIER 2 COLA INCREASES

(REAFFIRMED)

WHEREAS, The railroad retirement system is solvent in the foreseeable future; and

WHEREAS, Railroad workers pay extra for their Tier 2 benefits; and

WHEREAS, Railroad retirees are losing buying power every day; Therefore, be it

RESOLVED, That the National Division to expend every effort to ensure that the Tier 2 benefits of railroad retirees are increased every year by at least the rate of inflation.

RESOLUTION NO. 41

RE: CONSOLIDATION OF SERVICES IN THE RAIL CONFERENCE

(REAFFIRMED)

WHEREAS, The BMWED has merged with the International Brotherhood of Teamsters into the Teamsters Rail Conference; and

WHEREAS, The BLE has merged with the International Brotherhood of Teamsters, into the Teamsters Rail Conference; and

WHEREAS, The membership and officers of the BMWED are reaching maturity in age to the point a large portion of members and officers will be retiring in the next 5 to 10 years and the National Division Officers are on record that a long range plan for BMWED, BLET and the Teamsters Rail Conference needs to be adopted with this in mind; and

WHEREAS, The Delegates to the Fourth BMWED National Division Convention desire unity in the rail industry among all Rail Unions; and

WHEREAS, The Delegates at this Quadrennial Convention foresee additional benefits to be derived from negotiating with the BLET for the purpose of identifying and reducing duplicate services provided by the individual Divisions; Therefore, be it

RESOLVED, The Delegates to this Convention go on record stating unequivocally that we believe many services to our members can be enhanced and accomplished by building the Teamsters Rail Conference into a streamlined efficient conference; and, be it further

RESOLVED, The Delegates assembled here at the Fourth BMWED Convention go on record to instruct the National Division, through its duly elected officers, to make every effort to form a long range plan with BLET that takes into account the attrition rate of both Divisions, merges and/or coordinates departments or services for the purpose of promoting Rail Conference unity and providing better services more efficiently; and, finally be it

RESOLVED, That this resolution be made part of the record of this Convention and a copy forwarded to IBT General President Hoffa, IBT Secretary-Treasurer Hall, Rail Conference Director John Murphy, the principal officers of BLET and to the Teamsters Rail Conference Convention.

RESOLUTION NO. 42

RE: OCCUPATIONAL DISABILITY EARNINGS

(REAFFIRMED AS AMENDED)

WHEREAS, Our injured Brothers and Sisters who have been forced by railway injury to “Occupational Disability” under the Railroad Retirement Act are currently limited in earnings to \$920.00 per month to offset medical costs; and

WHEREAS, Medical cost have gone through the roof, and \$920.00 per month which covers only a fraction of their medical insurance costs; therefore, be it

RESOLVED, That the National Division Legislative Department use all means to change the law to raise the \$920.00 per month to \$1,400.00 per month; and this sum will be adjusted annually by the National Consumer Price Index.

RESOLUTION NO. 43

RE: OSHA STANDARDS

(REAFFIRMED)

WHEREAS, The 7-29-91 Imposed Agreement requires the Carriers to provide washroom facilities sufficiently proportionate for the crew size including tepid water, sanitary soaps [and/or solvents] and toweling adequate for the number of employees; and

WHEREAS, There are no reasonably enforceable provisions to provide for adequate washrooms (toilets) on away from headquarter work; and

WHEREAS, Despite the many efforts made to work with the Carriers to resolve these fundamental humanitarian needs, and where it falls mostly on deaf ears; and

WHEREAS, In an industry worth over \$60 billion per year; and

WHEREAS, We can put an astronaut on the moon, we should be able to have provided to our members these simplest of human needs; Therefore, be it

RESOLVED, That the National Division make it a priority of our Legislative Department to seek implementation of laws or regulations, and/or amendments to laws or regulations, and to provide for extraordinary fines against Carriers who fail to provide these human needs of our traveling members.

RESOLUTION NO. 44

RE: SUPPORT OUR TROOPS, VETERANS AND THEIR FAMILIES

(REAFFIRMED)

WHEREAS, We currently have troops in harm's way throughout the world; and

WHEREAS, Many of our members have family members and friends currently serving in harm's way or have already served; and

WHEREAS, Our troops currently serving and those who served before them deserve the support of all Americans; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record supporting those men and women currently serving in the military and those who have served in the past.

RESOLUTION NO. 45

RE: OBSERVANCE OF MARTIN LUTHER KING, JR. HOLIDAY

(REAFFIRMED)

WHEREAS, The third Monday in January is recognized by the Federal Government and all fifty states as a holiday in honor of Dr. Martin Luther King, Jr.; and

WHEREAS, November 2, 1983, over thirty (30) years ago, President Ronald Reagan signed into law recognizing the third Monday in January as a National Holiday in honor of Dr. Martin Luther King, Jr.; and

WHEREAS, There has been several attempts by the National Division President and the negotiating committee to secure this day as a paid holiday for Maintenance of Way employees; and

WHEREAS, Some thirty (30) years later, Dr. Martin Luther King, Jr. Holiday is not a paid holiday for Maintenance of Way employees; and

WHEREAS, The National Holiday Agreement for Maintenance of Way employees has not truly added a paid holiday since 1983; and

WHEREAS, The Delegates to the Fourth Regular National Division Convention believe in order for Maintenance of Way employees to celebrate the life of Dr. Martin Luther King, Jr. with service to their communities, this issue must be resolved favorably during this round of negotiations; Therefore, be it

RESOLVED, The Delegates to the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters go on record requesting the National Division President and the negotiating committee to use whatever means they deemed necessary in adding Martin Luther King, Jr. Day as a paid holiday to the National Agreement for Maintenance of Way employees.

RESOLUTION NO. 46

RE: PAID TIME FOR UNION ACTIVITIES

(REAFFIRMED)

WHEREAS, Many MOW employees are forced to travel excessive distances for work opportunity; and

WHEREAS, Travel for work makes it impossible for many employees to participate in any union activities; and

WHEREAS, Employees and Unions have the basic right to meet and organize. This excessive travel interferes with that right; Therefore, be it

RESOLVED, That the National Division President will seek to make agreement with the carriers that provides for two hours paid time off per month for union activities, such as attending a sanctioned Union Meeting.

RESOLUTION NO. 47

RE: INSURANCE FOR RETIRED BMWED MEMBERS

(REAFFIRMED)

WHEREAS, BMWED members are required to work until 65 or to 60 with 30 years' service for retirement that does not include full medical benefits; and

WHEREAS, The nature of Maintenance of Way work is such that it takes a heavy physical toll on our members that impacts their health long after they retire; and

WHEREAS, Retired Employees are having to pay increasingly higher premiums for supplemental major medical coverage; Therefore, be it

RESOLVED, That the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters attempt to negotiate to continue employee insurance benefits (GA-23000 or its successor) for all retired BMWED members.

RESOLUTION NO. 48

RE: WORKERS' MEMORIAL DAY

(REAFFIRMED)

WHEREAS, Every year on April 28th the Labor Movement observes Workers' Memorial Day to remember workers who have been killed or injured on the job; and forty-four (44) years ago, Congress passed the Occupational Safety and Health Act that promised every worker the right to a safe work place; and

WHEREAS, Every year more than 10,000 American workers are killed on the job and tens of thousands more are permanently disabled and millions injured and another 100,000 workers die from cancer, lung disease and other diseases related to toxic chemical exposure at work; and concerned Americans are determined to prevent these tragedies by:

1. Organizing Workers' Memorial Day on April 28th, a day chosen by the trade union movement as a day to remember these victims of workplace injuries and disease; and
2. Renewing our efforts to seek stronger safety and health protections, better standards and enforcement and fair and just compensation; and
3. Rededicating our efforts to improving safety and health in every American workplace; and
4. Establishing a Right to Act Law to prevent workplace injury and death; and, therefore, be it

RESOLVED, That all workers stand up and demand that our present laws and funding be maintained to the highest standards to make our workplaces and environments safe; and, be it further

RESOLVED, That the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters does everything within its capacity to make April 28th, Workers' Memorial Day, a success in the United States; and, be it further

RESOLVED, That this convention encourages all affiliates to engage in activities of support in their local communities; and, be it further

RESOLVED, That this convention seeks to make Workers' Memorial Day a national and state holiday.

RESOLUTION NO. 49

RE: PASSENGER RAIL RATE FOR AMTRAK WORKERS

(REAFFIRMED)

WHEREAS, The average rate of pay for passenger rail workers in the United States is on the average 11-15% greater than the rates of pay for Amtrak workers; and

WHEREAS, Amtrak workers build and maintain some of the most complex rail infrastructure found anywhere in the world, usually at night and beside trains traveling over 100 miles per hour. Amtrak workers provide a service that is critical to the well-being and security of the economy, the environment and the American people; and

WHEREAS, Amtrak workers tend to live and work in areas of the United States with the highest cost of living; and

WHEREAS, For the last thirty-five (35) years Amtrak workers have been forced to bargain with a federal government that has been hostile to their rights and legitimate demands for fair treatment. Many times this government attempted to eliminate the Union altogether. This made a fair valuing of Amtrak labor impossible to achieve; and

WHEREAS, During the same period other passenger rail workers often negotiated with state governments that were not hostile to their continued existence and negotiated agreements that provided for, on average, wages that are currently 11-15% greater than those paid on Amtrak; and

WHEREAS, The BMWED has entered into a coalition called the Passenger Rail Labor Bargaining Coalition (PRLBC), with other Unions representing Amtrak workers, whose principle demand is to restore parity in wages between Amtrak workers and other passenger rail workers; Therefore, be it

RESOLVED, That this Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters go on record endorsing the PRLBC, and their demand for wage parity for Amtrak workers, and offer every assistance possible to ensure the success of the PRLBC.

RESOLUTION NO. 50

**RE: STOP RAILROAD MANAGEMENT'S ILLEGAL HARASSMENT
OF INJURED WORKERS**

(REAFFIRMED AS AMENDED)

WHEREAS, The railroad industry has a policy of systematically harassing, terrorizing and intimidating workers and their families who become injured while on the job; and

WHEREAS, The railroad industry claims to have one of the best injury records but these injury reports are false because management systematically engages in practices that makes workers afraid to report their injuries; and

WHEREAS, The actions and practices of railroad management with respect to their injured workers are illegal and deplorable and must be corrected; Therefore, be it

RESOLVED, That this Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters go on record condemning railroad management for these policies of harassment and intimidation and that all efforts and resources be expended to bring these practices to a swift end and managers specifically responsible for the intimidation and harassment be held personally responsible; and, be it further

RESOLVED, That a copy of this resolution shall be printed in the BMWED Journal with an article about the problem along with the BMWED's efforts to stop the harassment and that various government agencies responsible for safety enforcement be provided a copy of this resolution; and, be it further

RESOLVED, That a copy of this resolution shall be sent to the President, CEO, Board of Directors and senior management of all railroads.

RESOLUTION NO. 51

RE: CORRECT WAGE INEQUITIES ON NORFOLK SOUTHERN

(REAFFIRMED)

WHEREAS, On Norfolk Southern Railroad (NS), BMWED workers receive different rates of pay for performing the same work and working in the same job classification; and

WHEREAS, The basic premise of any trade union organization is equal pay for equal work; and

WHEREAS, Despite repeated attempts by the BMWED to negotiate a fair resolution of this problem with NS management, they continue to insist on this unfair system of compensation; and

WHEREAS, National Division President Simpson has stated that this issue must be resolved; Therefore, be it

RESOLVED, That this Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters go on record supporting this demand to bring wage equality to the NS members of the BMWED and applaud the efforts of President Simpson for his leadership on this issue.

RESOLUTION NO. 52

**RE: UNIFORM APPLICATION OF RANDOM
DRUG AND ALCOHOL REGULATIONS**

(REAFFIRMED)

WHEREAS, Section 412 of the Railroad Safety Improvement Act of 2008 (RSIA) mandates random drug and alcohol testing for all employees of railroad carriers and contractors and subcontractors to railroad carriers who perform maintenance-of-way activities; and

WHEREAS, Section 412 of the RSIA is unambiguous in its intent to cover all railroad employees, including members of the Brotherhood of Maintenance of Way Employes Division (BMWED), who perform maintenance-of-way activities for railroad carriers; and

WHEREAS, Section 412 of the RSIA is equally unambiguous in its intent to cover all contractors and subcontractors who perform maintenance-of-way activities for railroad carriers regardless of contractor size or union representation; and

WHEREAS, The risks and dangers of alcohol and drug use in the railroad workplace are identical for railroad employees and contractor/subcontractor employees performing maintenance-of-way activities; and

WHEREAS, There are thousands of railroad contractors and subcontractors performing maintenance-of-way activities each day on Class 1, Class 2, and Class 3 railroads and passenger railroads nationwide; and

WHEREAS, The dangers and risks inherent to maintenance-of-way activities are identical whether performed by railroad employees or railroad contractors/subcontractors; and

WHEREAS, Railroad contractors and subcontractors perform maintenance-of-way activities on and adjacent to live tracks, often working side-by-side with BMWED-represented railroad employees; and

WHEREAS, The Brotherhood of Maintenance of Way Employes Division of the Teamster Rail Conference supports a drug and alcohol free railroad workplace; Therefore, be it

RESOLVED, That the BMWED and the Teamster Rail Conference will exercise every legislative, political, regulatory and legal means to assure that random drug and alcohol testing laws are uniformly applied to all employees of railroad carriers and contractors or subcontractors to railroad carriers who perform maintenance-of-way activities; and, be it further

RESOLVED, That the BMWED will exercise its right to engage in any concerted activity necessary to compel a uniform application of the law for the protection of our members, members of our sister rail unions, contractor employees, and the communities served by rail; and, be it finally

RESOLVED, That a copy of this Resolution be forwarded to the Secretary of Transportation, the Chairperson and Ranking Member of the House Transportation and Infrastructure Committee, and the FRA Administrator.

RESOLUTION NO. 53

RE: REPEAL OF TAFT-HARTLEY ACT

(REAFFIRMED)

WHEREAS, The American working class has been oppressed for decades by an anti-Union law; and

WHEREAS, The Brotherhood of Maintenance of Way Employes Division and our International body, The Brotherhood of Teamsters have long demonstrated the commitment and the ability to stand up for their members and all working people; and

WHEREAS, We as a Labor Organization have many tools and resources available to us in our endeavors to advance the American Labor Movement; and

WHEREAS, The working class has advanced in many aspects through the legislative efforts of trade Unions; and

WHEREAS, Closed shop agreements have proven to be very beneficial to our Union and as “right to work” provisions have had very detrimental effects on our Union; Therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters implore the President of the BMWED and all National Division Officers to use whatever measures that are needed to repeal the Taft-Hartley Act.

RESOLUTION NO. 54

RE: CONTINUING THE FIGHT FOR HEALTH CARE JUSTICE: WE NEED SINGLE PAYER WITH MEDICARE FOR ALL

(REAFFIRMED AS AMENDED)

WHEREAS, Healthcare in the United States remains a national disgrace with the highest costs in the world, ranking 28th in infant mortality and 24th in life expectancy with nearly 50 million Americans having no coverage at all and millions more having such meager coverage that a single major medical event will push them into bankruptcy; and

WHEREAS, For Unions, these high costs have helped to sustain a climate of concessionary bargaining, pushing down wages, causing bitter strikes and lockouts, government imposition of agreements, triggering attacks on public sector workers and retirees and shifting more and more of the costs onto the backs of the workers; and

WHEREAS, We in the United States spend approximately twice as much of our gross domestic product as other developed nations on health care, we remain the only country without universal coverage. Our problem worsens each year as insurance costs increase and as gradual solutions have failed to make a dent in the problem; and

WHEREAS, The United States health system continues to treat health care as a commodity distributed according to the ability to pay, rather than as a social service to be distributed according to need. Insurance companies and HMOs compete not by increasing quality or lowering costs, but by avoiding covering those whose needs are greatest; and

WHEREAS, The Affordable Care Act (ACA) has been supported as a preliminary step because it will improve access to healthcare for millions of Americans but, under the ACA, up to 30 million will remain uninsured and profit will continue to drive healthcare policy; and

WHEREAS, The ACA will pose significant challenges to our unions' ability to negotiate decent coverage for their members and families by increasing 'race to the bottom' pressures through tiered benefits and the so-called "Cadillac" excise tax and undermining the ability of union sponsored multi-employer plans - long recognized as providing the gold standard of healthcare for America's workers - to compete with nonunion employers and to continue to provide decent benefits to low wage, part time and seasonal workers; and

WHEREAS, A single payer, Medicare for All healthcare program would be a powerful alternative to the austerity policies being foisted upon America's workers because economists have determined that the entire federal deficit would be eliminated if the United States spent per capita on healthcare what other industrialized nation that treats healthcare as human right spends; and

WHEREAS, Congressman Keith Ellison (D-MI), joined by 121 co-sponsors in the 115th Congress, has introduced HR 676, Expanded and Improved Medicare for All Act. A similar bill sponsored by Senator Bernie Sanders with 17 co-sponsors is being put forward in the Senate. This single payer health care program proposes an effective mechanism for controlling skyrocketing health costs while covering all 50 million uninsured Americans. The bill also restores free choice of physicians to patients and provides comprehensive prescription drug coverage to all; and

WHEREAS, HR 676 would save billions annually by eliminating the high overhead and profits of the private health insurance system and HMOs. The transition to national health care would apply the savings from administration and profits to expanded and improved coverage for all. HR 676 will also save Medicare from those who seek to cut its benefits or destroy it entirely. Therefore,

BE IT RESOLVED, That this Fourth National Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters wholeheartedly go on record of endorsing HR 676 and work with other Unions and community groups to build a groundswell of popular support and action for single payer universal health care and HR 676 until we make what is morally right for our nation into what is also politically possible; and

BE IT FURTHER RESOLVED, That this Fourth National Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters will send a copy of this resolution to Congressman Ellison, to all members of the United States House and Senate and to President Hoffa and the International Executive Board; and

BE IT FURTHER RESOLVED, That this Fourth National Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters offer education and training on this issue to all National Division officers and Staff, Federation and System Officers and make this training available for all other internal education programs of the National Division; and

BE IT FURTHER RESOLVED, That this Fourth National Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters continue to join the Labor Campaign for Single Payer and applaud President Simpson for his leadership role in this important movement on the Board of Directors and continue to assign representatives of the National Division to support and coordinate the work of Labor Campaign for Single Payer in general and specifically within the Rail Labor movement.

RESOLUTION NO. 55

**RE: SENIORITY RETENTION, EXERCISING SENIORITY RIGHTS AND
HEALTHCARE FOR CARRIER EXEMPT EMPLOYEES**

(REAFFIRMED)

WHEREAS, Employees who choose to go to carrier exempt positions and pay a seniority retention fee not only retain seniority, they also accumulate seniority; and

WHEREAS, These employees also have opportunity to gain seniority in ranks on rosters which they did not possess such seniority when first becoming an exempt employee; and

WHEREAS, These employees often return to the scheduled ranks prior to retirement solely to qualify for GA-46000 Plan insurance; and

WHEREAS, These employees at times are dismissed from their exempt position and subsequently return to a scheduled position; Therefore, be it

RESOLVED, That the National Division and all systems and federations will work to obtain the following language in collective bargaining agreements:

Future Exempt Employees

“Employees who accept assignment to exempt positions shall have the choice to either: 1) pay a seniority retention fee and have their seniority frozen at such date of accepting the assignment to the exempt position; or 2) not pay the seniority retention fee and forfeit all seniority within the maintenance of way seniority rosters.”

Current Exempt Employees

“Existing exempt employees who agree to pay the seniority retention fee will have their seniority frozen on the effective date of this agreement. However, if the existing exempt employees do not pay their seniority retention fee, they forfeit all seniority within the maintenance of way seniority rosters.”

Exempt Employees Dismissed By the Carrier

“If an exempt employee, who retains seniority within the maintenance of way seniority roster, is dismissed from service of the carrier, he/she will not be permitted to exercise seniority back into the maintenance of way department. However, if an exempt employee, who has retained seniority by paying a seniority retention fee, resigns from their exempt position, he/she may exercise seniority back into the maintenance of way department.”

Healthcare for Returning Carrier Exempt Employees

“If an exempt employee exercises seniority back into the maintenance of way department with less than 36 months until retirement, the carrier must pay employee health care payments into our Healthcare Fund until the employee reaches age 65.”

RESOLUTION NO. 56

RE: STOP THE HI-JACKING OF OUR REPUBLIC - DEFEND THE RIGHT TO VOTE OF ALL CITIZENS – STOP GERRY-MANDERING, GIFT GIVING AND VOTER SUPPRESSION

(ADOPTED)

WHEREAS, In many states the political system is so badly rigged to favor the powerful by a process known as gerrymandering that the citizen's vote is rendered meaningless and this outrageous process has been shown to be corrected in states that have non-partisan citizen panels that design the voting districts; and

WHEREAS, In ten states the giving of unlimited gifts to politicians is allowed by state law and this legalized bribery has created a situation in which politicians do the business of the gift givers and not the business of the people and this has been shown to be corrected by making gift giving illegal; and

WHEREAS, In many states the voter registration process is unduly complicated and this has left millions of voters disenfranchised and this has been shown to be corrected in states that have adopted automatic voter registration processes; and

WHEREAS, There is a concerted effort to suppress the right to vote by the right wing and undemocratic forces in American politics and this practice must be stopped; and

WHEREAS, These practices are being resisted and challenged by citizens who are often led by non-partisan religious, civic and labor organizations who have come together to demand that every citizen's vote be a meaningful vote and that all citizens who have the right to vote be able to exercise this right in an unfettered fashion; and

WHEREAS, There is a strong non-partisan citizen democracy movement emerging in the United States of America which is demanding that all American citizens have an equal right to vote that seeks fair election districts, an end to legalized bribery, establishing an automatic voter registration process and ending voter suppression policies. This movement has lobbied, demonstrated and engaged in acts of civil disobedience to promote legislation sponsored by both Republicans and Democrats which seek to restore democracy to our Republic; and

WHEREAS, Our Union strongly encourages our members to be involved in the electoral and political process but in many States today that involvement is marginalized by this legal corruption and until this is corrected the efforts of our union and members in the political process will be significantly less effective,

THEREFORE BE IT RESOLVED, That this Fourth National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of

Teamsters go on record to form an alliance with all organizations regardless of political affiliation and offer nonpartisan support to end gerrymandering, legal gift giving, voter suppression and support automatic voter registration, and that we support this movement with financial, organizational and lobbying assistance. Furthermore this Convention urges National Division organizers and officers, System and Lodge officers and members to participate in the lobbying, demonstrations and civil disobedience designed to end this corruption and attack on our Republic.

RESOLUTION NO. 57

RE: BMWED WOMEN'S COMMITTEE

(ADOPTED AS AMENDED)

WHEREAS, The Brotherhood of Maintenance of Way Employes Division has women working on various railroads in different classes and sub-departments across the Nation and more and more women are working these good, union jobs for the same reasons that the men are working these jobs and that is to provide for their families and enjoy the job protections that a trade union offers; and

WHEREAS, In 2006 the BMWED Women's Committee was formed by our Sisters in every effort to encourage our Sisters to become active members within their Local Lodges and to assist them through education to gain confidence needed to seek out leadership positions; and

WHEREAS, Through education and mentoring we can provide our Brothers and Sisters with a better understanding of the problems women face daily while working on the railroad and assist in educating our Sisters and Brothers on legislative issues that affect women and working families in their everyday life; and

WHEREAS, By voluntary contributions our women members have been able to assist members in situations such as donations for hotel rooms, meals, etc. while in the hospital or in recovery, provided donations for flood and hurricane victims, provided donations for those who have lost their homes in fires, have organized fund raisers for members diagnosed with cancer or other illnesses, purchased a headstone for one of our Brothers whose family could not afford to purchase one, and sent a donation to a Brother whose son was fatally injured in an ATV accident; and

WHEREAS, Our women members have participated in giving back to the community in projects such as Habitat for Humanity Projects, teamed up with elementary school students to provide over 30 care packages to the men and women serving our country in the military and participate in sending women to the IBT Women's Conferences on a yearly basis to educate them on our work and duties as women while working on a railroad.

BE IT RESOLVED, That the Fourth National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters call for the support of the independent committee of union women workers with the following mission statement:

"Our mission is to create a network of active union sisters to provide avenues for our women members to address issues related specifically to

their needs as women workers in non-traditional jobs. Because our women workers work in relative isolation from one another, it is our goal to provide them with regular opportunities to come together for meetings. We will provide communication, education, strategy and a support system to advocate for equality and economic security for our sisters and their families, as well as promoting a quality work environment. We believe that we are committed to supporting the safety and health of our women members which includes a zero tolerance for all sexual harassment behaviors. Sexual harassment is an offensive working condition which can lead to serious physical and emotional health and safety problems. We will further engage to promote social, economic and political justice within our workplace, our communities, our nation and within our Union.”

BE IT FURTHER RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters **support the BMWED Women’s Committee** to encourage women members to unite for the purpose of addressing their concerns and issues, promote women involvement and recognition within their Local Lodges, Systems or Federations and National Division in an effort to strengthen solidarity within our union.

RESOLUTION NO. 58

RE: INTERNAL ORGANIZING

(ADOPTED)

WHEREAS, Nearly four years ago, our National Division Officers took a hard look and made an honest assessment of the state of this Union. Understanding that many of our members did not value our Union, as we sometimes failed to communicate how being organized enabled us to win and maintain the level of wages and benefits that have been lost by much of the American working class, they decided to act. Rather than passively worrying about how we might hold up if we lost the right to have the union shop, or wondering if we could hold an effective picket line if needed, our leadership decided that we needed to change the Union's relationship to our rank-and-file. They decided that we would have to 'organize the organized', just as if we were organizing for the first time, in a unionizing drive on a new property. With the help of seasoned trade union organizers, President Simpson created a committee of national Officers and executive staff to draw up a strategic plan, and put it in motion. This was how the Communication Action Team (CAT) was born; and

WHEREAS, Organizing involves the creation of networks of volunteers, communicating with their fellow workers, and asking them to act together for our common betterment. Outreach to rank-and-file members told us that they wanted better communication with their elected officers, a deeper engagement with the Union at the worksites, at Local Lodges, and with their System Divisions and Federations. So, central to CAT organizing are these goals: strengthen communication with BMWED members; promote member involvement in BMWED activities; build visible member support for national bargaining goals; and build a culture of solidarity at worksites, all leading to a deeper identification by our members with their union; and

WHEREAS, The new CAT conducted a survey of our membership regarding negotiation priorities, with freight members telling us that preserving and defending our healthcare is the most important, with Amtrak members in high-cost parts of the United States saying wages are issue number one. Our CAT team organized national "Healthcare NOT Wealthcare" sticker-up days, both to communicate to the carriers our resolve, and build our internal networks. Next, we petitioned the railroad CEOs, insisting that our healthcare benefits be preserved. CAT upped the ante again, with a national day of rallies in May 2017, again showing our resolve to preserve our healthcare, which had emerged as the main target of the freight railroads' attack in national bargaining. In late 2017, targeted informational picketing, organized by the CAT, demonstrated that BMWED members are willing and able to engage in selective strikes, targeting critical supply chains, should national negotiations proceed to a "self-help" phase. And all along, we've been joining with members of other rail unions to create an all-crafts rank-and-file culture, to breathe new life into the old union slogan, "An injury to one is an injury to all"; and

WHEREAS, When the CAT started, new volunteers heard a presentation on “The Crisis We Confront”. The crisis is worse today; and

WHEREAS, This year, the Supreme Court of the United States decided to revisit an issue that it had decided just months earlier, after President Trump’s appointment of a new justice to a slot left vacant for over a year. The Court will likely decide to reverse a legal precedent that goes back nearly forty years, strip power from state governments, and declare the union shop illegal in the public sector. Although passenger rail operations like Amtrak, Metra, SEPTA and others are all covered by the Railway Labor Act, we can expect the anti-union forces to file cases to stretch the meaning of ‘public employees,’ to prohibit the union shop on all those passenger operations where BMWED members work. They won’t stop there. Railroads and airlines are among the last of the heavily unionized industries. We know that the anti-labor forces were already well advanced in pushing a Railway Labor Act case that would ask the Supreme Court to bar the union shop in those industries. We must assume that they will try it again, egged on by the justices who have invited them to bring such a case; and

WHEREAS, These attacks on union shop are calculated to deprive us of the resources we need to operate in what is the most political collective-bargaining environment in the private sector, and just as the freight rail carriers gear up for the opening of 2020 labor negotiations, intending to use technology and automation to shrink train crew sizes by one half. Along the way, they will try to make the operating crafts give up wage and benefit concessions to slow the loss of their membership, and they will turn around and claim those concessions are ‘pattern settlements’ that must apply to the maintenance of way employees and all other crafts. As rail employment falls, we can also expect new battles over the funding for our Railroad Retirement system. Rail labor will be under the sort of pressures that we’ve not seen in a generation; and

WHEREAS, We cannot count on the courts or politicians to preserve our jobs, wages, benefits, working conditions or retirement. To save our middle-class wages and benefits and protect our retirement, we will need to mobilize are one greatest asset: our membership, who can strengthen our hand in collective-bargaining, and make the politicians listen to us. CAT has begun the transformation of this union. Organization will be the key. It is not time to throw away the progress that we’ve made, but to build on it and to strengthen ourselves to meet the new threats; Therefore, be it

RESOLVED, This Fourth Regular Convention of the National Division of the Brotherhood of Maintenance of Way Employes Division goes on record as pledging our full support and needed resources to the Communication Action Team, to help prepare us to take on the carriers and the anti-union corporate forces that would steal from us the gains won through 131 years of struggle.

RESOLUTION NO. 59

RE: RETIREE ASSOCIATION

(ADOPTED AS AMENDED)

WHEREAS, The BMWED has a great many members retiring or already retired after long and proud participation in BMWED member functions; and

WHEREAS, The BMWED continues to work on behalf of retiree issues on healthcare, railroad retirement, and legislative issues nationally and state by state; and

WHEREAS, Many BMWED retirees desire to remain active in union issues that affect themselves, their fellow retirees and future retirees; and

WHEREAS, The BMWED would benefit from tapping the resources of retired members across the nation on politics, safety, and quality of life when taking public action, Therefore be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employees of the International Brotherhood of Teamsters direct the National Division President to form a National BMWED Retiree Association and encourage every retiree both current and future to join and participate in said association through retirement correspondence, publication on the National Division Website, Facebook Page and other electronic forums as well as the Journal. Further be it

RESOLVED, That a database be kept current with all BMWED Retiree Association members contact information as reported to National Division for the purpose of rallying support of common causes, gathering historical information on specific issues, and supporting similar organizations concerned with railroad and retirement issues included but not limited to; National Association of Retired & Veteran Railway Employee's, Inc. (NARVRE), etc.

RESOLUTION NO. 60

**RE: QUALITY OF LIFE FOR MEMBERS IN HIGH COST OF LIVING
REGIONS**

(ADOPTED AS AMENDED)

WHEREAS, The rising Cost of Living in several Metro-areas and their surrounding communities combined with wage increases that are much less, BMWED Members in these areas have had their Quality of Life diminished; and

WHEREAS, There have been high numbers of resignations from both Senior and Junior members seeking higher wages from other employers, transfers to other crafts seeking higher wages, and relocations within Seniority Districts and out seeking regions with lower cost of living. The loss of these members puts a strain on the areas they vacate and displace members where they relocate; and

WHEREAS, Members have also been working more hours to just meet ways to continue standard levels of living. Some members have taken to secondary employment to make ends meet within households. These conditions are detrimental to the Members work life and family life; Therefore be it

RESOLVED, BMWED will seek a permanent agreement with the Carriers to raise the income of members in regions with a Higher Cost of Living, equalizing the Quality of Life employees receive across the Nation regardless of their Cost of Living. There have been similar agreements in the past but they have been temporary and inconsistent across the system; Further be it

RESOLVED, BMWED will also institute an official committee to research, study, and oversee regions experiencing Cost of Living Situations detrimental to the BMWED and its members. This committee will also make recommendations on actions to be taken by BMWED in negotiations with the Carriers or within the BMWED itself to aid members in these regions.

RESOLUTION NO. 61

(ADOPTED)

RE: RESOLUTION IN SUPPORT OF RAIL UNION UNITY

WHEREAS, Railroad workers and their craft unions have been divided and separated from each other for decades; and

WHEREAS, The leadership of various rail crafts over that same time period have purposefully and dishonestly withheld information or selectively distributed partial information to their members with the intention of deceit or malevolence; and

WHEREAS, The International Brotherhood of Teamsters (IBT) Teamster Rail Conference consisting of two affiliates - The Brotherhood of Locomotive Engineers (BLET) and the Brotherhood of Maintenance of Way Employes Division (BMWED) can provide leadership and direction in the effort to build rail labor unity and solidarity, rather than fragmentation and division; and

WHEREAS, The BMWED having already established and allowed for the opportunity of unifying the rank and file of all rail crafts by establishing all-rail craft coalitions with intent of forming a unified membership leading to a single bargaining coalition; therefore, be it

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters demand the continued support of the Communication Action Team (CAT) charged with the duty of organizing and supporting the rank and file by the leadership within the BMWED, with the goal of forging a unified coalition; be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters condemn any efforts by the leadership of any rail craft union that would seek to silence, stifle, or otherwise hinder the rank and file of any rail craft union from being informed or attempting to build unity and solidarity with the rank and file of any other rail craft union; be it further

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters urge all members of every rail craft union to demand of their leadership the signing of a legally binding power of attorney creating a single bargaining coalition for the upcoming round of collective bargaining negotiations with the intent of negotiating a non-concessionary contract where no rail craft union can be left out or behind; be it finally

RESOLVED, That the Delegates of the Fourth Regular National Division Convention of the Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of

Teamsters encourage the rank and file of all craft unions to stand together and make their voice heard by demanding a show of solidarity of their own members and leadership by adopting similar resolutions at all levels of their rail craft union, including at their national and international conventions.

Subject	Art.	Sec.	Page
-A-			
Abandonment of System Divisions or Federations	XIX		22
AFL-CIO			
Affiliation with	XVIII		17
Conventions of, Delegates	XVIII		17
Conventions of, President	XVIII		17
Delegates to AFL-CIO	XVIII		17
Agency Fee Payer	XV		5
Agreements			
Collective Bargaining, Adoption of by Approval of President	III		16
Collective Bargaining, Inauguration of Movement, National Association	XIX		14
Collective Bargaining, Rights to Copies of	XIX		15
Collective Bargaining, Violation of	XIX		10
National Division Employees	VII		4
National	XIX		14
National and Regional	III		16
National, Distribution of, President	III		16
National, Ratification of	XIX		14
System Divisions or Federations, Negotiations and Adoption of,			
Approval by President	XIX		9
Union Shop, Violation of by Member, Citation	XV		5
Allowances, Expenses and Salaries, Officers, Local Lodge	XVIII		12
Amendments or Changes in Bylaws			
Bylaws	XX		1
Printed in Journal	XX		1
Submission to Committee, prior to Convention	XX		2
Appeal Board	IX		1
Decisions on Matters of Appeal, from Local Lodges	III		2
from System Divisions or Federations	III		2
Application			
for Membership, New Members	XV		2
for Unemployment Card	XVI		2
Forms, Membership Request	XV		2
Application for Charters			
Local Lodge	XVIII		1
Appointed Positions	III		5
President's Department	III		4
Secretary-Treasurer's Department	V		11
Assessments, Dues, Fees and Revenue			
National Division	XV		3
System Divisions or Federations	XV		3
Assessments			
Levy of - Secretary-Treasurer	V		8
Receipts - Secretary-Treasurer	V		2
Special - by Executive Board	VI		10
Special - to Finance Strikes	XIX		18
Local Lodge by National Division – President's Approval	XVIII		5
Assignment of Members-			
Local Lodges	XVII		2
Assignment of Territories-			
Vice Presidents	IV		2
Assistant State Legislative Director	XII		15
Associations			
National - Establishment of	XIX		14
Regional - Establishment of	XIX		14
Audit - of Books and Accounts of any National Division Officer, System Division or Federation or Local Lodge by Secretary-Treasurer	V		12
Audit Reports			
Furnishing of	VI		8
National Division - Available for Inspection	V		3

Subject	Art.	Sec.	Page
Audits and Financial Reports –			
Local Lodges	XVIII	8	
Audits - Quarterly at Headquarters by CPA's	VI	8	
Auditors			
National Division - Salaries of	V	11	
Traveling - Employment of by Secretary-Treasurer	V	10	
Traveling - Qualifications of	V	10	
Authority and Duties of Officers			
Local Lodges	XVIII	13	
System Divisions or Federations	XIX	6	
of the Executive Board	VI	5	
of the President	III	17	
of the BMWED	I	4	
of the Trustees	VI	11	
Authority			
Vested in National Division between Conventions	I	3	
Authority and Power			
Executive Board, National Division President, Secretary-Treasurer, Vice Presidents - Interim	VI	5	
Authorization			
of Legal Services	X	1	
of National Strikes	XIX	16	
of System Strikes	XIX	13	
-B-			
Backdated Dues Payments	V	15	
Ballots			
Convention - Preservation of	I	4	
Beneficiary			
Death Benefits	XIII	10	
BMWED and IBT Merger Agreement			
National Division	I	2	
Officers	I	3	
Vacancy in a National Division	I	7(b)	
Fiscal Year of National Division	I	12	
Board of Trustees - or Executive Board			
Salary, Method of Payment	VII	3	
Bonds			
National Division Officers, Organizers and Representatives	XIV	1	
Local Lodge Officers, Organizers and Representatives	XIV	3	
Books and Papers of National Division Officers			
Access of by Executive Board	VI	8	
Books			
Death Benefit Department	XIII	2	
Books, Monies and Documents of the BMWED			
Deliver to Successor by Secretary-Treasurer	V	9	
Books of the BMWED			
Secretary-Treasurer	V	1	
Bylaws - National Division			
Amendments to	XX	1	
Interpretation of	III	2	
Bylaws - System Divisions or Federations			
Subject to Approval of National Division President	II	1	

-C-

Call

Subject	Art.	Sec.	Page
Presidential, of Executive Board	VI	7	
Calling Special Conventions			
President	I	8	
Calls to Fill Vacancies			
National Division President or Secretary-Treasurer	I	7	
Other National Division Offices	I	7	
Campaign Literature			
National Division Office, Distribution of	I	4	
Cancellation of Surety Bonds			
President	III	9	
Secretary-Treasurer	V	16	
Candidate			
National Division Office, Rights	I	4	
Cards			
Life Membership	XVI	4	
Retiree	XVII	4	
Transfer, Local Lodges	XVII	3	
Unemployment	XVI	2	
Withdrawal	XVII	4	
Charges and Trials			
of National Division Officers	VIII	1	
Local Lodges	XVIII	16	
System Divisions or Federations	XIX	21	
Charters			
Local Lodge, Application For	XVIII	1	
Revoke by President	III	8	
Check Stubs			
Dues Receipts	XVI	1	
Citation Notice			
Union Shop Agreement, Members, Dues Not Accepted	XV	5	
Union Shop Agreement, Non-Members, Dues Not Accepted	XV	5	
Civil Courts	IX	2	
Civil or Criminal Proceedings			
Fines In, Executive Board	VI	13	
Committees			
Bylaws	III	14	
Convention, Appointment of	III	15	
Credentials Committee, Appointment of	III	14	
Resolutions	III	14	
Reviewing, re: Appealed Death Benefit Claims	XIII	10	
Communications, Department of	XI	1	
Consolidation of System Divisions or Federations	XIX	22	
Constitution and Bylaws, System Divisions and Federations			
Approval by National Division President	II	1	
Governing Laws	XIX	3	
Convening of National Division Officers, General Chairmen, Vice Chairmen, Assistant Chairmen and Secretaries of System Divisions and Federations by President	III	12	
Convention - National Division			
Committees, Appointment of	III	15	
Date	I	5	
Delegates, Ex Officio, National Division Officers	XVIII	14	
Delegates, Ex Officio, System Division or Federation Officers	XVIII	14	
Delegates, Qualifications	XVIII	14	
Delegates to Local Lodges	XVIII	14	
Regular or Special, Assist in Arrangements, Secretary-Treasurer	V	4	
Report of Secretary-Treasurer	V	4	
Site, Selection of	I	5	
Special Call of, President	I	8	
Special, Representation	I	10	
Special, Voting	I	9	
Conventions			

Subject	Art.	Sec.	Page
AFL-CIO, Appointment of Delegates to	XVIII	17	
Legislative Department	XII	3	
System Divisions or Federations	XIX	7	
System Divisions or Federations, Delegates to	XIX	4	
System Divisions or Federations, Delegates to, Local Lodges	XVIII	15	
Credentials			
National Division Convention	XVIII	14	
Credentials of Delegates			
Preservation of, Convention	I	4	
Custody of Property			
Funds, Securities, Papers, Records, Books and Documents,			
Death Benefit Department	XIII	2	
-D-			
Death Benefit Claims			
Proof of Death	XIII	5	
Reviewing Committee	XIII	10	
Death Benefit Department			
Closing Date	XIII	13	
Delinquent Payments, Eligibility, Restrictions and Effect	XIII	6	
Reviewing Committee	XIII	10	
Death Benefit Rights			
Forfeit of	XV	5	
Death Benefits			
Amount of	XIII	3	
Amount of, New or Regional Members, After Age 50	XIII	4	
Beneficiary	XIII	9	
Eligibility of Members	XIII	6	
Expelled Member, Forfeit of	XIII	7	
Forfeit of	XIII	6	
Member Rights, Retiree Membership Card or Unemployment Card	XIII	8	
Payment of	XIII	3	
Reinstatement of	XV	5	
Reinstatement of, Retired Members	XV	5	
Reinstatement of, Rights	XIII	6	
Delegates			
AFL-CIO Conventions	XVIII	17	
Ex Officio - National Division Officers	I	6	
Ex Officio, System Division or Federation Officers	XVIII	14	
Qualifications of	XVIII	14	
Local Lodge, Nomination and Election of	XVIII	14	
Votes	I	6	
System Division or Federation Conventions, Election of by Local Lodge	XIX	4	
System Division or Federation Joint Protective Board Meetings or			
Conventions, Election of by Local Lodge	XVIII	15	
Departments, National Division			
Communications	XI	1	
Death Benefit	XIII	1	
Education	XI	1	
Legislative	XII	1	
Organizing	XI	1	
Safety	XI	1	
Strategic Coordination and Research	XI	1	
Disability of President	III	11	
Disbursements and Expenditures of the BMWED, Secretary-Treasurer	V	3	
Dispensation, Initiation Fees, by President	XV	2	
Dispensations	III	3	
Dissolution of Local Lodges	XVIII	2	
Distribution of Campaign Literature for National Division Candidates	I	4	

Subject	Art.	Sec.	Page
Distribution of Initiation Fees	XV	2	
Division Grievance Committees, Establishment of	XIX	1	
Documents, Death Benefit Department	XIII	2	
Documents of the BMWED, Secretary-Treasurer	V	1	
Dues			
Cut Off Date, National Division	XV	3	
National Division, Dues and Assessments	XV	3	
Increase of Local Lodge, Method	XV	4	
Member Delinquent, Union Shop Agreement	XV	5	
Monthly, National Division	XV	3	
Monthly, Local Lodge	XV	3	
Monthly, System Division or Federation	XV	3	
Not Accepted, After Citation Notice, Union Shop Agreement, Member	XV	5	
Odd Cents, System Division or Federation, to Local Lodge	XV	3	
Payment of by Members Not Under Union Shop Agreement	XV	5	
Retired Members	XV	3	
Local Lodge	XV	3	
Local Lodge, Uniform	XV	3	
System Division or Federation, Increase of, Method	XV	4	
System Division or Federation, Uniform	XV	3	
System Division or Federation	XV	3	
Dues and Initiation Fees, Increase of, National Division	XV	4	
Dues, Fees, Revenue and Assessments			
Local Lodge	XVIII	5	
Dues Payments			
Backdated	V	15	
Backdating of	V	16	
Dues Receipts			
Annual	XVI	1	
Check Stubs	XVI	1	
Monthly	XVI	1	
Official Issuance of, Secretary-Treasurer	V	2	
Secretary-Treasurer	V	13	
Duties and Authority of Officers			
Local Lodge	XVIII	13	
Discharge of as Imposed by Applicable Law	V	3	
Executive Board	VI	3	
Legislative Director	XII	8	
Members	XVII	6	
Officers, System Divisions or Federations	XIX	6	
President	III	1	
Secretary, Executive Board	VI	9	
Vice Presidents	IV	1	

-E-

Education Department	XI	1	
Election of			
Delegations to National Division Convention, Local Lodge	XVIII	14	
National Division Officers	I	4	
Legislative Representatives, or Vice	XII	3	
Officers, Executive Board	VI	1	
Officers, System Divisions or Federations	XIX	5	
State Legislative Boards	XII	15	
Eligibility			
Appointed Positions (Auditors)	V	10	
for Retired Members to Participate, Defined	XVII	4	
National Division Organizers and Representatives	III	6	
Members, Death Benefits	XIII	6	
Membership	XVII	1	

Subject	Art.	Sec.	Page
Officers –			
National Division	I	4	
Local Lodge	XVIII	9	
System Divisions or Federations	XIX	5	
Emblems, Use of	XVI	3	
Endorsing State Candidates	XII	12	
Executive Board			
Assessments, Special	VI	10	
Audit Reports	VI	8	
Authority, Additional	VI	14	
Authority of	VI	5	
Books and Papers of National Division Officers, Access to	VI	8	
Duties, Additional	VI	14	
Duties of	VI	3	
Election of Officers	VI	1	
National Division Officers, Accountable to	VI	5	
Meeting Call by President	VI	7	
Meetings of	VI	6	
Members, National Division, Vacancy	I	7	
Members, Regions	I	4	
Policies to be Adopted in the Interim Between Conventions	VI	5	
Quorum	VI	2	
Records of, by Secretary	VI	9	
Report to Convention	VI	4	
Salary	VII	3	
Special Assessments	VI	10	
Trustees	VI	11	
Vacancy of Chairman	VI	9	
Expelled Member, Forfeit of Death Benefits	XIII	7	
Expelled Membership, Notification of	XVII	5	
Expenditures of the BMWED Secretary-Treasurer	V	3	
Expenditures			
Executive Board	VI	12	
Expenses			
National Division Officers or Representatives	VII	5	
Handling Grievances, Who Will Pay	XIX	11	
Salaries, Allowances of Officers, Local Lodges	XVIII	12	

-F-

Federation Officer			
Suspension by President	III	8	
Fees, Assessments, Dues and Revenue			
Increase of	XV	4	
Initiation, Distribution of	XV	2	
Local Lodge	XVIII	5	
Receipts, Secretary-Treasurer	V	2	
Financial and Audit Reports			
Local Lodges	XVIII	8	
Fines			
of Officers or Members of BMWED in Violation of the L.M.R.D.A.	VI	13	
of Members Failing to Comply with Valid Strikes	XIX	17	
Fiscal Year			
National Division and Subordinate Bodies	I	12	
Forfeit of Death Benefits	XIII	6	
Funds			
Candidate for National Division Office	I	4	
Death Benefit Department	XIII	2	
National Division Dues	XV	3	
National Division Secretary-Treasurer	V	1	

Subject	Art.	Sec.	Page
of the BMWED Secretary-Treasurer	V	1	
of the BMWED, Use of to Pay Fines of Officers or Members of	VI	13	
Remit to National Division by System Division or Federation			
Secretary-Treasurers	XV	6	
Remitted by Local Lodge Secretary-Treasurers	XV	7	
State and Provincial Legislative Department, National Division Dues	XV	3	
Surplus of the BMWED, Investment of in Securities, Secretary-Treasurer	V	5	
System Divisions or Federations, Investment and Expenditure of	XIX	8	

-G-

Good Standing			
Extension Due to			
Sickness or Disability	XVI	2	
Legal Strike	XVI	2	
Reduction in Force	XVI	2	
Life Membership	XVI	4	
Maintenance and Meaning of	XVII	7	
Reinstatement	XIII	6	
Governing Laws			
Local Lodges	XVIII	4	
System Division or Federation Joint Protective Boards	XIX	3	
Government			
of Protective Department, System Divisions and Federations	XIX	1	
of Local Lodges	XVIII	4	
Grievance Committees			
Convening of by President	III	8	
Grievances, Adjustment of	XIX	11	

-H-

Hiring Provision	III	4	
------------------	-----	---	--

-I-

IBT Rail Conference	I	1	
Incapacitation			
National Division Officers	I	7	
National Division President	I	7	
Initiation Fees	XV	2	
Initiation Fees, Dispensation of	XV	2	
Insuring of National Division Representatives	III	13	
International Brotherhood of Teamsters	I	1	
Interpretation of Bylaws	III	2	
Investment and Expenditure of Funds			
Local Lodges	XVIII	7	
System Divisions or Federations	XIX	8	

-J-

Joint Protective Boards			
Convening of, by President	III	8	
Establishment of	XIX	1	
Meetings	XIX	7	

Subject	Art.	Sec.	Page
Membership Participation	XIX	2	
Jurisdiction and Supervision			
National Division	II	1	
Local Lodges	XVIII	3	

-L-

Labor-Management Reporting and Disclosure Act, Violation of, Fines	VI	13	
Legal Services, Authorization of	X	1	
Legal Title of All Property of the BMWED	VI	11	
Legislation, State	XII	8	
Legislative Convention	XII	3	
Legislative Representative and Directors	XII	3	
Legislative Department	XI	1	
Levy of Assessments	V	8	
Life Membership Cards	XVI	4	
Life Membership	XVI	4	
Local Lodge			
Affiliation with AFL-CIO	XVIII	17	
Application for Charters and Formation of Lodges	XVIII	1	
Assignment of Members	XVII	2	
Assessments	XVIII	5	
Audits and Financial Reports	XVIII	8	
Authority and Duties of Officers	XVIII	13	
Charges and Trials by	XVIII	16	
Charter, Revoke, by President	III	8	
Convening of by President	III	8	
Delegations, Nomination and Election, National Division Convention	XVIII	14	
System Division or Federation Conventions	XVIII	15	
Dissolution of	XVIII	2	
Dues	XV	3	
Election of Officers			
Retention of Ballots and Records	XVIII	9	
Formation of	XVIII	1	
Funds, Investments and Expenditures of	XVIII	7	
Governing Laws	XVIII	4	
Jurisdiction	XVIII	3	
Local Legislative Representative	XII	3	
Membership Meetings	XVIII	6	
Nomination and Election of Officers	XVIII	9	
Property and Funds of, National Division	XVIII	2	
Quorum	XVIII	6	
Regulation for Government of by National Division	II	2	
Representation and Election of Delegates			
National Division Convention	XVIII	14	
System Division or Federation Joint Protective Boards	XVIII	15	
Salaries, Allowances and Expenses, Officers	XVIII	12	
Secretary-Treasurer, Remittance of Funds	XV	7	
Transfer of Membership	XVII	3	
Vacancy of Office	XVIII	11	
Lodge Records			
Secretary-Treasurer	V	2	
Lodges, New, Outfits for	XV	1	
Loss of Active Membership			
Withdrawal Cards	XVII	4	

-M-

Subject	Art.	Sec.	Page
Maintenance of Good Standing	XVII	7	
Meetings			
Executive Board	VI	6	
Joint Protective Boards and/or Conventions	XIX	7	
Membership, Local Lodges	XVIII	6	
Members			
Assignment of Local Lodges	XVIII	2	
Delinquent in Dues and Assessments, Union Shop Agreement	XV	5	
Deputized by President to Represent Him	III	5	
Duties of	XVII	6	
Forfeit of Death Benefits Rights	XV	5	
Not Under Union Shop Agreement, Payment of Dues	XV	5	
Membership			
Active, Loss of, Withdrawal Cards	XVII	4	
Application for, New Members	XV	2	
Card, Retiree	XVII	4	
Eligibility	XVII	1	
Expelled, Notification of	XVII	5	
Meetings, Local Lodges	XVIII	6	
Participation, Joint Protective Boards	XIX	2	
Privileges of	XVII	8	
Transfer of, Local Lodges	XVII	3	
Merger Agreement			
BMWED and IBT	I	1	
Military Service	XIII	15	
Minutes			
Convention, Preservation of	I	4	
Missing Payments	V	14	
Monies, Books and Documents	V	9	
Monies and Securities	V	5	
Monthly Dues			
National Division	XV	3	
Receipts	XVI	1	
Local Lodge	XV	3	
System Divisions or Federations	XV	3	
Non-Working Rate	XV	3	

-N-

National Agreements, Ratification	XIX	14	
National Division			
Assistance in Adjustment of Grievances	XIX	12	
Audit Reports, Available for Inspection	V	3	
Bylaws, Amendments to	XX	1	
Clerical Forces and Other Employees, Salaries	VII	4	
Consist of	I	3	
Convention	I	5	
Dues and Assessments	XV	3	
Executive Board Members, Vacancies	I	7	
Fiscal Year	I	12	
Funds, Remitted by System Division or Federations	XV	6	
Jurisdiction and Supervision	II	1	
National Division Officers			
Accountable to Executive Board	VI	5	
Nomination and Election of	I	4	
Charges and Trials of	VIII	1	
Delegates - Ex Officio – National Division Conventions	XVIII	14	
Eligibility of	I	4	
Incapacitation of	I	7	
Officers and Personnel - Salaries	VII	1	
Officers or Representatives - Expenses	VII	5	

Subject	Art.	Sec.	Page
Salaries	VII	1	
Suspension of	III	7	
Term of Office	I	4	
Vacancies	I	7	
National Division Organizers			
Appointment of	III	6	
Qualifications of	III	6	
National Division Quorum	I	11	
National Division, Regulations for Government of Local Lodges	II	2	
National Division Representatives, Insured, by President	III	13	
National Division Special Convention, Representation	I	10	
National Division, System Division or Federation Officers, Suspension of by President	III	8	
National Strikes			
Authorization of	XIX	16	
Negotiations	XIX	14	
Adoption of System Division or Federation Collective Bargaining Agreement	XIX	9	
Nomination and Election of			
Delegates, National Division Convention			
Local Lodges	XVIII	14	
Delegates to System Division or Federation Boards, Local Lodges	XVIII	15	
Officers, National Division	I	4	
Officers, Local Lodges	XVIII	9	
Officers, System Divisions or Federations	XIX	5	
Non-Members			
Violation, Union Shop Agreement, Citation Notice	XV	5	
-0-			
Officers			
Authority and Duty of, Local Lodges	XVIII	13	
Election of, Executive Board	VI	1	
Executive Board	VI	1	
National Division, Nomination and Election of	I	4	
Salaries	VII	1	
Nomination and Election, Local Lodges	XVIII	9	
Salaries, Allowances and Expenses, Local Lodges	XVIII	12	
Local Lodge			
Consist of	XVIII	9	
Qualifications of	XVIII	9	
System Divisions or Federations			
Authority and Duty of	XIX	6	
Consist of	XIX	5	
Delegates, Ex Officio to National Division Convention	XVIII	14	
Election of	XIX	5	
Eligibility of	XIX	5	
Term of Office, Local Lodge	XVIII	10	
Vacancy of, Local Lodge	XVIII	11	
Official Dues Receipts			
Annual, Monthly, Check Stubs	XVI	1	
Issuance of, Secretary-Treasurer	V	2	
Organization			
Consist of	I	1	
Organization and Composition			
System Divisions or Federations			
Joint Protective Boards	XIX	1	
Organizers			
National Division, Appointment of	III	6	
Organizing, Department of	XI	1	

Subject	Art.	Sec.	Page
-P-			
Papers and Books of National Division	VI	8	
Papers			
Death Benefit Department	XIII	2	
of the BMWED	V	1	
Participation of Retired Members	XVII	4	
Payment of Death Benefits	XIII	3	
Payment of Dues			
Members Not Under Union Shop Agreement	XV	5	
Payments			
Missing	V	14	
Personal Property of the BMWED	V	1	
Policies Adopted Between Conventions	VI	5	
Preamble			
President, National Division			
Additional Duties	III	17	
Adoption of Collective Bargaining Agreements	III	16	
Appointed Positions	III	5	
Appointment of Committees	III	14	
	III	15	
Approval of			
Agreements, System Divisions or Federations	XIX	9	
Constitution and Bylaws, System Division Officers or			
Representatives	XIX	3	
Expenses of National Division Officers or Representatives	VII	5	
Use of Emblems, Badges or Regalia	XVI	3	
Assignment of			
Vice Presidents	IV	2	
Assistant to	III	5	
Authority of	III	17	
Authorization of			
Legal Services, with Executive Board	X	1	
System Strikes	XIX	13	
Convening of			
Executive Board	VI	7	
National Division Officers, General Chairmen, Vice Chairmen,			
Assistant Chairmen and Secretary-Treasurers of System Divisions			
and Federations	III	12	
Grievance Committees	III	8	
Joint Protective Boards	III	8	
Local Lodges	III	8	
Decide All Controversies Appealed	III	2	
Delegates to			
AFL-CIO - Conventions	XVIII	17	
Deputizing Any Member to Represent Him	III	5	
Disability of	III	11	
Dispensations, Special	III	3	
Duties	III	1	
General Supervision	III	1	
Incapacitation of	I	7	
Interpretation of Bylaws, National Division	III	2	
National Strikes, Authorization of	XIX	16	
Power to Convene	III	8	
Reports	III	1	
Revoke Charter of any Local Lodge	III	8	
Special Conventions, Calling of	I	8	
Strike Benefit Funds, National Division Dues	XV	3	
Strikes			

Subject	Art.	Sec.	Page
National, Authorization of	XIX	16	
System, Authorization of	XIX	13	
Suspension of Any National Division, System Division or Federation			
Officers	III	8	
Unable to Preside at Any Session of National Division	III	11	
Privileges of Members	XVIII	5	
Privileges of Membership	XVII	8	
Proceedings of National Division	V	1	
Property of the BMWED			
Executive Board	VI	11	
Secretary-Treasurer	V	1	

-Q-

Qualifications			
Membership			
Local Lodges	XVIII	5	
Delegates to National Division Convention	XVIII	14	
National Division Organizers	III	6	
Legislative Representatives	XII	6	
Officers			
National Division	I	4	
Local Lodge	XVIII	9	
System Divisions or Federations	XIX	5	
Traveling Auditors	V	10	
Quarterly Audits at Headquarters by CPA's	VI	8	
Quarterly Dues			
Retired Members	XV	3	
Quorum			
Executive Board	VI	2	
Legislative Convention	XII	15	
Local Lodge	XVIII	6	
National Division	I	11	

-R-

Rail Conference, IBT	I	1	
Ratification of National Agreements	XIX	14	
Receipts			
Dues, Fees and Assessments	V	2	
Record of Proceedings of National Division Secretary-Treasurer	V	1	
Records			
BMWED, Secretary-Treasurer	V	1	
Convention, Preservation of	I	4	
Death Benefit Department	XIII	2	
Executive Board	VI	9	
Regional Association			
Consist of	XIX	14	
Establishment of	XIX	14	
Regular or Special Conventions Regulations	V	4	
For Government of Local Lodges by National Division	II	2	
Reinstatement of			
Death Benefits	XV	5	
Death Benefits, Retired Members	XV	5	
Rights, Death Benefits	XIII	6	
Relatives			
Hiring of	II	3	
Remittance Reports			

Subject	Art.	Sec.	Page
Unreasonable Delay	V	16	
Remittances			
by Local Lodge Secretary-Treasurer, When, How and Where Defined	XV	7	
by System Division or Federation Officers, When, How and Where Defined	XIX	6	
Removal of Officers or Representatives by President, Cancellation of Surety Bond	III	9	
Reports			
Audit and Financial, Local Lodges	XVIII	8	
of Bylaws Committee, to Convention	XX	3	
to Convention, Executive Board	VI	4	
Legislative Directors	XII	8	
President	III	1	
Secretary-Treasurer	V	4	
of Superintendent of Death Benefit Department	XIII	12	
Vice President	IV	3	
Representation			
Special Convention, National Division	I	10	
Representation and Election of Delegates to System Division or Federation Joint Protective Board Meetings or Conventions, Local Lodges	XVIII	15	
Representatives			
Legislative, or Vice, Election of Local	XII	3	
Resolution and Credentials Committee			
Appointment of	III	14	
Retention			
of Credentials, Ballots, Minutes and Records Pertaining to Election of National Division Officers	I	4	
Retired Members			
Defined, Concerning Participation	XVII	4	
Forfeit of Death Benefits	XV	5	
Membership Card, Issuance of	XVII	4	
Membership or Unemployment Card, Death Benefit Rights	XIII	9	
National Division Dues	XV	3	
Reinstatement of Death Benefits	XV	5	
Rights of	XVII	4	
Revenue	XV	1	
Reviewing Committee			
Death Benefit Claims	XIII	10	
Revoke			
Charter of Local Lodge by President	III	8	
Rights			
Candidate for National Division Office	I	4	
to Copies of Collective Bargaining Agreements	XIX	15	
Members Holding Unemployment Card	XVI	2	
Member, Military Service, Death Benefit Department	XIII	15	

-S-

Safety, Department of	XI	1	
Salaries			
Appointed Positions			
President	III	4	
Secretary-Treasurer	V	11	
Clerical Forces and Other Employees, National Division	VII	4	
Executive Board or Board of Trustees, Method of Payment	VII	3	
President, Vice President, Secretary-Treasurer, Method of Payment	VII	2	
Salaries, Allowances and Expenses			
Local Lodge Officers	XVIII	12	
Salaries and Expenses			
Legislative Representatives	XII	11	
Secretary-Treasurer			

Subject	Art.	Sec.	Page
Additional Duties	V	18	
Assessments, Levy of	V	8	
Audit of Books and Accounts of Any National Division Officer, System Division or Federation or Local Lodge	V	12	
Auditors, Traveling Employment of	V	10	
Bonds, Provided for	XIV	4	
Books of the BMWED	V	1	
Call, Special Election	I	7	
Charter, Cards, Receipts, Membership and Lodge Records	V	2	
Checks Signed and Countersigned	V	6	
Countersign All Charters, Cards and Certificates of the BMWED	V	2	
Credentials			
Delegates and Ballots, Minutes and Records, Convention, Preservation of	I	4	
National Division Convention	XVIII	14	
Deposit of Monies and Securities of the BMWED	V	5	
Disbursements and Expenditures of the BMWED	V	3	
Discharge Duties Imposed by Applicable Law	V	3	
Documents of the BMWED	V	1	
Dues Payments, Backdated	V	15	
Dues Receipts	V	13	
Expenditures of the BMWED	V	3	
Funds of National Division	V	1	
Issue Official Receipts for Fees, Dues and Assessments	V	2	
Missing Payments	V	14	
Official Circulars	V	7	
Papers of the BMWED	V	1	
Power and Authority with President and Executive Board	VI	5	
President, Vice Presidents, Salaries, Method of Payment	V	2	
Property of the BMWED	V	1	
Record of Proceedings of National Division	V	1	
Record of the BMWED	V	1	
Regular or Special Conventions of National Division	V	4	
Remittance Reports	V	16	
Report to the Convention	V	4	
Local Lodge, Remittance of Funds	XV	7	
Successor	V	9	
Superintendent, Death Benefit Department	XIII	2	
Surplus Funds of the BMWED, Investment of in Securities	V	5	
Surety Bond	V	16	
System Division or Federation Funds Remitted to National Division	XV	6	
Traveling Auditors	V	10	
Unreasonable Delay of Remittance Reports	V	16	
Vacancy, Filling of	I	7	
Sovereign Body, BMWED	I	2	
Special Assessments			
by Executive Board	VI	10	
to Finance Strikes	XIX	18	
State and Provincial Legislative Department Funds			
National Division Dues	XV	3	
Purpose	XII	1	
State Legislative Board and Director	XII	15	
Strike Benefits	XIX	19	
Strikes			
Fines, Violation of	XIX	17	
National, Authorization of	XIX	16	
Special Assessments to Finance	XIX	18	
Strike Calls, Violation of	XIX	17	
Systems, Authorization of	XIX	13	
Unauthorized	XIX	20	
Superintendent			
Death Benefit Department	XIII	1	

Subject	Art.	Sec.	Page
Property, Funds, Securities, Papers, Records, Books and Documents, Custody of	XIII	2	
Reports of Secretary-Treasurer	XIII	12	
Supervision and Jurisdiction National Division	XIII	2	
Supervision, General	II	1	
Surety Bonds	III	1	
Cancellation of by Secretary-Treasurer	V	16	
Coverage Canceled, Removal from Office by President	III	9	
Suspension of National Division Officers	III	7	
System Division or Federation Officers, by President	III	8	
System Divisions or Federations Abandonment of	XIX	22	
Agreements, Adoption of	XIX	9	
Charges and Trials by	XIX	21	
Consolidation of	XIX	22	
Constitution and Bylaws Adoption of and Approval of by President	XIX	3	
Approval by National Division President	II	1	
Convention of	XV	4	
Dues and Assessments Increase of, Method	XV	4	
Monthly	XV	3	
Uniform	XV	3	
Election of Officers, Retention of Records and Ballots	XIX	5	
Funds	XIX	8	
Governing Laws	XIX	3	
Government of Protective Department	XIX	1	
National Division, Jurisdiction Over	II	1	
Joint Protective Boards, Establishment of	XIX	1	
Membership Participation	XIX	2	
Odd Cents, Local Lodge Dues	XV	3	
Officers Authority and Duty of	XIX	6	
Consist of	XIX	5	
Election of	XIX	5	
Eligibility of	XIX	5	
Organization and Composition	XIX	1	
Secretary-Treasurer, Remitting Funds to National Division	XV	6	
Strikes, Authorization of	XIX	13	
Suspension of Officer by President	III	8	

-T-

Teamsters International Brotherhood of	I	1	
Term of Office National Division Officers	I	4	
Local Lodge Officers	XVIII	10	
System Division or Federation Officers	XIX	5	
Title of Property of the BMWED	VI	11	
Transfer Cards Local Lodges	XVII	3	
Transfer of Membership Local Lodges	XVII	3	
Traveling Auditors Employment of by Secretary-Treasurer	V	10	
Qualifications of	V	10	

Subject	Art.	Sec.	Page
Trials, Charges and			
National Division Officers	VIII	1	
Local Lodges	XVIII	16	
System Divisions or Federations	XIX	21	
Trustees			
Authority of	VI	11	
Consist of	VI	11	
Executive Board	VI	11	
Legal Title to All Property of the BMWED	VI	11	

-U-

Unauthorized Strikes	XIX	20	
Unemployment Cards			
Application for	XVI	2	
Entitlement to	XVI	2	
Members Holding, Rights of	XVI	2	
Return to Service, When to Resume Paying Dues	XVI	2	
When Void	XVI	2	
Unemployment, Life Membership Cards, Emblems, Badges and Dues Receipts	XVI	1	
Uniform Dues			
Local Lodges	XV	3	
System Divisions or Federations	XV	3	
Union Shop Agreement			
Members, Delinquent, Dues and Assessments	XV	5	
Non-Members, Violation of, Citation Notice	XV	5	
Violation of, Citation of Members	XV	5	

-V-

Vacancies			
Chairman, Executive Board	VI	9	
National Division Vice Presidents and Executive Board Members	I	7	
Less than Three Months Before National Division Convention	I	7	
President or Secretary-Treasurer, Filling of	I	7	
State or Provincial Legislative Directors	XII	9	
Local Lodge Officers	XVIII	11	
Vice Presidents			
Assignment	IV	2	
Duties	IV	1	
Salaries, Payment of	VII	2	
Regions	I	4	
Reports	IV	3	
Violation of Collective Bargaining Agreements	XIX	10	
Violation of Strike Calls	XIX	17	
Votes			
National Division Convention			
Delegates	I	6	
Delegates, Ex Officio, National Division Officers	I	6	
Voting			
Special Conventions	I	9	

-W-

Wages, Rules and Working Conditions			
Uniform, Deviation from, President	III	8	

Subject	Art.	Sec.	Page
Withdrawal Cards	XVII	4	
Issuance of	XVII	4	
Loss of Active Membership	XVII	4	

MERGER AGREEMENT

between

**Brotherhood of Maintenance
of Way Employes**

and

**International
Brotherhood of Teamsters**



Exhibit 2

TABLE OF CONTENTS

MERGER AGREEMENT BETWEEN BMW AND IBT	1
GENERAL PRINCIPLES	2
RAIL CONFERENCE	3
BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYES DIVISION.....	4
SPECIAL PROVISIONS	7
CANADA.....	14

MERGER AGREEMENT
between
BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYES
and
INTERNATIONAL BROTHERHOOD OF TEAMSTERS

The Brotherhood of Maintenance of Way Employes (BMWE) and the International Brotherhood of Teamsters (IBT) enter into this Merger Agreement subject to approval and ratification as required by their respective Constitutions.

WHEREAS, after considering several potential merger partners, the Grand Lodge Officers of the BMWE voted unanimously to pursue merger discussions with the IBT; and

WHEREAS, the Unions determined that the merger agreement should be discussed and negotiated through a Joint Committee procedure in which both Unions would participate; and

WHEREAS, a Joint Committee composed of representatives of the BMWE and the IBT have met over an extended period, and the representatives have become familiar with the operations of each Union and its various subordinate organizations and have mutually agreed upon the terms set forth in this Merger Agreement and in the Bylaws of the IBT Rail Conference, and the Bylaws of the Brotherhood of Maintenance of Way Employes (a Division of the IBT Rail Conference); and

WHEREAS, representatives from both Unions have determined that the terms and conditions set forth in this Merger Agreement, the Bylaws of the IBT Rail Conference and the Bylaws of the Brotherhood of Maintenance of Way Employes (a Division of the IBT Rail Conference) [all of which are incorporated by reference and are a part of this Merger Agreement] guarantee to the BMWE, its subordinate bodies and its members maximum autonomy within the structure of the IBT; and

WHEREAS, the BMWE Grand Lodge Officers and the members of the Joint Committee believe that a merger with the IBT will give the BMWE strength and resources to enable it to better represent its members and to negotiate strong contracts; and

WHEREAS, the Joint Committee members from both Unions recommend approval of this agreement, the incorporated bylaws and the merger they represent;

NOW, THEREFORE, BE IT RESOLVED that the parties agree to the following terms and conditions to govern the merger of the BMWE and the IBT subject to the approval procedures set forth in the Constitutions of each Union; and

BE IT FURTHER RESOLVED that the terms of this Merger Agreement and the Brotherhood of Maintenance of Way Employes Division (BMWED) Bylaws shall govern in the event of

any conflict or inconsistencies with the Rail Conference Bylaws or the IBT Constitution as provided in paragraph 1.4.

GENERAL PRINCIPLES

1.1. Purpose. The purpose of this Agreement is to provide for the merger of the BMW E and the IBT; to maintain for the BMW E, its subordinate bodies and its members, the autonomy available within the structure established by this Merger Agreement, the IBT Constitution and the Rail Conference bylaws; to gain for the BMW E and its members the strength and resources available both from the International Brotherhood of Teamsters and from cooperation and coordination with IBT Local Unions and other affiliates throughout the United States, Canada and Puerto Rico; to enable BMW E to better serve and represent its members and to secure stronger contracts for its members; to join the IBT Rail Conference; and to allow the BMW E to expand its jurisdiction and membership to include, but not be limited to, all maintenance of way workers, contractors, suppliers and manufacturers within the Rail and related industries.

1.2. Overview. On the effective date of the Merger, the BMW E and its subordinate bodies in the United States will become known as the Brotherhood of Maintenance of Way Employees Division (BMWED) and will become affiliated with the IBT Rail Conference as a Craft Division. The BMWED and its subordinate bodies will maintain the same control over their assets, contracts and affairs that they have prior to the merger, limited only by the provisions of this Merger Agreement. All officers of all BMW E bodies (Grand Lodge, System Federations and Divisions, Local Lodges and State Legislative Boards) holding office immediately before the effective date of the merger will maintain those offices in accord with the applicable bylaws, and elections in each body will be conducted as currently scheduled, provided that the first BMWED Convention and the first elections of BMWED national officers will be held in June 2006 and every four years thereafter. The IBT Rail Conference is an umbrella organization designed to coordinate activities on behalf of members within the Rail Industry in the United States including all members of the BMWED and the Brotherhood of Locomotive Engineers and Trainmen (BLET) in the United States and any rail union with independent jurisdiction that may merge with the IBT in the future. The BMWED will initially designate four representatives to serve as members of the policy committee of the IBT Rail Conference. The Merger Agreement also provides a transition with respect to certain governing provisions of the IBT Constitution, with respect to the payment of per capita by BMWED to the IBT, and with respect to the assumption by IBT of certain BMW E administrative and other functions. The Merger Agreement guarantees the parties the right to withdraw from the merger during a two-year period following approval through the procedures set forth in paragraph 4.28, below.

1.3. Relationship of BMWED and IBT Departments. The BMWED will remain the certified representative of its members and shall continue to negotiate and administer collective bargaining agreements on behalf of its members. The IBT will support and assist BMWED with respect to Legislative Affairs, Negotiations, Arbitrations, Legal Affairs, Health and

Safety, Organizing, Employee Protection, Strategic Planning, Education, and all other matters. The BMWED National President will retain authority over the Arbitration Office currently located in Chicago, Illinois, including the appointment of BMWED's member to the Third Division of the National Railroad Adjustment Board.

1.4. Relationship of Controlling Documents. In the event of any conflict or inconsistency, this Merger Agreement shall govern over the BMWED Bylaws, all subordinate BMWED affiliate bylaws, the IBT Constitution and the IBT Rail Conference Bylaws; and the Merger Agreement and the BMWED Bylaws shall govern over the IBT Constitution and the IBT Rail Conference Bylaws.

1.5. Ratification. This merger is subject to the approval of each Union in accord with the procedures established by their Constitutions.

RAIL CONFERENCE

2.1 Rail Conference. The IBT Rail Conference was created to coordinate activities on behalf of Craft Division members within the Rail Industry in the United States. The Bylaws of the IBT Rail Conference are incorporated as part of this Merger Agreement.

2.2. Rail Conference Jurisdiction. The jurisdiction of the Rail Conference consists of employees working in the Rail Industry or organized within a Craft Division of the Rail Conference. The Craft Divisions within the Rail Conference shall have jurisdiction in accord with traditional craft lines. The Brotherhood of Locomotive Engineers and Trainmen (BLET) became a Craft Division in the IBT Rail Conference as a result of its merger with the IBT. The BMWED will also become a Craft Division within the IBT Rail Conference and will represent all maintenance of way track and structures personnel and other BMWED organized employees.

2.3. Rail Conference Headquarters and Offices. The headquarters and office of the Rail Conference is located at the IBT headquarters building in Washington, D.C.

2.4. Rail Conference Policy Committee. The Policy Committee is the principal governing body of the Rail Conference between conventions. The Policy Committee is comprised of representatives from each of the Craft Divisions affiliated with the Rail Conference. Each Craft Division affiliated with the Conference shall be entitled to one Member on the Policy Committee for the first 10,000 active members (or any fraction thereof), plus one additional member for each additional 10,000 active members (beyond the first 10,000 members) or fraction thereof. Members to the Policy Committee are chosen by the executive board or equivalent body of each affiliated Craft Division either upon affiliation with the Rail Conference or prior to each regular Rail Conference Convention. Once chosen by the appropriate Craft Division executive board or equivalent body, Policy Committee Members shall serve until the next regular Conference Convention. Initially the BMWED shall be entitled to four members on the Rail Conference Policy Committee. The initial

BMWED Policy Committee members shall be the National Division President, the National Division Secretary-Treasurer and additional members as determined by the National Division Officers.

2.5. Rail Conference Convention. The Rail Conference will hold its first Convention at or about the time of the 2006 IBT Convention and every four years thereafter at a time and place set by the Rail Conference Policy Committee.

2.6. Rail Conference Per Capita. Operations of the Rail Conference shall be supported initially by the IBT by a per capita of \$0.25 per member per month for 30 consecutive months from the effective date of this merger agreement to be allocated from the per capita rate paid to the IBT by the BMWED. The delegates at the first Rail Conference Convention shall continue or change the per capita rate and, beginning with the 31st consecutive month, the per capita shall be paid by the BMWED directly to the Conference and separate from any other per capita. These funds shall be maintained and controlled by the Rail Conference in accordance with the Rail Conference Bylaws. Should the delegates to the Rail Conference Convention change the per capita from the initial \$0.25 per member per month prior to the expiration of the 30 month period from the effective date of the merger agreement, the BMWED will contribute the difference or receive a refund from the IBT.

2.7. Rail Conference Operations. As provided by its Bylaws, the Rail Conference shall coordinate the activities of its affiliated Craft Divisions. The expenses of the Rail Conference shall be paid by the Rail Conference as funded by the Craft Divisions except as otherwise explicitly provided in this Merger Agreement.

BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION

3.1. Brotherhood of Maintenance of Way Employes Division. On the effective date of the merger, the BMWE shall become the Brotherhood of Maintenance of Way Employes Division (BMWED), a Division of the IBT Rail Conference, and will be governed by the BMWED Bylaws which are incorporated by reference and are a part of this Merger Agreement. The BMWED Bylaws are designed to establish and continue within the IBT as much of the existing structure and operation of BMWE and its subordinate bodies as is consistent with the IBT Constitution.

3.2. BMWED Jurisdiction. The jurisdiction of the BMWED shall consist of the jurisdiction of the BMWE as it exists on the date of this Agreement as well as any other employees that may be organized by BMWED specifically including maintenance of way track and structures personnel who are not direct employees of a common carrier by rail.

3.3. BMWED Headquarters and Office. The headquarters and office of the BMWED shall be located at such place as the BMWED may determine in accordance with its Bylaws.

3.4. BMWED Officers. The initial officers of the BMWED will be the same as the officers of the BMWED in office immediately before the merger and shall thereafter continue in office and be elected in accordance with the BMWED Bylaws.

3.5. BMWED Convention. The BMWED shall hold its first Convention in the month of June 2006 and every four years thereafter.

3.6. BMWED Dues. BMWED dues shall be determined and adjusted as provided by the BMWED Bylaws and in accordance with the requirements of federal law.

3.7. BMWED Operations. As provided by its Bylaws, the BMWED shall have responsibility and authority over the activities of its affiliated System Federations and Divisions, Local Lodges and State Legislative Boards. Except as explicitly modified by the BMWED Bylaws or this merger agreement, the BMWED shall retain and maintain the same responsibility and authority as the BMWED with respect to BMWED operations and subordinate bodies.

3.7.1. Control of Assets and Funds. The BMWED shall retain and maintain control of all BMWED assets and funds. All BMWED subordinate bodies shall retain and maintain control of their respective predecessor BMWED subordinate bodies' assets and funds.

3.7.2. Benefit Plans. The BMWED shall retain and maintain control of any existing BMWED benefit plans, shall continue to participate in current benefit plans, and shall in the future determine its participation in any such plans in accordance with its bylaws.

3.7.3. Employees and Consultants. The BMWED shall have authority and responsibility to hire, supervise and direct its own employees and establish their benefits and other terms and conditions of employment. The BMWED shall have authority and responsibility to engage its own attorneys, accountants, consultants and other vendors.

3.7.4. Collective Bargaining Agreements. The BMWED shall be the successor to and shall continue to hold the certifications and recognitions currently held by the BMWED and shall have complete authority to negotiate and administer collective bargaining agreements pursuant to those certifications and recognitions. The BMWED will be provided full access to, and the support of the various IBT Departments in pursuit of its collective bargaining goals and strategies.

3.8. Initiation Fees, Dues, Assessments and Per Capita. Initiation fees, dues, assessments and any other financial obligations between and among the BMWED and its subordinate bodies shall be as provided in the BMWED Bylaws. The parties agree that the IBT per capita payment in effect on the effective date of this merger agreement will be paid by the BMWED National Division and will not increase a member's current monthly payments. Beginning the first full month following the effective date of this merger, the BMWED shall pay a monthly per capita to the IBT International Union based upon the average hourly rates of pay applicable to each class listed below. The monthly per capita shall be \$10.36 for members under standard contracts, \$8.21 for members under non-standard contracts

and \$6.05 for members under non-rail contracts based upon the average hourly wage rate for each class. The average hourly rate will be recalculated in December of each subsequent year for each class and the per capita (calculated in accord with Article X of the IBT Constitution for each class) will become applicable the following January.

(1) The term “standard contract” means a contract between BMWED and a rail carrier classified as Class I under applicable Surface Transportation Board regulations or a rail carrier providing intercity rail passenger or commuter rail service.

(2) The term “nonstandard contract” means a contract between BMWED and a rail carrier classified as either Class II or Class III under applicable Surface Transportation Board regulations.

(3) The term “non-rail contract” means a contract between BMWED and an employer other than a rail carrier.

(4) The “average hourly rate” for each class enumerated herein shall be as follows:

(a) Standard Contracts: the “average straight time hourly rate as provided in Article XV of the BMWED Bylaws;

(b) Nonstandard Contracts: the weighted average straight time hourly rate paid to BMWED members employed by Class II or Class III carriers;

(c) Non-Rail Contracts: the national average hourly earnings for Manufacturing employees as determined by the Bureau of Labor Statistics.

3.9. Functions/Costs Assumed by IBT. In order to insure that BMWED will be able to pay the per capita due to the IBT without increasing BMWED members’ monthly payments, the IBT agrees to pay all AFL-CIO, TTD and Rail Labor Division per capita on behalf of BMWED following the effective date of this merger. The IBT will assume the cost of operating the BMWED National Legislative Department and the BMWED State Legislative Directors, BMWED Department of Strategic Coordination and Research, BMWED Department of Safety and Education, BMWED Department of Organizing, and the BMWED Department of Communication. As appropriate, this will include moving the personnel of these BMWED Departments into the IBT Headquarters Building to work cooperatively with the corresponding Departments of the IBT.

If the parties find it mutually appropriate to integrate these personnel and functions into existing IBT Departments, the former BMWED Directors shall be designated as BMWED Coordinators and any vacancies in these positions shall be filled from among candidates proposed by the BMWED in accord with the BMWED Bylaws subject to the approval of the General President of the IBT. Such Departmental integrations shall be performed in a transparent and seamless manner. The salaries and benefits of all incumbent BMWED employees so integrated shall be no less than the salaries and benefits in effect immediately preceding such integration.

The IBT also shall provide office space in the IBT Headquarters Building for the BMWED Washington Office including the National Legislative Office; bear the expense for publishing the BMWED Journal six times each year; and subsidize BMWED expenses for outside legal counsel.

As provided in Section 3.7, the financial and administrative services and functions currently performed by the BMWED for itself and its U.S. affiliates relative to dues remittance, investments, expenses, benefits, insurance, payroll, governmental filings, etc., shall continue to be performed by the BMWED National Division. Should these financial and administrative services and functions be, at a future date, transferred by mutual agreement to the IBT or IBT Rail Conference, such transfers shall be performed in a transparent and seamless manner. For the BMWED, any decision to transfer these financial and administrative services and functions shall be approved in accordance with the BMWED bylaws.

SPECIFIC PROVISIONS

4.1. Continued Cooperation. IBT and BMWED will continue to cooperate during the approval/ratification process with respect to all matters of mutual interest including, but not limited to, negotiations, safety and education, legal, communications, legislation, organizing, representation and issues pending before the National Mediation Board.

4.2. Effective Date. The Merger shall become effective on January 1, 2005, and the BMWED Bylaws will become effective on that date.

4.3. BMWED Bodies. All System Divisions/Federations, Local Lodges, and other groups, who are affiliates of the Brotherhood of Maintenance of Way Employees, shall, on the effective date of the Merger, become part of and remain affiliated with the Brotherhood of Maintenance of Way Employees Division of the IBT Rail Conference.

4.4. Membership. On the Effective Date, all BMWED members will become and be considered IBT members.

4.5. Officers. All officers of all BMWED bodies (National Division, System Federations and Divisions, Local Lodges and State Legislative Boards) holding office immediately before the effective date of the merger shall thereafter continue in office and be elected in accordance with the applicable BMWED or System Federation/Division Bylaws.

4.6. Charters. All charters issued by BMWED will be considered as having been issued by IBT. IBT will issue replacement or duplicate charters upon request. IBT will issue charters to all BMWED System Federations and Divisions. The BMWED Bylaws will otherwise govern the issuance of charters within the BMWED and the IBT will issue charters for

subordinate bodies within the BMWED, provided that the issuance of such charters is consistent with the provisions of the applicable bylaws.

4.7. Transition to IBT Constitution. Except as otherwise provided by this Merger Agreement or in the BMWED Bylaws, the provisions of the IBT Constitution shall apply on and after the effective date of this merger.

4.8. Eligibility to Vote. The provisions of the IBT Constitution concerning eligibility to nominate, second and vote will become effective for the BMWED on January 1, 2006.

(NOTE: The IBT Constitution provides that members are eligible to nominate and vote only if, as of the date of nominations or election, they are members in good standing through the month prior to the nominations meeting or election. The issuance of unemployment cards or withdrawal cards by the BMWED does not satisfy the requirement to maintain member in good standing status under the IBT Constitution for the purpose of eligibility to vote.)

4.9. Eligibility to Run for Office (IBT “Continuous Good Standing” Rule). The provisions of the IBT Constitution concerning eligibility to run for office will become effective on January 1, 2006. For the purpose of determining eligibility to run for office only, all BMWED bodies will be treated as “newly chartered” on January 1, 2006 and the provisions of Article II, Section 4(b), of the IBT Constitution will be applied.

(NOTE: The IBT Constitution provides that members are eligible to run for election only if they are “in continuous good standing . . . and actively employed in the craft . . . for a period of twenty-four (24) consecutive months prior to the month of nomination” (IBT Constitution, Article II, Section 4(a)(1)). In general, “continuous good standing” means the timely payment of dues for each of the twenty-four months during the applicable period together with no interruptions in active membership during that period. Timely payment of dues is accomplished by actually paying dues for the month by the last business day of that month. This requirement is also satisfied if a member is on dues checkoff and has earnings during the month from which dues could have been deducted. In “newly chartered” affiliates, Article II, Section 4(b), of the IBT Constitution reduces the twenty-four month period to “at least half of the period of time since the [affiliate] was separately chartered.”

As an example, for nominations held in September 2006 within the former BMWED, a member will be eligible to run only if he has maintained continuous good standing for four months (one-half the eight-month period from January 1, 2006, through August 2006) ending with the month before nominations. This means that the member must have paid his or her dues on time in May, June, July and August of 2006. The issuance of unemployment cards or withdrawal cards by the BMWED will not satisfy the requirement to maintain member in good standing status under the IBT Constitution for the purpose of eligibility to run for office.)

4.10. Elections. All elections within the former BMWED shall be conducted in accord with the procedures set forth in the applicable BMWED or System Federation/Division Bylaws. Effective for all nominations conducted after January 1, 2006, appeals concerning eligibility

shall be handled in accord with Article XXII, Section 5(a), of the IBT Constitution. All other appeals and disputes with respect to elections held within the BMWED shall be handled in accord with the applicable provisions of the BMWED or System Federation/Division Bylaws.

4.11. Eligibility of BMWED Local Lodge Secretary-Treasurers. All BMWED Local Lodge Secretary-Treasurers shall be required to pay full dues and assessments beginning January 1, 2006, and the provisions of Article II, Section 4(b), of the IBT Constitution will be applied. Nothing in this Merger Agreement or the IBT Constitution prevents the Local Lodge from reimbursing the Local Lodge Secretary-Treasurer a monthly amount equivalent to full dues and assessments, or a portion thereof, provided such reimbursement is approved in accordance with the BMWED Bylaws and is in compliance with applicable law. Provided that full dues and assessment are properly paid, Local Lodge Secretary-Treasurers holding office as of the effective date of the merger shall remain eligible to continue to run for and hold such office even though they may not be actively working at the craft.

4.12. Charges and Appeals. All internal union charges and appeals filed before the Effective Date will be handled under the provisions, rules and procedures in effect prior to the Merger. All internal union charges and appeals filed after the Effective Date will be handled under the provisions, rules and procedures established by the BMWED Bylaws and the IBT Constitution. For the purpose of applying the provisions of Article XIX of the IBT Constitution (Trials and Appeals) within the BMWED and unless otherwise appropriate, the initial hearing will be held by the Local Lodge or System Federation/Division within which the charge arises. The initial appeal shall be to the BMWED National Division regardless of the body who issued the decision for which appeal is taken. Time limits shall be as set forth in the BMWED Bylaws, except that the time limits provided in Article XIX shall apply with respect to appeals to the IBT General Executive Board and the IBT Convention. The IBT General Executive Board shall not entertain any appeal from any collective bargaining matter or administrative matter decided by the BMWED. On all other matters, appeals from the BMWED National Division shall be to the IBT General Executive Board and, if appropriate, to the IBT Convention as provided in the IBT Constitution. Decisions appealed to the IBT shall be sustained unless inconsistent with this Merger Agreement, the IBT Constitution or applicable law.

4.13. Trusteeships. During the 24-month period following the effective date of the merger, trusteeships may only be imposed on BMWED affiliated bodies with the consent of the National President of the BMWED. The BMWED will not be placed in trusteeship during this period. Upon expiration of the 24-month period, in the event that the IBT General President should determine that conditions exist that would warrant imposing a trusteeship on any BMWED affiliate he shall consult with the National President of the BMWED, as the case may be, and seek his assistance in resolving the problems before exercising his authority under Article VI, Section 5, of the IBT Constitution. This shall not prevent the IBT General President from taking immediate action where, in his discretion, the facts indicate the existence of a situation that is imminently dangerous to the BMWED affiliate, the BMWED, the IBT or any IBT affiliate. In such a situation the BMWED National

President shall be fully informed of the imposition of the trusteeship and the reasons such action was necessary.

4.14. Ratification of Contracts. Collective bargaining agreements within the BMWED shall be ratified in accordance with the provisions of the BMWED Bylaws.

4.15. Joint Council Affiliation. BMWED System Federations and Divisions and other affiliates will not be required to be affiliated with IBT Joint Councils. Officers of BMWED System Federations and Divisions and other affiliates will be invited to attend meetings and other functions and events conducted by the Joint Council having jurisdiction over the geographic area in which the System Federations and Divisions or other affiliate is located. BMWED System Federations and Divisions and other affiliates may enter into agreements with the Joint Council having jurisdiction over the geographic area in which the System Federations and Divisions or other affiliate is located on mutually agreeable terms, subject to the approval of the BMWED President and the IBT General President.

4.16. Jurisdictional Disputes. Any jurisdictional dispute that arises within the BMWED shall be resolved in accord with the provisions of the BMWED Bylaws. Any jurisdictional dispute that may arise between any BMWED affiliate and any IBT affiliate will be handled as provided by Article XII, Section 21, of the IBT Constitution with one member of the panel appointed by the BMWED National President and two members appointed by the IBT General President. Notwithstanding the above, any jurisdictional dispute that may properly be submitted to the National Railroad Adjustment Board (NRAB) will not be subject to the provisions of Article XII, Section 21 of the IBT Constitution or this paragraph.

4.17. IBT General Executive Board. The BMWED National President will be considered by the IBT General President for any vacancy that may occur on the IBT General Executive Board. The President of the Rail Conference will attend all meetings of the IBT General Executive Board.

4.18. IBT Convention Delegates. For the purpose of allocating and electing delegates to the IBT Convention in accord with Article III, Section 2, of the IBT Constitution, BMWED/BMWED System Federations and Divisions shall be treated as Local Unions as provided in this paragraph. Each System Federation and Division having at least 100 active members shall be entitled to one (1) delegate to the IBT for up to the first thousand active members and to one additional delegate for each additional 750 active members or major fraction thereof. System Federations and Divisions with less than 100 active members shall be grouped into three geographic groups: (1) New York, New Jersey, Pennsylvania and the New England States; (2) Minnesota and all states west of the Mississippi River; and (3) the remaining states (Midwest and South). The active members in System Federations and Divisions with less than 100 active members within these designated geographic areas shall be consolidated for the purpose of electing delegates to the IBT Convention and shall be entitled to elect delegates according to the formula set out above and in the IBT Constitution as though they constituted a single Local Union. Delegates to the IBT Convention must satisfy the eligibility requirements set forth in the IBT Constitution and shall be elected in accord with the applicable provisions of the IBT Constitution and the

Rules governing the election. Elections for Delegates and Alternate Delegates to the 2006 IBT Convention shall be conducted within the BMWED in March 2006. One month of continuous good standing, the month immediately before nominations, will be required to be eligible to run for Delegate or Alternate Delegate for the 2006 IBT Convention. Five months of continuous good standing (January through May 2006) shall be required of BMWED members to be eligible to be nominated at the 2006 IBT Convention to run for International Union Office.

The BMWED National President shall be a delegate to the IBT Convention and any officers of the BMWED National Division shall be invited as guests at the IBT Convention.

(NOTE: Article III, Section 2, of the IBT Constitution provides that a Local Union is entitled to one delegate for the first 1000 members or less and one additional delegate for each additional 750 members or major fraction thereof. Delegates are elected at-large in a mail ballot election directly by the membership.

Under the IBT election process, the elections for delegate and alternate delegate are conducted according to guidelines established by the IBT Election Supervisor. Under these guidelines, candidates are nominated and run separately for delegate and alternate delegate. In other words, a candidate must decide whether to run for delegate or for alternate delegate. Nominations may be made by mail and the election is conducted by mail ballot.)

4.19. BMW Assets. Notwithstanding the provisions of Article XX of the IBT Constitution, all properties, funds and assets, both real and personal, held by the BMWED or any BMWED affiliate shall remain the property, funds and assets of the BMWED or affiliate in the event of withdrawal.

4.20. BMW PAC Fund. BMWED will merge its Political Action Committee (Maintenance of Way Political League) into the IBT Political Action Committee (IBT D.R.I.V.E. - Democratic, Republican, Independent Voter Education). At least 85% of the funds contributed by BMWED members will be allocated per year for contributions to federal candidates whom the BMWED identifies as significantly affecting Rail Labor concerns of the BMWED membership.

4.21. Designated Counsel (FELA). BMWED National Division will retain exclusive authority to specify designated legal counsel to represent members within the BMWED under the Federal Employer's Liability Act (FELA).

4.22. Organizing. IBT commits to assist BMWED and their affiliates in campaigns to organize employees within the jurisdiction of the BMWED and, in particular, to bring within the jurisdiction of the BMWED all maintenance of way track and structures personnel within the United States.

4.23. System Federation/Division Bylaws. The Bylaws of the BMWED, and the Bylaws of the System Federation or Division, shall be applicable to all lodges within said federation or

division. Accordingly, local lodges within the BMW Division will not be required to adopt Bylaws. System Federation/Division Bylaws shall continue to be applicable, except that (a) any provisions concerning the trial and appeal of internal union charges shall be superseded by the provisions of Article XIX of the IBT Constitution as provided in paragraph 4.12 of this Merger Agreement; (b) any provisions allowing the recall or replacement of any elected officer during his term of office other than through the procedures of Article XIX of the IBT Constitution shall be without force or effect; (c) any provisions concerning eligibility to nominate, second or run for office, concerning approval of amendments to bylaws, and concerning affiliation with the BMW shall be governed by the applicable provisions of this Merger Agreement; (d) System Division/Federation secretary-treasurers will be responsible for fulfilling the duties set forth in Article XXIII and other provisions of the IBT Constitution; (e) System Federation/Divisions shall each designate three existing officers or Executive Board members not authorized to sign checks to fulfill the function of trustees as required by Article X, Section 8, of the IBT Constitution.

4.24. Mergers, Consolidations and Disbandments. Notwithstanding any provision of the IBT Constitution, there will be no mergers, disbandments or consolidations of any System Federations/Divisions or Local Lodges within the BMWED except as provided in the applicable BMWED or System Federation/Division Bylaws.

4.25. Strike Fund. The BMWED will continue to maintain its existing Strike Fund in accordance with the BMWED Bylaws and members within the BMWED will not be eligible for Out-of-Work Benefits from the IBT Strike and Defense Fund. BMWED members, the BMWED and BMWED affiliates will remain eligible for other appropriate assistance from the IBT Strike and Defense Fund. Accordingly, the IBT will rebate ten (10) percent of the per capita paid by BMWED.

4.26. Ratification. This Merger Agreement and the incorporated bylaws shall be subject to approval and ratification by the BMW and the IBT through the procedures set forth in their Constitutions. The parties shall promptly and expeditiously proceed to submit this Merger Agreement and the incorporated bylaws for approval through the procedures set forth in their respective Constitutions. IBT shall be permitted to address BMW members and officers with respect to this merger and throughout the approval procedure to the fullest extent permitted by the BMW Constitution.

4.27. Disputes. Any disputes concerning the application or interpretation of the terms of this Merger Agreement shall be initially submitted in writing to the National President of the BMWED and the General President of the IBT or their designated representatives, who shall meet within 10 days of written receipt to attempt to resolve the dispute. Any agreed-upon resolution will be subject to the approval of the BMWED Grand Lodge Officers and the IBT General Executive Board. If the dispute is not resolved within ten (10) days from receipt of the notice of the dispute, either party to the dispute may submit the dispute to final and binding expedited arbitration in accordance with the following procedures:

4.27.1. Arbitration Procedure. The following provisions shall apply for any disputes properly submitted to arbitration under the provisions of the above paragraph 4.27.

4.27.2. The party requesting arbitration (either the IBT General President or the BMWED National President) shall give written notice to arbitrate to the other which shall contain a clear statement of the question or dispute it proposes to be arbitrated. This notice to arbitrate must be submitted within twenty (20) days from receipt of the notice of the dispute as set forth above.

4.27.3. The IBT General President and the BMWED National President, or their designees, shall attempt to agree upon an arbitrator within ten (10) days of receipt of the notice to arbitrate. If the parties are unable to agree upon an arbitrator, then the parties will select an arbitrator from among the Article XX referees currently designated by the AFL-CIO. The parties will select from this list by alternating strikes until one arbitrator remains with the party requesting arbitration striking first.

4.27.4. The parties will request the arbitrator to hear this matter on an expedited basis, but in no event later than sixty (60) days after notification of the arbitrator of his/her appointment.

4.27.5. The arbitrator shall issue a written decision within thirty (30) days of the close of said hearing.

4.27.6. The decision of the arbitrator shall be final and binding on all parties.

4.27.7. The arbitrator's authority is limited only to decide the question submitted and in no event shall the arbitrator have the authority to add to, subtract from, or modify any terms of the Merger Agreement.

4.27.8. Each Party will pay one-half the cost of the arbitration, and the parties may extend the time limits by mutual written agreement between the BMWED National President and the IBT General President.

4.28. Withdrawal. Either IBT or BMWED may withdraw from this merger at any time within 24 months of the effective date of this merger agreement. BMWED may withdraw from this merger if (a) the Grand Lodge Officers of the BMWED National Division vote by a two-thirds majority to withdraw from the merger at any time during this period and (b) the withdrawal is subsequently approved by a majority of active members in good standing within the BMWED voting in a properly conducted referendum. For the purpose of conducting such a referendum, the parties will designate the American Arbitration Association and the costs will be borne equally between the parties. IBT may withdraw from this merger by action of its General Executive Board.

4.29. Savings Clause. The fact that any provision of this Merger Agreement is held illegal or unenforceable by a court or other tribunal of competent jurisdiction shall not affect the validity or enforceability of any other severable portion of this Agreement.

4.30. Correction of Inadvertent Errors. The parties shall have the power to correct any typographical, grammatical or punctuation errors in any of the documents involved in this

Merger, provided that any such change must be consistent with the spirit and intent of the provision involved.

4.31. Amendments. This Merger Agreement may only be amended with the approval by representative majority vote of the Delegates assembled at a BMWED Convention and subsequently approved by the IBT General Executive Board.

4.32. Headings and Notes. Headings and bracketed paragraphs identified as “NOTES” in this Merger Agreement are intended to explain the general operation of the provisions to which they refer. These headings and “NOTES” do not constitute enforceable provisions of the Merger Agreement and shall not modify the meaning of any provision of this Merger Agreement, the BMWED Bylaws, the IBT Constitution or the Bylaws of IBT Rail Conference.

CANADA

5.1. Approval of Transfer Agreement. The foregoing terms of this Merger Agreement are applicable to the BMWWE and the IBT in the United States. BMWWE and Teamsters Canada previously entered into a Transfer of Jurisdiction Agreement which transferred BMWWE's jurisdiction in Canada to the Teamsters Canada Rail Conference – Maintenance of Way Employees Division (TCRC-MWED). It is the intent of the parties that this Merger Agreement shall be submitted to a vote of all active BMWWE members in good standing as of the date of the referendum as required by the BMWWE Constitution and Bylaws, that votes from members of BMWWE affiliated bodies located in the United States and located in Canada shall be separately tallied, that approval of this Merger Agreement by the majority of members voting from BMWWE affiliated bodies located in the United States shall approve this Merger Agreement with respect to the United States, and that approval by a majority of members voting from BMWWE affiliated bodies in Canada shall approve and reaffirm the Transfer Agreement previously entered into between the BMWWE and Teamsters Canada. Notwithstanding any other provision of this Merger Agreement, approval by a majority of members voting from BMWWE affiliated bodies in Canada shall be effective immediately to approve and reaffirm the Transfer of Jurisdiction Agreement. Submitting this Merger Agreement for approval by active BMWWE members in good standing is intended to insure compliance with the requirements of the BMWWE Constitution and Bylaws and such approval is not intended to supersede or interfere with any provision or requirement of Canadian law or the decision of any Canadian governmental or judicial body of competent jurisdiction with respect to BMWWE subordinate bodies or members in Canada.

5.2. General Terms. A copy of the Transfer Agreement is appended to and incorporated in this Merger Agreement. The Transfer Agreement generally provides for the transfer of BMWWE jurisdiction in Canada to the Teamsters Canada Rail Conference – Maintenance of Way Employees Division (TCRC-MWED). Teamsters Canada has established the TCRC-MWED for this purpose and to insure that maintenance of way employees in Canada may exercise the right to select their own officers once all legal and other matters concerning

the transfer have been resolved and appropriate bylaws have been adopted. In general, the previously agreed upon Transfer Agreement provides:

5.2.1. The BMWWE transfers its jurisdiction over all of the Canadian territory to the TCRC-MWED and renounces any right to act in Canada in the recruitment of employees, representation of employees, representation of labour organizations or in any other way except as far as it is necessary to further the execution of the Transfer Agreement.

5.2.2. The transfer of jurisdiction includes the transfer of all bargaining rights and obligations that the BMWWE presently holds, either through certification or voluntary recognition; and all attached rights and obligations whether under a collective agreement or otherwise.

5.2.3. The BMWWE will transfer to TCRC-MWED all its files and employees attached to its Canadian operations including the files and employees of its affiliates and subordinate bodies.

5.2.4. For a mutually agreed upon transition period, the BMWWE will continue to pay all salaries and benefits and all expenses related to its Canadian operations including the salaries and benefits of its affiliates and subordinate bodies until the final transfer of assets and liabilities provided for in paragraph 5.2.7.

5.2.5. During the transition period, TCRC-MWED will maintain the structures along the lines of existing local lodges and system federations of the BMWWE to represent the members locally and these bodies will remain in place until the adoption of official bylaws.

5.2.6. BMWWE, Teamsters Canada and the TCRC-MWED will collaborate with respect to the execution, application and enforcement of the Transition Agreement.

5.2.7. BMWWE will transfer certain assets and liabilities of its Grand Lodge related to Grand Lodge operations in Canada, and all of the assets and liabilities of its Canadian subordinate bodies. The Presidents of the BMWWE and of Teamsters Canada will meet promptly to arrange the details of an orderly transfer of such properties, assets and liabilities to the TCRC-MWED, subject to ratification by the Brotherhood's Grand Lodge Officers, in accordance with the BMWWE Constitution and Bylaws.

5.2.8. If TCRC-MWED was to discover through due diligence accounting verifications or otherwise that the liabilities referred to in paragraph 5.2.7 exceed the value of the assets there mentioned, TCRC-MWED will retain the right to refuse the transfer of assets and liabilities.

5.2.9. The parties will collaborate for an easy and seamless execution of the Transfer Agreement including the necessary filing of successorship applications with the competent tribunals.

5.2.10. BMWÉ authorizes TCRC-MWED to represent it before the Canada Industrial Relations Board and any other provincial labour commissions to give effect to the present Agreement.

###

BMW Division – IBT
Department of Education
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2010



Aegism

6 messages

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Sat, Jun 12, 2021 at 12:55 PM

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Ageism

From Wikipedia, the free encyclopedia

Ageism, also spelled **agism**, is [stereotyping](#) and/or [discrimination](#) against individuals or groups on the basis of their age. This may be casual or systemic.^{[1][2]} The term was coined in 1969 by [Robert Neil Butler](#) to describe discrimination against [seniors](#), and patterned on [sexism](#) and [racism](#).^[3] Butler defined "ageism" as a combination of three connected elements. Originally it was identified chiefly towards older people, old age, and the [aging process](#); discriminatory practices against older people; and

institutional practices and policies that perpetuate stereotypes about elderly people.¹



Robert N. Butler coined the term "ageism" in 1969

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Sat, Jun 12, 2021 at 1:06 PM

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Purpose?

Tony Cardwell

General Chairman USD

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Ageism

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Reply-to: Jed Dodd <doddjed@protonmail.com>

To: Tony Cardwell <Tcardwell@usdbmwed.org>

Cc: Jack David <jedavid6030@gmail.com>, Kevin Evanski <kevine1973@gmail.com>, Matt Weaver <mweaver@bmwe.org>, Thomas Kirby <tkirby@bmwe.org>, Ross A. Glorioso <rglorioso@bmwe.org>, Kevin Kiley <kkiley@bmwe.org>, Joe Corley <jcorley@bmwe.org>, Eric Rose <erose@bmwe.org>, Adam Gilmour <agilmour@bmwe.org>, Adam Allen <Aallen@usdbmwed.org>, Andrew Shelton <aefahs@bellsouth.net>, Andrew Murphy <Amurphy@usdbmwed.org>, Bradley E. Wardas <bwardas@hotmail.com>, Brian Rumler <Brumler@usdbmwed.org>, Brian S. Emerson <bfishn247@yahoo.com>, Brian Thies <bthiesbmwe@hotmail.com>, David Ostrum <davidostrum@hotmail.com>, David Beal <bmwed89@gmail.com>, David Houlihan <davidhoulihan@att.net>, Donn C. Sanford <dcsanford10@gmail.com>, Doug Engstrom <douglasde380@gmail.com>, Dwayne Hutchinson <hutchcsx@yahoo.com>, Evan C. Pedigo <clarkepedigo@gmail.com>, Galen Owen <Gowen@usdbmwed.org>, Garrett Kistler <kistler@ptd.net>, Gene Anirina <gene@bmwe3014.org>, George C. Davidson <gcdavidson@comcast.net>, George Loveland <gloveland7@yahoo.com>, Heath Vezza <heathvezza777@gmail.com>, James D. Wilson <jdw.allied@gmail.com>, James L. Varner <jimbo_55@outlook.com>, James M. Cranker <jmcranker@yahoo.com>, Jeffrey T. Finch <jeffreytfinch@yahoo.com>, Jesse J. Dewe <jessedewecrsf@gmail.com>, John G. Drake, Jr. <caveman1957@gmail.com>, John Werr <j.werr@yahoo.com>, Johnny Long <jlongbmwe@gmail.com>, Justin Blankenship <blankenship1464@gmail.com>, Kent Malzner <kmalznerbmwe@hotmail.com>, Kevin Altman <justk2sta@aol.com>, Kevin Y. Adams <kevinadamsbmwe1297@yahoo.com>, Leonard Buckley <lab11058@aol.com>, M. Russell Farmer <afsmrfbmwed@yahoo.com>, Marcus Hood <mm34ga@aol.com>, Matthew C. Scherbing <mat.scherbing@gmail.com>, Mike Hallgren <Mhallgren@usdbmwed.org>, Mike Ragard <m.ragard.pennfed@gmail.com>, Nathaniel Trawick <natetbmwed@aol.com>, Nicholas J. Haiston <njhaiston@gmail.com>, Nicholas I.tPfeiffer <nicfifer@yahoo.com>, Patrick Quigley <quigley885@gmail.com>, Pedro Amaro <jefes2003@att.net>, Perry Allen Rapiere <perryarapiere@gmail.com>, Perry K. Geller, Jr. <clevelandrocks2@hotmail.com>, Renato Rufo <renatorufo@verizon.net>, Renne Perez <Rperez@usdbmwed.org>, Richard T. Staciwa <richardstaciwa@att.net>, Ricky Richard <rjrichard1252@sbcglobal.net>, Ricky Chambers <rickychambers@att.net>, Robert Randall <robbyrandall@gmail.com>, Roland Del Muro <rdelmuro87@yahoo.com>, S. Todd Taylor <toddtaylor153@gmail.com>, Scotty D. Niswonger <niswonger.scott@yahoo.com>, Shawn Ellestad <bmweshawn@gmail.com>, Sheldon Swain <sswain1887@gmail.com>, Sonny Pezzella <sonnypezzellabmwed@gmail.com>, Steve Stearn <stevenhstearn@gmail.com>, Steven J. Hoffman <hoftecrow@yahoo.com>, Terry Barrette <bsdnorth@att.net>, Thomas Blackwell <tblackwell@atsff.org>, Thomas Daffinson <thomasdaffinson@gmail.com>, timothy R. Gillum <tgillum3@gmail.com>, Tom Wohanka <wohanka@verizon.net>, Anthony Sessa <asessabmwed@gmail.com>, Hayward Granier <granier1@hotmail.com>, Jason Graham <jgraham@asfbmwed.org>, Joe Letizia <joeletiziabmwed@yahoo.com>, Matthew Nies <nies92@yahoo.com>, Mick Barrett <crsd2773@aol.com>, Sam Alexander <sam.alexander1959@gmail.com>, Patrick Charters <pbjla801@gmail.com>, Brian Thompson <btalliedfed@gmail.com>, Justin C. Unik <jcunik@zoominternet.net>, Niall E. Byrne <niall@usdbmwed2910@gmail.com>, Darrell Mcguire <dmcguire@usdbmwed.org>, Susan Reardon <sreardon@pennfedbmwed.comcastbiz.net>, John McAteer <johnmacinpa@gmail.com>, Tyrone Nelson <terry1271@gmail.com>, Patrick Charters <pbjla801@frontier.com>

You are a smart man, you can figure it out.

----- Original Message -----

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Patrick Quigley <quigley885@gmail.com>

Sat, Jun 12, 2021 at 3:07 PM

To: Jed Dodd <doddjed@protonmail.com>

Cc: Tony Cardwell <tcardwell@usdbmwed.org>, Jack David <jedavid6030@gmail.com>, Kevin Evanski <kevine1973@gmail.com>, Matt Weaver <mweaver@bmwe.org>, Thomas Kirby <tkirby@bmwe.org>, Ross A. Glorioso <rglorioso@bmwe.org>, Kevin Kiley <kkiley@bmwe.org>, Joe Corley <jcorley@bmwe.org>, Eric Rose <erose@bmwe.org>, Adam Gilmour <agilmour@bmwe.org>, Adam Allen <aallen@usdbmwed.org>, Andrew Shelton <aefahs@bellsouth.net>, Andrew Murphy <amurphy@usdbmwed.org>, Bradley E. Wardas <bwardas@hotmail.com>, Brian Rumler <brumler@usdbmwed.org>, Brian S. Emerson <bfishn247@yahoo.com>, Brian Thies <bthiesbmwe@hotmail.com>, David Ostrum <davidostrum@hotmail.com>, David Beal <bmwed89@gmail.com>, David Houlihan <davidhoulihan@att.net>, Donn C. Sanford <dcsanford10@gmail.com>, Doug Engstrom <douglasde380@gmail.com>, Dwayne Hutchinson <hutchcsx@yahoo.com>, Evan C. Pedigo <clarkepedigo@gmail.com>, Galen Owen <gowen@usdbmwed.org>, Garrett Kistler <kistler@ptd.net>, Gene Anirina <gene@bmwe3014.org>, George C. Davidson <gcdavidson@comcast.net>, George Loveland <gloveland7@yahoo.com>, Heath Vezza <heathvezza777@gmail.com>, James D. Wilson <jdw.allied@gmail.com>, James L. Varner <jimbo_55@outlook.com>, James M. Cranker <jmcranker@yahoo.com>, Jeffrey T. Finch <jeffreytfinch@yahoo.com>, Jesse J. Dewe <jessedewecrsf@gmail.com>, John G. Drake, Jr. <caveman1957@gmail.com>, John Werr <j.werr@yahoo.com>, Johnny Long <jlongbmwe@gmail.com>, Justin Blankenship <blankenship1464@gmail.com>, Kent Malzner <kmalznerbmwe@hotmail.com>, Kevin Altman <justk2sta@aol.com>, Kevin Y. Adams <kevinadamsbmwe1297@yahoo.com>, Leonard Buckley <LAB11058@aol.com>, M. Russell Farmer <afsmrfbmwed@yahoo.com>, Marcus Hood <mm34ga@aol.com>, Matthew C. Scherbing <mat.scherbing@gmail.com>, Mike Hallgren <mhallgren@usdbmwed.org>, Mike Ragard <m.ragard.pennfed@gmail.com>, Nathaniel Trawick <natetbmwed@aol.com>, Nicholas J. Haiston <njhaiston@gmail.com>, Nicholas I. Pfeiffer <nicfifer@yahoo.com>, Pedro Amaro <jefes2003@att.net>, Perry Allen Rapiere <perryarapiere@gmail.com>, Perry K. Geller, Jr. <clevelandrocks2@hotmail.com>, Renato Rufo <renatorufo@verizon.net>, Renne Perez <rperez@usdbmwed.org>, Richard T. Staciwa <richardstaciwa@att.net>, Ricky Richard <rjrichard1252@sbcglobal.net>, Ricky Chambers <rickychambers@att.net>, Robert Randall <robbyrandall@gmail.com>, Roland Del Muro <rdelmuro87@yahoo.com>, S. Todd Taylor <toddtaylor153@gmail.com>, Scotty D. Niswonger <niswonger.scott@yahoo.com>, Shawn Ellestad <bmweshawn@gmail.com>, Sheldon Swain <sswain1887@gmail.com>, Sonny Pezzella <sonnypezzellabmwed@gmail.com>, Steve Stearn <StevenHStearn@gmail.com>, Steven J. Hoffman <hoftecrow@yahoo.com>, Terry Barrette <bsdnorth@att.net>, Thomas Blackwell <tblackwell@atsff.org>, Thomas Daffinson <thomasdaffinson@gmail.com>, timothy R. Gillum <tgillum3@gmail.com>, Tom Wohanka <wohanka@verizon.net>, Anthony Sessa <asessabmwed@gmail.com>, Hayward Granier <granier1@hotmail.com>, Jason Graham <jgraham@asfbmwed.org>, Joe Letizia <joeletiziabmwed@yahoo.com>, Matthew Nies <Nies92@yahoo.com>, Mick Barrett <crsd2773@aol.com>, Sam Alexander <sam.alexander1959@gmail.com>, Patrick Charters <pbjla801@gmail.com>, Brian Thompson <btalliedfed@gmail.com>, Justin C. Unik <jcunik@zoominternet.net>, Niall E. Byrne <niall@usdbmwed2910@gmail.com>, Darrell Mcguire <dmcguire@usdbmwed.org>, Susan Reardon <sreardon@pennfedbmwed.comcastbiz.net>, John McAteer <johnmacinpa@gmail.com>, Tyrone Nelson <terry1271@gmail.com>, Patrick Charters <pbjla801@frontier.com>

What's egotism?

Patrick Quigley
Vice Chairman
Allied Federation

On Jun 12, 2021, at 2:17 PM, Jed Dodd <doddjed@protonmail.com> wrote:

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Ricky J Richard <rjrichard1252@sbcglobal.net>

Sat, Jun 12, 2021 at 5:19 PM

To: Patrick Quigley <quigley885@gmail.com>

Cc: Jed Dodd <doddjed@protonmail.com>, Tony Cardwell <tcardwell@usdbmwed.org>, Jack David <jedavid6030@gmail.com>, Kevin Evanski <kevine1973@gmail.com>, Matt Weaver <mweaver@bmwe.org>, Thomas Kirby <tkirby@bmwe.org>, Ross A. Glorioso <rglorioso@bmwe.org>, Kevin Kiley <kkiley@bmwe.org>, Joe Corley <jcorley@bmwe.org>, Eric Rose <erose@bmwe.org>, Adam Gilmour <agilmour@bmwe.org>, Adam Allen

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Seems like I heard that question before.Or was that just describing someone ?

Sent from my iPhone

On Jun 12, 2021, at 3:07 PM, Patrick Quigley <quigley885@gmail.com> wrote:

What's egotism?

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1 BROTHER MILLER: I'd like to nominate Dale
2 Bogart.

3 BROTHER WHELAN: Second.

4 BROTHER HURLBURT: Nomination for Dale
5 Bogart for Secretary-Treasurer.

6 BROTHER WHELAN: Second.

7 (Pause)

8 BROTHER HURLBURT: Are there any other
9 nominations for the Secretary-Treasurer position for
10 the Northeastern System Federation?

11 (No verbal response)

12 BROTHER HURLBURT: At this time I move the
13 secretary cast the ballots, the nominations be closed.

14 Dale Bogart.

15 Gene?

16 BROTHER BORDEN: I do declare that Dale
17 Bogart be the new Secretary-Treasurer for Northeastern
18 System Federation; cast one vote.

19 BROTHER HURLBURT: The Secretary-Treasurer
20 casts one vote; Dale Bogart is Secretary-Treasurer for
21 the Northeastern System Federation.

22 (Applause)

23 BROTHER HURLBURT: At this time I'd like
24 to ask President Simpson to come forward and speak to
25 the Federation, please.

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1 BROTHER SIMPSON: I'm going to try to talk
2 loud enough so you can pick it up. I don't care much
3 for microphones, I'm a track repairman.

4 Thanks, Stuart, for inviting me and thank
5 you guys for having me here. It's a pleasure to come
6 to the region where this country started, I guess where
7 civilization began, in my thoughts, and the center of
8 knowledge and learning. So I'm here to get an
9 education from you guys and it's good to be here.

10 I don't write speeches, I try to just talk
11 about the Brotherhood because from my career I've
12 always believed in unions and believed in this
13 Brotherhood, and believed its members will have the
14 debates and have things we should have the arguments,
15 Stuart called it turmoil, I call them discussions and
16 debates. And fortunately we do have a democratic
17 process and we do have elections and there is an
18 outcome, and it should be over and we should pull
19 together and go forward.

20 But I won't dwell on that stuff. The sad
21 thing is, or maybe the good thing, is Stuart took most
22 of my comments about unity and put them more eloquently
23 than I could. So I don't have a lot to say about unity
24 other than he did a god job. And it's wonderful to see
25 that half the work is done, we've got to get the

1 members saying the same thing and doing the same thing.
2 We've got to walk the walk, not talk the talk. And
3 Stuart seems to be doing that and I appreciate his
4 comments.

5 He did raise the news about Katrina, and I
6 do want to just briefly tell you what the Brotherhood
7 has done, so you can either be proud or not proud of
8 what we've tried to do. But just for your knowledge,
9 we've got a little over 500 members in the disaster
10 area, according to zip codes. Now that doesn't mean
11 that we've got five hundred members that are affected
12 and devastated like all those folks in New Orleans and
13 the Gulf Coast, but we have a good number. Because CSX
14 Railroad runs from, runs around Highway 90 through that
15 entire Gulf Coast Region, from Mobile to New Orleans,
16 our track goes through there. We have a lot of
17 drawbridge tenders and a lot of Maintenance of Way
18 folks through that area. I estimate in the
19 neighborhood of a hundred.

20 A lot of them had their homes flattened,
21 because they were close to the coast. They fortunately
22 had places to go, with relatives and stuff, a lot of
23 them stayed there. But we had another group of members
24 in New Orleans on the public built railroad, there's
25 about forty-five members in that area that all, most

1 resided in New Orleans proper, and they were scattered
2 from Seattle, Washington to Ft. Lauderdale, Florida, I
3 mean they sent them all over the country. So it is a
4 sad, bad situation.

5 There is nothing this Brotherhood could
6 do, with its resources, to replace what they have lost
7 in memories, and as Stuart said, photos and things like
8 that, and there is nothing, we don't have enough money
9 to undo the harm that was done down there to our
10 members.

11 Just as an aside, Teamsters represents
12 nearly five thousand members in that zone total, so it
13 affected a lot of our Brothers and Sisters.

14 What the executive committee did for the
15 national division, we normally have a disaster relief
16 fund, well we don't have anymore, we did away, but we
17 still have the procedure that a general chairman can
18 write and ask, if you've got a flood or fire, some
19 disaster, for a nominal sum that may help out a little
20 bit. That has normally been \$300 and that has been the
21 practice for a long time.

22 This storm effected us so deeply that the
23 executive committee thought it would be best if we
24 tried to do something to help out a little bit more.
25 There is nothing anybody can do from this union to

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1 fully help those people to recover, but we thought some
2 token, or whatever you want to say about the union
3 should do a little something for those people.

4 So the executive committee decided to do
5 debit cards, because those folks had no communication,
6 they had no way to call anyone or talk to anyone, cell
7 phone was limited, they had them limited to, like
8 emergencies, and some folks could call like certain
9 hours in the morning and some in the afternoon. Had no
10 electricity, no water, no way to get to anybody to get
11 help. So what people decided to do was to rent an RV,
12 try to get a bank to get as many debit cards together
13 as we could as quickly as possible. What normally
14 takes 90 days the bank finally did it for us in about
15 six.

16 So the guys are down there today passing
17 out \$2,000 to a person who lost his home and cannot
18 work. If he lost either one of those they get \$500, if
19 they can still work we give them \$500 in a debit card,
20 for whatever purpose they want to use it for. It's not
21 a lot of money, but it's just something we thought it
22 would be good to do. And they are down there doing it
23 today, as of yesterday I think they had handed out
24 \$30,000 to our members, and that was starting at one end
25 and going to the other. We've still got to find those

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1 folks that went all over the country and get them,
2 probably the \$2,000, because they've got no ability to
3 work and no place to live.

4 Now I very seldom talk kindly about
5 railroads, but the railroads, for the most part, have
6 treated our members pretty good. And the reason I say
7 CSX is because that's my railroad and those guys were
8 from, actually my former federation. Where I
9 originally started on the railroad was the Louisville
10 National, in 1974, and that Gulf Coast was the local
11 national railroad. So I know a lot of those guys
12 personally I've met with them for 20 years, 30 years
13 actually. So I know what the railroad did for those
14 guys, and we got letters from the other carriers,
15 they're trying to help them any way they can.

16 CSX, they did the right thing this time,
17 they right away said we are going to pay these people
18 the average of their last three months salary in a
19 check and just give it to them for the month of
20 September, they don't have to work, don't have to do
21 anything to get it. In addition, we're going to give
22 them \$1,000 up front to help them immediately.

23 And anybody that, we had five bridges that
24 got washed out on CSX and 80 miles of track, two 40
25 mile sections. Anybody that has got a position in the

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1 area, we're not going to make them displace, use their
2 seniority somewhere else, to displace someone up the
3 road, we'll let them work, picking up scrap, doing
4 whatever they want to do, if they want to work, and
5 we'll pay them for working, in addition to paying them
6 for September. So if they go to work, if they're
7 working now they are getting paid and they also get the
8 check for September, the lump sum. So that's what CSX
9 did.

10 UP, similar stuff, the Union Pacific set
11 up 500 beds in Omaha and offered anybody who worked on
12 the railroad in that area that lost their job, CSX, any
13 of them, if they want to come to their center where the
14 500 beds were they would give them a job, any railroad
15 employee. So the railroads have pretty much stepped up
16 did what they could. But the public belt railroad is a
17 public railroad, the city own it, so I don't know what
18 the taxpayers will do. But they have all tried to do
19 something, they're going to try to get them all back to
20 work.

21 CSX had a big yard there in Gentile and
22 the guys went down there and tank cars are floating all
23 over the place in the yard, so it may be years before
24 they get it back in service. It's a disaster area.
25 And if we've got wireless, if you guys are interested,

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1 I'll go get my computer when I'm finished and show you
2 a couple pictures. But it is a bad situation. but we
3 are doing what we can. It'll never be enough, if you
4 could just see you'd understand that, it's totally
5 destroyed.

6 The Grand Casino that sits at Gulfport,
7 sits behind the hotel, and there is like two 25 foot
8 oak trees sitting right beside the hotel. That water
9 picked up the entire casino barge, the whole thing,
10 it's about three stories, probably a hundred by a
11 hundred square, picked it up and put it over those
12 trees and never touched them, and set it down about 200
13 yards up on the shore. So it was a pretty good wave,
14 it's bad.

15 I wasn't going to say but just a little,
16 but if you go see that stuff it's pretty bad. In New
17 Orleans, the guys that went down there wouldn't take
18 pictures because they didn't want to remember it, it's
19 pretty bad.

20 By the way, Mac Fleming and Bill Arute did
21 volunteer to go down and help our guys, and they were
22 out in the area, meeting the members, shaking hands,
23 trying to found out where they were and trying to get
24 them something that would help them. We are doing
25 that.

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1 Stuart asked me to talk a little bit about
2 the good welfare of the Brotherhood, and I'm always
3 happy to do that. Stuart touched on unity and that
4 stuff in labor, in rail labor and in the BMW. And
5 Stuart also said there was turmoil again. I don't know
6 that there is turmoil, but we have--

7 BROTHER HURLBURT: In the past.

8 BROTHER SIMPSON: The past, I don't know
9 if it was turmoil in the past. We have debate, and
10 that is what's great about this union, we have the
11 ability to argue, and that's good, that's healthy, as
12 long as we can do it in a positive way. And I don't
13 think anybody in this union is trying to harm our
14 members. We may want to harm one another occasionally
15 as officers, but we don't want to harm our members, so
16 I don't believe anybody is doing that.

17 That turmoil is good, or debate, whatever
18 you want to call it. The test of this union will be
19 how we deal with it after it's over. And I see this
20 union and the public and people coming together in ways
21 that I haven't seen in a long time. But that's what it
22 takes, it's going to take that, I often say that the
23 lawyers, the doctors, the politicians, they know the
24 value of unity more than union members do anymore, and
25 that's our problem.

1 We have got to understand that this
2 individualism that some people preach, if you're an
3 individual you've got individual rights. We do, but I
4 think the rights of the group outweigh tremendously the
5 rights of the individual when it comes to bargaining,
6 and what unions do for its members. We could talk
7 about that a long time, but if you think about it a
8 while, it's obvious that the group can certainly do
9 more collectively than you can do individually. We all
10 know what a suck ass does on the railroad, he can go in
11 and get a good deal for himself today, but he can't get
12 a good deal for the entire group.

13 So just think about that. As long as we
14 pull that wagon together we'll get where we want to go.
15 We may argue about where the road goes or which road to
16 get on, but we'll get where we want to go. And I hope
17 you'll take Stuart's advice and go away from this
18 meeting with never give up the debate, never give up
19 your opinions, never give up your ideas, never stop
20 asking those questions and holding our feet to the
21 fire.

22 But when you go out of the room, hold your
23 head high and be proud of your union because you have a
24 pretty good one, it's functioning, it's functioning
25 well.

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1 Stuart did touch on one thing that I
2 always like to say to folks, and that is everything
3 matters, everything from the school board, to the water
4 board, to the road crew, everything matters to our
5 members, because if we don't get involved and engaged
6 in politics and bargaining and what we want, you can
7 have all the great leaders in the world, and they can
8 have all the great ideas, but if they are taking the
9 members in a direction they don't want to go, than it's
10 all for naught and we're not connected. So you need to
11 get involved. Tell Stuart, tell your local, tell me if
12 I'm doing something wrong, make sure we're going the
13 way you want to go.

14 It doesn't mean we'll always go in the
15 right direction, that's what democracy is all about,
16 you've got the right to do the wrong thing. But when
17 you vote, if you've done the wrong thing, you've still
18 done it for the right reason. So keep your head high
19 and keep pushing for doing the right things.

20 Like I said, I don't like speeches, I just
21 made a couple of highlights to talk about a few things
22 along the way here, things that I think are important
23 to all members.

24 Bargaining, it's gotten to the point, or
25 it's been at the point for years that the political

1 process is what we've got with the Railway Labor Act,
2 we all know it, we all know what we're going to do.
3 The problem with it today is we have politicians in
4 control of both houses of congress and a president in
5 the same party. They are not friendly to working
6 people.

7 Jed and I were talking a little bit
8 earlier about the religious debate in this country, and
9 I never talk about religion, I've got five brothers and
10 two sisters and that's things I stay away from because
11 it causes so much argument. But we need to examine
12 what those political parties are doing to us in the
13 name of religion. Just think about it. And I hope you
14 understand why I say that, because they are using our
15 own values, our own value system against us to get what
16 they want on the other end. And that's about all I'll
17 say on that.

18 But bargaining is going on, Stuart is
19 absolutely correct, we for the first time in a lot of
20 years have seven or six rail unions coordinated through
21 agreement to bargain together through the end of this
22 round of bargaining. That is another debate in itself,
23 some think it's a bad idea, some think it's good. I
24 live by the philosophy that the more people united for
25 any purpose, the better you are on the other end.

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1 That's just a philosophy I live by, it may be right or
2 wrong, you decide that.

3 But that bargaining committee does just
4 like we do in our own union, we get together before
5 negotiation sessions and we argue and fuss about what
6 to do going out the other side, and we come to what
7 suits most everybody in rail labor better than just one
8 individual group in rail labor. It seems to be
9 working, those unions have found or will tell you that
10 the national carriers's conference has used us like
11 whipping boys for many years, picking one out to go
12 here or to go there, picking one issue.

13 And the issue this time appears to be the
14 problem with one man on a train. You might think that
15 one man on a train doesn't affect you, but you think
16 about the numbers, if UTU and BLE have 30,000 each and
17 there is one man on a train, a good percentage of one
18 of those unions is going away. Now you know what
19 happens if Amtrak goes away with Railroad Retirement,
20 it's devastating.

21 Well you couple in 20,000 trainmen and
22 then you think about our union. And Brother Perry will
23 talk about our demographics in a few minutes, about
24 age. But if you look around this room you'll see that
25 we are all about the same age, so in about eight or ten

1 years we may stand to lose half of our membership, so
2 there is another 10 or 15,000, and before long that
3 pool that's paying railroad retirement and keeping our
4 benefits going when we retire is getting smaller and
5 smaller. So that kind of math is not hard to do. Just
6 think about it.

7 The fight is, like Stuart said, the fight
8 is for all of us, for all rail labor, for all workers
9 in this country and around the world, actually. The
10 good thing is we have got a young guy in the crowd,
11 Brother Dale took a job, and he's going to keep it
12 going for all of us. So congratulations to you, you've
13 got a big load to carry Brother.

14 (Applause)

15 BROTHER SIMPSON: But it's going to be
16 tough and slow with this round of bargaining, at times
17 I hope we can drag it out a couple of years and maybe
18 have the ability to get a new president. Jed and I
19 were joking about Northwest, you know we can't get an
20 Amtrak release, we've been trying for a while, with
21 teamsters, everybody is pushing it. But Northwest gets
22 a release in thirty days, what's that about?

23 So politics plays a big deal. The
24 airlines got the release, not the union, that's what
25 happened, we had a couple unions and Northwest said

1 we're ready to take a strike, we're ready to kick a
2 union's butt, and that's what they're doing. So it's
3 just a mess with politics. So keep in there, keep
4 fighting, keep thinking about the issues and keep
5 working that way. But the bargaining coalition is
6 working well and I'm proud to say that we're part of
7 it.

8 Of course I've got Amtrak on my list, and
9 Brother Jed, who is leading the committee on Amtrak,
10 with the blessing of Stuart, your general chairman, and
11 the other general chairmen around the United States
12 with Amtrak, which is probably about 8 percent of our
13 members, is that right, Jed, about 8 percent of the
14 total membership? They are engaged, they're doing the
15 right things, they're pushing us to do the right
16 things.

17 The only thing I'll say in addition to
18 what Jed will probably tell you about Amtrak is the
19 International or the National Division will continue to
20 support Amtrak, as it would any other group of ten
21 percent of the membership of our Brotherhood. We'll
22 give them all the resources we've got that we can do.
23 Today I know that, you already heard I'm from a freight
24 railroad and know very little about passenger service,
25 but I'm getting up to speed, I'm learning.

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1 But what I have seen since I have been in
2 office is we, and rightfully so, we spend probably 80
3 percent of our legislative resources on Amtrak
4 lobbying, and the money, and making certain that, that
5 is our legislative fight for the most part, between
6 bargaining rounds. Now we've got Amtrak and bargaining
7 rounds, so that's --. And we intend to continue to do
8 that, we intend to continue to put the money in Amtrak
9 or whatever resources we have, to keep that lobbying
10 effort going and try to keep the funds coming from a
11 hostile set of politicians that don't care about Amtrak
12 as a nationwide service. And that is another debate
13 you guys will have to have.

14 Anyway, we'll keep fighting and doing what
15 these general chairmen want us to do and hopefully we
16 can come out the other end with something good.

17 Finances, Brother Geller is here, he'll
18 tell you about our finances. But we're doing good and
19 the only comment I want to make about that is Brother
20 Geller is tighter than two coats of paint, he'll
21 probably tell you that himself. But the money is done
22 good.

23 Legislatively, again, we're active on all
24 fronts and we're doing well. The national division
25 officers that you've elected at the last convention are

1 a group of hard working general chairmen, just like
2 Stuart. And just the comment about those guys, they're
3 great, they discuss, they do the same thing you do,
4 they debate, they argue and we come out the other end
5 with a process we want to go forward with.

6 But the reason I mention them is that
7 Brother Geller and I don't, we're elected president and
8 secretary-treasurer, but the national division officers
9 are the policy making group between conventions for
10 this union. And that group of 13 or 14 guys runs this
11 union, based on what the general chairmen and the
12 members tell them they want.

13 So it's not one guy. I'm not smart enough
14 to make this union work good, it takes more than me.
15 It takes more than one person, I don't care who the
16 president is, we don't have anybody smart enough to
17 runs this union by themselves. So it takes the
18 members, it takes the structure, and that's what we've
19 got to protect, the ability to have a union, the
20 ability to come together and worry about our individual
21 liberties as well as our collective liberties, we've
22 got to keep both of those in our mind as we talk about
23 it.

24 Stuart talked about the elections. The
25 elections are over, and for better or worse, that's

1 part of the democratic process, we went through it, the
2 members have spoken. And I, that brings me to probably
3 the final point, they're over, it's time for us to put
4 our heads together and figure out how to get our
5 members represented in the best way we can do it. And
6 we are doing that, I don't have anybody that I know out
7 there doing things that they don't think is in the best
8 interest of the members.

9 We may all disagree on what that is but
10 everybody I know in this Brotherhood is going in the
11 direction of what they think is best for the members.
12 And I am proud to say that because it means a lot to me
13 that we can work together and go forward.

14 One last thing about the Teamsters. I
15 just can't say enough about our merger and what's come
16 out of that. All of you probably know that reading our
17 bylaws, we have a Department of Education, a Department
18 of Safety, a Department of Strategic Planning, we have
19 all these departments in the Brotherhood. Well, they
20 were all one man departments with no secretary or staff
21 help, and when you wanted to do something you looked
22 and asked if your plate had anything on it, can you do
23 more?

24 Well, everybody in the Brotherhood,
25 because of the loss of membership and because of the

1 downsizing of the railroads and short lines and all
2 those other problems, just couldn't do any more, it
3 wasn't possible. What's happened with this merger is
4 now we have those same departments with one guy in our
5 union coordinating with departments, every one of those
6 departments in the Teamsters, Communication, Safety,
7 all that stuff, their departments, they've got more
8 staff than our national division does, in each
9 department.

10 So we've got resources now and we're
11 asking for them to use them. The Teamsters have gone
12 overboard to, if we ask them for something they get it
13 done pretty quick, as quickly as you could expect
14 anybody to do it. And the thing is, we've been asking
15 them before we merged and they've been doing it. With
16 the bargaining coalition, because of us and BLE are in
17 the same group, they provide that same benefit directly
18 to signalmen, fire and oilers, sheet metal workers, the
19 boilermakers, they get the benefit of it as well.

20 The Teamsters think that union dues are
21 meant to represent the members and they are not going
22 to put it in the bank, they're going to spend it when
23 there is an issue we tell them we need to do something
24 on. And they've been good about that, they normally
25 say well we can do that, and what else can we do, and

1 here is an idea we think might help you as well.

2 So it's working well, I'm proud top say
3 that. It's been good for us and I think it'll be
4 evident in the future that it's good for us, if we can
5 hold this bargaining coalition together and get through
6 this round of bargaining and it grows and grows and
7 grows. So I think the future is bright and if we can
8 get a few more young members, like Brother Dale, we can
9 make all our futures better.

10 Let me see, I think that's all, I'll be
11 around all day, probably until 2:00 or so. We've got
12 another System Federation convention tomorrow in
13 Toledo, so we'll leave then. But it's certainly a
14 pleasure to be with this group. I hope you understood
15 what I said, I am from the South, so sometimes I have
16 to slow down and try to get it right. But it's
17 certainly a pleasure to be here with good BMW members
18 and a good General Chairman like Stuart. and we hope to
19 form a good relationship in the future.

20 So, if you have questions, I'll be around,
21 please come by and ask. If I can get wireless internet
22 and you guys want to see those pictures I'll run and
23 get the computer.

24 But thank you, Stuart and thank you guys.

25 (Applause)

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1 BROTHER HURLBURT: Thank you Freddie.

2 At this time, Brothers, I'd like to take a
3 short recess. We've got coffee and danish up there,
4 time to have a cigarette, get some fresh air.

5 (Whereupon, at 10:08 a.m., there was
6 a short break.)

7 (10:27 a.m.)

8 BROTHER HURLBURT: Welcome back, Brothers.

9 The next speaker I'd like to introduce is
10 Brother Jed Dodd, he is the General Chairperson from
11 the Southern District of Amtrak, he represents the
12 Pennsylvania Federation.

13 Brother Dodd?

14 BROTHER DODD: Thank you, Brother
15 Hurlburt.

16 I too would like to extend my
17 congratulations to President Simpson and
18 Secretary-Treasurer Geller on their election, on their
19 recent elections. I'd like to extend my
20 congratulations to Brother Hurlburt and officers on
21 their election and reelection.

22 I appreciate being allowed to come here
23 and address you today. Our Federations have had a long
24 and unique and a shared history together and we have
25 been through many struggles and many bumps in the road.

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CONSTITUTION AND BYLAWS
for the
GOVERNMENT OF THE JOINT
PROTECTIVE BOARD AND MEMBERS
of the
ALLIED FEDERATION

To Be Composed of the Following Railroads:

CSX TRANSPORTATION, INC.
(Former Seaboard System Railroad,
Former Louisville & Nashville Railroad,
Former Seaboard Coast Line Railroad,
Former Atlantic Coast Line Railroad,
Former Columbia, Newberry and Laurens Railroad,
Former Atlanta and West Point-The Western Railway of Alabama -
Georgia Railroad, including Augusta and Summerville Railroad -
Atlanta Joint Terminals)
ATLANTA & SAINT ANDREWS BAY RAILWAY
WINSTON-SALEM SOUTHBOUND RAILWAY
HIGH POINT, THOMASVILLE AND DENTON RAILROAD
Baltimore & Ohio Chicago Terminal
Baltimore & Ohio Railroad
Chesapeake & Ohio Railway
Chicago & Eastern Illinois Railroad
Appalachian & Ohio
Evansville Western
Huron & Eastern Railway

Monon Railroad
Richmond, Fredericksburg and Potomac Railway
(including Potomac Yard)
The Union Belt of Detroit
Union Pacific (former Missouri Pacific Line)
Port Terminal Rail Authority
Kansas City Southern Railway Company
Union Pacific (former Southern Pacific Eastern Line, St. Louis Southwest Railway
Company, Oklahoma, Kansas and Texas Railroad)
Burlington, Northern and Santa Fe Railroad
New Orleans Public Belt Railroad
Louisiana and North West Railroad
Texas-Mexican Railway
Florida East Coast Railway
Indiana Railroad
Connex

of the

BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION

of the

INTERNATIONAL BROTHERHOOD OF TEAMSTERS

Adopted at Tampa, Florida
on the 4th day of October 2016

PREAMBLE

The objectives of the Allied Federation are:

1. To bring within the folds of our order every person eligible to join our ranks.
2. To exalt the character and increase the ability of our members.
3. To ensure greater safety for our members and the traveling public and effect economy in the departments in which our members are employed by interchanging ideas and adopting the best methods of performing our duties.
4. To benefit the general public by raising the standard of efficiency of our membership.
5. To secure just working conditions and working hours as befit the ideal of honorable labor, and thereby obtain the opportunity for closer cooperation with the managements, recreation, intellectual development and social enjoyment, to which all humanity is justly entitled.
6. To alleviate distress and suffering caused by sickness or disability among our members.
7. To assist the immediate family of deceased members.
8. To educate ourselves in the civic affairs of our country and to encourage others to take an interest therein, in order that we may thereby vote intelligently and effectively for the common good and protection of all.
9. To inspire all members of the Allied Federation to live a sober, moral, and honest life.
10. To encourage all members to faithfully and honestly perform their duties to the best of their ability for the Brotherhood of Maintenance of Way Employes Division (hereinafter BMWED) and for their employers.
11. All of which we propose to consummate by conducting our affairs in an honorable and businesslike manner, in accordance with the provisions incorporated in this constitution, which is the law supreme of our Federation.

ORDER OF BUSINESS

Hours of daily sessions at meetings shall be from 8:00 A.M. to 12:00 Noon; from 1:00 P.M. until close.

Regular Order of Business will be suspended upon reconvening of the Convention after lunch on the first day of the Convention for nomination and election of officers.

Robert's Rules of Order shall govern on all matters not herein provided for.

**ARTICLE I
ORGANIZATION**

Section 1. This body shall be known as the Allied Federation of the Brotherhood of Maintenance of Way Employees Division and will have jurisdiction over Maintenance of Way employees on the CSX Transportation, Inc. (former Seaboard System Railroad, Former Louisville & Nashville Railroad, Former Seaboard Coast Line Railroad, Former Atlantic Coast Line Railroad, Former Columbia, Newberry and Laurens Railroad, Former Atlanta and West Point - The Western Railway of Alabama - Georgia Railroad, including Augusta and Summerville Railroad - Atlanta Joint Terminals), Atlanta & Saint Andrews Bay Railway, Winston-Salem Southbound Railway, High Point, Thomasville and Denton Railroad, Baltimore & Ohio Chicago Terminal, The Baltimore & Ohio Railroad, Chesapeake & Ohio Railway, Chicago and Eastern Illinois Railroad, Monon Railroad, Richmond, Fredericksburg and Potomac Railroad (including Potomac Yard), The Appalachian & Ohio, Evansville Western, Huron & Eastern Railway, The Union Belt of Detroit, Arkansas & Louisiana Missouri Railway Company, Arkansas Western Railway Company, Ashley, Drew & Northern Railway Company, Fort Smith & Van Buren Railway Company, Houston Belt & Terminal Railway Company, Kansas City Southern Railway Company, Louisiana & Arkansas Railway Company, Milwaukee-Kansas City Southern Joint Agency, Port Terminal Railroad Association (Houston Union Pacific System) Former - Abilene & Southern Railway Company, Fort Worth Belt Railway Company, Kansas, Oklahoma & Gulf Railway Company, Missouri - Illinois Railroad Company, Missouri Pacific Railroad Company, New Orleans & Lower Coast Railroad Company, Union Terminal Railway Company (St. Joseph, Missouri) Weatherford, Mineral Wells & Northwestern Railway Company, Union Pacific (former Southern Pacific Eastern Line, St. Louis Southwest Railway Company, Oklahoma, Kansas and Texas Railroad), Burlington Northern and Santa Fe Railroad, New Orleans Public Belt Railroad, Louisiana and North West Railroad, Texas-Mexican Railway, Florida East Coast Railway, Indiana Railroad, and Connex as covered in the scope of the agreements in effect, or any other systems that may hereinafter become affiliated with the Allied Federation in accordance with Section 1 of Article II.

**ARTICLE II
AFFILIATION**

Section 1. Any System Division, Federation, or Maintenance of Way employees of any railroad, wishing to affiliate with this Federation, will be considered by making written application through its System Division or Federation Officers (or by petition if there is no System Division or Federation Organization on such railroads) to the General Chairman of the Allied Federation. If the General Chairman of the Allied Federation feels the affiliation to be advisable, he will immediately advise the members of the Allied Federation Executive Committee of such application for affiliation.

The Executive Committee members will immediately advise the General Chairman as to whether or not they deem it advisable to affiliate such a System Division, Federation, or Maintenance of Way employees of any railroad with the Allied Federation. If a majority of the Executive Committee members approve such affiliation, the General Chairman will proceed to effect such affiliation, providing the conditions of affiliation meets with the approval of the National Division President.

Section 2. Should the General Chairman fail to effect an affiliation and he deems such affiliation still advisable in the interest of the Allied Federation, he may call into a session the members of the Executive Committee and/or the members of the Joint Protective Board, in order to effect such affiliation.

ARTICLE III CONVENTIONS AND DELEGATES

Section 1. The Quadrennial Convention of the Allied Federation chaired by an Officer of the Allied Federation will be held in October 2016 and quadrennially thereafter, the exact date and location to be set by the General Chairman with the approval of the Executive Committee in a suitable place under the jurisdiction of the Allied Federation.

Section 2.(a) Each Local Lodge in the Allied Federation shall be entitled to one delegate chosen by such Lodge to represent them as provided in this section and in accordance with the Merger Agreement between BMWV and IBT and Article XIX, Section 4 of the Bylaws of the Brotherhood of Maintenance of Way Employees Division. All delegates and alternates shall be elected by secret ballot vote of the members in good standing of the Local Lodge by which they are accredited. Each such member, according to current records at the National Division, shall be given at least fifteen (15) days prior written notice of such election mailed to their current address, according to National Division records. Each candidate for delegate and alternate, in order to be eligible to run for election, must be in continuous good standing and actively employed in the craft for a period of twenty-four (24) consecutive months prior to the month of nomination in accordance with Article II, Section 4(a)(1) of the IBT Constitution; except that in cases where newly chartered Local Lodges have been in existence for less than twenty-four (24) months, eligibility will be governed by the provisions of Article II, Section 4(b) of the IBT Constitution. Each such candidate shall be a member in good standing in his Lodge for a period of at least four (4) months and shall have at least four (4) months continuous membership in some Local Lodge or Lodges in good standing with the National Division at the time of election, and shall be a member in good standing through the month prior to the month the System Federation Convention convenes; provided, however, that the four (4) months continuous membership qualification will not apply where a new Lodge has been established less than four (4) months before the convening of the System Federation Convention. Credentials for the delegates shall be issued by the General Chairman to the Secretary-Treasurers of the

Local Lodges in the System Federation at least three (3) months in advance of the Convention. In the event a Local Lodge elects not to send one of its own members to the Convention, it may elect to be represented by a delegate or alternate who is a member in good standing of another Local Lodge in the System Federation, or the General Chairmen or a Vice Chairman may represent a Local Lodge as delegate if such officer is elected delegate or alternate by secret ballot vote, provided, however, that no delegate may represent more than 250 members, unless such members are all members of one Local Lodge, and he must have Credentials from each Lodge selecting him as their delegate, signed by either the President or the Secretary-Treasurer of the Local Lodge, which must be presented to the Credentials Committee before the delegate is seated. All duplicate Credentials must be forwarded to the General Chairman's office at least fifteen (15) days prior to the Convention. The voting strength of such delegate shall be determined by the membership of the Lodge or Lodges he represents; i.e., he shall be given one vote for each member in good standing in such Lodge or Lodges. The necessary actual expenses (excluding salary) of such delegate or alternate delegate when serving as the delegate shall be borne by the System Federation.

Section 2.(b) The alternate will take the place of the delegate in the event the delegate is unable to serve.

Note: The incumbent Officers of the Allied Federation who have not been elected as delegates to the Convention will be eligible to cast one (1) vote on all matters submitted to the Convention for consideration, except elections. In instances where a roll-call vote is taken, if the incumbent Officers are not also delegates, the total vote of the Local Lodge in which the Officer holds membership will be reduced by one (1) vote so that the aggregate vote will represent the actual membership.

Section 3.(a) It is further provided that any Local Lodge that fails to hold secret ballot elections when selecting delegates to Conventions will have no representation at such Conventions. No delegate to Allied Conventions may be designated to serve as delegate at more than one Convention unless reelected as prescribed in these Bylaws.

(b) Each Officer and delegate will be authorized to cast one (1) vote on all matters submitted to the Convention for consideration where a roll-call vote is not authorized.

(c) A roll-call vote on any matter before the Convention will be granted upon the request of one-third (1/3) of the delegates present.

Section 4.(a) The Quadrennial Convention Call will be furnished each Local Lodge Secretary-Treasurer and Joint Protective Board member by the General Chairman three (3) months prior to said Convention.

(b) As provided for in Section 2 of this article, the delegates attending the Quadrennial Convention will, when properly seated, be allowed to cast one (1) vote for each member of their respective Lodge (or Lodges) in good standing as per the records of the National Division Secretary-Treasurer at the close of the quarter next preceding the Convention.

ARTICLE IV ELECTIVE OFFICERS

Section 1. The Joint Protective Board of the Allied Federation will consist of a General Chairman, two (2) First Vice Chairmen, thirteen (13) Vice Chairmen, forty-one (41) District Chairmen, five (5) from Region 1, five (5) from Region 2, five (5) from Region 3, five (5) from Region 4, two (2) from Region 5, three (3) from Region 6, three (3) from Region 7, three (3) from Region 8, one (1) from Region 9, nine (9) from Region 10 and an Executive Committee consisting of nineteen (19) members - two (2) from Region 1, two (2) from Region 2, one (1) at large from Regions 1 and Regions 2, two (2) members from Region 3, two (2) members from Region 4, and one (1) member at large from Regions 3 and Regions 4, one (1) from Region 5, one (1) from Region 6, one (1) from Region 7, one (1) from Region 8, three (3) members from Region 10 and two (2) members at large from Regions 5-10 as provided in Article VIII of these Bylaws. The duties of Secretary-Treasurer for the Allied Federation will be assigned to one of the Vice Chairmen by the General Chairman. This assignment must have the approval of a majority of the Executive Committee.

Section 2. The supreme body of the Allied Federation will be the Joint Protective Board members and the delegates assembled at the Quadrennial Convention. Said Convention will be the true and legitimate source of all authority pertaining to all matters under the jurisdiction of the Allied Federation and, except as provided for in Section 3 of this article, or when the Joint Protective Board is acting in accordance with Article XXII of these Bylaws, there is no power vested in any Officers, committee or body of members under its jurisdiction to repeal, alter, or change its laws and decisions. It will enact legislation which is not contrary to or conflicting with any of the provisions of the Bylaws of the Brotherhood of Maintenance of Way Employes Division, or with any rule, law, or decision of the National Division.

Section 3. During the interval between Conventions, the Joint Protective Board members will be the governing body and may be assembled pursuant to the provisions of Article XIII, Section 1 and Section 4; Article XIV, Section 2 and Section 3 of these Bylaws. They will be empowered to enact legislation for the best interest of the members of the Allied Federation as prescribed in these Bylaws. All enactments must be approved by the National Division President before becoming operative.

Section 4. A majority of Joint Protective Board members and delegates will constitute a quorum at the Quadrennial Convention.

Section 5. A majority of the members of the Joint Protective Board will constitute a quorum, and a majority vote of the members assembled will be final on all subjects that may be handled before the Board.

Section 6. Any member who leaves the service of the railroad, or who transfers to or becomes employed in a department not under the jurisdiction of this System Federation, or who is employed in an official capacity by the railroad, will not be eligible to hold office or to participate in the transaction of any business of this System Federation.

ARTICLE V REGIONS

Section 1. The Allied Federation will be divided into ten (10) regions with five (5) districts in Region 1, five (5) districts in Region 2, three (3) districts in Region 3, and three (3) districts in Region 4, two (2) districts in Region 5, three (3) districts in Region 6, three (3) districts in Region 7, three (3) districts in Region 8, one (1) district in Region 9 and nine (9) in Region 10. The ten (10) regions and the districts within each region shall be as follows:

REGION 1:

Former Louisville and Nashville Railroad, Atlanta & Saint Andrews Bay Railway, Chicago & Eastern Illinois Railroad, Monon Railroad, and Indiana Railroad will be divided into the following districts:

District 1 - Running from Cincinnati to Louisville and from Cincinnati to, but not including Corbin, Kentucky, and all branches thereon including Lebanon Branch and branch to Flemingsburg, Kentucky, including the Monon Railroad, Indiana Railroad and all branches thereon.

District 2 - Running from Louisville to Brentwood, including Nashville Terminals, Evansville & Western and all lines adjoining thereon including lines to Evansville, Indiana, St. Louis, Missouri, Bruceton, Tennessee and Chicago & Eastern Illinois Railroad.

District 3 - Running from Brentwood to New Orleans and all lines adjoining thereto, including Atlanta & Saint Andrews Bay Railway and including former N.C. & St. L. Railway lines between Gadsden, Alabama, and the Tennessee River.

District 4 - Running from Memphis, Tennessee to Nashville, Tennessee, and to Atlanta, Georgia and all branch lines thereon (not including Nashville Terminals).

District 5 - Running from Corbin, Kentucky to Cartersville, Georgia, including the CV Division running to Corbin, Kentucky, to Norton, Virginia, and including all branches and including the old line from Etowah, Tennessee to Marietta, Georgia.

REGION 2:

Former Seaboard Coast Line Railroad, former Atlantic Coast Line Railroad, former Columbia, Newberry and Laurens Railroad, former Atlanta and West Point - The Western Railroad of Alabama - Georgia Railroad, (including Augusta and Summerville Railroad) - Atlanta Joint Terminals, and Winston-Salem Southbound Railway and High Point, Thomasville and Denton Railroad, Florida East Coast Railway, and Connex will be divided into the following districts:

District 1- Rocky Mount and Raleigh Districts (former Seaboard Coast Line Railroad).

District 2 - Florence and Savannah Districts (former Seaboard Coast Line Railroad including Columbia, Newberry and Laurens Railroad).

District 3 - Atlanta and Waycross Districts (former Seaboard Coast Line Railroad).

District 4 - Jacksonville and Tampa Districts (former Seaboard Coast Line Railroad), Florida East Coast Railway, Connex.

District 5 - System Seniority District (former Seaboard Coast Line Railroad), Atlanta and West Point - The Western Railway of Alabama - Georgia Railroad (including Augusta and Summerville Railroad) - Atlanta Joint Terminals, Winston-Salem Southbound Railroad, High Point, Thomasville and Denton Railroad.

REGION 3:

District 1 - Baltimore and Ohio Railroad, Eastern consisting of Baltimore, Cumberland, and Monongah, Ohio North Division, Appalachian & Ohio.

District 2 - Baltimore and Ohio Railroad, Central consisting of the Pittsburgh, Akron/Chicago East, and Toledo East Ohio, South Division.

District 3 - Baltimore and Ohio Railroad, Western consisting of the Akron/Chicago West, Toledo West, St. Louis and New Rock Divisions, and Baltimore & Ohio Chicago Terminal.

REGION 4:

District 1 - Chesapeake and Ohio Railway, beginning at Newport News, Virginia, west to including Hinton Division.

District 2 - Chesapeake and Ohio Railway, beginning with Huntington Division, to and including Cincinnati/Chicago Division and Barboursville Bridge Shop, Chesapeake and Ohio Railway - Northern - Hocking Division.

District 3 - Chesapeake and Ohio Railway, (northern region) in the United States, excluding the Hocking Division, including Canada and Union Belt of Detroit and Huron & Eastern Railway.

REGION 5:

Eastern - Missouri Division, Arkansas & Louisiana Division.

REGION 6:

Western - Eastern Oklahoma & Kansas City Divisions.

REGION 7:

Texas - Rio Grand C Division, Red River B Division and New Orleans A Division.

REGION 8:

Southern - Palestine Division, Kingsville Division and DeQuincy Division.

REGION 9:

KCS - Kansas City Southern Division.

REGION 10:

District 1 - Lafayette District, New Orleans Terminal to Sabine River and all branch lines. Beaumont District. Sabine River to milepost 353.0 east of Greens Bayou, including all branch lines and Port Arthur to milepost 132 at Dunagan. New Orleans Public Belt District. All of the New Orleans Public Belt Railroad.

District 2 - Dallas District. Milepost 10.0 west of Eureka to Denison and all branch lines. Dallas to Nacogdoches and all branch lines. Cotton Belt District South. From Milepost 417.63 Texarkana south to Fort Worth, including the Louisiana and Northwest Railroad; Mt. Pleasant to Lufkin; Tyler to Gatesville, including the Dallas Terminal Railway and Union Depot Company, Lufkin District; Humble to Shreveport and all branch lines.

District 3 - El Paso District. El Paso Terminal, from mile post 1291.54 on the Lordsburg Subdivision and mile post 962.20 on the Carrizo Subdivision to El Paso, including El Paso Yard and Chinaze Yard to the east end of Alpine, Texas at mile post 607.20.

District 4 - Oklahoma, Kansas and Texas Railroad. Mile Post 339.5 (Enid, Oklahoma) North, Mile Post 339.5 (Enid, Oklahoma) South. All branch lines and yard tracks.

District 5 - Del Rio District. West switch of Uvalde, Texas to Alpine, Texas mile post 607.20 from Spofford to Eagle Pass, Texas and all branch lines.

District 6 - Cotton Belt District North. From milepost 417.63 Texarkana north to East St. Louis; the Mid Louisiana Railroad, and all branch lines.

District 7 - Cotton Belt District West. East St. Louis, Illinois (including East St. Louis Yards) to Kansas City, to Tucumcari, New Mexico, including all branch lines and yards.

District 8 - Flatonia District. Glidden to West switch of Uvalde, Texas; San Antonio to Corpus Christi and all branch lines; Skidmore to Brownsville and all branch lines. Texas Mexican District. All of the Texas Mexican Railway. Austin District. Brenham to Austin; Llano Branch, Cameron to Waco; Giddings to Hearne; Giddings to Yoakum.

District 9 - Houston District. Houston Terminal and Galveston Branch. Victoria District. Main line from West Junction to Glidden including the Glidden Yards; the SA&AP Bellaire to Eagle Lake, Rosenberg to milepost 145.0 Beeville City Limits and all branch lines; Eagle Lake to Kennedy and all branch lines.

ARTICLE VI COMMITTEES

Section 1. A Bylaws Committee, consisting of sixteen (16) members, two (2) from regions 1 thru 4, one (1) from regions 5 thru 9 and three (3) from region 10; a Resolution Committee, consisting of ten (10) members, one (1) from each region; from among the Joint Protective Board members and delegates, will be appointed by the General Chairman and convened at least one (1) day preceding the Convention for the

purpose of making such proposed changes in the Bylaws as deemed necessary and preparing any appropriate resolutions. Proposed changes in the Bylaws, as well as resolutions to be considered, must be submitted in writing and must reach the Allied Federation Secretary-Treasurer or the General Chairman no later than ten (10) days preceding the Quadrennial Convention. The members of such committees will be given ten (10) days' advance notice by the General Chairman.

Section 2. All other committees deemed necessary by the General Chairman will consist of ten (10) members, one (1) from each region.

**ARTICLE VII
RETIRED MEMBERS**

Members who upon retirement, or upon the receipt of an annuity, continue without interruption to pay full dues and assessments or who have received life memberships shall be entitled to attend Local Lodge meetings. Such members serving as BMWED Officers or representatives at the time of retirement, or at the time annuity is granted, may serve out the balance of the term for which elected, subject to the terms of the Agreement between the BMWED and IBT. They shall not be eligible for election or reelection or to participate in the transaction of Brotherhood business except to the extent herein provided and in the case of Local Lodge Secretary-Treasurers who may be eligible for reelection as Local Lodge Secretary-Treasurers, subject to the terms of the Agreement between the BMWED and the IBT.

**ARTICLE VIII
QUALIFICATIONS FOR SYSTEM OFFICERS**

Section 1. Officers of the Joint Protective Board will consist of a General Chairman, two (2) First Vice Chairmen, thirteen (13) Vice Chairmen, an Executive Committee consisting of nineteen (19) members, and forty-one (41) District Chairmen.

Section 2. The General Chairman, the two (2) First Vice Chairmen, the thirteen (13) Vice Chairmen, and Joint Protective Board members will be elected for a term of four (4) years, beginning with the first day of January following each Quadrennial Convention.

Section 3. The Joint Protective Board Officers and members will be elected by a majority of votes cast by the delegates assembled in Quadrennial Convention according to Article III, Section 3 of these Bylaws, and will serve for four (4) years unless removed by death, retirement, resignation or for cause.

Section 4. Any member of the Brotherhood of Maintenance of Way Employees Division in the Allied Federation, employed in and having at least twenty-four (24) months' seniority in the Maintenance of Way Department of some railroad affiliated with

the Allied Federation and who has been in continuous good standing in the BMWED for at least twenty-four (24) months, is eligible for election as General Chairman, two (2) First Vice Chairmen, or as one of the thirteen (13) Vice Chairmen, or other member of the Joint Protective Board.

Section 5. The General Chairman will be elected first from any region.

Section 6. The two (2) First Vice Chairmen will be elected second. One (1) First Vice Chairman will be elected from the membership from Regions 1-4 and one (1) First Vice Chairman will be elected from the membership of Regions 5-10.

Section 7. The thirteen (13) Vice Chairmen will be elected next, seven (7) from Regions 1 thru 4, six (6) from Regions 5 thru 10.

Section 8. The District Chairmen for each region will be elected as follows:

(a) One (1) District Chairman will be elected from each of the five (5) Districts in Region 1.

(b) One (1) District Chairman will be elected from each of the five (5) Districts in Region 2.

(c) One (1) District Chairman will be elected from each of the three (3) Districts and two (2) District Chairmen at large from Region 3.

(d) One (1) District Chairman will be elected from each of the three (3) Districts and two (2) District Chairmen at large from Region 4.

(e) One (1) District Chairman will be elected from each of the two (2) Districts in Region 5.

(f) One (1) District Chairman will be elected from each of the three (3) Districts in Region 6.

(g) One (1) District Chairman will be elected from each of the three (3) Districts in Region 7.

(h) One (1) District Chairman will be elected from each of the three (3) Districts in Region 8.

(i) One (1) District Chairman will be elected from the one (1) District in Region 9.

(j) One District Chairman will be elected from each of the nine (9) districts in Region 10.

Section 9. The Executive Committee will then be elected as follows: Two (2) Executive Committee members will be elected from among the newly elected District Chairmen in Region 1. Two (2) Executive Committee members will be elected from among the newly elected District Chairmen in Region 2.

Two (2) Executive Committee members will be elected from among the newly elected District Chairmen in Region 3.

Two (2) Executive Committee members will be elected from among the newly elected District Chairmen in Region 4.

Two (2) Executive Committee members will be elected at large from the membership in Regions 1-4.

One (1) Executive Committee member will be elected from the newly elected District Chairmen in Region 5.

One (1) Executive Committee member will be elected from the newly elected District Chairmen in Region 6.

One (1) Executive Committee member will be elected from the newly elected District Chairmen in Region 7.

One (1) Executive Committee member will be elected from the newly elected District Chairmen in Region 8.

One (1) Executive Committee member will be elected from the newly elected District Chairman from members of Region 10 - Districts 1, 2, 3.

One (1) Executive Committee member will be elected from the newly elected District Chairman from members of Region 10 - Districts 4, 5, 6.

One (1) Executive Committee member will be elected from the newly elected District Chairman from members of Region 10 - Districts 7, 8, 9.

Two (2) Executive Committee members will be elected at large from the membership in Regions 5-10.

Section 10. The newly-elected Executive Committee will meet prior to the closing of the convention and elect a Chairman of the Executive Committee and a Vice Chairman/Secretary of the Executive Committee. One Executive Committee member shall not hold both the Chairman and the Vice Chairman/Secretary position. Whatever Region the Executive Chairman is elected from (either Regions 1 thru 4, Regions 5 thru 10) then the Vice Chairman/Secretary will come from the remaining Regions. The newly-elected Chairman and Vice Chairman/Secretary will be presented to the convention prior to the closing of the convention.

**ARTICLE IX
GENERAL CHAIRMAN**

Section 1. The General Chairman will discharge on behalf of the System Federation such duties as may be imposed upon him by applicable law, including the execution and filing of any reports to Federal or State authorities, and he will cause to be maintained by the System Federation such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

Section 2. The General Chairman shall be in charge of the System Federation office, and shall have charge of System Federation automobiles which are used by System officers. He shall work out budgets from time to time on the operation of the system, and at all times try to hold expenses to a minimum. He will have charge of expense accounts and allowances, and it will be necessary for any expenses incurred by any system officer to be approved by him before payment is made. No officer or member of the Joint Protective Board has authority to incur or create any expense whatsoever, personal or otherwise without the approval of the General Chairman.

Section 3. The General Chairman will devote his full time as may be required to promote the best interests of the BMWED in accordance with the provisions incorporated in these Bylaws. He will devote as much time as administrative duties will permit in going over the lines of the System Federation, visiting Lodges and instructing the Officers thereof in their duties. When grievances are referred to him, he will exert every honorable means in conformity with the provisions of the agreements in effect under the laws of the BMWED toward obtaining satisfactory adjustments and in a general way work for the up building of the BMWED. He will have the authority to request the assistance of a District Chairman or Board member in handling grievances or conferences on a Division, or other Officer if deemed necessary. All salaries and personal expense bills and other legitimate expenditures of the System Federation must be approved by the General Chairman before payment is made. He will make annual reports of his activities for the preceding year, furnishing copies of same to the members of the Joint Protective Board, the National Division President and the National Division Vice Presidents of the BMWED South and West Regions. He will make a comprehensive report to the Quadrennial Convention covering his stewardship during the preceding term of office.

Section 4. In case of general application when expenses might be saved by the General Chairman adjusting a grievance, he may do so, but as a rule he will insist on the method being followed as per rules covering the Protective Department of the Bylaws of the Brotherhood of Maintenance of Way Employees Division.

Section 5. When the General Chairman is engaged in other duties and his salary and expenses paid from other sources, the Officer assuming the powers vested in the General Chairman will receive the General Chairman's rate of pay. If any full-time elected System Federation Officer is appointed or instructed by the National Division President to serve on National Division Committees, he will receive, in addition to any per diem or expenses allowed by the National Division, the salary which is afforded him under Article XV, Section 1, of these Constitution and Bylaws.

**ARTICLE X
FIRST VICE CHAIRMAN**

Section 1. It will be the duty of the two (2) First Vice Chairmen to assist the General Chairman in the discharge of his duties when called upon by that Officer, and they will be subject to his instructions. In the event of the death, retirement, resignation, or removal from office of the General Chairman, it will become the duty of the First Vice Chairman from the same region as the General Chairman (either Regions 1 thru 4, Regions 5 thru 10) to take charge of the affairs of the office and perform the duties of the General Chairman for the unexpired term, or until an election may be held at the next regular or special meeting of the Joint Protective Board, and in such case, the First Vice Chairman will receive the salary specified for the General Chairman.

Section 2. The First Vice Chairman will devote his entire time to the interest of the Allied Federation, except such times as may be devoted to other things pertaining to the Brotherhood.

Section 3. He will make an annual report of his tenure of office at the annual meeting to the Executive Committee.

**ARTICLE XI
VICE CHAIRMEN**

Section 1. It will be the duty of the Vice Chairmen to assist the General Chairman in the discharge of his duties when called upon by that Officer, and they will be subject to his instructions.

Section 2. The Vice Chairmen will devote their entire time to the interest of the Allied Federation, except such times as may be devoted to other things pertaining to the Brotherhood.

Section 3. They will make an annual report of their tenure of office at the annual meeting to the Executive Committee.

Section 4. In case of vacancy in the office of a Vice Chairmen by reason of death, resignation, removal, or any other cause whatsoever, the General Chairman will appoint another member from the appropriate region to perform the duties of such office for the unexpired term, or until an election may be held at a regular or special meeting of the Joint Protective Board.

**ARTICLE XII
SECRETARY-TREASURER**

Section 1. It will be the duty of the Secretary-Treasurer to record the proceedings of the Executive Committee, the Joint Protective Board meetings, as well as the Quadrennial Convention, and to furnish each member thereof a copy of such minutes. It will also be his duty to preserve all books, records, and important documents pertaining to the business or history of the System Federation, give reports on all transactions of the meeting of Board when called upon by the General Chairman, Executive Committee, or Joint Protective Board when in session. It will be his duty to keep an accurate record of all monies received and disbursed.

Section 2. He will keep a record of Joint Protective Board Officers and members, Local Lodge Officers, grievance committees and all members of the System Federation, together with their addresses and will furnish the name and addresses of all Joint Protective Board and Executive Committee members to Local Lodge Secretary-Treasurers.

Section 3. He will insist upon all Local Lodges making quarterly audit of their Local Lodges, instruct and assist financial secretaries in the discharge of their duties, and work in conjunction with the financial secretaries in any manner necessary to promote the best interest of the organization on the System Federation.

Section 4. He will keep a record of the membership of each Local Lodge in the Allied Federation, in order that it may be determined at all times what the membership of the entire Allied Federation may be during each month.

Section 5. He will assist the General Chairman in making all necessary arrangements for meetings of the Joint Protective Board, and will attend in person with all books and papers necessary to show the financial standing of the Allied Federation, the past business of the Board, and any other matters that may come under his jurisdiction.

Section 6. The Secretary-Treasurer of the Allied Federation will preserve for one (1) year the credentials of all delegates elected by Local Lodges of the Allied Federation, and all minutes and other records of the Convention and/or meetings pertaining to the election of Allied Federation Officers.

Section 7. He will discharge on behalf of the System Federation such duties as may be imposed upon him by applicable law, including the execution and filing of any reports to Federal or State authorities, and he will maintain such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

Section 8. He will deliver to his successor (when elected, installed, and after his bond has been executed and accepted by the Executive Committee), all monies belonging to the Brotherhood, together with all books, documents, and other property of the Allied Federation (or Brotherhood) that may be in his possession.

ARTICLE XIII EXECUTIVE COMMITTEE

Section 1. The duties of the Executive Committee will be to examine all bills, accounts, vouchers, books and other documents in connection with the matters of the Allied Federation. The Executive Committee will meet on the written notice of the General Chairman at such time and place specified in such notice. He will give all members of the Executive Committee at least fifteen (15) days' notice of such meeting. They will meet annually, the General Chairman giving notice of such meetings as above described. When necessary, the General Chairman will call a meeting of the Executive Committee, giving due notice as stated above.

Section 2. It being understood that the Executive Committee may, if they so desire, employ the services of a legal certified accountant when auditing the books of the Allied Federation.

Section 3. The Executive Committee will provide for the payment of necessary expenses of the Allied Federation not otherwise provided for. Approval for such expenditures may be obtained by certified mail or electronically recorded telephone call.

Section 4. Upon the approval of a majority of the Executive Committee, which approval will be either by certified mail or by an electronically recorded telephone call, the Chairman of the Executive Committee will call a meeting of the Executive Committee. The Executive Committee may call any Officer of the Joint Protective Board to any meeting of the Executive Committee when in the interest of the membership. The results of the meeting call will be recorded into the minutes of the next meeting of the Allied Federation.

ARTICLE XIV JOINT PROTECTIVE BOARD

Section 1. Should any other vacancy occur on the Joint Protective Board, the General Chairman will appoint pro tem a member of the order in the district in which such vacancy occurred, within 6 month of vacancy occurring.

Section 2. Upon request in writing by a majority of the members of the Joint Protective Board to the General Chairman, Executive Committee, or the National Division President, a special meeting may be called at any time or place that is so noted in the request. The General Chairman, Executive Committee, or National Division President may call a meeting at any time or place in accordance with these Constitution and Bylaws, provided that not less than seven (7) or more than twenty (20) days' notice is given in writing announcing the date and place. The call letter of the meeting must include the specific reason for the meeting. Provided, that nothing in this Section will be construed as changing the provisions for an annual audit and examination of all bills, accounts, vouchers, books, and other documents by the Executive Committee, as provided for in Section 1 of Article XIII of these Bylaws.

Section 3. The Joint Protective Board, in the year of the Quadrennial Convention will be present at the Convention on the day before the Convention for a meeting of the Joint Protective Board.

Section 4. Each System Federation Officer as is required by applicable law to execute and file reports as aforesaid, will be personally responsible for the filing of such reports and for any statement contained therein which he knows to be false.

ARTICLE XV SALARIES

Section 1. The salaries and expenses of the General Chairman, Vice Chairmen, Executive Committee members and other Joint Protective Board members will be payable in accordance with the general practice of the Brotherhood. It is understood that the General Chairman, Vice Chairmen, Executive Committee members, other Joint Protective Board members, and full-time office staff shall receive the same percentage increases, COLA increases and lump sum payments as are afforded Maintenance of Way employees employed by KCS, UP, Port Terminal, Texas Mexican Railway, New Orleans Public Belt Railroad, Burlington Northern and Santa Fe Railroad and CSX Transportation, Inc.

Section 2. In addition to the salaries as referred to in paragraph above, these Officers will also receive necessary expenses in the performance of their duties in the interest of the Allied Federation.

Section 3. Any Officer, or member of the Joint Protective Board, or any other member, when using his automobile in connection with the performance of his duties, under the instructions of the General Chairman, will be allowed the maximum allowed by the Internal Revenue Service per mile, which will cover the total cost of operation of the car, effective with the acceptance of these Constitution and Bylaws.

Section 4. Liability and property damage insurance in a proper amount will be carried by the Officer or employee on the automobile he may use in the performance of BMVED work, without additional expense to the Allied Federation.

Section 5. System Officers and employees of the Allied Federation will be allowed vacation days in accordance with the National Vacation Agreement and supplements thereto; railroad and Brotherhood service will be counted in accumulating days. However, when the Allied Federation Officers (namely, General Chairman, First Vice Chairmen, Vice Chairmen) are assigned to committee work by the National Division President, they may draw vacation pay, for vacation due in that year, while so serving.

This rule will not be applicable to incoming Officers or employees who have earned vacation from the railroad or other sources prior to becoming full-time System Officers or employees.

Section 6. The Officers and employees of the Allied Federation will be bonded as prescribed in the Bylaws of the Brotherhood of Maintenance of Way Employees Division. The premiums of said bonds will be paid from the Allied Federation funds, and the bonds will be held in custody by the National Division Secretary-Treasurer.

Section 7. The Allied Federation will not contract, agree to, or be obligated in any way to pay salaries and expenses to Joint Protective Board members or Officers or to incur any expense of any kind with members or others, beyond the extent of the Allied Federation funds and current income of the Allied Federation, without the approval of the National Division President. Any expense incurred contrary to the foregoing provision will not create a claim or lien against the Allied Federation or the National Division beyond the extent of available funds in the Allied Federation treasury.

Section 8. The funds of the Allied Federation will be handled through the office of the National Division Secretary-Treasurer and the disbursements thereof will be made upon all bills, salaries, etc., when such is approved by the General Chairman.

Section 9. The General Chairman is hereby empowered to maintain an adequate office and to employ, upon the approval of the Executive Committee, such clerical assistance as may be necessary to properly perform the work in such office. The clerical assistance salary must be approved by the Executive Committee.

Section 10. The General Chairman, with the written approval of the two (2) First Vice Chairmen, is hereby empowered to ask the Joint Protective Board to concur or non-concur with the question put forth by the General Chairman, either by certified mail or an electronically recorded telephone call as a means to expedite the business of the Allied Federation and/or to minimize expense to the Allied Federation.

Section 11. System Officers may be given a leave of absence from their BMWED position for a period not to exceed their current term of office, with the approval of a majority of the Joint Protective Board by a vote which may be taken in accordance with Article XV, Section 9 of the Allied Federation Constitution and Bylaws.

**ARTICLE XVI
CHARGES AND TRIAL PROCEDURE OF OFFICERS**

Section 1. Charges against any System Officer or Joint Protective Board member shall be filed in writing in accordance with Article XIX of the IBT Constitution. Trials shall be conducted in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMWED and IBT.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement.

Section 2. Any expense incurred in connection with the hearing of charges against an Officer or member of the Joint Protective Board, conducted as prescribed in the Article, will be paid from Allied Federation funds.

Section 3. Vacancies created by sustained charges will be filled as provided for in the Bylaws.

**ARTICLE XVII
CHARGES AND TRIAL PROCEDURE OF MEMBERS**

Section 1. Charges against any Member shall be filed in writing in accordance with Article XIX of the IBT Constitution. Trials shall be conducted in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMWED and IBT.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement.

Section 2. Any expenses incurred with the hearing of charges against a member, conducted as prescribed in this Article will be paid from Allied Federation Funds.

**ARTICLE XVIII
FISCAL YEAR**

The fiscal year of the Allied Federation will end on March 31 of each year.

**ARTICLE XIX
MEMBERSHIP**

Section 1. Any Maintenance of Way employee covered by agreements on the railroads in the Allied Federation who is sober, moral, and otherwise of good character, is entitled to membership in the BMWED.

Section 2. Anyone who has gained admission to the BMWED under false pretenses will be subject to expulsion from membership after written charges and a trial, as provided in the Bylaws of the Brotherhood of Maintenance of Way Employes Division.

Section 3. Initiation fees for new members will be \$100.00 as provided for in Article XV, Section 2, of the Bylaws of the Brotherhood of Maintenance of Way Employes Division.

**ARTICLE XX
REVENUE, FEES, DUES AND ASSESSMENTS**

Section 1. Revenue will be derived from initiation fees, dues, and assessments, as are levied by properly constituted authority in accordance with these Bylaws, plus amounts earned through investment and other miscellaneous receipts. Aside from such sums as these Bylaws provide will be allocated to and placed in other funds, all revenue of the Allied Federation will be placed in a fund known as the "General Fund" and will be in the possession of the National Division Secretary-Treasurer for the purpose of defraying expenses of the Allied Federation when approved by the duly constituted Officer as herein provided. Surplus funds will be invested by the National Division Secretary-Treasurer as directed by the General Chairman.

Section 2. The Local Lodge financial secretaries and other representatives in the Allied Federation will make remittances to the National Division Secretary-Treasurer as provided for in the Bylaws of the Brotherhood of Maintenance of Way Employes Division.

Section 3. In addition to National Division dues and Local Lodge dues, each and every member of the Brotherhood of Maintenance of Way Employes Division, employed upon Systems affiliated with the Allied Federation will pay monthly dues on or before the first day of each month the sum of \$49.50 for Regions 1, 2, 3 and 4, and the sum of \$37.50 for Regions 5, 6, 7, 8, 9 and 10 together with any and all assessments levied in accordance with the Bylaws of the Brotherhood of Maintenance of Way Employes Division to be used only in defraying the expenses of the Allied Federation.

Effective with the month of January, 2009 and each January thereafter, System dues shall be adjusted to reflect one and seventy-six hundredths (1.76) of the average straight time hourly rate of pay for each of the three rate classifications listed in Paragraph 3.8 of the Merger Agreement. The average straight time hourly rate of pay for standard contracts will be based on the information reflected in the annual statement published by the National Railway Labor Conference which shall be used as an equivalent formula. In the event that the National Railway Labor Conference ceases to publish the annual statement or alters it materially, and for non-standard and non-rail contracts listed in Paragraph 3.8 of the Merger Agreement, an alternative equivalent formula shall be adopted so as to accurately reflect increases in rate-of-pay provided for under Agreements during the appropriate measurement period. Said amounts shall be rounded to the nearest 25 cents, which additional sum shall be taken into consideration when calculating any dues increase for the following year.

Section 4. Effective with the payment of monthly dues for the month of January, 2009 and thereafter, Local Lodge dues will be \$2.50, and payable on or before the first day of each month.

Section 5. Effective with the payment of monthly dues for the month of January, 2009 and thereafter, National Division dues will be payable as prescribed in the Bylaws of the Brotherhood of Maintenance of Way Employees Division.

Section 6. The Joint Protective Board has authority to levy special assessments upon the members of the Allied Federation in accordance with the laws governing the Protective Department of the Bylaws of the Brotherhood of Maintenance of Way Employees Division.

Section 7. The Joint Protective Board will have the authority to increase dues between Conventions when found to be necessary, subject to ratification at the following convention.

ARTICLE XXI GRIEVANCE PROCEDURE

Section 1. The Grievance Procedure of the Allied Federation shall be that provided for in the Protective Department of the Bylaws of the Brotherhood of Maintenance of Way Employees Division.

Section 2. The District Chairman will be assigned to the seniority district on which he is elected to represent the employees, and will handle such grievances as are referred to him.

Section 3. If and when a District Chairman fails to settle or adjust a dispute, he will write up the facts in the case, giving all the information that he has at hand and refer it to the General Chairman for further handling. He may call upon the General Chairman to assist or represent him when, in his opinion, it is necessary to do so.

ARTICLE XXII NEGOTIATIONS

Section 1. Any general revision covering rates of pay and working conditions will be approved by the majority of the Joint Protective Board. This approval will be according to Article XIV, Section 2 of these Bylaws. The results of this vote will be recorded into the official minutes of the next regular or special Joint Protective Board meeting or Executive Committee meeting of the Allied Federation.

Section 2. No schedule for general revision will be presented to management until such has received the approval of the National Division President or his authorized representative.

ARTICLE XXIII HEADQUARTERS

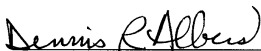
The Headquarters of the Allied Federation will be located at the discretion of the General Chairman, with the approval of the Executive Board.

ARTICLE XXIV BYLAWS

These Bylaws may be repealed, suspended, altered, or amended by a two-thirds (2/3) majority vote of the Joint Protective Board members and the delegates assembled at Quadrennial Convention; provided, however, that in emergency cases the Joint Protective Board assembled or by referendum mail ballot, may alter, amend, or suspend any part of these Bylaws that may be necessary to protect the best interests of the Allied Federation. These Bylaws, when approved by the National Division President, will supersede all other Bylaws governing systems federated with the Allied Federation.

ALLIED FEDERATION

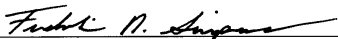
Signed:



Dennis R. Albers, General Chairman

Date: 11/12/2016

APPROVED:



Freddie N. Simpson, National Division President

Date: 11/14/2016

BYLAWS

for the Government of the

NORTHEASTERN SYSTEM FEDERATION

of the

BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYES DIVISION

OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS

Revised and Amended by the

Joint Protective Board on September 26, 2017

In Portland, Maine

Exhibit 6

PREAMBLE

1. To bring within the folds of our Brotherhood every person eligible to join our ranks.
2. To secure for ourselves a just remuneration in exchange for an honest day's labor.
3. To secure for ourselves just working conditions and working hours as befit the ideal of honorable labor, and thereby obtain the opportunity for closer cooperation with the managements, recreation, intellectual development and social enjoyment, to which all humanity is justly entitled.
4. To educate ourselves in the civic affairs of our country and to encourage others to take an interest therein, in order that we may thereby vote intelligently and effectively for the common good and protection of all.
5. All of which we propose to consummate by conducting our affairs in an honorable and businesslike manner, in accordance with the provisions incorporated in these Bylaws which are the governing laws of our Northeastern System Federation, consistent with and subject to the provisions of the National Division Bylaws.

ORDER OF BUSINESS

1. Call to order.
2. Appointment of Chaplain.
3. Invocation.
4. Reading of call of meeting.
5. Roll call of Officers and Members.
6. Appointment of
 - (a) Messenger,
 - (b) Committees.
7. Introduction of visitors.
8. Reading of minutes of previous meeting.
9. Communications.
10. Reports of Officers and elective committees.
11. Nomination and election of Officers.
12. Reports of appointive committees.
13. Unfinished business.
14. New business.
15. Debate - Good of the Brotherhood.
16. Installation of Officers.
17. Adjournment.

These rules contained in the current edition of Robert's Rules of Order shall govern meetings of the Joint Protective Board in all cases to which they are applicable and provided they are not inconsistent with these Bylaws and any special rules of order the Federation may adopt.

ARTICLE I ORGANIZATION

Section 1. This body shall be known as the Northeastern System Federation Joint Protective Board of the Brotherhood of Maintenance of Way Employes Division, hereinafter referred to as the System Federation. It shall have jurisdiction, subject to the National Division Bylaws, over all employees coming under the jurisdiction of the Brotherhood of Maintenance of Way Employes Division on the Maine Central Railroad Company, Portland Terminal Company, National Railroad Passenger Corporation (Amtrak), the Norfolk Southern Railway Corporation, the Delaware and Hudson Railway Company and the New York, Susquehanna and Western Railway Corporation or any other systems of railways that may hereafter become affiliated with the System Federation in accordance with Section 2 of this Article.

Section 2. (a) Any System Division, Federation or Maintenance of Way employees wishing to affiliate with this System Federation, will be considered by making written application through its System Division or Federation Officers (or by petition if there is no System Division or Federation organization on such railroad) to the General Chairman of the Northeastern System Federation. The General Chairman shall immediately advise the members of the Northeastern System Federation Executive Committee of such application for affiliation. The Executive Committee members will immediately advise the General Chairman as to whether or not they deem it advisable to affiliate such a System Division, Federation or Maintenance of Way employees of any railroad with the Northeastern System Federation. If a majority of the Executive Committee members approve such affiliation, the General Chairman will proceed to effect such affiliation providing such conditions of affiliation meet with the approval of the National Division President.

(b) Should the General Chairman fail to effect an affiliation and he deems such affiliation still advisable in the interest of the Northeastern System Federation, he may call into session the members of the Joint Protective Board, in order to effect such affiliation.

Section 3. The governing body shall be the Joint Protective Board in accordance with Article II, Section 1(f) and Article X, Section 1.

ARTICLE II ELECTIONS - CONVENTIONS - JOINT PROTECTIVE BOARD MEETINGS

Section 1. (a) The quadrennial meeting of the Joint Protective Board will be held in conformity with action of the Committee on the next meeting place.

(b) Any member of the Northeast System Federation meeting the twenty-four (24) months continuous good standing requirements of Article II, Section 4(a)(1) of the IBT Constitution and paragraph 4.9 of the Merger Agreement between BMW and IBT, who has established at least twelve (12) months' seniority on any of the railroads in one of the departments thereof coming within the jurisdiction of this System

Federation and is a member in good standing at the time of assuming office is eligible to be a candidate and hold an officer's position on the Joint Protective Board. For Local Lodges in existence for less than 24 months, eligibility to office shall be governed under the provisions of Article II, Section 4(b) of the IBT Constitution.

(c) The Joint Protective Board shall consist of the Officers enumerated in Section 2(a) of this Article II, and the Local Chairman of the Grievance Committee of each Local Lodge within the Federation. (Where there is more than one (1) Local Chairman in any Local Lodge, the Lodge shall select one of the Chairmen to cast the vote of that Lodge.) A Local Chairman, who is elected to one of the offices enumerated in Section 2(a) of this Article II, shall continue to hold his position of Local Chairman as long as he is continued in such office by such Lodge.

(d) The Local Lodges of the Northeastern System Federation shall elect by secret ballot their Local Chairmen of the Grievance Committee as provided for in the National Division Bylaws.

(e) Effective October 1, 1993, the salaries of all the Officers and members of the Joint Protective Board will be governed by the terms of the National Agreement.

(f) The salary for a Joint Protective Board member or any member called to perform any duty for the System will be paid at the average straight-time hourly rate-of-pay for BMW employees or his/her rate for the job for which he/she would have covered for that day, whichever is higher. The Vice General Chairman/Secretary-Treasurer will be paid either \$225.00 per day or his/her rate for the job for which he/she would have covered for the day, whichever is higher.

(g) The Joint Protective Board has jurisdiction over all members within the System Federation. The Board may enact such measures as are deemed necessary for the best interest of the Brotherhood within its jurisdiction, but such enactments will not be in force until they are approved by the National Division President and they shall conform to the Bylaws of the Brotherhood of Maintenance of Way Employees Division.

(h) A majority of Joint Protective Board members in attendance shall constitute a quorum.

Section 2. (a) Nomination and Election of Officers. The Officers of the Joint Protective Board shall be a General Chairman, three (3) Vice General Chairmen, one of whom shall be Vice Chairman/Secretary-Treasurer, three (3) Assistant General Chairmen, and three (3) members of the Executive Committee.

(b) The Vice Chairman/Secretary-Treasurer shall be elected by a secret representative majority vote of those delegates in attendance at the Quadrennial Convention. The Vice Chairman/Secretary-Treasurer shall be selected from among the Vice Chairmen elected by direct elections occurring between July 1 and July 24 of the Convention year. The Vice Chairman/Secretary-Treasurer shall serve both as

Secretary-Treasurer and as the Vice Chairman of his group. The representative vote shall consist of one (1) vote for every member who is fully paid up and in good standing as per National Division records as of June 1 of the election year. A Joint Protective Board member of each Lodge who has been elected Local Chairman of his Lodge and who is present at the meeting shall cast the vote of his Lodge.

The offices of General Chairman, Vice Chairmen, Assistant General Chairmen and Executive Committee shall be filled by direct rank and file election. A nomination period shall commence on May 15 of each Convention year. Eligibility for nomination shall be as enumerated in Article II, Section 1(b) of these Bylaws. Any eligible member of the System Federation can declare himself/herself a candidate for the positions of General Chairman and Vice Chairman-Secretary-Treasurer or for Vice Chairman or Assistant General Chairman or Executive Committee member as per the groups listed below by sending a letter nominating himself/herself certified mail, return receipt requested to the System Federation office. All such nominations shall be received in the System Federation office by May 30, of the Convention year. If May 30, of the Convention year falls on a Sunday, then all nominations shall be received by May 31, of the Convention year. Any nomination received after May 30, of the Convention year, or May 31, of the Convention year if May 30 of the Convention year falls on a Sunday shall not be valid.

On July 1 of the Convention year, the System Federation shall send to all members in good standing of the Federation as of June 1 of the Convention year a ballot which includes each position and each candidate for that position, together with a stamped, return address envelope designed to guarantee that the vote is by secret ballot. Members shall mark the ballots as they choose and mail them back to a mail box rented by the System Federation and which shall not be opened until the day of the count. All ballots shall be received by July 24 of the Convention year. If July 24 of the Convention year falls on a Sunday then all ballots shall be received by July 25 of the Convention year. On July 24 of the Convention year at 1:00 p.m. (July 25 of the Convention year at 1:00 p.m. in the event July 24 falls on a Sunday), the General Chairman, together with any and all candidates for the offices of General Chairman, and/or Vice Chairman and/or Assistant General Chairman and/or Executive Committee wishing to be present shall go to the mail box and take all ballots that have been placed in the mail box. The General Chairman, together with any and all candidates for the office of General Chairman, and/or Vice Chairman and/or Assistant General Chairman and/or Executive Committee shall bring the ballots directly to the offices of the System Federation where the votes will be counted. The victor shall be the individual who receives the most number of votes for the position for which s/he ran.

Should any candidate for any System Federation office be unopposed for office, ballots need not be sent out to the affected membership and the candidate(s) shall be declared the winner by acclamation.

Except for the offices of General Chairman and Vice Chairman-Secretary-Treasurer, the other offices enumerated in Section 2(a) of this Article II, shall be filled by electing them from each of the following groups of railroads:

1. National Railroad Passenger Corporation (Amtrak)
2. Maine Central Railroad Company
Portland Terminal Company
3. Delaware and Hudson Railway Company
Norfolk Southern Railway Corporation
New York, Susquehanna and Western Railway Corporation

Except as otherwise provided for in this Section, when any office established in accordance with the provisions of Section 2(a) of this Article II is filled by the election of a member holding seniority on any of the railroads listed above, the remaining office or offices shall be filled by electing a member holding seniority on any of the other group or groups of railroads.

There shall be three (3) Vice General Chairmen, one of whom shall be the Vice Chairman-Secretary-Treasurer. The Vice Chairman-Secretary-Treasurer shall be the Vice General Chairman from whichever of the 3 groups above where he holds seniority. Each of the other two (2) groups shall elect its own Vice General Chairman.

There shall be one (1) Assistant General Chairman elected from roads comprising Group 1; one (1) from roads comprising Group 2; and one (1) from roads comprising Group 3. Each group shall elect its own Assistant General Chairman.

There shall be one (1) Executive Committee member elected from roads comprising Group 1; one (1) from roads comprising Group 2; and one (1) from roads comprising Group 3. Each group shall elect its own Executive Board Members.

(c) The Officers of the Joint Protective Board as defined in Section 2(a) of this Article II, will be elected at the meeting in 1973 and every four years thereafter at the meeting being held the last full week in September. They shall assume office on November 1, following the election.

(d) Immediately following the election of Officers as prescribed in Paragraph (c) above, the newly elected Executive Committee will retire to elect a Chairman and Secretary of such Committee.

(e) In instances where a member of the Joint Protective Board is unable to attend a meeting of the Joint Protective Board by reason of illness, death, resignation, removal for cause or any other good cause, and where the General Chairman is properly notified in advance of the Joint Protective Board meeting, he shall be authorized to appoint the President of such Lodge as a temporary member of the Joint Protective Board for the purpose of representing his Lodge at such meeting. Should the President be unable to attend such meeting for any reason, the General Chairman shall appoint the Vice President of such Lodge as a temporary member of the Joint Protective Board for the purpose of representing his Lodge at such meeting. Should the Vice President be unable to attend such meeting for any reason, the General Chairman shall appoint the Secretary-Treasurer of such Lodge as a temporary

member of the Joint Protective Board for the purpose of representing his Lodge at such meeting. Should the Secretary-Treasurer be unable to attend such meeting for any reason, the General Chairman shall appoint the Vice General Chairman from the group in which the Lodge is part of as a temporary member of the Joint Protective Board for the purpose of representing that Lodge at such meeting.

(f) Members who upon retirement or upon the receipt of an annuity continue without interruption to pay full dues and assessments, or who have received lifetime membership, shall be entitled to attend Local Lodge meetings. Members serving as Brotherhood Officers or representatives at the time of retirement, or at the time annuity is granted, may serve out the balance of the term for which elected, subject to the terms of the Merger Agreement between BMW and IBT. They shall not be eligible for election or re-election or to participate in the transaction of Brotherhood business except to the extent herein provided and in the case of Local Lodge Secretary-Treasurers who may be eligible for re-election as Local Lodge Secretary-Treasurers subject to the terms of the Merger Agreement between BMW and IBT.

ARTICLE III DUTIES, AUTHORITY AND RESPONSIBILITY OF OFFICERS

Section 1. (a) The General Chairman shall devote his entire time to the affairs of the System Federation, except such time as may be devoted to other duties pertaining to the Brotherhood. He shall visit the Local Lodges, instruct the Officers and members in their duties and in a general way work for the upbuilding and strengthening of the Brotherhood. He shall make written report to the Joint Protective Board once each year, outlining general conditions on the System Federation, including copy of Labor Organization Financial Report Form LM-3, furnishing the National Division President with a copy. He shall approve all just bills and accounts against the System Federation, authorizing payment of same, make all appointments as provided in these Bylaws and in a general way carry out the intent and purpose of these Bylaws and the Bylaws of the National Division.

(b) The General Chairman shall discharge on behalf of the System Federation such duties as may be imposed upon him by applicable law including the execution and filing of any reports to Federal or State authorities, and he shall cause to be maintained by the System Federation such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

(c) The General Chairman shall have the authority to call on any member of the System Federation to assist him in performing his duties.

(d) In case of general application, when expenses might be saved by the General Chairman adjusting grievances, he may do so, but as a rule, he shall insist on the method being followed as per rules governing the Protective Department in the National Division Bylaws.

(e) The General Chairman shall deliver to his successor, when elected, all books, documents, and other properties of the System Federation of the Brotherhood that may be in his possession.

Section 2. (a) It shall be the duty of the Vice General Chairman/Secretary-Treasurer to assist the General Chairman in the discharge of his duties when called upon by that Officer. He shall keep a true and correct record of the proceedings of the Joint Protective Board, preserve all books, records, and important documents pertaining to the business or history of the System Federation, file all papers in connection with the business of the System Federation, and give a report of all transactions of the meetings of the Board when called upon by the Chairman.

(b) The Vice General Chairman/Secretary-Treasurer shall discharge on behalf of the System Federation such duties as may be imposed upon him by applicable law including the execution and filing of any reports to Federal or State authorities, and he shall maintain such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

(c) He shall assist the General Chairman in making all necessary arrangements for the meetings of the Joint Protective Board, and attend such meetings with all books, papers and records necessary for a report of past business of the Board, and in a general way, carry out the intent and purpose of these Bylaws and the Bylaws of the National Division.

(d) He shall deliver to his successor, when elected, all books, documents, and other properties of the System Federation of the Brotherhood that may be in his possession.

Section 3. It shall be the duty of the Vice General Chairmen to assist the General Chairman in the discharge of his duties when called upon by that Officer.

Section 4. It shall be the duty of the Assistant General Chairmen to assist the General Chairman in the discharge of his duties when called upon by that Officer.

Section 5. It shall be the duty of the Executive Committee to act in an advisory capacity to the System Federation Officers and Joint Protective Board members when called upon by the General Chairman. The Executive Committee shall annually examine all bills, vouchers, books and other documents concerning the funds of the System Federation. Meetings of the Executive Committee may be called by the General Chairman or the President of the National Division.

Section 6. The Joint Protective Board shall meet quadrennially in such city as may be determined before adjournment of the preceding regular meeting. Special meetings of the Joint Protective Board may be called by the General Chairman or by request of twenty-five (25%) percent of the Joint Protective Board members through the General Chairman or by the National Division President. When the General Chairman deems it necessary to secure approval of the Joint Protective Board on any matter properly coming within the jurisdiction of the Joint Protective Board, he shall have the

right to request approval by U.S. Mail from the Joint Protective Board.

Section 7. (a) In the event of a vacancy in the office of General Chairman, for any cause, the Vice General Chairman/Secretary-Treasurer will assume the duties of such office for the unexpired term.

(b) In the event of a vacancy in other Officers' positions on the Joint Protective Board, the General Chairman will appoint a member of the Federation who meets the eligibility requirements enumerated in Article II, Section 1(b) of these bylaws to fill such vacancy for the unexpired term.

Section 8. The terms and provisions of the National Vacation Agreement entered into at Chicago, Illinois on December 17, 1941, together with amendments and interpretations thereof, made or agreed upon by proper authorities from time to time, will apply to all Federation Officers devoting their entire time to the affairs of the System Federation.

Section 9. The Officers and employees of the System Federation shall be bonded as prescribed in the National Division Bylaws. The premium of said bonds shall be paid from the Northeastern System Federation funds, and the bonds shall be held in custody by the Secretary-Treasurer of the National Division.

Section 10. (a) The salaries and expenses of all System Federation Officers and Joint Protective Board members shall be paid from System Federation funds.

(b) The Northeastern System Federation shall not contract, agree, or be obligated in any way to pay salaries and expenses to any Joint Protective Board member or Officer, or to incur any obligations of any kind with members or others beyond the extent of the System Federation funds and current income of the System Federation without the approval of the National Division President. Any obligations incurred contrary to the foregoing provisions shall not create a claim or lien against the Northeastern System Federation or the National Division beyond the extent of available funds in the System Federation treasury.

ARTICLE IV
CHARGE, TRIAL, AND APPEAL PROCEDURES
System Federation Officers and Joint Protective Board Members

Charges against any System Officer or Joint Protective Board Member shall be filed in writing in accordance with Article XIX of the IBT Constitution. Trials shall be conducted in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMW and IBT.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement.

Any expenses incurred in connection with the hearing of charges against an Officer or Member of the Joint Protective Board, conducted as prescribed in this Article, will be paid from System Federation funds.

Vacancies created by sustained charges will be filled as provided in these Bylaws.

ARTICLE V FISCAL YEAR

The fiscal year of the Northeastern System Federation shall end March 31st of each year.

ARTICLE VI REVENUE, FEES, DUES AND ASSESSMENTS

Section 1. Revenue shall be derived from initiation fees, dues and assessments, as are levied by properly constituted authority and in accordance with these Bylaws, plus amounts earned through investments and other miscellaneous receipts. Aside from such sums as these Bylaws provide shall be allocated to and placed in other funds, all revenue of the System Federation shall be placed in a fund known as the General Fund and shall be in the possession of the National Division Secretary-Treasurer for the purpose of defraying expenses of the System Federation when approved by the duly constituted Officer as herein provided.

Section 2. Effective with the payment of dues for the month of January 2018, in addition to National Division and Local Lodge dues and assessments, each and every member of the Brotherhood of Maintenance of Way Employes Division employed on railroads affiliated with the Northeastern System Federation, shall pay monthly to the Local Lodge Secretary-Treasurer or other properly accredited representative of the Brotherhood, System Federation dues in the amount of \$47.50, and assessments, to be used only for defraying the expenses of the Northeastern System Federation. Membership dues and assessments are due on or before the first day of each month and must be paid on or before the last business day of that month.

Section 3.(a) Effective with the payment of dues for the month of December 2005 to be effective for the month of January 2006 and each succeeding year thereafter, System dues will be adjusted to reflect 1.8 times the average straight time hourly rate of pay. The average straight time hourly rate of pay will be based on the information reflected in the annual statement published by the National Railway Labor Conference. In the event that the National Railway Labor Conference ceases to publish the annual statement or alters it materially, an alternative equivalent formula shall be adopted so as to accurately reflect increases in rates-of-pay provided for under National Agreements during the appropriate measurement period. Said amount shall be rounded to the nearest \$0.25, which additional sum shall be taken into consideration when calculating any dues increase for the following year.

NOTE: Members who on November 1, 2017 have paid dues beyond January 1, 2018 will be considered in good standing without payment of additional dues for the period for which dues have been paid.

Section 4. System Federation dues established by action of the Federation Joint Protective Board may be increased between Quadrennial Joint Protective Board meetings by a majority vote of the Joint Protective Board, a quorum being present, or by majority vote of the Joint Protective Board by secret referendum ballot, as provided for in Article XV, Section 4, Paragraph 2 of the National Division Bylaws. Provided, however, that such increase shall be effective only until the next regular Quadrennial Federation Joint Protective Board meeting.

Section 5. Effective with the payment of dues for the month of December 2009 to be effective for the month of January 2010 and each succeeding month thereafter, an Education Fund has been established for Education and Training only. This amount will be \$0.25, per member, per month, to be held in a separate account.

ARTICLE VII GRIEVANCE PROCEDURE

Adjustment of grievances will be in accordance with Article III, Section 1(d) of these Bylaws.

ARTICLE VIII NEGOTIATIONS COMMITTEE

The General Chairman shall appoint a Schedule or Working Committee of at least two (2) from the District involved, which shall have authority, with the approval of the National Division President or his designated representative, to negotiate changes in agreements with the managements of the railroads comprising this System Federation for rates of pay and working conditions in behalf of all employees coming under the jurisdiction of this System Federation.

ARTICLE IX CHARGE, TRIAL, AND APPEAL PROCEDURES OF MEMBERS

Charges against any member shall be filed in writing in accordance with Article XIX of the IBT Constitution. Trials shall be conducted in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMW and IBT.

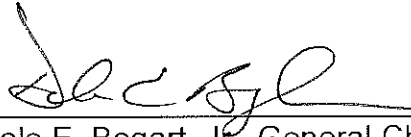
Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement.

Any expenses incurred with the hearing of charges against a member, conducted as prescribed in this Article, will be paid from Federation funds.

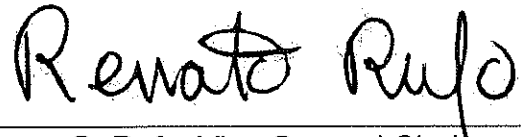
**ARTICLE X
BYLAWS**

Section 1. These Bylaws may be repealed, suspended, altered or amended by a majority vote of the Officers and members of the Joint Protective Board properly assembled at any regular or special meeting or by referendum mail ballot. However, any such changes will not become effective until they are approved by the National Division President.

Section 2. These Bylaws shall become effective when approved by the National Division President and shall remain in force until changed by the Joint Protective Board or System Federation Convention.

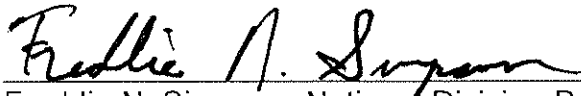


Dale E. Bogart, Jr., General Chairman



Renato G. Rufo, Vice General Chairman/
Secretary-Treasurer

APPROVED:



Freddie N. Simpson, National Division President

01/12/18
Date

BYLAWS
FOR THE GOVERNMENT OF THE
JOINT PROTECTIVE BOARD AND MEMBERS
of the
UNIFIED SYSTEM DIVISION
of the
BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYES DIVISION
of the
INTERNATIONAL BROTHERHOOD OF TEAMSTERS

Comprising the
Former Union Pacific System Division
Former Chicago and North Western System Federation
Former Pacific Federation
Former ICGF Federation

Adopted October 23, 2018

Revised March 19, 2020

Exhibit 7

ARTICLE I - ORGANIZATION

Section 1. This body shall be known as the Unified System Division Joint Protective Board of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters having jurisdiction over all Maintenance of Way Employees coming under the jurisdiction of this System Division.

Section 2. (a) Any System Division, Federation or Maintenance of Way employees wishing to affiliate with this System Division, will be considered by making written application through its System Division or Federation Officers (or by petition if there is no System Division or Federation organization) to the General Chairman of this Unified System Division. If the General Chairman of the Unified System Division feels the affiliation to be advisable, he shall immediately advise the members of the Unified System Division Executive Committee of such application for affiliation. The Executive Committee members will immediately advise the General Chairman as to whether or not they deem it advisable to affiliate such a System Division, Federation or Maintenance of Way employees with the Unified System Division. If a majority of the Executive Committee members approve such affiliation, the General Chairman will proceed to effect such affiliation providing the conditions of affiliation meet with the approval of the National Division President.

(b) If there is no majority vote in favor of the affiliation under (a), yet there are a majority of System Officers who feel such affiliation is still advisable in the interest of

the Unified System Division or believe further pertinent information should be developed, the General Chairman shall invite representatives of the System Division, Federation or employees wishing to affiliate with this System Division, or to whom an offer was extended, to meet with the System Officers and Executive Committee in order for further consideration of affiliation. Such affiliation is subject to approval under Section 2. (a).

Section 3. The governing body shall be the Joint Protective Board of the Unified System Division and shall have jurisdiction over all members and matters of the System Division. They may enact such measures as they deem necessary for the best interests of the membership on the Unified System Division, provided, however, that such enactments are not in violation of the Bylaws of the Brotherhood. Such enactments shall be approved by the National Division President before becoming effective.

Section 4. (a) Each Local Lodge of the Unified System Division, Brotherhood of Maintenance of Way Employees Division, shall elect by secret ballot, at the triennial election, a Grievance Committee (Committees) composed of a Chairman (who also serves as the Joint Protective Board member), an Alternate and at least one (1) member from the different departments represented. Members elected to serve on the Grievance Committee must be members in good standing of the Local Lodge who have established seniority rights on some position coming under the jurisdiction of the BMWED and who meets the eligibility requirements under the IBT Constitution and the Merger Agreement at the time of nomination and are members in good standing at the time of assuming office; provided, however, that when new lodges have been established Article II, Section

4(b) of the IBT Constitution will govern. Members elected to Grievance Committees will assume office the first day of January following election. Officers elected to fill an unexpired term will assume office immediately upon election.

(b) Alternate Grievance Chairmen shall attend meetings of the Joint Protective Board only when the Joint Protective Board member cannot attend, but when in attendance, the alternate shall have the same voice and vote as the regular Joint Protective Board member.

(c) Alternate Grievance Chairmen shall fill the vacancy of Grievance Chairman for their lodge. The Grievance Chairman Alternate position shall then be filled by election at the Local Lodge's next regular or special meeting.

ARTICLE II - CONVENTIONS

JOINT PROTECTIVE BOARD MEETINGS

Section 1. (a) The quadrennial meeting of the Unified System Division Joint Protective Board shall convene in regular convention during the last full week in October in such city as may be determined by the System Officers and approved by the Executive Committee. Announcement of the selection of the convention site will be published in the newsletter in January of the convention year.

All special sessions of the Unified System Division Joint Protective Board shall be held at a location as determined by the General Chairman and approved by the Executive Committee.

(b) Any member of the Unified System Division who is in good standing and who meets the requirements set forth in Article XVIII, Section 9 of the National Division Bylaws, the provisions of the Merger Agreement between BMW and IBT and the Continuous Good Standing provisions of IBT Constitution is eligible for election to the position of General Chairman, 1st Vice Chairman Secretary-Treasurer and Vice Chairmen or other salaried positions coming under the jurisdiction of the Joint Protective Board. Members elected must remain in good standing to the time of assuming office and during their term of office. Maintenance of good standing shall be the same as defined in Article XVII, Section 7 of the National Division Bylaws.

(c) The General Chairman shall, at least one (1) month but no more than six (6) months prior to the regular meetings, send the Call to all Joint Protective Board members. He shall appoint at least seven (7) members of the Joint Protective Board as a Resolutions Committee, and at least seven (7) members of the Joint Protective Board as a Bylaws Committee. He shall call these Committees to meet after July 1 of the regular convention year and in sufficient time before said convention to handle such business as may be on hand.

(d) At each meeting of the Unified System Division, Joint Protective Board Members or the Joint Protective Board Alternate members shall be entitled to cast one (1) vote for every member in good standing, which he represents in his Local Lodge, as determined by the latest membership report available, for the election of the Unified System Division BMWED-IBT Officers. Prior to the Joint Protective Board meeting the General Chairman will appoint a Credentials Committee, of at least eight (8) members, two (2) from each region, who will review eligibility and consider protests to determine the correct representation vote. This credentials committee will consider and resolve protests prior to the first vote taken at the meeting. Each System Division Officer shall be ex-officio members at all regular conventions and special meetings of the System Division, with all rights and privileges except the right to vote in the election of System Division Officers, unless they have been elected as Grievance Committee Chairman from their Local Lodge, or as an Alternate who is serving in the capacity of Chairman, at the Joint Protective Board Meeting. System Officers will be ex-officio members of all Grievance Committees, and Local Lodges, other than their own, with the right to speak but not to vote.

(e) The Unified System Division shall be made up of four (4) Regions. Region 1 will consist of the former Union Pacific System Division, Region 2 will consist of the former Chicago and North Western System Federation, Region 3 will consist of the former Pacific Federation and Region 4 will consist of the former Illinois Central Gulf Federation.

A General Chairman and 1st Vice Chairman Secretary-Treasurer which may be elected from any of the four (4) Regions referenced in paragraph 1.

Assistant General Chairman-At-Large which may be elected from any of the four (4) Regions referenced in paragraph 1.

Vice Chairman-At-Large which may be elected from any of the four (4) Regions referenced in paragraph 1.

Region 1 will be made up of two (2) District System Officers which are defined as follows:

District 1 - Eastern District (the former CNW 4 and 6 territories now under UP CBA Omaha, Nebraska, Kansas City areas and Kansas west to Rawlins, WY and the Colorado Front Range) Vice Chairman.

District 2 - Western District (Rawlins, WY and Grand Junction, CO south to Flagstaff, Arizona and north to Seattle, Washington and the Portland Terminal Railroad) Vice Chairman.

Region 2 will be made up of two (2) District System Officers which are defined as follows:

District 1 - CNW Seniority Districts 3, 8, 9; the Belt Railway Company; and DME Railroad from Dubuque, Iowa north and East Vice Chairman.

District 2 - CNW Seniority Districts 2, 4, 7, the E&LS Railway Company; and the DME Railroad, Dubuque, Iowa south and West Vice Chairman.

Region 3 will be made up of two (2) System Officers which are defined as follows:

District 1 - Northern District (Portland Oregon to Stockton California, Elko Nevada) Vice Chairman.

District 2 - Southern District (Fremont, California, to Los Angeles, California to El Paso Texas) Vice Chairman.

Region 4 will be made up of two (2) System Officers which will be from the former ICGF properties.

It is understood that the former ICGF General Chairman will be held as an advisor to finish his four (4) year term at a vice chairman's rate of pay until December 31st, 2020. It is also understood that the two (2) Region 4 Vice Chairman elections will be held before the completion of their 4-year term on December 31st, 2020 to comply with Department

of Labor election requirements. All future Region 4 elections will be held in accordance with Article II of the USD Bylaws.

It is understood that in order to be eligible for nomination and election within any Region, a member must have established seniority within that Region in addition to other eligibility requirements.

(f) A two-thirds (2/3) majority of the members of the Joint Protective Board will constitute a quorum.

Section 2. (a) The Officers of the Unified System Division BMWED-IBT shall consist of a General Chairman, a 1st Vice Chairman Secretary-Treasurer, Assistant General Chairman and nine (9) Vice Chairmen. The positions of General Chairman and 1st Vice Chairman Secretary-Treasurer must come from separate Regions. The Officers will be elected by the members of the Joint Protective Board by a representative majority vote of the assembled Joint Protective Board members. The Officers elected at the regular quadrennial meeting shall assume office the first of January following the conclusion of the Joint Protective Board meeting.

Newly elected officers may be permitted to work their new assignment prior to January following the conclusion of the Joint Protective Board Meeting for transition and training purposes at the General Chairman's discretion.

(b) The first step of the election process will be to first elect the General Chairman. The second step in the election process will be to elect the 1st Vice Chairman Secretary-Treasurer. The third step in the election process will be to elect the Assistant General Chairman. The fourth step in the election process will be to elect the Vice Chairman-At-Large. The filling of the other positions shall be accomplished by nominating and electing the individuals who will fill each position by location, i.e., who will work principally on the designated regions/district(s) within Regions 1, 2, 3 and 4.

(c) Election for Executive Committee of twelve (12) members, three (3) from Region 1, three (3) from Region 2, three (3) from Region 3 and three from Region (4) will take place following the election of the officers as outlined in (b). The first step of the election process will be to first elect the Chairman and second the Secretary who must each come from separate regions. The filling of the other ten (10) positions shall be accomplished by nominating and electing the individuals who will fill each position by location, i.e., who has established seniority on the designated regions. It is understood as outlined in the USD ICGF merger agreement that Region 4 will have four (4) executive Board Members until December 31, 2020 when their four (4) year term ends. At that time three (3) Executive Board Members will be elected until the USD Quadrennial Convention is held in October 2022. In the event a vote of the Unified System Division E-Board results in a tie vote, the Unified System Division General Chairman will hold the tie-breaker vote.

(d) Members who upon retirement, or upon the receipt of an annuity, continue without interruption to pay full dues and assessments, shall be entitled to attend Local

Lodge meetings. Members serving as Brotherhood Officers or representatives at the time of retirement, or at the time annuity is granted, may serve out the balance of the term of which elected, subject to the terms of the Merger Agreement between BMW and IBT. They shall not be eligible for election or re-election, or to participate in the transaction of Brotherhood business, except to the extent herein provided and in the case of Local Lodge Secretary-Treasurers, who may be eligible for re-election as Local Lodge Secretary-Treasurer, subject to the terms of the Merger Agreement between BMW and IBT.

(e) An Officer elected to a position with the System Division, or an Officer abolished, disabled, retiring or returning to their residence or another location, within the Jurisdiction of the Unified System Division, shall within ninety (90) days following their retirement, disability annuity or expiration of their term in office, shall make their intention known to return to their residence or another location, and provided such move is completed within one hundred and eighty (180) days following their retirement, disability annuity or expiration of their term in office, they shall be paid a one-time moving expense incurred in moving their household goods. Any items requested to be moved that may not be considered as household goods such as antique cars, boats, recreational vehicles, livestock, etc. shall be submitted to the Executive Committee for approval prior to making the move. The decision of the Executive Committee regarding this issue shall be final. Expenses connected with said move shall be limited to the lowest of bids received from at least three (3) reputable moving companies. This same allowance will also be made to

the spouse or widow or dependent family of deceased or incapacitated Officers as specified herein.

(f) A System Officer or Joint Protective Board Member or appointed System Representative who is required to perform service for the System Division which prevents him from acquiring the necessary number of days to entitle him to a vacation paid for by the company, will be granted a vacation allowance from the System Division equal to the amount he would have received.

(g) Officers and Appointees leaving office, for reasons other than retirement, shall be furnished up to four (4) months health and welfare coverage, the same as System Division Officers, following their last month of service. The coverage will not be provided for any month they become covered by other comparable insurance.

ARTICLE III - DUTIES, AUTHORITY AND
RESPONSIBILITY OF OFFICERS

Section 1. (a) The General Chairman shall devote his time to the affairs of the Unified System Division, or as delegated and authorized to perform special service for National Division. During the recess of the Joint Protective Board, subject to the provisions of the National Division Bylaws, he shall have jurisdiction over all Local Lodges and the entire membership of the Unified System Division. He shall decide all matters pertaining to these Bylaws and all controversies appealed to him from Local Lodges. After

careful study, he shall forward in writing his decision to the lodge from which the appeal was taken. His decision and interpretation of the Bylaws shall be final unless reversed upon appeal by the National Division President or the Joint Protective Board in regular or special session with a required quorum.

(b) The General Chairman or his designee shall publish a list of the names and addresses of Local Chairmen, Local Lodge Secretary-Treasurers and Local Lodge Presidents upon any changes.

(c) The General Chairman shall visit Local Lodges as time permits, instruct Officers and members in their duties and shall advise as to the proper method of adjusting disputes and in a general way work for the up-building and strengthening of the Brotherhood. He shall report to the Joint Protective Board with copies to Local Lodge Secretary-Treasurers and National Division President every six (6) months, giving an outline of the activities, and grievances handled, and the condition of the System Division in general. He shall approve and authorize payment of all bills and accounts properly and officially contracted in the name of the Unified System Division and forward a quarterly report of same to the Executive Committee for its review. He shall deliver to his successor all books and records in his possession belonging to the Organization when, such successor has been duly elected, qualified, and assumes office.

(d) The General Chairman shall discharge on behalf of the System Division such duties as may be imposed upon him by applicable law, including the execution and

filing of any reports to Federal or State authorities, and he shall cause to be maintained by the System such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

(e) The General Chairman shall keep a complete and detailed record of System Division funds and during the second (2nd) quarter of each year provide a full, detailed financial statement furnishing a copy to the System Officers. The Joint Protective Board will be furnished a copy upon written request to the General Chairman.

(f) The General Chairman shall have the authority, with the approval of the System Officers, to take whatever action that may be necessary to protect the interest and welfare of the Brotherhood and to overcome emergencies or conditions not provided herein.

(g) The General Chairman and the 1st Vice Chairman Secretary-Treasurer will have the authority, with the approval of the Executive Committee, to invest surplus funds of the Unified System Division in securities guaranteed by the full faith and credit of the United States, Federal agency issues, or in bonds and other fixed-income securities of suitable investment grade quality that will enable Unified System Division to secure a maximum return on investment without undue risk. Such investments shall meet an A or higher rating qualification as established by Standard & Poor's and/or Moody's. This may include equities not to exceed 40% of the total Unified System Division surplus funds.

(h) When in the judgment of the System Division Officers, and upon approval of the Executive Committee, it is decided that the Unified System Division handle its System Division funds, the System Division Officers will select a reliable bank or banks in which such funds shall be deposited. The General Chairman and/or the 1st Vice Chairman Secretary-Treasurer shall then issue checks in payment of lawful salary and/or expenses and bills, except those that are agreed will be paid by the National Division Secretary-Treasurer, and will take receipts for same. All checks issued, for salary and/or expenses, must be co-signed by a System Officer. It shall be the joint responsibility of the 1st Vice Chairman Secretary-Treasurer and the General Chairman to insure that a statement is issued each quarter to the Executive Committee and National Division Secretary-Treasurer, setting forth the amounts of System Division funds received from the National Division each quarter and the disbursements made. In addition, a complete financial statement will be provided to each Joint Protective Board Member at each regular or special meeting of the Joint Protective Board.

(i) The General Chairman shall have the authority to call the Executive Committee and System Division Officers together at any time or place which he deems advisable.

(j) The General Chairman, with a majority vote of the System Officers, or by written request of the majority of the members of the Joint Protective Board to the General Chairman: or by the National Division President in case of emergency shall have the authority to call the Joint Protective Board together at such time or place he deems

advisable. At least fifteen (15) days written notice shall be given to each member of the Joint Protective Board for any special meeting. In issuing the call, he shall state the time, date and location of any special meeting, as well as what business is to be transacted; provided, however, that any other business which may be lawfully brought before the Board may be transacted at such meeting.

(k) The General Chairman will have the authority, with the approval of the Executive Committee, when in his judgment conditions warrant, to engage the services of System Division representatives, the salary of such representatives to be fixed by the General Chairman with the approval of the Executive Committee. If subsequent to the establishment of the System Division representative position(s) the General Chairman or the Executive Committee determines the conditions no longer warrant the continued services of the position(s) the individual(s) involved will be given thirty (30) days advance notice that the position(s) will be abolished.

(l) The General Chairman, or System Officers, when authorized by the General Chairman, will have the power to convene Grievance Committees or Local Lodges when such action is deemed advisable.

Section 2. (a) The 1st Vice Chairman Secretary-Treasurer shall devote his time to the affairs of the Unified System Division assisting the General Chairman in the discharge of the duties of his office.

(b) It shall also be the duty of the 1st Vice Chairman Secretary-Treasurer to keep a complete record of all proceedings of the Joint Protective Board and carefully file all correspondence in connection with the business transacted by the Board and file all correspondence of business transacted at the meeting and furnish a copy of said proceedings to all Joint Protective Board members.

(c) The 1st Vice Chairman Secretary-Treasurer shall discharge on behalf of the System such duties as may be imposed upon him by applicable law including the execution and filing of any reports to Federal or State authorities, and he shall maintain such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

(d) Any System Division Officer, when properly instructed and authorized to do so by the 1st Vice Chairman Secretary-Treasurer and the General Chairman, may at any time take charge of all books, papers and other lodge property in the possession of a Local Lodge Secretary-Treasurer, for the purpose of making an audit of lodge accounts. In the event a deficit should be found to exist, such System Division Officer shall immediately furnish the Secretary-Treasurer and General Chairman a complete audit of same.

(e) The fiscal year of the Unified System Division shall end March 31st of each year.

Section 3. (a) The Assistant General Chairman shall devote his time to the affairs of the Unified System Division assisting the General Chairman at the discharge of the duties of his office.

(b) It shall also be the Assistant General Chairman's duties to assist all vice chairman with the handling of claims and grievances. He/she will work closely with the BMWED arbitration office to assure that claims and grievances are handled properly. He/she will assist in reviewing and coordinating claims and grievances for the preparation of arbitration.

(c) The Assistant General Chairman will also work closely with assuring that all contracting notices received from Carriers are administered correctly. It will be his/her duty to assist with hearing/investigation requirements.

Section 4. (a) The Vice Chairmen shall devote their time to the affairs of the Unified System Division assisting the General Chairman in the discharge of the duties of his office.

The General Chairman, 1st Vice Chairman Secretary-Treasurer, and Vice Chairman may work from their residence or may, upon the approval of the Executive Committee, relocate to the Central Business Office. Such moving expense shall be governed by Article II Section 2 (e). Allowance of expenses incurred in this connection must be approved by the General Chairman and a timely report of same will be forwarded to the Executive Committee.

Section 5 (a) It shall be the duty of the members of the Executive Committee to audit the books of the System Division in the second quarter of each non-election year. They may if deemed advisable, secure the service of a certified auditor to assist them in this work. They shall have access to all books and papers of the System Division and shall provide for the payment of any expenses so incurred not otherwise provided for. They shall furnish through the 1st Vice Chairman Secretary-Treasurer a copy of the audit report, which must be signed by at least six (6) members of the Executive Committee, and the Auditor if one is employed, to the General Chairman and Secretary-Treasurers of all Local Lodges on the System Division and to the National Division Secretary-Treasurer. Such reports shall be kept on file in the office of the General Chairman and 1st Vice Chairman Secretary-Treasurer for the inspection of any member of the Brotherhood in good standing.

During the year of the regular quadrennial meeting of the Joint Protective Board, at the discretion of the General Chairman, the Executive Committee will meet to perform the annual audit in conjunction with the Convention Committees meeting held after July 1st in accordance with Article III Section 1 (l).

(b) The duties of the Secretary of the Executive Committee shall be to keep a true and correct record of the minutes of each meeting of the Committee and file a copy of same with the General Chairman, 1st Vice Chairman Secretary-Treasurer, Vice Chairmen and Executive Committee members for the inspection by any member in good standing on the System.

(c) It shall be the duty of the Executive Committee and System Officers to dispose of all appeals for aid whether from Local Lodges, other Systems, or from members of Local Lodges or from other agencies as the case may be.

(d) The Executive Committee shall hold office until their successors have been elected and assumes office; then they shall turn over all papers and other property they may have in their possession to the duly qualified member of said Executive Committee.

(e) Except as outlined in Article III Section 4 (a), the Executive Committee and System Division Officers shall be called together by the General Chairman during the second quarter of each year in accordance with the provisions of these Bylaws, to handle all business lawfully brought before it, date of month and place to be set by the General Chairman. In case the General Chairman refuses or neglects to call the Executive Committee and System Division Officers together, the Chairman of the Executive Committee shall notify the 1st Vice Chairman Secretary-Treasurer in writing who shall convene said Committee and System Division Officers. In addition to said annual meeting there shall be a quarterly conference call held during the other three (3) quarters of the year with the System Division Officers and Executive Committee.

Section 6. (a) Should the Office of the General Chairman become vacant, the 1st Vice Chairman Secretary-Treasurer shall assume the duties of the General Chairman until the position is filled as defined within this section. The 1st Vice Chairman Secretary-

Treasurer shall within twenty (20) calendar days, notify all members of the Joint Protective Board of such vacancy, and submit to them a nomination ballot. Each member of the Joint Protective Board may then nominate one (1) candidate for the vacancy within twenty (20) calendar days to the 1st Vice Chairman Secretary-Treasurer. The nominees receiving the highest number of Delegate nominations shall then be contacted to see if they would accept a nomination until there are no more than three (3) candidates. The 1st Vice Chairman Secretary-Treasurer will then mail out another ballot bearing the names of the three (3) nominees to the Joint Protective Board members, who will mark such ballot, voting all of their representative votes for one (1) of the nominees, and return such ballot within twenty (20) calendar days to the 1st Vice Chairman Secretary-Treasurer. When reviewing nominations and counting the ballots, there shall be at least three (3) members from a Local Lodge to assist the 1st Vice Chairman Secretary-Treasurer in the counting. Provided one (1) of the candidates receives a representative majority vote of the votes cast, he shall be declared elected and will assume office as soon as practicable.

In the case of a non-majority vote, the nominee receiving the lowest number of representative votes cast will be dropped or in the event of a tie vote, a new ballot will be sent out with the remaining nominees within twenty (20) calendar days. Said ballot must be returned within twenty (20) calendar days to the 1st Vice Chairman Secretary-Treasurer. When counting the ballots, there shall be at least three (3) members from a Local Lodge to assist the 1st Vice Chairman Secretary-Treasurer in the counting. The nominee receiving the representative majority vote of the votes cast shall be declared elected, and will assume office as soon as practicable.

When advance written notice is given by the General Chairman advising of vacancy to be effective at a later date, referendum mail ballot may be circulated prior to the position being vacant. Should the office of the General Chairman become vacant within one hundred eighty (180) calendar days prior to the convening of the regular quadrennial Joint Protective Board convention, the 1st Vice Chairman Secretary-Treasurer shall assume the duties of the General Chairman through the Joint Protective Board meeting.

(b) Should the Office of another System Officer become vacant, the General Chairman and Executive Committee shall meet to determine if the position is necessary and if deems so, the General Chairman shall within twenty (20) calendar days, notify all members of the Joint Protective Board of such vacancy, and submit to them a nomination ballot. Each member of the Joint Protective Board may then nominate one (1) candidate for the vacancy within twenty (20) calendar days to the General Chairman. The nominees receiving the highest number of Delegate nominations shall then be contacted to see if they would accept a nomination until there are no more than three (3) candidates. The General Chairman will then mail out another ballot bearing the names of the nominees to the Joint Protective Board members, who will mark such ballot, voting all of their representative votes for one (1) of the nominees, and return such ballot within twenty (20) calendar days to the General Chairman. When reviewing nominations and counting the ballots, there shall be at least three (3) members from a Local Lodge to assist the General Chairman in the counting. Provided one (1) of the candidates receives a representative

majority vote of the votes cast, he shall be declared elected and will assume office as soon as practicable.

In the case of a non-majority vote, the nominee receiving the lowest number of representative votes cast will be dropped or in the event of a tie vote, a new ballot will be sent out with the remaining nominees within twenty (20) calendar days. Said ballot must be returned within twenty (20) calendar days to the General Chairman. When counting the ballots, there shall be at least three (3) members from a local lodge to assist the General Chairman in the counting. The nominee receiving the representative majority vote of the votes cast shall be declared elected, and will assume office as soon as practicable.

When advance written notice is given by a System Officer, other than the General Chairman, advising of vacancy to be effective at a later date, referendum mail ballot may be circulated prior to the position being vacant.

Should the office of a System Officer, other than the General Chairman, become vacant within one hundred eighty (180) calendar days prior to the convening of the regular quadrennial Joint Protective Board convention, it shall be determined by the remainder of the System Officers and the Executive Board if the position shall remain vacant until the convention. If it is determined to fill the vacancy, it will be filled through appointment by a consensus of the System Officers and Executive Board.

(c) In the event the General Chairman, 1st Vice Chairman Secretary-Treasurer, or any Vice Chairman becomes incapacitated, the General Chairman; or providing the General Chairman is incapacitated, the Chairman of the Executive Board, shall within ten (10) days after receipt of notice of such incapacitation, call a meeting of the remaining System Officers, including the Executive Board, to determine if such office should be filled during the absence of the incapacitated officer. If it is determined that the office should be filled temporarily, pending return of the incumbent, they shall appoint a member to fill the position.

Any vacancy or vacancies resulting from such temporary appointments, if deemed necessary, shall be filled in the same manner.

(d) In case of vacancy in the office of the Chairman of the Executive Committee, the Secretary of the Executive Committee shall assume the office and duties of the Chairman of the Executive Committee and serve in that capacity for the remainder of the term.

In the event of a vacancy of any other member of the Executive Committee the General Chairman shall within ten (10) days after knowledge of the vacancy, call a meeting of the remaining System Officers, including the Executive Board, to determine if such office should be filled. If it is determined that the office should be filled, they shall appoint a Joint Protective Board member to fill the position.

When advance written notice is given by an Executive Committee member, advising of vacancy to be effective at a later date, referendum mail ballot may be circulated prior to the position being vacant.

Should the office of an Executive Committee member become vacant within one hundred eighty (180) calendar days prior to the convening of the regular quadrennial Joint Protective Board convention, the position shall remain vacant until the convention.

Section 7. (a) The salaries of System Officers and Joint Protective Board members shall be adjusted periodically so as to reflect all general wage adjustments including cost-of-living adjustments as provided for under National Agreements. All such adjustments shall be applied in the same manner and on the same dates as provided for under National Agreements. The salaries of the General Chairman, 1st Vice Chairman Secretary-Treasurer, Assistant General Chairman and Vice Chairmen shall be on a monthly basis and shall be paid in equal bi-monthly installments. Effective December 2018 the salary of the General Chairman shall be \$10,156.86, the salary of the 1st Vice Chairman Secretary-Treasurer shall be \$9,221.11, the salary of the Assistant General Chairman shall be \$9,083.30 and the Vice Chairmen shall be \$8,563.33. The daily rate of Joint Protective Board members shall be \$310.56. This article shall not be used to preclude the authorization of salary adjustments at a regular or special Unified System Division Convention or Joint Protective Board meeting.

(b) Necessary legitimate expenses incurred in the business of the Brotherhood involving the General Chairman, 1st Vice Chairman Secretary-Treasurer, and Vice Chairmen shall be allowed upon approval of the General Chairman. Expenses for any System Officer will be subject to the approval of the General Chairman. Expenses shall be submitted no later than the end of the month following the month such expenses were incurred, unless there are extenuating circumstances presented to the General Chairman and Executive Committee.

A monthly office allowance of four hundred and fifty dollars (\$450.00) will be allowed to the System Officers who work from their homes. This amount will include transportation to the post office and to local locations where office supplies can be obtained.

(c) For the faithful performance of his duties each member of the Executive Committee shall receive the daily rate set for the Joint Protective Board. Necessary legitimate expenses when serving in the capacity of the Executive Committee, as well as time consumed in traveling between the places of business and his home will be allowed.

(d) For the faithful performance of his duties each member of the Joint Protective Board shall receive the daily rate set for the Joint Protective Board. Necessary legitimate expenses when attending meetings of the Joint Protective Board and traveling between the places of such meetings and his home, and when called upon by the General Chairman to perform service of the Brotherhood, will be allowed.

(e) Each System Division Officer who devotes his time to the work of the System Division shall be granted all benefits which its membership is granted on the basis stipulated in the effective Agreement with the Carrier negotiated locally and nationally such as, but not limited to, vacation, holidays, personal leave, bereavement leave and jury duty. If an Officer cannot be released for a vacation during the calendar year because of the requirements of the service, then such Officer shall be paid in lieu of the vacation at the end of the calendar year.

With the approval of the System Officers and Executive Committee the General Chairman may elect not to purchase policies covering sickness benefits or improved health and eye care but instead may pay the appropriate offsets to an Officer, from System Division funds which will be equal to the amount the membership receives. This will be arranged only when approved by the National Division President and when it appears to be in the best interest of the Organization.

(f) Members of the Joint Protective Board, System Officers and other members at the direction of the General Chairman, who use their automobiles for work of the Brotherhood, shall be reimbursed for mileage at five (5) cents above the allowable Internal Revenue Service rate. The General Chairman shall satisfy himself that such representatives operating their own automobiles in the Brotherhood service are properly protected by adequate automobile insurance.

Section 8. The System Division shall not contract, agree or be obligated in any way to pay salary and expenses to any Joint Protective Board member or Officer, or to incur any obligations of any kind with members or others beyond the extent of System Division funds and current income without the approval of the National Division President. Any obligations incurred contrary to the foregoing provisions shall not create a claim or lien against the System Division or the National Division beyond the extent of available funds in the System Division treasury.

Section 9. Local Lodge Secretary-Treasurers shall remit all money collected by them to the National Division Secretary-Treasurer on or before the 5th day of each month following the date of collection; except that they shall retain in the Local Lodge treasury the Local Lodge portion of such dues. Local Lodge Secretary-Treasurers accepting dues payments from a member of another Local Lodge shall remit the entire sum collected to the National Division Secretary-Treasurer.

ARTICLE IV

CHARGES AND TRIAL PROCEDURE OF SYSTEM DIVISION

OFFICERS, JOINT PROTECTIVE BOARD MEMBERS AND MEMBERS

Charges against any System Division Officer, Joint Protective Board Member, or Member shall be filed in writing in accordance with Article XIX of the IBT Constitution. Trials shall be conducted in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMW and IBT.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement between BMW and IBT.

Any expense incurred in connection with the hearing of charges against a System Division Officer, Member of the Joint Protective Board, or Member, conducted as prescribed in this Article, will be paid from System Division funds.

Vacancies created by sustained charges against System Division Officers or Joint Protective Board Members will be filled as provided in these Bylaws.

ARTICLE V

REVENUE, FEES, DUES AND ASSESSMENTS

Section 1. Revenue shall be derived from initiation fees, dues and assessments, as are levied by properly constituted authority in accordance with these Bylaws, plus amounts earned through investments and other miscellaneous receipts. Aside from such sums as these Bylaws provide shall be allocated to and placed in other funds, all revenue of the System Division shall be placed on deposit in the name of the System in some reliable bank or trust company; or in a fund known as the General Fund and shall be in the possession of the National Division Secretary-Treasurer for the

purpose of defraying the expenses of the System Division when approved by the duly constituted Officer as herein provided.

The General Chairman and the 1st Vice Chairman Secretary-Treasurer shall be jointly responsible to see that proper records of all financial transactions of the Unified System Division are maintained.

Section 2. (a) In addition to National Division dues and Local Lodge dues, each member of the Brotherhood of Maintenance of Way Employes Division, coming under the jurisdiction of the Unified System Division, shall pay to the Local Lodge Financial Secretary or other properly accredited representative of the Brotherhood, on or before the last day of each month, as provided in Article XV, Section 3, of the National Division Bylaws, the sum of fifty-two dollars and twenty five cents (\$52.25), to become effective with the payment of dues for the month of January 2020. This amount shall be allocated for the operation of the Unified System Division.

Thereafter effective with the payment of dues for the month of January System Division dues shall be adjusted to reflect one and seventy six hundredths (1.76) of the average straight time hourly rate of pay. The average straight time hourly rate of pay will be calculated for each of the three rate classifications listed in Paragraph 3.8 of the Merger Agreement between BMW and IBT. The average straight time hourly rate of pay for standard contracts will be based on the information reflected in the annual statement published by the National Railway Labor Conference which shall be used as an equivalent formula. In the event that the National Railway Labor Conference ceases to publish the

annual statement or alters it materially, and for non-standard contracts listed in Paragraph 3.8 of the Merger Agreement, an alternative equivalent formula shall be adopted so as to accurately reflect increases in rates of pay provided for under National Agreements during the appropriate measurement period. Said amount shall be rounded to the nearest twenty-five (25) cents, which additional sum shall be taken into consideration when calculating any dues increase for the following year.

Any member who wishes to maintain full good standing during periods of unemployment or sickness may pay dues at the applicable Non-Working rate. The Non-Working rate shall equal the sum of the then current applicable IBT and Rail Conference per capita remittances, plus one dollar each to National Division, his System Division or Federation, and his Local Lodge. Dues timely paid at the Non-Working rate shall supersede any System Division or Federation or Local Lodge rate of dues and assessments set by action of their governing bodies. Members paying Non-Working dues will be counted in National Division's per capita remittances to the International Union.

System Division dues may be increased in-between Quadrennial Joint Protective Board meetings by a two-thirds (2/3) representative majority vote of the Joint Protective Board, or by a representative majority vote of the Joint Protective Board by referendum ballot, as provided for in Article XV, Section 4, Paragraph 2, of the National Division Bylaws. Provided, however, that such increases shall be effective only until the next regular Quadrennial Joint Protective Board meeting.

(b) Effective with the payment of dues for the month of November 2006, the sum of One Dollar and Fifty cents (\$1.50) will be allocated to the respective Local Lodge for each member credited with a full dues payment, and in addition, the System Division will reimburse each Local Lodge the amount equivalent to one Local Lodge member's monthly dues. These allocated funds will be deducted from the system portion of each full dues payment remitted. These allocated funds will be in addition to previously authorized Local Lodge dues.

(c) Effective with the payment of dues for the month of November 2006 one dollar (\$1.00) of the amount allocated to the System Division, as provided in Section 2 of this Article, shall be set aside in a Convention Fund. Monies from this fund shall be utilized to pay the allocated wages and necessary travel and hotel expense for the Joint Protective Board Members and Officers attending the Unified System Division Joint Protective Board Meetings and to pay the necessary travel and hotel expense for the Delegates from each Unified System Division Local Lodge to attend the quadrennial National Division Convention. Monies that are not utilized for this purpose may be utilized for educational purposes.

ARTICLE VI – NEGOTIATIONS

Section 1. The Officers of the Unified System Division Joint Protective Board shall constitute the working or schedule committee. The General Chairman shall have

authority to negotiate changes in the Agreement with the management of the companies comprising the Unified System Division for rates of pay and working conditions in behalf of all employees coming under the jurisdiction of this System Division.

No agreement effecting the majority of the membership of any seniority group covered in the Collective Bargaining Agreements shall be signed into effect without the approval of the National Division President, at least half of the System Officers of all Regions involved and a representative majority vote of the Joint Protective Board members, who are affected by the change in Agreement, voting in any regular or special meeting of the Joint Protective Board, or by mail ballot to Joint Protective Board members or by secure electronic voting methods to the Joint Protective Board. Providing a roll call vote is requested and adopted or in the case of a mail ballot or in the case of an electronic ballot the voting procedure will be as outlined in Article II Section 1 Paragraph (c) of these Bylaws. Agreements affecting members on Cedar Rapids & Iowa City Railway Company (CRANDIC), Mississippi Export Railroad (MSEXPort), Northeast Illinois Railroad Corporation (Metra), Paducah & Louisville Railway (P&L), Terminal Railway Alabama State Docks, Nortrak, Portland Terminal Railroad, The Belt Railway of Chicago, Stockton Terminal and Eastern Railroad, Central California Traction Company, Amtrak, TASI, Escanaba and Lake Superior Railroad or Dakota, Minnesota and Eastern will be ratified by the membership in good standing, excluding those paying seniority retention fees.

No special agreements extending beyond one hundred eighty (180) calendar days will be made without the approval of a majority of the System Officers and Executive

Committee. Special agreements which extend beyond one (1) year will be made as provided in Section 1, Paragraph 2 of Article VI. When such agreements are made, a copy shall be furnished to the Local Lodge Chairman, Local Lodge Secretary-Treasurers, Local Lodge Presidents and the National Division President and Vice Presidents.

Before a new Agreement constituting a settlement of disputes growing out of the parties' respective Section 6 Notices applicable to companies coming under the jurisdiction of the Unified System Division is formally accepted and executed, the General Chairman or his designated representative shall submit a summary of the proposed new Agreement to all active members of the Brotherhood directly affected by such Agreement for its ratification or rejection by a majority of those voting. In cases where the National Division submits the proposal to the membership this paragraph will not be applicable.

ARTICLE VII – HEADQUARTERS

Section 1. The General Chairman will be responsible for the location of the System Division Office with the approval of the Executive Committee.

ARTICLE VIII – BYLAWS

Section 1. (a) These Bylaws may be altered or repealed in their entirety by a two thirds (2/3) representative majority vote of Joint Protective Board members and at least half of the System Officers of each Region. Any member may by written notice to

the General Chairman submit any proposal of changes to the Bylaws, and such proposal will be acted upon by the quorum of the Joint Protective Board members while in session. Provided a roll call vote is requested and adopted, the voting procedure will be as outlined in Article II Section 1 Paragraph (c) of these Bylaws.

(b) Subject matter which involves any amendment to the Bylaws may be handled, when in the judgment of the General Chairman and with the approval of the Executive Committee, by referendum ballot with the members of the Joint Protective Board between meetings. Such matter, with approval of at least half of the System Officers from each Region, will be submitted in its entirety in writing to each member, and two-thirds (2/3) representative majority of all votes received will decide the issue. Ballots must be returned not later than thirty (30) days after date of transmission. In the event a two-thirds (2/3) representative majority of all votes cast favor such amendment, it will be decided and enacted upon approval of the National Division President. In the case of a mail ballot the voting procedure will be as outlined in Article II Section 1 Paragraph (c) of these Bylaws.

(c) In any matters pertaining to the administration of the System Division affairs not specifically covered by these Bylaws will be governed as outlined in Article XIX of the National Division Bylaws.

(d) These Bylaws become effective when approved by the National Division President.

**Adopted October 23, 2018
Revised March 19, 2020**



Tony D. Cardwell, General Chairman
Unified System Division

Approved:



Freddie N. Simpson, National Division President

Date: March 31, 2020



Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 15, 2021

Mr. Jeffery Fry
521 S.E. 10th St.
Newton, KS 67114

Dear Brother Fry:

We would like to take this opportunity to offer our congratulations on your recent re-election to the position of Atchison, Topeka and Santa Fe Frisco Federation General Chairman.

Your election to this Atchison, Topeka and Santa Fe Frisco Federation position indicates that you have strived to attain a high degree of excellence, which is evidenced by the level of representation achieved for your membership.

Please accept our offer of support and whatever assistance either of us, or our staff, may provide on your behalf as you take on the responsibilities of your office. Please feel free to call upon us for assistance at any time.

Fraternally,

Freddie N. Simpson
President

David D. Joynt
Secretary Treasurer

Exhibit 8



BYLAWS

For the Government of the
Joint Protective Board and Members
of

THE ATCHISON TOPEKA & SANTA FE FRISCO
SYSTEM FEDERATION

Brotherhood Maintenance of Way Employes Division
Of the International Brotherhood of Teamsters

Comprising

The Atchison, Topeka & Santa Fe Railway Company
Burlington Northern Railroad Company
Colorado and Wyoming Railway Company
Ft. Worth & Denver Railway
Gulf, Colorado & Santa Fe Railway Company
Houston Belt Terminal Railway
Hutchinson and Northern Railway Company
Illinois Northern Railway Company
Los Angeles Junction Railway Company
Louisiana Railway & Navigation Company of Texas
Nashville & Ashdown Railway Company
Northeast Oklahoma Railroad Company
Panhandle & Santa Fe Railway Company
Quanah, Acme & Pacific Railway Company
Sand Springs Railway Company
St. Joseph Terminal Railroad Company
St. Louis, San Francisco Railway
Springfield Region Graysonia
Wichita Terminal Association,
Wichita Union Terminal Railway Company
Ft. Worth, Denver Railroad Company

Adopted at the

Joint Protective Board Meeting

Held at Orlando, Florida

June 6, 2017

(Revised 6/7/17)

Exhibit 9

PREAMBLE

We meet as free Americans for the purpose of Uniting the employees in the Maintenance of Way Department for their mutual protection and the protection of their families, promoting harmonious relations between employer and employees; raising the standard of living of our members by endeavoring to secure better wages and working conditions; encouraging honesty and morality; and to advance the general welfare.

The Organization has been created to preserve Liberty, Justice and Equality.

ORDER OF BUSINESS

To be recommended by the Rules Committee

Questions of procedure in conducting meetings of the Joint Protective Board
will be governed by Robert's Rule of Order

ARTICLE I ORGANIZATION

Section 1. (a) The Organization shall be known as the Atchison, Topeka & Santa Fe Frisco System Federation of the Brotherhood of Maintenance of Way Employees Division: hereinafter referred to as the Federation. Region 1 of the System Federation shall be comprised of the former Atchison, Topeka and Santa Fe Federation and Region 2 of this Federation shall be comprised of the former Frisco System Federation. This Federation shall have jurisdiction (subject to the current provisions of the National Division Bylaws) over all employees coming within the jurisdiction of the Brotherhood of Maintenance of Way Employees Division of the Atchison, Topeka & Santa Fe Frisco System Federation and any and all employees of any System Railway that may hereinafter become affiliated with the Federation in accordance with Section 2 of this Article 1.

(b) The General Chairman shall have the right to propose merger with the approval of the Full-Time System Officers and Executive Committee by a majority vote (50% + 1).

Section 2.(a) Any System Division, Federation or Maintenance of Way Employees of any railroad, wishing to affiliate with this Federation, will be considered by making written application through its System Division or Federation Officers (or by petition if there is no System Division or Federation Organization on such railroad) to the General Chairman of this Federation. If the General Chairman feels the affiliation to be advisable, he shall immediately advise the members of this Federation Executive Committee of such application for affiliation. The Executive Committee members will immediately advise the General Chairman as in whether or not they deem it advisable to affiliate such a System Division, Federation or Maintenance of Way Employees of any railroad with this Federation. If a majority of the Executive Committee members approve such affiliation, the General Chairman will proceed as instructed by the Executive Committee members, providing the conditions meet with the National Division Bylaws and the approval of the National Division President.

(b) If there is no majority vote in favor of the affiliation under (a), yet there are a majority of System Federation Full-time Officers who feel such affiliation is still advisable in the interest of the System Federation or believe further pertinent information should be developed the General Chairman may invite representatives of the System Division, Federation of employees wishing to affiliate with the System Federation to meet with the members of the Executive Committee and/or the members of the Joint Protective Board in order to consider such affiliation.

Section 3. The governing body shall be the Joint Protective Board in accordance with Article II, Section 1, except as provided in Article II, Section 1(e).

Section 4. Representation on the Joint Protective Board will be in accordance with Article II, Section 1 (b) and Section 2 (e).

ARTICLE II JOINT PROTECTIVE BOARD MEETINGS

Section 1. (a) The Atchison, Topeka & Santa Fe Frisco System Federation Joint Protective Board meeting will be held quadrennially commencing on the first Tuesday in June, continuing until all business is finished.

The quadrennial meeting of the Joint Protective Board will be held in the city selected by the General Chairman with the approval of the Executive Committee.

(b) There is hereby establishing a Federation Joint Protective Board which shall be comprised of the Officers of the Federation and one member from each Local Lodge from any department, over which this Brotherhood has jurisdiction. Any member of a Local Lodge coming under the jurisdiction of the Federation who qualifies under the provisions of Article XVII, Section 9, of the National Division Bylaws for Local Lodges and meets the twenty-four (24) months continuous good standing requirements of Article II, Section 4(a) (1) of the IBT Constitution shall be elected as a member of the Joint Protective Board. For Local Lodges which have been in existence for less than twenty-four (24) months, eligibility for election to the Joint Protective Board shall be governed by Article II, Section 4 (b) of the IBT Constitution.

(c) The Call of the Joint Protective Board meeting shall be issued by the General Chairman during the month of December in the calendar year preceding the convention. Each Local Lodge shall upon receipt of a Call of the Joint Protective Board meeting and not later than the month of March preceding the regular Joint Protective Board meeting, elect by secret ballot in special or regular meeting, a member of the Joint Protective Board, together with an alternate. Within 30 days of the election of such board member and alternate, the Secretary of the Local Lodge will notify the General Chairman of the name and membership number of the delegate and alternate elected. Said delegate and alternate must be eligible for election as provided in Article II, Section 1(b) of these Bylaws.

(d) The General Chairman shall upon issuing the Call of the regular meeting of the Joint Protective Board, provide each Local Lodge Secretary-Treasurer with a Credential in duplicate form; the original of which when executed will be given to the member elected and the duplicate returned to the General Chairman on or before May 1, prior to the Joint Protective Board meeting. This Credential shall bear the signature of either the Secretary-Treasurer or one other officer in good standing of the Local Lodge. When the elected delegate is unable to serve, for any reason, the alternate will be considered the delegate and a new alternate elected at the next Local Lodge

meeting thereafter. The General Chairman shall be promptly advised of any change in the delegate or alternate of any Local Lodge. The General Chairman shall also be required to furnish the names and addresses of all the delegates, alternates, Full-Time Officers and Executive Committee to the forthcoming Joint Protective Board before the convening of the next quadrennial Joint Protective Board meeting.

(e) The governing body of the Federation shall consist of the elected officers and duly elected Joint Protective Board members as hereinafter provided assembled at the regular Joint Protective Board meeting, and said Joint Protective Board meeting shall be the true source of all authority pertaining to all matters under the jurisdiction of the Federation, its Officers and its members. There is no power vested in any Officers, committee or body of members under its jurisdiction to repeal, alter or change its Bylaws or its decisions except as provided in these Bylaws.

It shall enact legislation which is not contrary to or in conflict with the provisions of the National Division Bylaws. During the intervening recess between the Joint Protective Board meetings, the elected full-time Officers of the Federation and the Executive Committee shall be the governing body and shall be empowered to enact legislation for the best interests of the members of the Federation as prescribed in these Bylaws and not in conflict therewith, subject to the approval of the National Division President.

(f) The General Chairman shall, during this first week of April, prior to the regular meeting of the Joint Protective Board appoint seven (7) a minimum of two (2) from each Region, from among the members of the Joint Protective Board as a Bylaws Committee. He shall call this committee to meet sufficiently in advance of the Joint Protective Board meeting but no later than April 30, to review any and all proposed Bylaw changes which have been submitted and make recommendations thereto to be considered by the Joint Protective Board in session.

(g) Request for change of the Bylaws, and Resolutions, which are to be considered at the Quadrennial Convention, should be in writing to the General Chairman by April 1 of the year of the Quadrennial Convention, such that they may be considered by their respective committees prior to the Convention. This does not limit any Members Rights under Article IX Section 2. Proposed Bylaw changes that are received prior to April 1 will require a majority vote of the Joint Protective Board present to vote in favor to be adopted. Proposed Bylaw changes that are received April 1 or later will require three-fourths of the Joint Protective Board present to vote in favor be adopted.

Section 2. (a)The Full-Time Officers of the Federation shall consist of a General Chairman, Vice General Chairman/Secretary Treasurer and four (4) Assistant General Chairman, four (4) of said Officers shall be elected from Region 1 and two (2) Officers from Region 2, and an Executive Committee of six (6), four (4) of which come from Region 1 and two (2) from Region 2. The positions of the General Chairman and Vice General Chairman/Secretary-Treasurer shall each come from separate Regions. The Joint

Protective Board in regular session shall transact the affairs of the Federation and elect System Federation Officers from among the members who meet the twenty-four (24) month continuous good standing requirements of Article II Section 4 (a)(1) of the IBT Constitution and have established at least twenty-four (24) months seniority rights on a railroad in a department coming under jurisdiction of the Atchison, Topeka & Santa Fe Frisco System Federation.

(b) Officers of the Federation shall be elected by secret ballot. A majority of the votes cast shall be necessary to elect. In the event of a tie, the ballot shall continue until the tie is broken. In case of no majority with three (3) or more nominees, the one receiving the lowest number of votes will be dropped and the balloting shall continue until a choice is made.

(c) Officers of the Federation shall be elected at the regular meeting of the Federation Joint Protective Board for a term of four (4) years unless removed by death, resignation or cause. They shall be installed during the session of the Joint Protective Board meeting in which they are elected and their term of office shall date from the first day of the month following election.

(d) Representation at all regular or special Joint Protective Board meetings of the Federation shall be as follows: No elective Officer or member of the Joint Protective Board eligible to participate at the meeting shall be entitled to cast more than one vote in the transaction of Federation business and no Officer shall be allowed to vote in the election of the Officers unless they also serve as their Lodge's Joint Protective Board member. A majority of the Joint Protective Board members shall constitute a quorum and may legally transact all business that may properly come before the Joint Protective Board.

(e) Members who upon retirement, or upon the receipt of an annuity, continue without interruption to pay full dues and assessments, or who have received life memberships shall be entitled to attend Local Lodge meeting. Members elected as delegates shall have the right to propose changes to this Constitution and Bylaws. Members serving as Brotherhood Officers or Representatives at the time of retirement or at the time annuity is granted, may serve out the balance of the term for which elected, subject to the terms of the Merger Agreement between BMWED and IBT. They shall not be eligible for election or reelection, or participate in the transaction of Brotherhood business except to the extent herein provided and in the case of Local Lodge Secretary-Treasurers who may be eligible for reelection as Local Lodge Secretary-Treasurers, subject to the terms of the Merger Agreement between BMWED and IBT.

(f) Members who are nominated for a Federation Office, who are qualified under the provisions of these Bylaws, will be allowed to address the delegates in

an open forum not to exceed five (5) minutes when properly moved and accepted by a majority of the delegates present.

ARTICLE III DUTIES, AUTHORITY AND RESPONSIBILITY OF OFFICERS

Section 1. (a) The General Chairman shall devote all of his working time to the interest of the Federation. He shall have jurisdiction over all the activities of the Federation as well as its Officers and Representatives, except as otherwise provided in these and the National Division Bylaws. He shall visit Local Lodges, instruct Officers and members in their duties, and shall advise as to the proper method of adjusting disputes and in a general way work for the up building of the Brotherhood. He shall approve all legitimate bills and accounts of the Federation, authorizing the payment of same. He shall deliver to his successor, all books, files and records in his possession belonging to the Organization when such successor is elected and qualified to enter upon the duties of the office of General Chairman.

(b) The General Chairman shall publish the names and addresses of the Joint Protective Board members each year on the Federation website.

(c) The General Chairman shall discharge on behalf of the Federation such duties as may be imposed upon him by applicable law, including the execution and filing of any reports to Federal or State authorities, and he shall cause to be maintained by the Federation such records as the law requires to be kept for a period not less than five (5) years in support of such reports.

(d) The General Chairman will have the authority, with the advance approval of a majority of the Executive Committee when in his judgment conditions warrant and Federation finances permit to engage the services of System Representatives.

The General Chairman will have the authority, with the advance approval of a majority of the Executive Committee, to designate salary and title of said Representatives.

(e) The General Chairman will have the authority, when in his judgment conditions warrant, to call upon any member of the Joint Protective Board or Local Lodge Officers to represent him in taking care of emergencies that may arise.

(f) The General Chairman shall establish a website which will be available to the Membership at large advising the general Membership of new agreements, letters of understanding and general information, that may be of interest

and/or importance to the Members, such as forthcoming events, carrier tactics or plans and other information as deemed necessary for the betterment and education of the Brotherhood.

Section 2. The Vice General Chairman/Secretary-Treasurer shall devote all of his working time to promote the interest of the Federation assisting the General Chairman in the discharge of his duties. In the event of the resignation, death or removal from service of the General Chairman, the Vice General Chairman/Secretary-Treasurer shall take care of the affairs of the Federation and perform the duties of the General Chairman until a General Chairman has been elected with the provisions of these Bylaws.

It shall also be the duty of the Vice General Chairman/Secretary-Treasurer to keep a complete record of all proceedings of the Joint Protective Board and carefully file all correspondence in connection with the business transacted by the Joint Protective Board. He shall discharge on behalf of the Federation such duties as may be imposed upon him by applicable law, including the execution and filing any reports to Federal or State authorities, and he shall maintain such records as the law requires to be kept for a period of not less than five (5) years in such reports.

Section 3. The Assistant General Chairmen shall devote all of their working time to the interests of the Federation, assisting the General Chairman in the discharge for their duties.

Section 4. The work and assignment of the Vice General Chairman/Secretary-Treasurer and Assistant General Chairmen shall be arranged so that representation will be equally divided.

Section 5. The Vice General Chairman/Secretary-Treasurer and Assistant General Chairmen shall, when requested by the General Chairman, furnish a report of their activities.

Section 6. (a) It shall be the duty of the Executive Committee to audit Federation receipts and disbursements each year, furnishing copy of the audit to the National Division Secretary-Treasurer's office and to the Officers of the Joint Protective Board.

(b) The Executive Committee shall make an inventory of all properties owned by the System Federation and shall be responsible for the proper maintenance of same.

Section 7. Special meetings of the Joint Protective Board may be called at the request of the majority of the Executive Committee, a majority of the Joint Protective Board members, by the General Chairman or by the National Division President. The question or subject matter necessitating the convening of the Board in special session shall be clearly set forth in the Call. At least fifteen (15) days written notice shall be given

to each member of the Joint Protective Board of any special meeting.

Section 8. (a) Should the office of the General Chairman become vacant, the Vice General Chairman/Secretary Treasurer shall assume the duties of the General Chairman and call a meeting to be held within twenty (20) days after receipt of notice of such vacancy until the next regular meeting of the Federation, except that if such vacancy occurs sixty (60) days or less prior to a regular Joint Protective Board meeting, the Vice General Chairman/Secretary-Treasurer shall continue to fill vacancy pending such regular meeting.

(b) In the event of a vacancy in a Federation Office other than the General Chairman, the General Chairman shall call a meeting to be held within thirty (30) days after receipt of notice of the vacancy, of all remaining elected Officers, to fill such vacancy until the next regular meeting at the Federation Joint Protective Board, unless such vacancy occurs ninety (90) days or less prior to a regular Joint Protective Board meeting. Any vacancy filled under this Section 8 will be made in compliance with Article II, Section 2(a) and (b), of these Bylaws. In the event one of the remaining Officers is elected to fill a vacancy under Section 8(a) or 8(b) of this Article III, the vacancy created by such election will be filled at the same meeting.

Section 9. (a) For the faithful performance of his duties, each effective System Officer shall receive a salary which shall be adjusted periodically so as to reflect all Lump Sum Payments, General Wage increases including cost-of-living adjustments as provided for under National Agreements applicable to the membership of the Brotherhood. All such increases shall be applied in the same manner on the same dates as provided for under subsequent National Agreements.

This Article shall not be used to preclude the authorization of salary adjustments at a regular or special Joint Protective Board meeting.

(b) The salary of members of the Executive Committee and Joint Protective Board members shall be paid on a per diem basis, same to be affective from the time they leave their respective homes until the time they have completed their duties and return to their homes, as directed by the General Chairman.

(c) As set forth in the Salary Committee report, each elected Executive Committee Officers' and Joint Protective Board members' salaries shall be adjusted periodically so as to reflect all general wage increases including cost-of-living adjustments as provided for under National Agreements applicable to the membership of the Brotherhood. All such increases shall be applied in the same manner and on the same dates as provided for under subsequent National Agreements.

(d) All elected System Officers and Joint Protective Board members while attending Joint Protective Board meeting or in the performance of service in behalf

of the Brotherhood when attending a meeting and traveling between places of such meetings and his home will receive legitimate expenses when accompanied by receipts.

Section 10. Effective June 1, 2013, Elected Officers will not be required to relocate unless an agreement is made between the General Chairman and the elected officer with the approval of the Executive Committee. An Officer or System Representative who was elected to a full-time position prior to June 1, 2013, or who relocated as previously outlined in this paragraph, and was required to move to a new location or who leaves office as a result of sickness, retirement, termination or at the expiration of his term will be allowed the lowest of three bids submitted of his household goods, including the movement of one automobile, with the payment due at time of move, which shall take place within eighteen months from the time Officer relinquishes his position as set forth above. The allowance herein provided for will also be made to the widow or dependents of a deceased Officer who may wish to relocate. All moving/relocation allowances will be restricted of 2,000 miles, unless otherwise agreed to by the General Chairman and approved by the Executive Committee.

Section 11. Members of the Joint Protective Board, System Federation Officers and/or others required at the direction of the General Chairman to use their automobile for organizing or other work for the Brotherhood shall be paid at the rate established and approved by the Internal Revenue Service. The General Chairman shall satisfy himself and the National Division President that such representatives operating their own automobiles in the Brotherhood's service are properly protected by adequate automobile insurance.

Section 12. Each Federation Officer who devotes all of his time to the work of the Federation shall be granted five (5) weeks vacation with pay each year, including the year elected, same to be taken in the year due, and/or shall be made whole at the end of the year for the unused portion. A Full-Time Officer who has worked at least one-hundred (100) days in any year shall be qualified for payment of five (5) weeks vacation in the following calendar year.

Section 13. The General Chairman shall have the authority to engage and fix salaries for necessary office help to carry on effectively the work of the Federation, however the General Chairman shall not appoint or employ any relative of any regularly employed Joint Protective Board member or Officer to work under the jurisdiction of the General Chairman in the Federation office.¹

Section 14. The Officers and employees of the Federation shall be bonded as prescribed in the National Division Bylaws. The premium of said bonds shall

¹ This provision does not apply to the existing Employees of the Federation.

**ARTICLE V
REVENUE, FEES, DUES AND ASSESSMENTS**

Section 1. Revenue shall be derived from initiation fees, dues and assessments as are levied by properly constituted authority in accordance with these Bylaws, plus amounts earned through investments and other miscellaneous receipts. Aside from such sums as these Bylaws provide to be allocated and placed in other funds, all revenue of the Federation shall be placed in a fund known as the General Fund and shall be in the possession of the National Division Secretary-Treasurer for the purpose of defraying expenses of the Federation when approved by the duly constituted Officer as herein provided.

Section 2. (a) Every member of the Brotherhood of Maintenance of Way Employees Division employed on a railroad coming under the jurisdiction of the Federation shall pay to the Local Lodge Secretary-Treasurer or the other properly accredited representative of the Brotherhood on or before the last day of each month, or as provided in Article XV, Section 3, of the National Division Bylaws, the sum equal to the amount reflecting 2.155 times one (1) hour of the average straight time hourly rate of pay as reflected in the annual statement published by the National Railway Labor Conference for Maintenance of Way Employees for the calendar year 2017 and each successive year. Said amount shall be rounded to the nearest .25¢, which additional sum shall be taken into consideration when calculating any dues increase for the following year to be used only for defraying the expenses of the System Federation.

In the event that the National Railway Labor Conference ceases to publish the statement on an annual basis, or alters it materially, the alternative equivalent formula as adopted by the National Division will be used to accurately reflect increases in rate of pay provided for under national agreements during the appropriate measurement period.

(b) Local Lodge dues shall be assessed at the rate of three dollars (\$3.00) per month, per member, until changed by the Joint Protective Board or by Secret Ballot.

**ARTICLE VI
GRIEVANCE PROCEDURE**

It shall be the duty of the System Federation Full-Time Officers to review all grievance matters properly referred by any member of the System Federation and to handle those grievances involving a violation of the Working Agreement with Officers of the Railroad designated to receive the grievances.

be paid from the Federation funds and the bonds shall be held in custody by the Secretary-Treasurer of the National Division.

Section 15. The Federation shall not contract, agree or be obligated in any way to pay salary and expenses to any Joint Protective Board member or Officer, or to incur any obligation of any kind with members or others, beyond the extent of the Federation funds and current income of the Federation without the approval of the National Division President. Any obligation incurred contrary to the Foregoing provision shall not create a claim or lien against the Federation or the National Division beyond the extent of available funds in the Federation treasury.

ARTICLE IV CHARGES AND TRIAL PROCEDURE

Charges against any System Officer or Joint Protective Board Member shall be filed in writing in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMW and IBT.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement.

Vacancies created by sustained charges will be filled as provided in the Bylaws.

Any expenses incurred with the hearing of charges against any System Officer or Joint Protective Board Member conducted as presented in this Article, will be paid from Federation funds.

CHARGE AND TRIAL PROCEDURES OF MEMBERS

Charges against any Member shall be filed in writing in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMW and IBT.

Appeal from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement.

Any expenses incurred with the hearing of the charges against a member conducted as prescribed in this Article, will be paid from Federation funds.

ARTICLE VII NEGOTIATIONS

Section 1. The Committee for scheduled negotiations on behalf of the Federation shall consist of the General Chairman or his designated representative and at least one other full-time elected Federation or National Division Officer. The General Chairman or a designated Full-Time Officer will attend all negotiations initiated by the Federation.

Section 2. The General Chairman, or his designated representative shall be responsible for the filing and settlement of legitimate Claims and Grievances, and to handle Discipline matters brought to the Federations attention.

Section 3. (a) The General Chairman shall negotiate local agreements, understandings and temporary agreements. Such understandings and agreements of the three hundred sixty five (365) calendar days or less duration, may be signed and formally agreed by the General Chairman.

Section 3.(b) Any permanent agreement(s), which will have effect on a less than majority of the members coming under the jurisdiction of the Collective Bargaining Agreement, may be signed and formally agreed to by the General Chairman and the majority of Full Time System Officers.

Section 3.(c) Any permanent agreement(s), which will have effect on a majority of the members coming under the jurisdiction of the Collective Bargaining Agreement, must be distributed to and ratified by a majority of the Joint Protective Board.

Agreements bargained nationally shall be subject to member ratification or rejection in accordance with Article XIX, Section 14, Paragraph 8 of the National Division Bylaws.

ARTICLE VIII HEADQUARTERS

The headquarters of the Federation shall be at a location(s) determined by the General Chairman and approved by the Executive Committee.

ARTICLE IX BYLAWS

Section 1. The General Chairman may submit proposed changes to these Bylaws involving the welfare of the Federation to the members of the Joint Protective

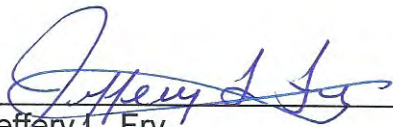
Board by mail. Proposals so submitted shall be clearly and definitely set out and space provided for the aye or nay votes of the members of the Joint Protective Board. If the majority of all votes cast favor such a measure, it will be declared approved subject to the approval of the National Division President.

Section 2. These Bylaws may be altered or repealed in their entirety by a majority of the Joint Protective Board members in regular or special session, or by referendum ballot. Any member, by written notice to the General Chairman, may submit any proposal of changes to the Bylaws and such proposal will be acted upon by the members of the Joint Protective Board in regular, special session, or by referendum ballot.


Section 3. These Bylaws shall become effective as of the date approved by the National Division President and remain in effect until changed by the Joint Protective Board as provided in these Bylaws.

Section 4. The General Chairman may, with the consent of the Executive Committee, issue such dispensations as may be necessary to overcome emergencies or conditions not herein provided for.

SIGNED:

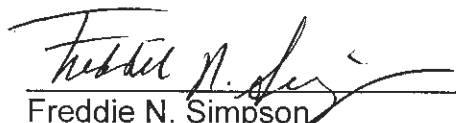


Jeffery L. Fry
General Chairman



Vern D. Van Ausdall
Assistant General Chairman

APPROVED:



Freddie N. Simpson
National Division President

Dated: 04/04/18



Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

RECEIVED

September 9, 2020

SEP 14 2020

B.M.W.E.D.

**BURL
BYLAWS**

Ms. Staci R. Moody-Gilbert, General Chairwoman
Burlington System Division - BMWED
1113 East South Street
Hastings, Nebraska 68901

RE: Burlington System Division Approved Bylaws

Dear Sister Moody-Gilbert:

This will acknowledge receipt of your signed originals of the revised Burlington System Division Bylaws.

I have approved the bylaws and enclosed one original signed bylaws for your file.

In solidarity,

Freddie N. Simpson,
President

ZCV/ama
opeiu-42

Enclosure

cc: Mr. D. D. Joynt
Mr. B. G. Glover
Mr. Z. C. Voegel

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org

Exhibit 10

RECEIVED

SEP 14 2020

B.M.W.E.D.

BYLAWS
For the Government of the
JOINT PROTECTIVE BOARD AND MEMBERS
of the

BURLINGTON SYSTEM DIVISION

BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION
OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS

Comprising the

BNSF RAILWAY INC.

(Former Burlington Northern Santa Fe Railroad, Burlington Northern Inc.,
and former Chicago, Burlington & Quincy Railroad)

KANSAS CITY TERMINAL RAILWAY COMPANY

ILLINOIS RAILWAY, LLC

IOWA INTERSTATE RAILROAD, LTD

LAKE SUPERIOR & ISHPEMING RAILROAD COMPANY

NORTHEAST ILLINOIS REGIONAL COMMUTER RAILROAD CORPORATION -
METRA

NORTHERN INDIANA COMMUTER TRANSPORTATION DISTRICT - NICTD

CP RAIL

(Former Soo Line Railroad Company; Chicago, Milwaukee, St. Paul and Pacific Railroad
Company; and Minneapolis, Northfield and Southern Railway, Incorporated)

Revised and Amended at the Quadrennial

Meeting of the Joint Protective Board

Held in Omaha, Nebraska

July 21-22, 2020

TABLE OF CONTENTS

TABLE OF CONTENTS2

PLEDGE OF ALLEGIANCE3

PREAMBLE4

ORDER OF BUSINESS5

ARTICLE I6
 ORGANIZATION

ARTICLE II6
 CONVENTIONS - JOINT PROTECTIVE BOARD MEETINGS

ARTICLE III9
 DUTIES, AUTHORITY AND RESPONSIBILITY OF OFFICERS

ARTICLE IV13
 MEMBERSHIP

ARTICLE V15
 CHARGE, TRIAL, AND APPEAL PROCEDURES

ARTICLE VI15
 DUES AND INVESTMENT INCOME

ARTICLE VII17
 GRIEVANCE PROCEDURE

ARTICLE VIII17
 NEGOTIATIONS AND RULES COMMITTEE

ARTICLE IX17
 CHANGES BETWEEN CONVENTIONS BY MAIL

PLEDGE OF ALLEGIANCE

I pledge allegiance to the flag of the United States of America and to the Republic for which it stands, one Nation under God, indivisible, with Liberty and Justice for all.

PREAMBLE

The objectives of this Brotherhood are:

1. To exalt the character and increase the ability of its members.
2. To ensure greater safety for our members and the traveling public and affect economy in the departments in which our members are employed by interchanging ideas and adopting the best methods of performing our duties.
3. To benefit the general public by raising the standard of efficiency of our membership.
4. To alleviate distress and suffering caused by sickness or disability among our members.
5. To assist the families of deceased members.
6. To inspire all members of the Brotherhood to live a sober, moral and honest life.
7. To encourage all members to faithfully and honestly perform their duties to the best of their ability for the Brotherhood and for their employers.
8. To use all honorable means to secure the passage of laws beneficial to our membership, and to improve labor conditions generally.
9. To stimulate the civic education of the members in their political rights and to use the ballot intelligently to the end that the Government may not be perverted to the interest of the favored few, but that it may be a "Government of the people, by the people and for the people" in the fullest sense.

ORDER OF BUSINESS

1. Meeting called to order.
2. Invocation.
3. Pledge of Allegiance to our Flag.
4. Reading of the Preamble.
5. Appointment of Credential Committee.
6. Report of Credential Committee.
7. Roll Call of Members.
8. Reading of Minutes of previous meeting.
9. Communications.
10. Naming of Committees.
11. Report of Elective Officers.
12. Report of Committees.
13. Unfinished business.
14. New business.
15. Nominations and Election of Officers.
16. Debate for the good of the Brotherhood.
17. Adjournment.

Unless otherwise provided, meetings of the Joint Protective Board shall be governed by Robert's Rules of Order as Revised.

ARTICLE I ORGANIZATION

Section 1. This body shall be known as the Burlington System Division Joint Protective Board of the Brotherhood of Maintenance of Way Employees Division and have jurisdiction over Maintenance of Way employees on railroads affiliated with this System Division and Maintenance of Way employees on railroads who may later affiliate with this System Division.

Section 2. The governing body of this System Division shall be the Joint Protective Board in regular or special meetings and in accordance with Article III, Section 4 and Article IX.

Section 3. Any System Division, or employees from any railway wishing to affiliate with this System Division, will be considered, by making written application through its System Division Officers (or by petition if there is no System Division organization on such railroad). The General Chairperson of the Burlington System Division shall immediately advise the Joint Protective Board Officers of such application for affiliation. If the majority of the Joint Protective Board Officers approve such affiliation, the General Chairperson shall proceed to effect such affiliation providing such conditions of affiliation meet with the approval of the National Division President.

Section 4. The Chairperson of the Grievance Committee of each Local Lodge on the Burlington System Division as elected in accordance with Article XVIII, Section 9 of the National Division Bylaws shall serve as Local Chairperson-Joint Protective Board member. Eligibility for election shall be governed by Article II, Section 4(a) of the IBT Constitution. For newly chartered Local Lodges, which have been in existence for less than twenty-four (24) months, eligibility for election shall be governed by Article II, Section 4(b) of the IBT Constitution.

ARTICLE II CONVENTIONS – JOINT PROTECTIVE BOARD MEETINGS

Section 1. (a) The Joint Protective Board shall meet in regular session in July 1996, and quadrennially thereafter. This meeting shall be held at a site approved by the Rules Committee.

Section 1. (b) The Joint Protective Board shall consist of its Officers and Local Chairperson-Joint Protective Board member from each Local Lodge. In case the Local Chairperson-Joint Protective Board member cannot act, an associate member of the Grievance Committee, or any member of the Local Lodge chosen by the lodge, who is eligible under Article I, Section 4 of these Bylaws, shall act. Two-thirds of the members will constitute a quorum of the Joint Protective Board.

Section 1. (c) Officers and members of the Joint Protective Board when attending meetings of the Board, serving on committees, and traveling in the interest of the Brotherhood will be allowed actual expenses, paid from the System Division fund when approved by the General Chairperson, unless otherwise provided by the Executive Committee.

Section 1. (d) The governing body between conventions will be the Joint Protective Board in accordance with Article III, Section 4 and Article IX.

Section 1. (e) Local Chairperson-Joint Protective Board members and Officers attending the Quadrennial meeting shall have one (1) vote in all matters, in accordance with Section 1(f), except that Officers enumerated in Article II, Section 2(a) shall not be eligible to vote in the election of Officers or the Executive Committee of the Joint Protective Board unless he/she has been elected as Local Chairperson-Joint Protective Board member, or as elected in accordance with Article II, Section 1(b).

Section 1. (f) Local Chairperson-Joint Protective Board members will vote on the Vice General Chairpersons that will represent their lodges directly. The Vice General Chairperson for the Eastern District will be voted upon by Delegates from lodges 509, 783, 788, 798, 1302, 1903, 2435, 2621 and 2857. The Vice General Chairperson for the Central District will be voted upon by the Delegates from lodges 230, 344, 800, 1105, 1316, 1320, 1533, 1832, 1888, and 2920. The Vice General Chairperson for the Western District will be voted upon by the Delegates of lodges 14, 961, 1074, 1108, 1142, 1214, 1351 and 2852. The Vice General Chairperson for the North District will be voted upon by the Delegates of lodges 42, 99, 331, 420, 928, 1481, 1488, 1489, 1490, 1498, 1552, 1662, 1906, 1965 and 2643.

Section 2. (a) The Officers of the Joint Protective Board shall consist of a General Chairperson and four (4) Vice General Chairpersons, (one located in the East, one centrally located, one located in the West, and one located in the North). The Vice General Chairperson from the East District must be an employee of Burlington Northern Santa Fe, METRA, NICTD, or Illinois Railway. The Vice General Chairperson from the Central District must be an employee of Burlington Northern Santa Fe or the Iowa Interstate. The Vice General Chairperson from the West District must be an employee of Burlington Northern Santa Fe. The Vice General Chairperson from the North District must be an employee of CP Rail, or Lake Superior & Ishpeming. The Joint Protective Board will designate one of the Vice General Chairpersons as Secretary-Treasurer and one Vice General Chairperson as successor to the General Chairperson in the event of a vacancy in the office of General Chairperson.

The Executive Committee of the Joint Protective Board shall consist of four (4) members elected by the Local Chairperson-Joint Protective Board members. The Executive Committee will be elected as follows – one from a lodge of the Eastern District which comprises Lodges 509, 783, 788, 798, 1302, 1903, 2435, 2621 and 2857 – one from a lodge of the Central District which comprises Lodges 230, 344, 800, 1105, 1316, 1320, 1533, 1832, 1888, and 2920 – one from a lodge of the Western District which comprises Lodges 14, 961, 1074, 1108, 1142, 1214, 1351 and 2852 - and one from a lodge of the North District which comprises Lodges 42, 99, 331, 420, 928, 1481, 1488, 1489, 1490, 1498, 1552, 1662, 1906, 1965 and 2643.

The Officers and Executive Committee of the Joint Protective Board shall be elected at the Quadrennial meeting in July. No member shall hold more than one (1) of these offices. They will assume office on the first day of September and shall serve a term of four years, except that any member of the Executive Committee, who resigns as Local Chairperson-Joint Protective Board member or is not continued as such by his/her lodge, will cease to be a member of the Executive Committee. Vacancy thus created will be filled in the manner provided in Article III, Section 5. (c).

The Officers and Executive Committee of the Joint Protective Board shall constitute the Rules Committee.

Section 2. (b) Qualifications of Officers referred to in Paragraph (a) of this Section shall be in accordance with Article II, Section 4 of the International Brotherhood of Teamsters (IBT) Constitution and Article XVIII, Section 9 of the National Division Bylaws.

Section 2. (c) The Officers and Executive Committee of the Joint Protective Board shall be elected by secret ballot. A majority of votes cast shall be necessary to elect. In case of a non-majority with three (3) or more nominees, the one receiving the lowest number of votes shall be dropped and the balloting shall continue until a majority is received.

Section 2. (d) Immediately following the election of the Executive Committee, they will meet and elect a Chairperson and a Secretary of such Committee.

Section 2. (e) Where an Officer of a Local Lodge is elected to an office requiring that all of his/her time be devoted to the service of the Brotherhood, the Local Lodge from which he/she came will have the right to elect another Officer to the position vacated.

Section 2. (f) Members who upon retirement, or upon the receipt of an annuity, continue without interruption to pay full dues and assessments or who have received life memberships shall be entitled to attend Local Lodge meetings. Members serving as Brotherhood Officers or representatives at the time of retirement, or at the time annuity is granted may serve out the balance of the term for which elected. They shall not be eligible for election or re-election or to participate in the transactions of Brotherhood business except to the extent herein provided and in the case of Local Lodge Secretary-Treasurers who may be eligible for re-election as Local Lodge Secretary-Treasurers in accordance with Paragraph 4.11 of the Merger Agreement between BMW and IBT.

Section 2. (g) Special meeting of the Joint Protective Board may be called by the General Chairperson, or by the request of the majority of the members of the Joint Protective Board through the Chairperson of the Executive Committee, or by the National Division President. The question or subject matters necessitating convening the Board in special session shall be clearly set forth in the call. At least fifteen days' written notice will be given to each member of the Joint Protective Board of any special meeting.

ARTICLE III
DUTIES, AUTHORITY AND RESPONSIBILITY OF OFFICERS

Section 1. (a) The General Chairperson shall devote all of his/her time to the work of the Burlington System Division, attend as many Local Lodge meetings as his/her schedule allows, advise as to the proper methods of adjusting disputes and in a general way work for the up-building and strengthening of the Brotherhood. He/she shall report to the National Division President and Joint Protective Board once each quarter, giving a brief outline of his/her activities, grievances handled by him/her and reported to him/her by the Local Chairperson-Joint Protective Board members, and of the conditions of the System Division in general. He/she shall pay all just and lawful bills and accounts properly and officially contracted in the name of the Burlington System Division, and take and file receipts for same. He/she shall furnish to each member of the Joint Protective Board a statement of receipts and disbursements of the System funds each quarter. He/she shall deliver to his/her successor all books, files and records in his/her possession belonging to the organization when such successor is elected and installed. The Joint Protective Board members shall be furnished a list containing names, addresses and telephone numbers of all the other Joint Protective Board members, as well as a list of the names, addresses and telephone numbers of all the Executive Committee members.

Section 1. (b) The General Chairperson will publish a paper copy of the System newsletter semi-annually to each member to inform the membership of newsworthy items affecting the System. This newsletter will be known as the OLD "Q" NEWS.

Section 1. (c) The General Chairperson shall discharge on behalf of the System Division such duties as may be imposed upon him/her by applicable law including the execution and filing of any reports to Federal or State authorities, and he/she shall cause to be maintained by the System Division such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

Section 1. (d) The General Chairperson shall provide each Joint Protective Board member with copies of all proceedings of Executive Committee meetings.

Section 1. (e) The General Chairperson, with the assistance of the System Officers, will conduct local officer training schools annually. Cost of meeting rooms, materials and instructors to be borne by the System Division. Local Lodges to cover salary and expense of members attending. Additional expenses may be borne by the System Division upon approval by the Rules Committee.

Section 1. (f) The General Chairperson shall have the authority to call upon a Local Chairperson or other member to represent the interest of the System Division. This member shall be paid the Joint Protective Board pay rate.

Section 1. (g) All appointments for positions on the System, consultants, and office help, as well as their salaries must first be approved by a majority of the Rules Committee prior to their appointment or any services being rendered. It is understood this Section shall not limit the provisions of Section 1. (f).

Section 1. (h) The General Chairperson will interpret the effective agreement. A Local may appeal the General Chairperson's interpretation of an aspect of the agreement to the Rules Committee by a majority vote of a local in a regular or special meeting. The decision of the majority of the Rules Committee will be the interpretation of the Burlington System Division. This decision will be issued within sixty (60) days.

Section 2. It shall be the duty of the Vice General Chairpersons to assist the General Chairperson in the discharge of his/her duties. They shall devote all of their time to the Burlington System Division and shall deliver to their successor all books, files and records in their possession belonging to the organization when such successor is elected and installed.

Section 3. (a) It shall be the duty of the Vice General Chairperson/Secretary-Treasurer to assist the General Chairperson in the discharge of his/her duties. It shall also be his/her duty to keep a complete record of all proceedings of the Joint Protective Board and carefully file all correspondence in connection with the business transacted by the Board. He/she shall devote all of his/her time to the Burlington System Division.

Section 3. (b) When in the judgment of the General Chairperson and the Rules Committee conditions warrant and it is decided that the Burlington System Division handle its System Division funds, the Vice General Chairperson/Secretary-Treasurer shall, with the approval of the Executive Committee, select a reliable bank or banks in which such funds shall be deposited, issue checks in payment of salaries and lawful bills, approved by the General Chairperson, accruing against the Burlington System Division, taking receipts for same. All checks issued by the Vice General Chairperson/Secretary-Treasurer, must be countersigned by the General Chairperson. He/she shall issue a statement each quarter to members of the Joint Protective Board and the National Division Secretary-Treasurer, setting forth amounts of System Division funds received from the National Division Secretary-Treasurer and of disbursements made, and in addition submit a complete financial statement to each regular meeting of the Joint Protective Board.

Section 3. (c) The Vice General Chairperson/Secretary Treasurer shall deliver all funds, books and records in his/her possession properly belonging to the Burlington System Division, Brotherhood of Maintenance of Way Employees Division, to his/her successor, when such successor is properly elected and installed.

Section 3. (d) The Vice General Chairperson/Secretary-Treasurer shall discharge on behalf of the System Division such duties as may be imposed upon him/her by applicable law including the execution and filing of any reports to Federal or State authorities, and he/she shall maintain such records as the law requires to be kept for a period of not less than five (5) years in support of such reports.

Section 4. The Joint Protective Board shall have jurisdiction over all members and all matters pertaining to the System Division. It may enact such measures as it deems to be in the best interest of the membership on the System Division and of the Brotherhood in general, but such measures shall in no way conflict with the National Division Bylaws, nor shall they be in effect and force until approved by the National Division President.

Section 5. (a) In case of a vacancy in the office of General Chairperson resulting from death, resignation or removal for cause, the designated Vice General Chairperson-Successor shall assume the office and duties of General Chairperson and serve in that capacity until a General Chairperson has been elected as per Paragraph (c) of this Section.

Section 5. (b) Vacancies in any other office of the Joint Protective Board, resulting from death, resignation, or removal for cause, or leaving the service of the railroad, shall remain vacant until an election shall be held in conformity with Paragraph (c) of this Section.

Section 5. (c) In the event of a vacancy of an elective Officer, other than a Vice Chairperson, by reason of death, resignation or removal for cause, the General Chairperson shall at once notify all Local Chairpersons-Joint Protective Board members of such vacancy. Such vacancy shall be filled either at a Special Meeting of the Joint Protective Board, in accordance with Article II, Section 2 (g) or by submitting to them a nomination ballot in accordance with Article IX. Each Local Chairperson-Joint Protective Board member may nominate three candidates for the office vacant, from among the members in good standing of the Burlington System Division, in accordance with Article II – Section 2(a), subject to the eligibility requirements of Article II, Section 4 of the IBT Constitution. The nominations must be returned within twenty (20) days to the office of the General Chairperson, who shall with the assistance of three members of a Local Lodge located in the city where the System Division headquarters is, count the ballots and the three nominees receiving the highest number of votes shall be declared nominated. The General Chairperson will then distribute another ballot bearing the names of the three nominees to the Local Chairperson-Joint Protective Board members, who shall mark said ballot voting for one of the three nominees and return said ballot within twenty (20) days to the office from which received. These ballots shall be counted in the same manner as prescribed above. The nominee receiving the highest number of votes cast, shall be declared elected and assume office at once.

In the event of a vacancy of a Vice General Chairperson by any of the reasons listed above, the nomination and voting shall happen in the same manner as prescribed above, except ballots bearing the names of the three (3) nominees shall be distributed to the Local Chairperson-Joint Protective Board members of the Lodges within the District of the vacancy of the Vice General Chairperson, in accordance with Article II, Section 1(f).

In the event that a vacancy of a Vice General Chairperson occurs for any of the reasons shown above and there are no nominations accepted from the district as outlined in Article II, Section 2 (a), the General Chairperson will then distribute a nomination ballot and nominations will be accepted for any member in good standing in the same manner prescribed above. If the elected nominee is from a district in which they do not reside, they will be required to move to the district in which elected no later than six (6) months following election to such position in accordance with Section 6 (a).

Section 6. (a) An Officer elected to a position with the System Division or an Officer returning to his/her regular position with the railroad at the expiration of his/her term of office, who is required to move, will be reimbursed for any reasonable expense he/she incurs in moving his/her household goods and other reasonable expenses incurred, either to or from the job upon receipt of transportation bills as authorized by the Officers and Executive Committee of the Joint Protective Board. An itemized list of such expenses will be included in the following quarterly report.

Section 6. (b) The Officers and Executive Committee of the Joint Protective Board will determine the headquarter point of the System Division Officers. The headquarter points established will not be moved more than once every four years without the consent of the incumbent.

Section 7. (a) The salary and benefits of Officers and members of the Joint Protective Board shall be determined by a majority vote of the Joint Protective Board.

Section 7. (b) When Full time System Officers perform duties for which they will receive compensation from sources other than the Burlington System, the payment will be made directly to the System account. This does not include payment for work on weekends, which would be paid directly to the System Officer. The System Officer will receive one salary for the period, that being at the highest rate of pay. Nothing in this provision is intended to deny the System Officer from taking vacation time from the System during the time period in which performing such other duties.

Section 7. (c) When a member of the Burlington System Division performs service for the System Division, National Division or a Local Lodge of the System, this member shall receive compensation from only one, the System, or Local, or National Division, and not accept wages or salary from the Carrier or others. This shall not preclude the member from weekend or vacation pay.

Section 8. (a) The General Chairperson and other full-time System Officers and employees of the Burlington System Division shall be allowed vacations with pay each year on the basis stipulated in the Vacation Agreement with the Carrier. When those Officers take their scheduled vacations, the General Chairperson will notify the Local Chairperson-Joint Protective Board members.

Section 8. (b) Officers of the Joint Protective Board whose services with the System Division during one calendar year prohibit them from being eligible for vacation pay with the railroad shall be allowed vacation pro-rated for the days of service with the Burlington System Division on the basis stipulated in the Vacation Agreement with the Carrier. A full time employee of the Burlington System Division on a leave of absence from the service of the railroad who returns to the service of the railroad will be made whole for qualifying years not honored by the railroad. Vacation qualifying years earned on the railroad and vacation qualifying years earned on the Burlington System Division will be combined to determine vacation and personal leave day entitlement.

Section 9. The General Chairperson will have the authority when in his/her judgment conditions warrant to engage the services of office help, the salary of such office help to be fixed by the General Chairperson with the approval of the Executive Committee.

Section 10. The Officers and employees of the System Division shall be bonded as prescribed in the National Division Bylaws. The premium of said bonds shall be paid from the Burlington System Division funds, and the bonds shall be held in custody by the National Division Secretary-Treasurer.

Section 11. The Burlington System Division shall not contract, agree or be obligated in any way to pay salary and expenses to any Joint Protective Board member or Officer, or to incur any obligations of any kind with members or others beyond the extent of the System Funds and current income of such System Division without the approval of the National Division President. Any obligations incurred contrary to the foregoing provisions shall not create a claim or lien against the System Division or the National Division beyond the extent of available funds in the System treasury.

Section 12. (a) Whenever the Burlington System Division handles its System Division funds, as per Section 3(b) of Article III it shall be the duty of the Executive Committee to, in conjunction with the Vice General Chairperson/Secretary-Treasurer, select a reliable bank or banks wherein such funds shall be deposited. It shall be the duty of the Executive Committee to audit System Division receipts and disbursements once each year, furnishing copy of such audit to the National Division Secretary-Treasurer and Joint Protective Board members.

Section 12. (b) It shall be the duty of each Local Lodge Auditing Committee to meet not later than thirty (30) days after the end of each quarter to audit the Local Lodge receipts and disbursements. A copy of such report shall be sent to the General Chairperson and the National Division Secretary-Treasurer. It shall be signed by the Auditing Committee and the Local Lodge Secretary-Treasurer.

Section 12. (c) It will be the duty of the General Chairperson to convene the Executive Committee once a year to make an audit of the System Division's financial account.

ARTICLE IV MEMBERSHIP

Section 1. Eligibility. Any employee or any individual, for whom the BMWED is seeking representation rights for, is eligible for membership in the Brotherhood of Maintenance of Way Employees Division.

Section 2. Assignment of Members. All members shall be assigned to the Local Lodge nearest their point of residence on the System on which employed and under whose jurisdiction the member is working. The jurisdiction of the Local Lodges to be defined and designated by the General Chairperson.

Section 3. Transfer of Membership. A member moving from the jurisdiction of one Local Lodge to that of another Local Lodge must apply for his/her Transfer Card within sixty (60) days. A member transferring from one Local Lodge to another Local Lodge nearer his/her point of residence will be governed by the provisions of the next following paragraph of this Section.

The transfer card shall be issued by the Secretary-Treasurer of the Local Lodge to which the member belongs. Where the Local Lodge Secretary-Treasurer fails to issue a transfer Card, same will be issued by the General Chairperson. The original card shall be given to the member to be presented by him/her to the Lodge to which he/she desires to

transfer. Copies thereof shall be forwarded within thirty-one (31) days to the National Division Secretary-Treasurer, the System Office, the Local Lodge to which transferred and a copy retained by the Local Lodge Secretary-Treasurer for his/her permanent record. Transfer Cards are good only ninety (90) days from date of issue. The original Transfer Card presented by the member will be accepted and filed by the Secretary-Treasurer of the Lodge to which transfer is made. Nothing in this Section shall operate to prevent the transfer of members or groups of members without Transfer Cards in connection with consolidation of Lodges where such consolidation has been properly requested and authorized.

Section 4. Duties of Members. Each member shall pay all required dues, as well as all assessments or fines properly levied, to a proper representative of the BMWED, and shall, after paying such dues, assessments or fines in full, receive an official dues receipt card.

It shall be the duty of every member to pay all dues and assessments promptly; to attend the meetings of his/her Local Lodge regularly unless prevented by a sickness or other just cause; to comply with and assist in enforcing provisions of these Bylaws and other laws, rules, and regulations of the BMWED; to see that these Bylaws are not violated; to recognize any member in good standing as a Brother and never speak falsely against or vilify the character of a member.

Section 5. Maintenance of Good Standing. Subject to the terms of the Merger Agreement between BMWED and IBT, "Good Standing" means the payment of all required dues on or before the last day of the current month without a late or missing payment for the required number of months, or time stipulated in the various provisions of these Bylaws. Membership in good standing in the BMWED includes any person who has fulfilled the requirements for membership and who has not voluntarily withdrawn from membership, become ineligible for continued membership, or been suspended or expelled as provided in these Bylaws; provided, however, that the exercise of certain rights and privileges of membership shall be subject to the reasonable rules, regulations and limitations set forth in the National Division Bylaws, the Merger Agreement or in those of the member's System Division. Any member who fails to meet the requirements set forth in the Bylaws regulating the payment of dues and assessments shall automatically lose his/her membership and all rights, privileges and benefits pertaining thereto.

Those members unemployed due to a legal strike by our organization or sister railroad organization will maintain good standing for the duration of said strike without said payment of dues, assessments and fees for any month for which they do not receive compensation, subject to the terms of the Merger Agreement.

Section 6. Privileges of Membership. Every member in good standing shall be entitled to all rights, privileges, benefits and protection guaranteed by these Bylaws and the Bylaws of the National Division and Merger Agreement.

Any member in good standing shall be admitted as a visitor to any Local Lodge of the BMWED while said Local Lodge is in session provided he/she can prove that he/she is in good standing with his/her own Local Lodge.

Every member in good standing shall have the right and privilege to vote in elections or referendums of the BMWED, to attend membership meetings and participate in the business of such meeting subject, however, to applicable provisions of these Bylaws, the National Division Bylaws, the Merger Agreement and to such reasonable rules and regulations, qualifications, limitations or restrictions as may be provided by other applicable laws, policies or decisions of the BMWED including those contained in Constitutions and/or Bylaws of System Divisions or Federations or Local Lodges.

ARTICLE V CHARGE, TRIAL, AND APPEAL PROCEDURES

Except in cases where the National Division or Local Lodge may have jurisdiction, charges against any Officer or member shall be filed in writing in accordance with Article XIX of the IBT Constitution. Trials shall be conducted in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMWED and IBT.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement.

Any expenses incurred in connection with the hearing of charges against an Officer or member, conducted as prescribed in this Article, will be paid from System Division funds.

Vacancies created by sustained charges will be filled as provided in Article III, Section 5 of these Bylaws.

ARTICLE VI DUES AND INVESTMENT INCOME

Section 1. (a) Effective with the payment of dues for the month of August, 2004, in addition to National Division and Local Lodge dues and assessments, each and every member of the Brotherhood of Maintenance of Way Employees Division, employed on any railroad affiliated with the Burlington System Division shall pay monthly to the Local Lodge Secretary-Treasurer, or other properly accredited representative of the Brotherhood, on or before the first day of each month or as provided in Article XV, Section 3 of the National Division Bylaws, System dues as provided in Sections 1(c) and 1(e), and assessments as provided in Section 1(d).

Section 1. (b) System Division dues and Local Lodge dues shall be paid to the System Division and to the Local Lodge having jurisdiction over the position to which a member is regularly assigned.

Section 1. (c) Effective with the payment of dues for the month of January, 2005 and each January thereafter, System dues shall be adjusted to reflect two hours of the average maintenance of way straight-time hourly rate of pay reflected in the most recent I.C.C. Statement No. A-300, which amount shall be rounded to the nearest twenty-five cents (25).

In the event the I.C.C. ceases to publish Statement No. A-300 on the annual basis, or alters it materially, an alternative equivalent formula shall be adopted so as to accurately reflect increases in rates of pay provided for under National Agreements during the appropriate measurement period.

Section 1. (d) Effective October 1, 2012, a two dollar and fifty cent (\$2.50) per month per member assessment will be applied and placed in a directed System Division account. The money accumulating in this account will be used to assist Local Lodges in sending a delegate to the National Division Convention and the Joint Protective Board meeting. Delegates attending the National Division Convention and Joint Protective Board meeting shall be reimbursed for actual reasonable expenses out of said fund. The Officers and Executive Committee of the Joint Protective Board shall be authorized to establish guidelines for administration of this fund.

Section 1. (e) Effective August 1, 2004 a two dollar (\$2.00) per member, per month increase in System Division dues will be applied and continue until amended by the Joint Protective Board. Effective August 1, 2008, the two dollar (\$2.00) per member per month increase in System Division dues will be disbursed as follows:

One dollar (\$1.00) to go to the System General Fund and one (\$1.00) dollar to go to the member's Local Lodge.

Section 1. (f) It is recommended that Local Lodges take favorable action to reimburse the Local Secretary-Treasurer and Local Chairperson-Joint Protective Board member's dues. It is recognized that such reimbursement of dues is considered income by the Internal Revenue Service.

Section 2. System dues may be adjusted during the interim between regular Quadrennial Conventions by approval of a majority of the Joint Protective Board when deemed necessary to protect the interests of the System, pursuant to the provisions of Article II, Section 2(g) or Article IX of these Bylaws.

Section 3. The Secretary-Treasurer of the Burlington System Division shall have the authority to invest surplus funds of the Burlington System Division enabling our System Division the opportunity for long-term capital appreciation. All investments have risks to some degree. In recognition of the fact that diversification is the best tool for managing portfolio risk these surplus dollars will be invested in a broad range of securities. A minimum balance of \$450,000 in low risk accounts will be maintained at all times. Under normal market conditions, at least 75% of the remaining surplus assets will be invested in common stocks, some of which will be companies domiciled outside the US and some with market capitalizations of \$3 billion or less. Generally, investments into bonds and other fixed income securities will be of investment grade quality, however the Secretary-Treasurer may invest in lower quality, unrated and emerging market debt instruments. The Secretary-Treasurer will monitor these investments routinely and provide a written evaluation to the Executive Committee at least annually.

ARTICLE VII GRIEVANCE PROCEDURE

(a) It shall be the duty of the Local Lodge Grievance Committee, through its Chairperson, to handle all grievance matters properly referred to it by any member of their Local Lodge with the Designated Officers of the Railroad. Failing to obtain a settlement the Local Chairperson will immediately refer the case with complete file and data to the General Chairperson.

(b) The Local Grievance Chairperson shall report all cases settled to the General Chairperson setting out the nature of the cases, names and occupation of employees involved, and how settled.

(c) Nothing in these Bylaws shall be construed as restricting the right of the General Chairperson or his/her duly authorized representative from initiating and/or handling grievances of any nature at any time to protect the integrity of the Agreements and/or interest of the membership.

ARTICLE VIII NEGOTIATIONS

(a) The General Chairperson shall have authority, with the approval of the National Division President or his/her designated representative, to negotiate and consummate agreements with the management of the railroads comprising the Burlington System Division for rates of pay and working conditions on behalf of all employees coming under the jurisdiction of this System Division. The System Division Officers shall inform Joint Protective Board members in a timely manner on the progress of negotiations.


(b) No proposal for general revisions of wages and rules shall be presented to the Railroad Management on behalf of the employees unless such proposal has received the approval of the National Division President, and copy furnished each Joint Protective Board member.

ARTICLE IX CHANGES BETWEEN CONVENTIONS BY MAIL

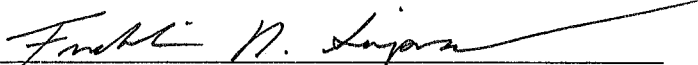
(a) The General Chairperson may, when in his/her judgment or in the judgment of a majority of the Rules Committee, conditions warrant, submit subject matters requiring the approval of the Joint Protective Board by mail. A question so submitted shall be clearly and distinctly set out, and the space provided for the yea or nay vote of the members of the Joint Protective Board. If the majority of all votes cast favors such a measure it will be declared approved and enacted subject to the approval by the National Division President.

(b) These Bylaws shall become effective upon approval of the National Division President and remain in effect until changed by the Joint Protective Board in regular or special session or as outlined in Article IX (a).

SIGNED:


Staci Moody-Gilbert, General Chairperson

APPROVED:


Freddie N. Simpson, National Division President

DATE: 09/09/2020

BYLAWS
for the
GOVERNMENT OF THE JOINT PROTECTIVE BOARD AND MEMBERS
of the
ALLIANCE SYSTEM FEDERATION
of the
BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYES DIVISION
OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS

To be comprised of the following railroads:

ALTON & SOUTHERN RAILWAY COMPANY

Amtrak (Albany-Rensselaer, New York Area)
Amtrak (Beech Grove, Indiana Shop)
Amtrak (Detroit, Michigan to Michigan City, Indiana)
Canadian National Railway (CN) (former Grand Trunk Western Railway, former
Chicago Short Line Railway Company
Consolidated Rail Corporation Shared Assets (Detroit, New Jersey, Philadelphia)

CSX TRANSPORTATION, INC

Former Seaboard System Railroad, Incorporated
Former Clinchfield Railroad Company & Former-Consolidated Rail Lines (NYC
& Pittsburgh & Lake Erie Railroad Detroit, Toledo and Ironton Ry., former Detroit
Toledo Shoreline Ry.)

Guilford Transportation Industries
(Boston & Maine Corp., Pan-Am Railways, Springfield Terminal Railway Company)

Indiana Harbor Belt Railroad Company

Macarthur Bridge

Keolis Commuter Service

Exhibit 11

NORFOLK AND PORTSMOUTH BELT LINE RAILROAD COMPANY

NORFOLK SOUTHERN CORPORATION

Former Des Moines Union Railway Company
Former Interstate Railroad Company
Former Norfolk & Western Railway Company
Former Southern Railway Company
Former Wabash Railroad Company
Former Consolidated Rail Lines
(Penn Central, Erie Lackawanna), (Nickel Plate-Wheeling and Lake Erie)

NORTHEAST ILLINOIS RAILROAD CORPORATION (METRA)
TERMINAL RAILROAD ASSOCIATION OF ST. LOUIS

St. Lawrence & Atlantic Railroad

Wheelersburg Terminal

Revised and amended at the meeting of the

ALLIANCE SYSTEM FEDERATION

PIGEON FORGE, TENNESSEE

JULY 26, 2019

PREAMBLE

1. For the purpose of unifying all railway employees, to protect their interests, elevate their intelligence, advance their general welfare, promote the progress and cooperation of all who toil, and to perpetuate the blessings of freedom and liberty; the Alliance System Federation of the Brotherhood of Maintenance of Way Employes Division has been organized upon these principles as cornerstones.
2. To secure for ourselves just working conditions and working hours as befit the ideal of honorable labor, and thereby obtain the opportunity for closer cooperation with the managements, recreation, intellectual development and social enjoyment, to which all humanity is justly entitled.
3. To educate ourselves in the civic affairs of our country and to encourage others to take an interest therein, in order that we may thereby vote intelligently and effectively for the common good and protection of all.
4. All of which we propose to consummate by conducting our affairs in an honorable and businesslike manner, in accordance with the provisions incorporated in these By-laws which are the governing laws of our Alliance System Federation, consistent with and subject to the provisions of the National Division Bylaws.

ORDER OF BUSINESS

1. Meeting called to Order
2. Invocation by Chaplain
3. Reading Call of Meeting by Secretary-Treasurer
4. Appointment of Committee on Credentials
5. Report of Committee on Credentials
6. Roll Call of Officers and Members by Secretary-Treasurer
7. Reading Minutes of Previous Meeting by Secretary-Treasurer
8. Appointment of Committees
9. Report of Officers
10. Report of Committee
11. Unfinished Business
12. New Business
13. Nomination and Election of Officers
14. Installation of Officers
15. Good of the Order
16. Adjournment by Chaplain

The rules contained in the current edition of Robert's Rules of Order shall govern the Alliance System Federation in all cases to which they are applicable and provided they are not inconsistent with these Bylaws and any special rules of order the Alliance System Federation may adopt.

ARTICLE I – ORGANIZATION

Section 1. This body shall be known as the Alliance System Federation of the Brotherhood of Maintenance of Way Employees Division and have jurisdiction over all maintenance of way employees employed on railroads in departments coming under the jurisdiction of the Alliance System Federation.

Section 2. (a) Any System Division, Federation, or maintenance of way employees of any railroad, wishing to affiliate with this System Federation, will be considered by making written application through its System Division or Federation Officers (or by petition if there is no System Division or Federation organization on such railroad) to the General Chairman of the Alliance System Federation. If the General Chairman of the Alliance System Federation feels the affiliation to be advisable, he shall immediately advise the members of the Alliance System Federation Executive Committee of such application for affiliation. The Executive Committee members will immediately advise the General Chairman as to whether or not they deem it advisable to affiliate such a System Division, Federation or maintenance of way employees of any railroad with the Alliance System Federation. If such majority of the Executive Board Committee approves such affiliation, the General Chairman will proceed to effect such affiliation providing such conditions of affiliation meet the approval of the National Division President.

(b) Should the General Chairman fail to effect an affiliation and he deems such affiliation still advisable in the interest of the Alliance System Federation, he may call into session the members of the Joint Protective Board, in order to effect such affiliation.

Section 3. The governing body shall be in accordance with Article II, Section 2 (a) and (c), Article III Section 4(b), Article VI Section 4 and Article IX.

Section 4. Representation on the Joint Protective Board shall be in accordance with Article II, Section 3 (b) and (c).

ARTICLE II - CONVENTIONS, FEDERATION AND SUBORDINATE LODGE OFFICERS

Section 1. (a) The System Federation Convention will be held September, 2023 and quadrennially thereafter, date to be set by General Chairman, for the purpose of electing the Joint Protective Board Officers and members referred to in Section 3 (a) and (b) of this Article II and to transact such other business as may be lawfully brought before the Joint Protective Board.

(b) The delegate to the Quadrennial System Federation Convention shall be the Local Lodge Grievance Committee Chairman. The first alternate delegate shall be Local Lodge Secretary-Treasurer and the 2nd alternate delegate shall be the Local Lodge President. In the event the delegate or first alternate delegate cannot attend the System Federation Convention, the 2nd alternate delegate shall serve as the delegate.

The Local Lodge President, Secretary-Treasurer and Chairman of the Grievance Committee shall be elected by secret ballot vote and the regular Triennial Local Lodge election.

(c) Any member in good standing of the Brotherhood of Maintenance of Way Employees Division, who has established seniority rights on some railroad in the departments coming under the jurisdiction of the Alliance System Federation and who meets the 24 months Continuous Good Standing provisions of Article II, Section 4(a)(1) of the IBT Constitution at the time of nomination, and is a member in good standing at the time of election shall be eligible for nomination and election as a delegate or alternate to the Quadrennial System Federation Convention. For newly chartered Local Lodges in existence for less than twenty-four (24) months, eligibility for delegate or alternate shall be governed by Article II, Section 4(b) of the IBT Constitution.

(d) All Joint Protective Board Members, Officers and delegates attending the Quadrennial System Federation Convention shall have one (1) vote in all matters brought before the Convention, except that Joint Protective Board members and officers shall not be eligible to vote in the election of Joint Protective Board members and officers, or changes to dues, unless they have been elected as a delegate or alternate delegate.

Section 2. (a) The governing body of the Alliance System Federation shall be the delegates, the Joint Protective Board Officers and members assembled at the Quadrennial System Federation Convention, and said Conventions shall be the true and legitimate source of all authority pertaining to all matters under the jurisdiction of the Alliance System Federation and, except as provided for in this Article II, Section 2 (a) and 2 (c), Article III, Section 4 (b) Article VI, Section 4, and Article IX, there is no power vested in any officer, committee or body of members under its jurisdiction to repeal, alter or change its laws and its decisions; it shall enact legislation which is not contrary to, or conflicting with, any of the provisions of the Bylaws of the Brotherhood of Maintenance of Way Employees Division, the IBT Constitution, the Merger Agreement between BMWED and IBT, or with any rule, law or decision of the National Division.

(b) A majority of the Joint Protective Board Officers and members and delegates will constitute a quorum at the Quadrennial System Federation Convention.

(c) The Joint Protective Board shall exercise jurisdiction over the members and affairs of the System Federation between Quadrennial System Federation Conventions. The Board may enact such measures as are deemed necessary for the best interest of the Organization within its jurisdiction, but such measures must, in every respect, conform with the Bylaws of the Brotherhood of Maintenance of Way Employees Division, and will not be in force until approved by the National Division President. A majority of all members of the Joint Protective Board shall constitute a quorum.

(d) Any member in good standing of the Brotherhood of Maintenance of Way Employees Division who has established seniority rights on some railroad in the departments coming under the jurisdiction of the Alliance System Federation and who meets the 24 months Continuous Good Standing provisions of Article II, Section 4(a)(1) of the IBT Constitution at the time nomination and is a member in good standing at the time of assuming office, shall be eligible for nomination and election as a Joint Protective Board Officer or member. For newly chartered Local Lodges, eligibility shall be governed by Article II, Section 4(b) of the IBT Constitution.

Section 3. (a) All Joint Protective Board Officers and members will be elected by majority vote at the Quadrennial System Federation Convention held in September 2023 and quadrennially thereafter in September. All Joint Protective Board Officers and members will serve a term of four (4) years beginning January 1st, following the election.

(b) The Officers of the Joint Protective Board shall consist of a General Chairman, a First Vice Chairman, a Second Vice Chairman, Vice Chairmen/Secretary Treasurer, Vice Chairmen and the Executive Committee. The General Chairman and Vice Chairman elected as Secretary-Treasurer shall serve as the Chairman and Secretary of the Joint Protective Board respectively. In the absence of the General Chairman, the First Vice Chairman will assume the duties of the Joint Protective Board Chairman.

The Officers of the Joint Protective Board shall be elected as follows:

General Chairman - At-Large
First Vice Chairman
Second Vice Chairman
Executive Committee Members

(6) Vice Chairmen which one (1) of the six (6) will be elected as Secretary-Treasurer

Three full time officers' positions will be elected and maintained from the jurisdiction of the former Affiliated System Federation with two (2) positions from Region 1 and one (1) position from Region 2.

Note: Region 1 consists of Division 1-4 of the former Affiliated System Federation
Region 2 consists of Division 5-7 of the former Affiliated System Federation

Six (6) full time officers' positions will be elected at large and maintained from the former jurisdiction of the Consolidated Rail System Federation.

An Executive Committee consisting of fifteen (15) members with eight (8) positions excluding full time officers coming from territories formerly under the jurisdiction of the former Consolidated Rail System Federation all elected at large, seven (7) positions excluding full time officers coming from territories formally under jurisdiction of the Affiliated System Federation with one (1) member being elected from each of the seven (7) divisions.

(c) 8 Executive Committee Members coming from the territories formally under the jurisdiction of the Consolidated Rail System Federation will be elected at large from Amtrak (Albany-Rensselaer, New York Area), Amtrak (Beech Grove, Indiana Shop), Amtrak (Detroit, Michigan to Michigan City, Indiana), Canadian National Railway (CN) (former Grand Trunk Western Railway, former Detroit, Toledo and Ironton Ry., former Detroit Toledo Shoreline Ry.) , Chicago Short Line Railway Company, Consolidated Rail Corporation Shared Assets (Detroit, New Jersey, Philadelphia), CSX Transportation, Inc. (former-Consolidated Rail Lines (NYC) & Pittsburgh & Lake Erie Railroad, Guilford Transportation Industries (Boston & Maine Corp., Pan-Am Railways Springfield Terminal Railway Company), Indiana Harbor Belt Railroad Company, Keolis Commuter Service, Norfolk Southern Corporation (former Consolidated Rail Lines -(Penn Central, Erie Lackawanna), (Nickel Plate-Wheeling and Lake Erie) and St. Lawrence & Atlantic Railroad

(d) 7 Executive Committee Members from the territories formally under the jurisdiction of the Affiliated System Federation one (1) from each of the following Divisions.

Division 1- Norfolk Terminal/Norfolk Division/Norfolk Portsmouth Beltline Railroad Company

Division 2-Shenandoah Division/Roanoke Terminal/Roadway Material Yard/Radford Division

Division 3-Pocahontas Division/Scioto Division/Wheelersburg Terminal

Division 4-Clinchfield Railroad

Division 5-Moberly Division including Kansas City Terminal/Alton & Southern Railway Company and Terminal Railroad Association of St. Louis and Mac Arthur Bridge

Division 6-Decatur Division including Northeast Commuter Rail Association and St. Louis Terminal

Division 7-Fort Wayne Division from Peru East including Detroit, Toledo and Chicago Line

Section 4. (a) The System Federation Officers will be the General Chairman, First Vice Chairman, Second Vice Chairman, Vice Chairman/Secretary Treasurer, Vice Chairmen, and Executive Committee Members.

(b) The full time System Federation Officers will be the General Chairman, First Vice Chairman, Second Vice Chairman, Vice Chairman/Secretary Treasurer, and Vice Chairmen.

(c) Immediately after the final adjournment of the Quadrennial System Federation Convention, the General Chairman shall call the Executive Committee together for the purpose of them electing, from among their numbers, three Trustees. The purpose of the Trustees will be to conduct the Alliance System Federation audit in the second quarter of each fiscal year.

ARTICLE III - DUTIES, AUTHORITY AND RESPONSIBILITY OF OFFICERS

Section 1. (a) The General Chairman shall be the Executive Officer of the Alliance System Federation and shall have jurisdiction over all the System Federation Officers, whether elected or appointed. He shall supervise the activities of all Officers and Employees in the Alliance System Federation and shall issue instructions as to their duties and they shall report and be responsible directly to him.

(b) The General Chairman shall oversee the affairs of the Alliance System Federation, except such time as may be devoted to other duties pertaining to the Brotherhood. He shall arrange for Officers to attend Local Lodge meetings with emphasis on instructing the Local Lodge Officers and members on their duties and the proper methods of adjusting matters in dispute. He shall at the Quadrennial Convention report all claims handled, and in a general way work for the up-building and strengthening of the Brotherhood.

(c) The General Chairman or his dully authorized Vice Chairmen will handle all cases on appeal, after they have been processed to that point by the Local Chairman, Division Chairman and System Officers. The General Chairman or his duly authorized Chairmen shall conduct all conferences with top managements on grievances, wages and working conditions, and try to effect an honorable settlement in each instance. Settlements or agreements entered into in accordance with Article XIX, Section 9, of the National Division Bylaws by the General Chairman on matters in dispute are final and binding on the Alliance System Federation.

(d) The General Chairman may, when conditions require, employ such organizers or representatives, and office assistants as may be deemed necessary to carry on the business of the Alliance System Federation and maintain the membership, and to regulate their salaries and expenses in accordance with the requirements of their duties and may appoint as many Assistants to the General Chairman as he may deem necessary to carry on the affairs of the Brotherhood.

(e) The General Chairman shall preside over the Alliance System Federation Conventions and meetings of the Joint Protective Board. He shall appoint the necessary committees to study and bring committee reports to the System Federation Convention on all matters that should be given thorough consideration by the Convention. He will make all arrangements for the Quadrennial System Federation Conventions and prepare necessary reports and information to be brought before the Convention. Between Conventions he will work with the members of the Joint Protective Board to enact legislation that may be necessary for the best interest of the Alliance System Federation.

(f) The General Chairman will determine the location of the System Federation Offices, subject to the approval of the Executive Committee, and shall be in charge of the System Federation Office, and shall have charge of System Federation automobiles, or automobiles leased by the System Federation. If System Federation Officers or Joint Protective Board members are required by the General Chairman to use their personal automobile, they will be paid mileage in accordance with the applicable IRS rate. He shall work out budgets from time to time on the operation of the System, and at all times try to hold expenses to a minimum. He will have charge of expense accounts and allowances, and it will be necessary for any expense incurred by any System Officers to be approved by him before payment is made. No Officer or member of the Joint Protective Board has authority to incur or create any expense whatsoever, personal or otherwise, against the Alliance System Federation without the approval of the General Chairman.

(g) The General Chairmen and Vice Chairmen shall be paid a monthly salary and all necessary expenses while performing service in the interest of the Brotherhood. Said salary shall be determined by the Joint Protective Board Officers, members and the delegates at the Quadrennial System Federation Convention or by a majority vote of the Joint Protective Board members between Conventions. All necessary and actual expenses incurred by the General Chairman and Vice Chairmen while conducting business for the Brotherhood will be allowed.

(h) When the General Chairman or System Federation Officers are appointed or instructed by the National Division President to serve on National Division Committees, national or international, they will receive in addition to any per diem or expense allowed by National Division, the salary which is afforded to them.

(i) The General Chairman shall be vested with the authority to make the necessary purchase of office supplies, office equipment, etc., that may be required in the operation of the Alliance System Federation. He shall likewise have the authority to trade in System Federation automobiles or leased automobiles at such time that he deems necessary to cut down the loss of money by the Federation. He shall also be vested with the authority to execute leases for office space for the System Federation office, and shall likewise handle the matters of taxation on System Federation property, provided however, that no contract or agreement for the purchase or lease of goods, service or property, real or personal, obligating the Federation in the amount of \$5000.00 will in addition require the approval of the Executive Committee.

(j) The General Chairman shall discharge on behalf of the System Federation such duties as may be imposed upon him by applicable law, including the execution and filing of any reports to Federal or State authorities, and he shall cause to be maintained by the System Federation such records as the law requires to keep for a period of not less than five (5) years in support of such reports.

Section 2. It shall be the duty of the First and Second Vice Chairmen and Vice Chairmen to assist the General Chairman in the discharge of his duties and be subject to instructions of the General Chairman. The First and Second Vice Chairmen and Vice Chairmen will devote such time as may be necessary, in the opinion of the General Chairman, to the interest of the Brotherhood.

Section 3. (a) It shall be the duty of the Secretary-Treasurer when active, to assist the General Chairman in the discharge of his duties and be subject to the instructions of the General Chairman. The Secretary-Treasurer shall keep a true and correct record of the proceedings of the Joint Protective Board meetings, preserve all books, records and documents pertaining to the business and history of the System Federation and the Brotherhood, which may in any manner, come into his possession.

(b) Members who upon retirement, or upon the receipt of an annuity, continue without interruption to pay full dues and assessments or who have received life membership shall be entitled to attend Local Lodge meetings. Members elected as delegates shall have the right to propose changes to these Bylaws. Members serving as Brotherhood Officers and/or representatives at the time of retirement, or at the time annuity is granted, may serve out the balance of the term for which elected, subject to the terms of the Merger Agreement between BMWED and IBT. They shall not be eligible for election or re-election or to participate in the transaction of Brotherhood business except to the extent herein provided and in the case of Local Lodge Secretary-Treasurers who may be eligible for re-election as Local Lodge Secretary-Treasurers, subject to the terms of the Merger Agreement between BMWED and IBT.

Section 4. Special meetings of the Joint Protective Board may be called by the General Chairman; by written request of a majority of the members of the Joint Protective Board, through the General Chairman, or the President of National Division. Such calls must plainly set forth the reason for such special meeting and only subject matters so specified shall be given consideration and transacted at such special meeting. At least ten (10) days' notice, in writing, shall be given to each member of the Joint Protective Board of such meeting.

Section 5.(a) It shall be the duty of the Trustees to examine all bills and accounts, vouchers, books and other documents in connection with the affairs of the Alliance System Federation, furnishing a copy of their audit to the National Division Secretary-Treasurer. The Trustees shall meet yearly during the second (2nd) quarter of each year to perform this work and transact such business as may be necessary, unless the meeting shall be accomplished through teleconference.

(b) It shall be the duty of the Executive Committee Members to see to it that the System Federation Officers are properly bonded, as provided in Section 9 of this Article III.

(c) If deemed necessary by the General Chairman, the Executive Committee shall meet at any time and place upon (10) days' written notice from the Chairman.

(d) In all matters requiring action by the Executive Committee, when the Executive Committee is not in formal session, the Executive Committee may act by letter, electronic mail, fax, conference call and the like. When the General Chairman requires action by the Executive Committee, he may obtain the same by such channels. Such Executive Committee members may take action on the matter brought to their attention in the same manner, provided that all members of the Executive Committee shall be polled. Such action, so taken by a majority of the members of the Executive Committee responding to the poll, shall constitute action of the Executive Committee as though the Executive Committee were in formal session

Section 6. (a) In case of a vacancy in the office of the General Chairman by reason of death, resignation, removal for cause, or any other reason whatsoever, it shall become the duty of the First Vice Chairman to take charge of the affairs of the office and perform the duties of the General Chairman for the unexpired term. In such case, the First Vice Chairman shall receive the salary specified for the General Chairman.

(b) In case of a vacancy in the office of First Vice Chairman by reason of death, resignation, removal for cause, or any other reason whatsoever, it shall become the duty of Second Vice Chairman to take charge of the affairs of the office and perform the duties of the office for the unexpired term.

(c) In case of a vacancy in the office of Second Vice Chairman by reason of death, resignation removal for cause, or any other reason whatsoever, the General Chairman will fill the vacancy by appointment consistent with the principals set forth Article II, Section 3 (b) for the unexpired term.

(d) In case of vacancy in any Executive Committee member by reason of death, resignation, removal for cause, or any other reason whatsoever, the General Chairman will fill the vacancy by appointment consistent with the requirement that eight (8) coming from the territories formally under the jurisdiction of the Consolidated Rail System Division and seven (7) coming from the territories formally under the jurisdiction of the Affiliated System Federation, for the unexpired term.

(e) In case of vacancy in the office of the Secretary-Treasurer by reason of death, resignation, removal for any other cause whatsoever, the General Chairman will appoint the Secretary-Treasurer from the remaining Vice Chairmen excluding the first (1st) and second (2nd) Vice Chairman for the remainder of the unexpired term.

(f) In case of any other Joint Protective Board member vacancy, the General Chairman will fill such vacancy by appointment of a member from the Division in which the vacancy occurred for the unexpired term.

Section 7. (a) The salary of the General Chairman in compliance with Section 1 (g) of this Article III and the salaries of all Federation Officers and members of the Joint Protective Board shall be as determined by all Joint Protective Board members and delegates at the System Federation Convention by the adoption of appropriate resolutions or written authority of the majority of Joint Protective Board members when not in session, and shall be commensurate with the requirements and duties of the position and in addition thereto, including actual expenses while performing service in the interest of the Brotherhood.

(b) The General Chairman, other full-time System Officers and Office Staff shall receive the same compensation increases including, without limitation, percentage increases, cost of living increases, cost of living adjustments and lump sums, as provided for under the national agreement.

(c) The salaries and expenses of all Officers, delegates, Joint Protective Board members and Secretaries when in accordance with the Bylaws or when working in the interest of the System Federation, under instructions of the General Chairman, shall be paid out of the System Federation funds.

Section 8. The General Chairman, other full-time System Officers and Office Staff shall be allowed vacation in accordance with the National Vacation Agreement (Appendix "B" of the current MW Agreement). treating their continuous service for qualifying purposes as the sum of their combined carrier and union service. Provided, however, that there shall be no payment in lieu of vacation for any officer in the active service, on account of not taking vacation as allowed under the National Agreement, except in the case of a call to active military service, sick leave, FMLA leave, retirement or other leave as approved by the General Chairman.

Section 9. The Officers and employees of the System Federation shall be bonded as prescribed in the National Division Bylaws. The premium of said bonds shall be paid from the Alliance System Federation funds, and the bonds shall be held in custody of the Secretary-Treasurer of National Division.

Section 10. The Alliance System Federation shall not contract, agree or be obligated in any way to pay salary and expense to Joint Protective Board members or Officers, or to incur any obligations of any kind with members or others beyond the extent of System Federation funds and current income without the approval of the National Division President. Any obligations incurred contrary to the foregoing provisions shall not create a claim or lien against the System Federation or the National Division beyond the extent of available funds in the System Federation treasury.

ARTICLE IV CHARGE, TRIAL, AND APPEAL PROCEDURES OF MEMBERS

Charges against any Member shall be filed in writing in accordance with Article XIX of the IBT Constitution. Trials shall be conducted in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMWED and IBT.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement between BMWED and IBT.

Any expense incurred in connection with the hearing of charges against a Member, conducted as prescribed in this Article, will be paid from Federation funds.

ARTICLE V REVENUE, FEES, DUES AND ASSESSMENTS

Section 1. Revenue shall be derived from initiation fees, dues and assessments as are levied by properly constituted authority in accordance with these Bylaws, plus amounts earned through investments and other miscellaneous receipts. Aside from such sums as these Bylaws provide shall be allocated to and placed in other funds, all revenue of the System Federation shall be placed in a fund known as the General Fund and shall be in the possession of the National Division Secretary-Treasurer for the purpose of defraying expenses of the System Federation when approved by the duly constituted Officer as herein provided.

Section 2. (a) Each member shall be required to pay National Division dues and assessments, System dues and assessments and Local Lodge dues, as provided in Article XV, Section 3 and 5, of the National Division Bylaws.

(b) The Affiliated System Federation dues are currently \$50.50 per month. Effective January 1, 2021 the Affiliated System Federation dues will increase to \$52.50 per month. Effective January 1, 2022 the Affiliated System Federation dues will increase to \$54.50 per month. Effective January 1, 2023 the Affiliated System Federation dues will increase to \$56.50 per month.

(c) The CRSF dues will be frozen at \$60.00 per month for Federation dues until the 2023 convention.

Note: Effective January 1, 2020, from the monthly System Federation dues, \$3.50 shall be reimbursed to the local lodges and an additional 50 cents shall be applied to the Convention\Education fund for the purpose of covering all related expenses including reimbursement of travel, meals, lodging and wages incurred by delegates to System Federation Conventions and approved attendees at Federation Sponsored Educational Seminars. The expense will be calculated according to the geographical location of the Convention\Education site.

Note: Former members of the Nickel Plate-Wheeling and Lake Erie Federation will continue to participate in the Health Care Trust and will periodically have their dues adjusted to reflect the needs of the Trust.

(d) Effective at the first convention in September 2023 Alliance System Federation dues are adjusted to reflect 2.2 times the average straight time hourly rate of pay effective July 1, 2002 and July 1, of each succeeding year as reflected in the Interstate Commerce Commission Statement A-300 for Maintenance of Way Employees. Said amount shall be rounded to the nearest 25 cents, which additional sum shall be taken into consideration when calculating any dues increase for the following year. In the event that the Interstate Commerce Commission ceases to publish Statement A-300 on an annual basis, or alters it materially, the annual statement published by the National Railway Labor Conference will be used so as an alternate equivalent formula. In the event that the National Railway Labor Conference ceases to publish the annual statement or alters it materially, the alternative equivalent formula adopted by National Division will be used so as to accurately reflect increases in rates-of-pay provided for under National Agreements during the appropriate measurement period.

NOTE: Members who on December 1, 2020 have paid dues beyond January 1, 2021 will be considered in good standing without payment of additional dues for the period for which dues have been paid.

Section 3. Federation dues established by action of the System Federation Convention may be increased in-between Quadrennial Conventions by a majority vote of the Joint Protective Board, a quorum being present, or by majority vote of the Joint Protective Board by referendum ballot, as provided for in Article XV, Section 4, Paragraph 2, of the National Division Bylaws.

ARTICLE VI GRIEVANCE PROCEDURE

Section 1. Any member in good standing belonging to a Lodge affiliated with the Alliance System Federation, believing he has been unjustly dealt with by his superior official, or is otherwise aggrieved, shall govern himself according to the terms of agreement in force on the railroad on which he is employed at the time.

Section 2. This Alliance System Federation has established procedures for the handling of claims and grievances which are best suited to the needs of the membership. These procedures which have been established to conform with applicable claim and grievance rules, should be adhered to by all members and committees in the handling of claims and grievances.

Section 3. It is recognized that the General Chairman or his duly authorized representative is empowered to initiate and handle grievances of any nature at any time to protect the interests of the membership. Expenses incurred in connection with the handling of grievances by a Local Lodge Grievance Committee shall be defrayed by the Local Lodge. Expenses incurred in connection with the handling of grievances by the System Federation shall be defrayed by the System Federation.

Section 4. The General Chairman or his duly authorized representatives shall carefully and impartially examine all grievances and other matters referred to him and proceed to adjust the same upon the basis of equity and justice and every honorable means shall be exhausted in trying to effect an amicable settlement of the matter in dispute. A settlement effected between the appropriate officer of the railway and the General Chairman shall definitely dispose of the matter at issue.

**ARTICLE VII
NEGOTIATIONS**

Negotiations will be in accordance with Article III, Section 1 (c) of the System Federation Bylaws and Article XIX, Section 9, of the National Division Bylaws.

**ARTICLE VIII
BYLAWS**

Section 1 These Bylaws shall become effective upon approval by the President of the National Division and shall remain in effect until changed by the System Federation Convention, or by the Joint Protective Board in session or by majority vote of the Joint Protective Board members by referendum ballot.

Section 2 The General Chairman may, with the consent of the Executive Committee issue such dispensations as may be necessary to overcome emergencies or conditions not herein provided for.

Jack E. David, Senior General Chairman

Jason Graham, General Chairman

APPROVED:

Freddie N. Simpson, National Division President

Date

This transcript was exported on Nov 20, 2019 - view latest version [here](#).

- Jack: 2019. The Affiliated System Federation joint protection board is now called to order. We'll recognize brother Rick [Kroacise 00:00:10] as our chaplain. If you would come forward brother. Wherever you want to stand, brother.
- Rich Pickerero: Here. If it suits everyone. I've got another prayer, if you will kindly indulge me that prior to reading the opening prayer. I'll just go with the opening prayer. Heavenly Father, as we stand before you today, we offer up a proud brother and dear friend Jack David, as he mourns the passing of his mother. We all share in his grief, and are here to offer our support and condolences. May Jack find comfort in your presence and the fulfilled promise of life everlasting. May he and his family rejoice in the certainty that their loved one now resides with you in paradise. Most Holy and Glorious Ruler of the Universe, the Giver of all Good Gifts and Graces, in Thy name we have assembled, and in Thy name, we desire to proceed in all our deliberations.
- Rich Pickerero: Grand us the sublime principles of our brotherhood, by so subdue every discordant compassion within is, to harmonize and enrich our own voice with Thine own love and goodness, that this brotherhood may humbly reflect that order and beauty which reigns forever before Thy throne. Amen.
- Jack: Amen. If you would remain standing [inaudible 00:01:35].
- Group: I pledge allegiance to the flag, of the United States of America. And to the republic for which it stands, one nation, under God, indivisible, with liberty and justice for all.
- Jack: And now, brother Justin [Blakenship 00:01:52] will sing the mass. Don't [crosstalk 00:01:58]. He done a good job last time. I thought he was [crosstalk 00:02:06] but I guess not. All right, everybody received their notice. I'm going to have brother Johnny Long, are you ready for that? To read the notices of the meeting today? I guess the call letter. Whatever.
- Johnny Long: Call letter? [inaudible 00:02:46].
- Jack: We're always organizing this [inaudible 00:02:54].
- Rick: I am going to say this: if you do speak, try to speak clearly, state your name and all that good stuff before you do talk, because we got a couple of recorder, and Vicky's going to be typing this stuff out so we make a good record. Thank you Vicky.
- Johnny Long: I'll be reading the call letter dated June 12th, 2019. To all joint protected board and executive board members coming from the affiliated system federation, and the Consolidated Rail System Federation. Dear brothers and sisters, we are notifying you today in regards to a merger meeting scheduled for July 25th, 2019, in accordance with both system federation bylaws, we have scheduled

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this meeting to discuss the potential merger between the Consolidated Rail System Federation and the Affiliated System Federation.

Johnny Long: This meeting will take place at the Ramsey Hotel and Convention Center located at 3230 Parkway, Pigeon Forge, Tennessee, on Thursday July 25th, 2019 in the grand ballroom. Travel dates for this meeting will be July 24th and July 26th. The following information is being provided to assist you in making your travel arrangements. Hotel reservations, a block of rooms have been reserved for all board members coming from both federations at the Ramsey Hotel and Convention Center for July 24th and July 25th, 2019.

Johnny Long: For making reservations, please contact the hotel directly at 1-865-428-2700. If you plan on attending, please make your reservations no later than July 4th, 2019. With any issues with this, with the hotel reservations, please contact Miranda Sanders at 1-865-286-1114. When making reservations, we serve to identify that you are a part of the Brotherhood of Maintenance of Way Employees Division, BMWED, in order for us to receive the group rate.

Johnny Long: Under the attendance, it is important that each board member attempts to attend this meeting. If coming from the affiliated system federation, please contact Macy Atkins at 606-939-4012, to notify us of your attendance. If coming from the Consolidated Rail System Federation, please contact Trisha [DeBarre 00:05:03], at 234-759-3435 to notify us of your attendance.

Johnny Long: Questions or concerns contained in the correspondence, we have endeavored to furnish information and essential details in connection with the merger meeting scheduled for ASF and CRSM. However, if you should have any questions and/or require further information regarding the foregoing, please feel free to contact your prospective chairman. Fraternaly yours, Signed Jack David, General Chairman ASF. As well as signed by Davy Graham, General Chairman, CRSF.

Jack: Thank you brother. I'm assuming everybody received the notice, as we have the majority here. We have 14 joint protected board members, we have 12 present. The two that couldn't attend today, they had good excuses for not doing so. We have a majority here today. All right, and I think everybody knows the purpose of this meeting, you've seen the letter, we've had discussions throughout the last few years. This has been going on for five years. Talks between the CRSF and the Affiliated System Federation. It's come to a vote. That's what we're here for today.

Jack: We start it off with just a little history of General Chairman PJ [Nema 00:06:31] with a CRSF. We had our first talk, and it didn't go much farther than that. We followed-up with talks with the next General Chairman, Ed [Mao 00:06:41], and although we all know, both federations know that this is the most perfect fit in the nation. The two federations, the way we're mapped out, the railroads that we represent, everything that comes together, these two fit like a puzzle piece.

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That's why I have been talking and I asked your permission at convention as we introduce Jason and his crew to pursue the issue.

Jack: We're here today to discuss it and make a vote. You will be voting on the merger, with merger system bylaws, laws as represented, and we can correct any typographical errors, but we can't make changes to those bylaws. We vote up or down, one way or another, and then there's a merger agreement that takes care of the issues also, so we'll put that all in one package.

Jack: The way we're going to handle this, if there's no objections, we're going to start off just like the bylaw committee report. In the front of your book, everybody has the Affiliated System Federation bylaws and behind the first tab, or only tab, we've got the ... Oh, it's the alliance first. I've got it backwards. Okay. The first one will be the proposed merger bylaws, and Affiliated Systems. You can compare them as you go, we will go through them line by line, article by article, so that everybody understands what's going on here.

Jack: The majority of the bylaws that are in the Affiliated System Federation bylaws, so this is past it, came from our bylaws. We won out on most all the discussions on all the different articles and we've come together, but most everything is from our bylaws. It's already been approved by you guys. There are some changes in the back, we'll address them as we go. The board members and the [inaudible 00:09:01] and I believe that's about it.

Jack: I've asked Johnny Long, he was chairman of the bylaw committee at the convention, if he would, once again do his due diligence and take us through this as a chairman, line by line, article by article. Some things haven't been changed, so we will discuss it on the whole. If you see a typographical change, we have people that will be taking notes, and we will make those corrections. All right, with that, I will turn it over to brother Johnny Long.

Johnny Long: Okay, just bear with me real quick, if I miss anything, somebody just please bring it to my attention. I would think I may want to read this in the record just to let them know their bylaws requested any time they're ...

Jack: Sure, that's fine.

Johnny Long: There are bylaws, any time that there's two federations that ... I'm sorry, Bobby, go ahead.

Bobby Ogle: Should we do a roll call first? Or not? I know you said we've got majority, but [crosstalk 00:10:12] present?

Jack: We could do a role call, I've already done a roll call in my head, but you're right, we should. Thank you brother Bobby, point well taken. We'll try [crosstalk 00:10:30].

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Male: What'd you say to me?

Rick: All right, please state whether you're here or not. Let's start off. Aaron [Bats 00:10:47]? Not here. Chad Berkeley?

Chad Berkeley: Here.

Rick: James [Manspile 00:10:52].

James Manspile: Here.

Rick: Todd Hill.

Todd Hill: Here.

Rick: [Ofus 00:10:57] Hutcherson. Dennis Richardson.

Dennis Richards: Here.

Rick: Kenneth [Akers 00:11:03].

Kenneth Akers: Here.

Rick: Aaron Jones.

Aaron Jones: Here.

Rick: Sam Peterman. Kip Parrish.

Kip Parrish: Here.

Rick: Bobby [Ogle 00:11:13].

Bobby Ogle: Here.

Rick: Dustin [Heiser 00:11:16].

Dustin Heiser: Yeah.

Rick: Rick [Pickerero 00:11:19].

Rich Pickerero: Here.

Rick: Doug [Pietry 00:11:21].

Doug Pietry: Here.

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Jack: All right. That is a clear majority, so I think we can move forward with our business. Any questions on where we're at right now? Okay Johnny, go ahead.

Johnny Long: Okay. All right, as I was saying earlier, any time the two federations plan on talking to merger, the bylaws require that it's done so in writing, just to notify that federation, and then as well as the other federation respond in writing as well, so I'd like to read a letter that was sent July 25th 2017 between Mr. Jack David, General Chairman of ASF, as well as Edward Long, the General Chairman of the CRSF at that time.

Johnny Long: It's got the Affiliated System Federation letterhead, and dated July 10th 2017, Mr. Edward W. Long, this is addressed to Edward W. Long, III, General Chairman, Consolidated Rail System Federation. 58 Grand Lake Drive, Suite 2, Fort Clinton Ohio, 43452.

Johnny Long: Dear sir and brother, this letter is in regard to the conversation that I had with you and some of your other system officers considering the two federations' desire to enter a talk on the subject of a possible merger. Consider this letter a formal request to do just that. I will be awaiting the response from you, and per our conversation, I will be available on July 26th, 27th or 28th, 2017 to meet with you and your officers considering this matter. Fraternally signed J. David, General Chairman, ASF.

Johnny Long: I would also like to read a letter that was dated September 7th, or September the 6th, 2017 from the Consolidated Rail System Federation to Mr. Jack David, General Chairman Affiliated System Federation, 9300 Runyan Road, Catlettsburg Kentucky, 41129.

Johnny Long: Dear sir and brother, I received your letter dated July 10th, 2017 and after speaking with other CRSF officers, CRSF desires to enter into discussions of merging with ASF. We'll be talking again soon, fraternally yours, Edward W. Long. His signature on there, General Chairman of the CRSF.

Jack: There were several other letters since then, with the changes of General Chairman. The reason for that, that's how long we've been discussing this merger. This is not an overnight slam dunk. Each federation is doing well in their own respect. We don't want to wait until ... You know, you've got a handful of quarters here and ask somebody to take this.

Jack: Right now, we're going to have the discussion. We'll take all questions. We'll answer all questions. We want you all to be educated on the vote. So, if there are no more questions or anything, we're going to let Johnny Long move on with Affiliated System Federation bylaws.

Johnny Long: Okay, I guess the cover sheet, the only changes made here, and the difference between the Affiliated System Federation would be the additional railroad that

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the CRSF currently covers. That will be the only changes on the cover sheet, first page.

Jack: [inaudible 00:14:58].

Johnny Long: Yes sir. Page 10 as well. Then the date on there will be July 25th, 2019, which is today. Going on page three, there's no changes, other than just the Affiliated System Federation and then anywhere in the bylaws where it was ... [inaudible 00:15:10] is the Affiliated System Federation, will be referred to as the Alliance System Federation throughout the whole bylaws.

Johnny Long: Page four. No changes.

Jack: We'll back up a minute Johnny. Does anybody have a problem with the cover page? Page one and two, three of the proposed bylaws? [crosstalk 00:15:45].

Rich Pickerero: Yeah, why we on page two?

Jack: Huh? [crosstalk 00:16:02].

Rich Pickerero: [crosstalk 00:16:02] on page two, because you're on page one.

Jack: Well that's just so we have the [inaudible 00:16:03] brother. Carrying on, go ahead Johnny.

Kip Parrish: Kip Parrish, 224, page three. How did we come up with the name alliance instead of affiliated?

Jack: I can answer that pretty simple. There were all kinds of names that we're trying to bring the two federations together. Actually, we didn't want the CRSF, and it looks more like a takeover than a merger. This is a willing merger. They felt the same way about the Affiliated System Federation. I got out of my truck a banner for the Wabash Federation, I'll be glad to come in and fly it if y'all want to change the name to that, we can make that amendment if you want that. I'm teasing. No, this is just something we were united for a while, but that was very close to unified, and we were trying to figure out a name that best represented our federation the way we're aligning ourselves, and that's just what the officers came up with, and that's how you come up with the name.

Rich Pickerero: Is there also ... Sorry, Pickerero, 1700 Lodge. Is there also an allied federation?

Jack: There is an allied. The reason we were affiliated, actually brother Simpson and several people come from the Allied Federation, and when we merged, the Wabash merged with NNW, it was our General Chairman's desire to be number one on the list in the journal, so we had to think of something that was head of

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the Allied, and we got Affiliated. We kind of got to save face. Again, if it's approved. We always like to be number one.

Rich Pickerero: Okay.

Jack: But that is kind of what happened.

Johnny Long: We are the number one federation.

Jack: Well thank you brother, I appreciate that.

Johnny Long: Today.

Jack: Yes.

Johnny Long: What about later this afternoon if this passes? Denied too.

Jack: Okay. Any more questions on pages one through three? Carrying on, go ahead Brother John.

Johnny Long: Okay, page four, there were no changes. I guess we can ask if anybody has any questions on each page before we move forward.

Jack: I think we should. Any questions on page four? Carrying on, go ahead.

Rich Pickerero: So there's nothing changed?

Johnny Long: No changes. Please look over anything and if you have a question, now is the time to do it, please. Page five. No changes other than just the Affiliated System Federation name. Any questions? Carrying on, we'll go onto page six.

Male: The change in 2023.

Jack: The word has changed [inaudible 00:18:59].

Male: On page five, under article two, first sentence.

Johnny Long: You are correct. Under article two, conventions federations subordinate bylaws officers, the first sentence under section one. The System Federation convention will be held September 2023. The date was changed there.

Jack: That is the fifth, if this passes, we will have our first convention for you.

Johnny Long: Thank you brother Roger.

Jack: Any discussion? Carrying on, go ahead Johnny.

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Johnny Long: Moving on to page six. Okay, under C and D. There have been some changes here. C will now read, "Any member in good standing of the brotherhood Maintenance of Way Employee Division, who have established seniority rights on some railroad in the departments coming under the jurisdiction of the Affiliated System Federation and who meets the 24 months continuous good standing provision of article two, section 4A1 of the IBT constitution at the time of nomination and is a member in good standing at the time of election shall be eligible for nomination and election as a delegate or offered to the quadrennial System Federation convention. For newly chartered local lodges and the existence for less than 24 months, eligibility for delegate or alternates shall be governed by article two, section 4B of the IBT constitution."

Johnny Long: "Also, D will be changed to all joint protected board members, officers and delegates attending the quadrennial System Federation convention shall have one vote in all matters brought before the convention except that joint protected board members and officers shall not be eligible to vote in an election the joint protected board members and officers for changes to do, unless they have been elected as a delegate or often delegated."

Johnny Long: The original C in the Affiliated System bylaws will be removed and would be changed to C, or D would be changed to C. That would be the only changes made there.

Jack: That was just cleaning up language to mean the same thing and comply with IBT. [inaudible 00:21:21].

Johnny Long: Any questions on [crosstalk 00:21:22].

Kip Parrish: So none of this stuff's highlighted that's changed?

Johnny Long: No, there's nothing highlighted. If you go back and look at the original bylaws of the Affiliated System ...

Kip Parrish: Yeah, there's no way that I'll ever have a chance to read all of this and then try and compare it to the other one.

Jack: Well, you can take one out, if you want to, Kip. If it's easier for you, lay it right beside it, and ...

Kip Parrish: No, I mean ... You know, you're going page by page so fast that, who's going to be able to read all that?

Jack: Well there hasn't really been many changes [crosstalk 00:22:03].

Kip Parrish: Okay, all right.

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Male: There was one other suggested change per brother Bill Bon, and that was on D. Towards the end where he says, "Are changed to dues, we incorporated to dues. To be incorporated as suggested by brother Bill Bon." Where it says, "Officers or changes to dues." In other words, you have in the one vote, but the word, "To dues," or changes to dues was incorporated as a suggestion by Brother Bill Bon as house cleaning.

Johnny Long: Well take the time and go through this, somebody just wants to take a few minutes and review it. We can do that.

Jack: I might suggest to follow along with the changes, if you want to take your affiliated bylaws out and lay them beside, you can follow along that way and see what the changes actually are. That might be the easier way to do it.

Male: Brother Sanchez says that after recommendation, [inaudible 00:23:18] over 1107, that's the recommendation by counsels Bon.

Male: Yes.

Male: So what's the rationale or what are we doing with that?

Male: The way that I understood it, the way it was, it was all protected board members, officers and delegates attendant to System Federal, shall have one vote in all matters brought before the commission. Condition to accept the joint protected board members and officers shall not be able to vote in the joint protected board members and officers, or they're going to have a vote on whatever delegates at the commission will want to do regarding dues. They won't have a vote.

Male: They won't have a vote.

Male: The officers will not have a vote regarding dues at the next convention.

Johnny Long: Their vote would be counted just like [crosstalk 00:24:07].

Male: [crosstalk 00:24:07] delegate.

Johnny Long: That one vote would go back to the delegate.

Male: Yeah.

Jack: Right.

Male: I mean, are we accepting that then?

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Jack: That was just a change recommended by Graham Lodge. That's why we put that in there. Yeah, we were good with it, but ...

Kip Parrish: So it is changed?

Jack: It's changed in the new ... What you're reading now in the proposed bylaws, it has been changed in there, and that's what we're trying to explain here. If you'll refer back to our old bylaws and see was it actually worded that way. The meaning was similar, it just wasn't worded in that manner.

Male: Okay, do we have to approve that then?

Jack: No, any more questions on that issue?

Kip Parrish: Is that a new door opening? I mean, that's like a spot for something to happen there that wasn't there before? It just seems like that opens a door that we didn't have open.

Jack: Opens a door, I don't understand what [crosstalk 00:25:13].

Kip Parrish: You're adding a wording there. On page six. That we didn't have on ours. [inaudible 00:25:24].

Jack: [inaudible 00:25:24].

Kip Parrish: It's like a loophole on bylaws.

Male: Well, what you're saying though, [inaudible 00:25:35] by adding that in there, they can't vote on a dues change either.

Jack: I know y'all had your convention about a year ago, and the bylaws that were submitted to the national division was approved by national division president Simpson, but it was housekeeping that should have been taken care at that point in time, and it wasn't. Per brother Bill Bon. That's what it was, I don't think it's given anybody any added responsibility or openings or whatever. Any other questions? Go ahead brother Rick.

Rich Pickerero: I didn't have a question, but in reading it, to me, it gives all decision making responsibility to the delegates.

Jack: Yeah, that's [crosstalk 00:26:29].

Rich Pickerero: [crosstalk 00:26:29] as the delegates control the business that goes on.

Jack: Which is the government body at convention.

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Rich Pickerero: Right.

Jack: And that's what it does. I think y'all have been there, but most of you have been to that convention know that that is actually our governing body at the convention. Your joint protection board never could vote on those issues or delegates yet. That's just playing it up. Thank you Rick. Any more questions? Carrying on, we'll move forward John.

Johnny Long: Go on to page seven. Some of this has changed, you'll see where section two carries over and so on. Page seven, there was a typo in that, and then as well as under section three, the date was changed to September 2023, and basically anywhere you'll see a date change in here, will reflect the 2023 date and that would be the next scheduled convention. Any questions on page seven?

Jack: Carrying on, go ahead.

Johnny Long: Move on to page eight. Here, [inaudible 00:28:03] on some of the wording. Okay, I guess I'll just read the whole page, or most of page eight. At the very top, let me go back to page seven, I'm sorry. I just want to make sure that everybody realizes what the officers in joint protection board, if this is voted through, what it will consist of. Down below section 3D. The offer of the joint protection board shall be elected as follows: general chairman at large, first vice chairman, second vice chairman, executive committee members. Six vice chairmen with one of the six will be elected as a paid treasurer. Three full time officer positions will be elected and maintained for the jurisdiction of the former Affiliated System Federation with two positions from region one, and one position from region two.

Jack: Let's top right there. That's something that we were insistent on, and [inaudible 00:29:21] stickler with the other side, but we're trying to guarantee that our representation stays the same for the former Affiliated System Federation. That's actually ... Mentioned that in the bylaws and you'll see where we go on from there. Go ahead brother.

Kip Parrish: So we definitely keep the same as we've got now?

Jack: You will have your three officers.

Kip Parrish: Three, okay, one ... We're region two as well, right?

Jack: Right.

Johnny Long: Right under the note, it says region one consists of divisions one through four, the former Affiliated System Federation. Region two consists of divisions five through seven of the former Affiliated System Federation. Turn over to page eight, it says, "Six full time officer positions will be elected at large, and maintained from the former jurisdiction, the Consolidated Rail System

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Federation." As brother Jack was talking about, ours will remain the same. Third officers will be elected as [inaudible 00:30:15] they will be at large. We'll go on and ...

Jack: All of their officers in their federation currently are elected at large.

Kip Parrish: They have six officers and we'll have three. Full time.

Jack: Right.

Johnny Long: We'll go on reading. An executive committee consists of the 15 members, with eight positions excluding full time officers coming from the territories formerly under the jurisdiction of the former Consolidated Rail System Federation all elected at large, seven positions excluding full time officers coming from territories formerly under the jurisdiction of the Affiliated System Federation with one member being elected from each of the seven divisions. Which we'll drop down and cover that in just a second.

Johnny Long: Under C, eight executive committee members coming from the territories formerly under the jurisdiction of the Consolidated Rail System Federation will be elected at large, from Amtrak, Albany, and [inaudible 00:31:15] from Seller New York area. Amtrak, Beach Grove, Indiana Shop. Amtrak, Detroit Michigan to Michigan City, Indiana, to Canadian National Railway, which will be C and former Grand Trunk Western Railway, former Detroit, Toledo and off to Williard. Former Detroit Toledo short line. Chicago Short Line Railway company, Consolidated Rail Corporation Shared Assets. Detroit, New Jersey, Philadelphia, CSX Transportation Incorporated.

Johnny Long: Former Consolidated Rail Lines, NYC and Pittsburgh, and Lake Erie Railroad. Buford Transportation Industries, Boston, Maine Corporation, Pan Am Railways. Springfield Terminal Railway Company. Indiana Hardwood Belt Railway Company, Koelis Commuter Services, Norfolk Southern Corporation, former Consolidated Rail Lines, Pen Central, Erie Lake [Owana 00:32:26]. Nickel Plate-wheeling in Lake Erie, in St. Lawrence and Atlantic Railroad.

Jack: And brothers, those you know, on your cover page will be listed additional railroads System and Federation will be represented. That's the portion of that front page. Their officers are elected from at large from those territories.

Johnny Long: We'll move onto D. Seven executive committee members from the territories formerly under the jurisdiction of the Affiliated System Federation, one from each of the following divisions. These are the divisions that the members here today are representing. Division one, Norfolk Terminal, Norfolk Division, Norfolk Boards and Beltline Railroad company. Division two, Shenandoah Division, Roanoke Terminal, Roanoke Material Yard, Radford Division. Division three, Pocahontas Division, Southern Division, Williamsburg Terminal.

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Johnny Long: Division four, Princeville Railroad. We're going to move on to page nine, and then once we get through this article, we can open up for discussions. Division five, Moberly Division, including Kansas City Terminal, Alton Southern Railway company, and Terminal Railroad Association of St. Louis and MacArthur Bridge. Division six, [Decater 00:33:53] Division, including Northeast Commuter Rail Association and St. Louis Terminal. Division seven, Ft. Wayne Division, from Peru East including Detroit, Toledo and Chicago line.

Johnny Long: I'll stop right there on the divisions. I'll just touch real quick the divisions will be reduced. As I was talking about here, we will have seven executive committee members, and the CR5F will have eight.

Kip Parrish: How many do we have now?

Jack: We have 14, and then full time officers. So we would have 17 total at the present time. But the reason for the reduction of course, I think y'all understand the cost of having these meetings is rather costly, so when you merge, you try to join the two bodies together, and I thought we got a fair cut, you know, seven to eight, with the different of sizes of the federations.

Male: Bob won't love no seven. How many do they have?

Jack: I believe they have 21? Remember that? 21 I think [crosstalk 00:35:02].

Male: [crosstalk 00:35:01] consolidated down.

Jack: Yeah, both sides. Not one [crosstalk 00:35:06].

Male: Not one side [crosstalk 00:35:06].

Jack: No, it will be seven from us, and eight from them that will be elected as executive board members by division.

Kip Parrish: Kip Parrish, lodge 224. We are going to lose executive board members today, if this goes through?

Jack: If this goes-

Kip Parrish: We'll have to re vote everybody in.

Jack: If this goes through, I guess I should have explained that a little bit better to start off with, but I thought we'd get to that a little later. If this goes through, if we pass this merger today, we will meet in a joint meeting with the other group if they pass first. In that big meeting which will be in partner C, we will have an election of officers for all officers, including your joint executive board which is part of the joint protected board. That will be the purpose of the larger meeting

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and yes. Both sides will be reducing ... We will continue as we are, until January 1 of 2020, and then the new set of bylaws will come into effect. Does that answer your question brother?

Kip Parrish: Yes sir.

Jack: Okay, thank you.

Kip Parrish: Somebody's losing their job today.

Jack: Donald Trump, you're fired! Any more questions on that article? Does everybody understand that? Okay, hearing nothing. Go ahead Johnny.

Johnny Long: This article three will be the next to review.

Kip Parrish: There's not a section four Johnny? No changes on section four?

Johnny Long: I don't think so. I'll make sure. We'll just go ahead and go through it. We've got time. Section four, System Federation officers will be the general chairman, first vice chairman, second vice chairman, vice chairman, secretary of treasurer, vice chairman and executive committee members. Basically that will stay the same, we'll still have the full time officers under section four. The full time System Federation officer will be the general chairman, first vice chairman, second vice chairman, vice chairman, chairman, secretary of the treasury, and vice chairman. C, immediately after the final adjournment of the quadrennial System Federation convention, the general chairman shall call the executive committee together for the purpose of electing from among their numbers three trustees, the purpose of the trustees will be to conduct the Affiliated System Federation audit in the second quarter of each fiscal year.

Johnny Long: The Affiliated System Federation bylaws, this part C reads exactly the same. We did the same thing there, so Kip, Bobby and I think Rick is ...

Jack: Part of the trustees.

Johnny Long: Part of the trustees.

Jack: The only thing, this is really our language, the only thing we had to do was change the numbers to reflect their officers coming into play, so that's what we've done there. That's the big picture.

Kip Parrish: Kip Parrish, 224. We're still going to have three trustees.

Jack: Sure.

Kip Parrish: For the next, and they're going to come from at large, everywhere?

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Jack: At large, yeah.

Kip Parrish: Okay, and that'll be the executive board gets together to decide that.

Jack: Right, just as you all did at the convention, the board will get together, you will have 15 board members that will get together and from amongst their number, they will elect three people as trustees to conduct an audit every year for the federation. Just like you all did this quarter.

Kip Parrish: Yeah, so it could be all three from them guys, or all three from us?

Jack: Sure, but it won't be them and us at that point. I guess that's one thing important to say. You know, it's not the Wabash versus the NNW right now. Actually, now that you've mentioned, you realize that all three of our trustees come from the Wabash side this time.

Kip Parrish: No, I'm not saying [crosstalk 00:39:42].

Jack: It wasn't planned. No, I'm just saying it wasn't planned that way, but what happens is you know, they elect from amongst themselves, three members to do those duties. I didn't even think about it, but we have actually all three trustees came from the Wabash side in our last convention. It could happen Kip. Most people, I've lived with both, I think everybody in both federations is more than fair if we talk, if we needed to break it away, well we could probably do something to make that happen. But nobody ever objected to ours, you know? It wasn't an issue.

Male: We're going to be one new family.

Jack: One new family. We will be the new ...

Male: No more them versus us, it'll be just us.

Jack: It's going to be us, that's right. There's no them about it.

Male: [crosstalk 00:40:33].

Jack: The only reason our divisions were ever divided in our bylaws and I'll give a little history there, was just because the territories were so large that we had a guarantee there was somebody on the western region Wabash side and the eastern region. The eastern region had more members, the territory was as large as the western region, but they had more members. But you had to do that for representational purposes, to be able to have somebody on the property to handle that. That's the only reason that division, if you want to call it that, which I've never looked at it that way, but that's the way the territories were divided. They got one officer, the eastern region got two. But we were one

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federation and we have been and we've worked well together as one federation. I look for the new Alliance Federation to have the same benefits, the same success.

Kenneth Akers: Ken Akers, 1464. I noticed we're cutting down on our board members, what's that going to do to Vicky? Is this going to affect her job in any shape form or fashion? [inaudible 00:41:46].

Jack: I've had a discussion, you know, a secretary, they're a dime a dozen. I'm only saying that because she's in the room. I've had a discussion with Jason Graham. It's my plan, and you will see as you read on here and get into the merger here, it's going to be my plan to fulfill my term as Grand Lodge's executive order, and then I'm going to retire shortly after, or at the convention. At that time, that's what I plan on doing. I have Jason's word that Vicky will be secure, at least until that time. Then the general chairman always has the right to move office if need be, but I will tell you, Jason is rather impressed at the fact that we own our own office, and he knows the workload that goes through our office, and we've had many talks about it, and I really don't look for any change in Vicky's position, Kenny.

Kenneth Akers: I mean, because I personally wouldn't want to vote on anything that would hurt Vicky's job. I mean, she does an awesome job, anything we need, she goes above and beyond.

Jack: Vicky does us a good job, and like I said, I have his word that she ...

Male: When she comes to work, she does her job.

Jack: When she comes to work ... Sometimes, as you all know, last convention, it can take her three stabs to get it right, but she gets it right. No, I'm kidding. That's just the plan B. [crosstalk 00:43:25]. Kenny, to answer your question, I brought her to the top of the talks, and he has agreed. We're functioning with our federation, I don't think his new secretary could handle our workload. I'll be honest with you. I don't think that it would be possible, and he was rather impressed that we honed our own building, and he talked to me, he would like to have Vicky as an expert secretary, help with his part, he's got a part time secretary, help train her.

Kenneth Akers: Okay, is there any way we could put it in these laws that we keep our secretary since we own our own building?

Jack: No, because I'm not going to fire her tomorrow.

Kenneth Akers: [crosstalk 00:44:14] they've got her, we've got ours.

Jack: Well that's right, but Kenny, I guess what I'm saying you know, it will be after I retire and what have you, it will be the general chairman's choice. Now, he has

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to make decisions for what's best for the federation at that point. I love Vicky, and I want to work Vicky as long as I can, and I have done what I can to secure her job until I retire. At that time, Vicky will have her time in too, if need be, where she could retire also. We're taking care of her, but I don't think you can tie somebody's hands on how to staff his people. He's got to make decisions, financial decisions, what's best for the federation at that time.

Jack: And with approval, most of the time, some decisions he can make on his own, but some he has to have approval from the board, as you all are aware. Once again, I will say this one more time so you understand Vicky [inaudible 00:45:13]. I had a discussion with Vicky. I did everything to assure that Vicky will have a job at least three more years until I retire at convention. That's the best we can do, Kenny. Okay?

Bobby Ogle: Bob Ogle, 1107. Don't we have something in the bylaws going to your chairman can't just make a rationale decision like that? You've got to bring it before the executive board?

Jack: [crosstalk 00:45:41].

Bobby Ogle: Well purchasing stuff, I know we got that in there.

Jack: I've missed a few opportunities but I could have fired her on the spot any day of the week and I let it by, but no, I had the authority to do so, because I had-

Bobby Ogle: [crosstalk 00:45:56] got it back.

Jack: Huh?

Bobby Ogle: We'd have took to arbitration and got her back.

Jack: Well you might have. You might have. But I mean ...

Bobby Ogle: With full pay.

Jack: That is one thing that falls under the jurisdiction, the general chairman has a right to staff people. He has to have people he can work with. If Vicky and I didn't work well together, I'd have to make a decision. We do work well together. We give each other a hard time, because we work well together. But I'm just saying, you can't tell them that they have to keep this woman if this woman is not going to do the work. You don't want to tie a general chairman or any officer's hand. That's the reason. It's not in any set of bylaws that I know of across the country where a secretary is guaranteed a job. First off, they don't pay dues is one thing. She doesn't pay her dues, she's a [inaudible 00:46:46] or something.

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Jack: But, but, but, don't tie the general chairman's hands. I'm not talking on my behalf, I'm going to be retiring, but don't ever do that, because he has to make decisions for the federation.

Bobby Ogle: Good thing you listen to her.

Kenneth Akers: Your bylaws and the [inaudible 00:47:08] bylaws require that the officers can't make commitments past the convention anyway.

Jack: Right, that's right.

Kenneth Akers: You could say all you wanted to, but if all of you got voted out at the next convention, and the next guy wanted to do something, he could do it.

Jack: Right, right. You're right. That's the way with any bylaws. But I have secured her job the best I can Kenny. [crosstalk 00:47:31].

Kenneth Akers: Security for the next convention, right?

Jack: Til I retire.

Male: Sorry guys.

Bobby Ogle: Bob Ogle, 1107 again, when we merged with Southern three years ago.

Jack: It wasn't Southern, it was NNW, we have not merged with Southern.

Bobby Ogle: NNW.

Kip Parrish: Yeah, yeah Bobby.

Bobby Ogle: Being corrected. Thank you. Listen, we protected the secretaries. As far as like, Joy was allowed to stay on, so she got her 20 years in.

Jack: Well we did with them, and I'll explain that, it has a lot more getting [inaudible 00:48:08]. We did to the secretaries, when we merged, we allowed them to have the months they needed to reach their first retirement level. In other words, Joy got the months to get her to 10. Or they could take the money and the lump sum where they get paid one day a month until they reached their 10. Joy chose to work those months, and with a little bit of my bullshit, I convinced Tom McCoy to put her to work. One day a week for me, and we've kept her all of that time, so she retired last fall.

Jack: That's what we did. You always try to take care of your health, and we'll continue to do that, and I know Jason will do, with the other federation. But, that's what we did with them, and we did take care of them, and Joy was always

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thankful. One wasn't. [crosstalk 00:48:56] unhappy, and one [crosstalk 00:48:56].

Bobby Ogle: She was never happy. But if that day every comes, hopefully the board will do the same thing for Vicky or whoever, maybe.

Jack: I can't promise nothing, just like Freddie said, I can't promise the future, but I would almost guarantee you that [inaudible 00:49:20] will take care to Vicky. The people that know Vicky appreciate Vicky and will continue to support Vicky, unless I fire her before [inaudible 00:49:29]. That could happen. I have authority. Right?

Bobby Ogle: Like I said, it's a good thing you listen to her.

Vicky: You sure of that?

Jack: Okay. Sometimes I fire her two, three times a day. But, are you satisfied Kenny?

Kenneth Akers: Yeah.

Jack: Okay. Thank you. Any more questions on that? Go ahead brother James. Oh, Rich.

Rich Pickerero: Pickerero, 1700. I think what we're hearing here is we're a little bit resistant to change naturally, and we've been happy with the representation that we've had, especially in my small world if seeing your faces and being able to talk to you. I guess our question, is that going to change? We're going to be dealing with new people or are we still going to be having you guys come down and take care of us?

Jack: You're not going to see my shining face for a lot of years to come, right? But we will start trading in Byron. Byron will inherit my old territory. I'll start bringing him down more often, I want him to meet you people and you know, tend to meetings, head up the meetings, answer the questions. You all will be represented as you always did. That's what we did in these bylaws was to guarantee that you're still going to have that officer on your territory representing you, just like you do right now. The change for us on that aspect is very little, other than you won't have me. I'm going, but you're going to have a great man there, and you got two great men here, and I know you all know that. You're going to be well represented, Rick.

Rich Pickerero: I think that's the main thing. People ask me to ask questions here, they want to know about the representation.

Jack: Well we've been pretty successful in that. I appreciate that question, but we guarantee that, well, we've got it protected here in the bylaws.

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- Bobby Ogle: Also, just like we talked earlier this morning, you as the federations, their chairmen are going to learn our agreement, just like Johnny just had to learn ours, and they will be able to answer questions, it's not going to be ... At some time they may have to step in.
- Jack: There are some territories, it's another reason we're such a good fit, and I'll get with you in just a minute Dustin, is our territories do [inaudible 00:51:40] in places. We have CSX properties, we have NS properties run together. Dave, Bill, myself and Dustin all run into Ft. Wayne, for example. That will only enhance the representation in those areas, and at times, it will be a cost savings, because I might not have to drive from Mobile Missouri to Ft. Wayne if Dave, Bill is already there, and he can handle an investigation, or if Justin's there, he can handle it, if Dave's somewhere else, or vice versa. It just gives is more opportunities, and actually I think better representation under those scenarios. We always make it to where we got to be right now, but sometimes we cut ourselves short too, fellows trying to get from one location to another.
- Jack: This way, you will have more people. Just like us, right now, some of you prefer to call me, some of you prefer to call Justin, some of you prefer to call Johnny, and some of you just call us all whatever you want to. You'll be able to do the same thing with the new federation, only you're just going to have more people to draw from.
- Male: I can call Vicky, she {crosstalk 00:52:55}.
- Jack: Vicky can answer a lot of things, just not agreement place. Right Vicky?
- Vicky: That's right.
- Jack: That's right. Okay. Good enough?
- Rich Pickerero: Yeah, I also had a second question. Since we were talking about that phrase about the possibility of increase on dues, if we go ahead and agree to this, is there going to be an immediate dues increase if they have a higher dues rate than we do?
- Jack: I'm not going to put you off your question, but we're going to get to that here, because it's in here.
- Rich Pickerero: Got you.
- Jack: And that's where the big changes come.
- Rich Pickerero: Yeah, I just want to make sure we cover it.

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- Jack: We've went through some changes, but it's spelled out specifically in this agreement, we'll get to those sections, but I'd kind of like to not get ahead of ourselves, because we're going to have to cover it again.
- Male: This might be getting ahead of us too, how many members do we have now compared to if we merge, how many will we have total?
- Jack: Brother Dave, do you have any oft hat pulled up there?
- Dave: Yeah, actually I just looked back here, I was curious myself. The last I had for them was like 1,875 or, no. I had 1,192 and 1,875, together it would be a little over 3,000? Does that sound right?
- Jack: Yeah, the merged federation will be over 3,000, you're right. I thought [crosstalk 00:54:07].
- Male: So they have around 1,800, and we got around 1,100?
- Jack: We've got around 12.
- Vicky: [crosstalk 00:54:21] coming in and right now it's coming in [crosstalk 00:54:21]. They come when they start paying their dues. When they start getting the dues money, they start [inaudible 00:54:21] that's where they get that head count.
- Jack: Together, we will be around 3,000, and we have looked at those figures, I don't know if you have them exactly [inaudible 00:54:32]. Any more questions on that?
- Dustin Heiser: Yeah, Dustin Heiser, lodge 11287. I work with a lot of the CRSF guys right in my territory, and there's been times that this is going to work out good because like the time claims and stuff, I sent them to Jack, he was like, "I don't know who this guy is, and I got to get a hold of this guy with the 4L1 union," we can call, we could do a time claim and it's pretty simple, it would be a lot simpler. Because I work where the Nickel Plate and the Wabash come right together, we work on one territory, and it just makes it difficult right now where things are not getting communicated, and say, hey I didn't get a time claim for this, why did this guy get this? This will help I think make it to work a lot simpler for like our territory.
- Jack: The way it is now, what Dustin is talking about, and this get kind of confusing sometimes, it's one of those places where three of us will be coming into the same area. I file for the former Wabash side. Dave Bill files them for their former Nickel Plate. The NNW ran into from the eastern side to Ft. Wayne, so Justin has claims to 147 all the time. What happens sometimes is you know, I'm familiar, I think I know almost every one of my members on my side, but a name might pop up on the Nickel Plate guys, and I can't even pull them up on a membership. I can only access the members that I represent. What he's saying is, we will be

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one federation, we will be able to access the members, get their information for mailing purposes and everything else on the claims and ...

Dustin Heiser: It'll make us a lot stronger, I think.

Jack: It'll make it a lot better on the claims, but right now, when I file them through the Nickel Plate, I either have to call Dave Bill to get a list of ID numbers or Dustin goes out and gets them, gathers, which is what he's good at, by the way. He's almost good as you, but not quite Bob. No, he is very good at what he does, but that's what we have to do, we have to do a lot of ground work, where some of it will be resolved through the membership.

Kip Parrish: Kip Parrish, 224, when we started to form the affiliate systems, do you remember how many members we had then?

Jack: The Wabash side ...

Kip Parrish: When it merged?

Jack: The Wabash side had, if I'm not wrong, a little bit under 500. We were at 500 and I think we were just a little shy when we actually merged. Then they had a hiring session, and we gained a few more, and I believe, Rick, you help me here, I can't remember what you all had, 1,200? Or 11?

Rich Pickerero: At the time of the merger.

Jack: Yeah.

Rich Pickerero: I'm thinking somewhere by the way 1,000 and 1,100.

Jack: Yeah, somewhere. When we made the merger, that's how we come up with the 2:1 on the officers also. That's one of the things that ... Yes. What happened then, and this is something fellows, and why he, Kip brought it up [inaudible 00:57:37] stuff like that again. You don't want to merge with somebody because you have to. You know? Freddy and these guys can tell you there's times when that happens. If your federation gets to a point where they can't function, or they can't pay the payroll, and they can't represent their membership. Freddy, you're the president, or somebody could force you into a merger that maybe is not as well written as what we have in front of us. It's always better, right now, both federations are financially sound. None of us are going to the other with empty pockets. We're fine that way, but we're looking at the future with the declining membership where we're going to be in the future, and to answer your question, when we merged with the NNW side, Tom requested several times, he got two things through that merger.

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Jack: That was Jack David, and the car. There was no money in the Wabash federation. They couldn't have made another payroll or two. That's how bad it was. You don't want to get to that point. I can give you names of other federations, I'm not going to do it, that have been in that situation too where they have to be forced into a merger that isn't like this. This is something negotiated between the two, and I don't mind saying, this is our bylaws says we have already agreed to, they accepted the majority of them, we just had to tweak it to make them fit within those bylaws. We're in a good shape and we don't want to get to where we were with Wabash. Okay.

Rich Pickerero: The answer to the question, we started out with approximately 1,700 when we merged and made affiliate systems, and now we're down to 1,200, so we've had a loss of 500 in the years we've been together.

Jack: For several years.

Rich Pickerero: [crosstalk 00:59:47].

Jack: It fluctuates.

Male: I looked at the numbers, I know Dave said the numbers, but I think the average as of July the first was about 1,189, something like that for the ASF and it was 18 something for the CRSF, so combined you'll have a little bit over 2,900 members.

Rich Pickerero: I was just wanting to make it a point of how many the affiliated system has lost during the time we've been together, and if it would keep going that way, where we would be if we were not making this merger.

Jack: Yes, and when we get to the dues portion, maybe I can get brother Dave to kind of ... He's got those figures, he's got at his job, by the way. I'm proud that Dave's joined for what he does, but he'll be able to explain. You can only guess or have projections of where we'll be. The railroads right now, most of them, the terminal railroad has been pretty good at maintaining their workforce the 34 men. We don't have any problem. It's 34 all of them. The other railroads are all declining. They're not replacing the retirees or whatever. It's going to be a problem. They might hire a couple, two or three on the production gang, and then we might have five or 10 retirees, and it's not keeping up. That answers your question brother?

Rich Pickerero: Yes sir.

Jack: Okay [crosstalk 01:01:12] anymore questions?

Male: [crosstalk 01:01:13] over here? You good?

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Jack: You good?

Male: Yeah.

Jack: Okay. That's the note that folks back there [crosstalk 01:01:19].

Male: I didn't know when you saw him. I just helped.

Jack: All right, fair enough, go ahead, brother.

Johnny Long: Okay, I'll go back to page 10 under number E, because there has been a change here. It says, "The general chairman shall preside over the alliances and federation conventions, and leading to the joint protected board. He shall appointment the necessary [inaudible 01:01:41] reports to the System Federation convention on all matters that shall be given thorough consideration by the convention. He will make all arrangements for the quadrennial System Federation conventions and prepare necessary reports and information to be brought before the convention." Here's where the change takes place. "Between conventions, he will work with the members of the joint protected board to enact legislation that may be necessary for the best interest of the Alliance System Federation."

Johnny Long: There was a change there on that last sentence, speaking about that enact legislation that may be necessary. That's the only change that was made there.

Jack: He will work with the members of the joint protected board.

Rich Pickerero: I'm sorry, what line was that? I lost you there.

Johnny Long: That was the very last line.

Rich Pickerero: On ...

Johnny Long: E.

Rich Pickerero: E, okay.

Jack: You know, as board members, y'all know whenever we have an issue that comes up, we've handled most of them over conference call, but that's exactly what we do. We have a discussion and y'all have been a part of the time, I'm sure, and so it's nothing different, but it's in writing.

Male: It's good. It's a good deal.

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Johnny Long: Any questions on page 10? Carrying on, we'll move on to page 11. I don't see any changes there other than just the change of the name to the Alliance System Federation.

Bobby Ogle: I've got a question on G. It goes in effect if we merge on ... Bob Ogle, 1107, sorry. January 1st, 2020. When do we decide what they're going to get paid? What you're salary's going to be? Are you going to be keeping the salary you got now?

Jack: We will be uniform and we will be covering that later too.

Bobby Ogle: Okay.

Jack: We haven't got to that yet, but [crosstalk 01:04:05].

Bobby Ogle: All right, well I was reading G here when I was getting through here too, the money.

Jack: [crosstalk 01:04:09] they're going to be uniform, and I'll explain all that a little later. They make just a little bit more than we do, so actually we would be getting a little bump in a raise.

Bobby Ogle: Oh, well shit.

Male: I'm going to raise your dues.

Jack: Mine's going up.

Male: [crosstalk 01:04:29].

Jack: But yeah, it is all addressed. We tried to cover everything, we'll get to a lot of those questions, we can have our discussion then brother.

Johnny Long: Any questions on page 11? Carrying on, we'll move onto page 12. I'll just I think go on and read section five in its entirety. It shall be the duty of the trustees to examine all bills and accounts, vouchers, books and other documents in connection with the players of the Alliance System Federation. Furnishing a copy of their audit to the national division secretary treasurer. Trustees shall meet yearly during the second quarter of each year to perform this work and transact such business as may be necessary, unless the meeting shall be accomplished through teleconference, which is actually the same as it is now.

Johnny Long: It shall be the duty of the executive committee members to see that the System Federation officers are properly vying as provided in section 9 of this article 3. If deemed necessary by the general chairman, the executive committee shall meet at any time and place on 10 days' written notice from the chairman. In all

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matters requiring action by the executive committee, when the executive committee is not in formal session, the executive committee may act by letter, electronic mail, fax, [inaudible 01:06:00] and the like.

Johnny Long: When the general chairman requires action by the executive committee, he may obtain the same by such channels. Such executive committee members may take action on the matter brought to their attention in the same manner providing that all members of the executive committee shall be polled. Such action so taken by the majority of the members of the executive committee responding to the poll shall constitute action of the executive committee as though the executive committee were in as formal session.

Jack: That's the language that we already had it in our approved to commission bylaws, you know, before there was no accountability. I had the authority to do whatever and I didn't have to ask your damn thought. Although I certainly did, I wanted y'all to be included, but our bylaws did not require an audit. They didn't require for me to get approval from you all to spend money. We thought, as officers, that it was wrong, and we should. So we put this language in, we proposed it, and it was passed at convention. This is what you all have already agreed. To the only changes I believe, Johnny were what? Just the names or ...

Johnny Long: Yes, the names.

Jack: Is the name of the federation. By the way, brother Roger Sanchez sat down at [inaudible 01:07:23] but he's the man that helped us put these bylaws together, and I hope when we're done today that you all will be able to give him a round of applause, but not now, because we're not done. Right Johnny?

Male: I won't tell you what version you're reading.

Jack: Okay, any more questions on that? Okay, go ahead Johnny.

Johnny Long: Moving on to page 13. I don't see any changes on page 13.

Jack: Any discussion on that? No?

Johnny Long: We'll move on to page 14. I don't see any changes on page 14 [crosstalk 01:08:22].

Jack: Just the names, right?

Johnny Long: Yeah, except for the names. Any questions on page 14?

Jack: Take your time fellows, if you want more time to review something, just tell us.

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Johnny Long: Okay, hearing none, we'll move onto page 15. I'll just go ahead and read I guess article 5 in the entirety. Revenues, fees, [inaudible 01:08:55] and assessments. Section one. Revenue shall be derived from the initiation fees, dues and assessments as are levied by the properly constituted authority in accordance with these bylaws plus amounts earned through investments and other miscellaneous receipts. Aside from such sums as these bylaws provide shall be allocated to in place in other funds. All revenue of the System Federation shall be placed in a fund known as the general fund, and shall be in possession of the national division secretary treasurer, for the purpose of defraying expenses of the System Federation when approved by the newly constituted officer as herein provided.

Johnny Long: Each member shall be required to pay ... This is section two. Each member shall be required to pay national division dues and assessments system dues and assessments in local lodge dues as provided for in article 15, section 3 and 5 of the national division bylaws. B, the affiliated System Federation dues are currently 50.50 per month, effective January 1, 2021, the former Affiliated System Federation dues will increase to 52.50 per month, effective January 1, 2022. The former Affiliated System Federation dues will increase to 54.50 per month effective January 1, 2023. The former Affiliated System Federation dues will increase to 56.50 per month. See the CR5F dues will be frozen at \$60 per month for federation dues, until the 2023 convention.

Jack: We'll stop there for [crosstalk 01:10:34].

Johnny Long: I'll stop right there and we can discuss these.

Jack: Okay, and that's the toughie, and I know y'all have asked me something about how we did it. We did everything we could do to make these things uniform, or get this close to bringing the dues together. It's important that we have uniform dues across any federation. We tried to minimize it. There is a \$9.50 difference in the two federations. There are dues, actually, it's not at the top, am I right Dave? It's far from the top, we're on the lower end, still, even as good as you all treated us and done for us, we're still some of the cheapest in the country. I believe Dave could probably talk on that.

Jack: But what we did do here in this merger agreement is we're freezing everything the first year. Then after that, \$2 a year until convention. At that convention, you all will be closer to their dues, which won't be all the way. Then the delegates at convention will vote and make the decision of how to bring the dues to a uniform amount. That's the best way we could do, and I think it's something that we'll work and keep it. To hit as minimal as possible for our members, and that's what we're proposing today. I don't know if you have any more questions on [crosstalk 01:12:09].

Bobby Ogle: Bob Ogle, 1107.

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Jack: Yes sir.

Bobby Ogle: Our last convention, we all [inaudible 01:12:15] raise and I think a few people in the room thought when we got back home our members would all raise hell, but I can tell you, the territory I work on across the Illinois side, not one person bitched because their dues went up. None. Someone did ask about it, I explained to them, "Hey, we got to keep operating, got to stay above water and that's what we're trying to do." Sure, it was bad to take a hit like that all at one time. Because escalation impacted you guys down here. That lessened the blow. You got time for adjustment. You know, it's not ... well it's just the escalation part is the best way.

Jack: You're right Bob, and I have appreciated the support that we get from you guys. Our board has supported us fully. The hardest thing I have to do here is stand here and ask for dues increase. When we were talking merger, that was the stickler, and that's why so many times we talked things and then we ended them. And we talked and we'd end them. That's why it's taken five years to get to where we're at right now. But eventually, if through this merger, I truly believe, and I wouldn't do it if I didn't believe it, that your dues will stabilize. You'll have more members. You'll have, you know, it will be more efficient representation, hopefully.

Jack: I think your dues will stabilize at that point. This was the only way that I could see it made where our members would understand. We're working to reach a goal, but we do have to have uniform dues. I had to request from brother Simpson, a dispensation in dues in order to make this merger happen. We had to get permission to do that, because dues are supposed to be uniform. We do have the approval. If this happens, as long as we're working for that one unified, am I right Freddy?

Freddy: Yep.

Jack: That one unified dues at one point, we will be able to go forward at these lower blows to our members. That's where we're at. It's tough. It's tough, tough. You guys once again, have been great. But, the cost of doing business continues to rise. Our membership keeps declining, and those are facts that we all have to face. What we're doing here today, hopefully for Jack David, and it might not even be fore a lot of us in the room, but it is for the future of this federation. Go ahead Brother.

Dustin Heiser: Well this is Dustin Heiser, 11287, [inaudible 01:15:01] the healthcare side, like the Wabash ...

Jack: I couldn't hear you because [crosstalk 01:15:05].

Dustin Heiser: The Wabash side, like insurance and stuff, will that change any of that?

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Jack: You talking about like the Aflac?

Dustin Heiser: No, I'm talking about the Wabash Memorial healthcare.

Jack: No. Nothing changes there. Not unless brother Simpson makes something happen on national, we plan on staying in the hospital association, because the members liked it frankly. They love their hospital care, and that's not for the NNW side [inaudible 01:15:36], but the guys on the western region are covered by the Wabash hospital association, it will stay in effect unless some action by the national takes place or if they fail to be able to maintain. But we have had no thoughts of doing away with the Wabash.

Dustin Heiser: Will this affect our Aflac?

Jack: No.

Dustin Heiser: [crosstalk 01:16:03].

Jack: It should stay the same as it is right now.

Dustin Heiser: I didn't know if the CRFR had it or ...

Jack: No, they don't have it, and I believe they're looking at getting into it if I'm correct.

Johnny Long: Yeah, they'll lead the discussion.

Dustin Heiser: Then if I'm not mistaken too, also we're talking a \$2 a year.

Jack: Here we go. That's right, we're probably getting our cookies for break. Everybody knows how I am about my cookies, okay?

Dustin Heiser: I mean, we're looking at a \$2 a year raise, correct? But we also just last convention, already lifted 50 cents, and we're all going up \$1.50. Isn't that right?

Jack: What we're going to do, is the first year it's going to be frozen. What we already have in effect, yeah. It's going to be frozen the first year. In 2000, there will be no dues increase for either party. There's will be frozen at \$60. That's what stalled out there. We will go up in increments to where we're not ... Actually, at convention, you're not going to be together. You're going to still be the three, four, five dollars apart. I don't know where we will be actually.

Male: 3.50. [crosstalk 01:17:09].

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Jack: Okay. Look, so you'll be close, but that's for the delegates at convention. The governing body at convention will make the decision how to bring it together, because it must be done at that convention.

Kip Parrish: Kip Parrish, 224. So this raise in dues just eliminates the escalator that we put in at convention? Just supersedes it?

Jack: Right now, escalated, is everything's frozen the first year for us.

Kip Parrish: Yeah, it pretty much just ...

Jack: Yeah, it does, there will be an escalator at the time.

Kip Parrish: It's this and not this on top of the escalator?

Jack: No.

Kip Parrish: Yeah. Just like what it says.

Jack: Wages will be frozen, we'll go up in the \$2 increments as we described. The escalator at the contention, here is the action photo. I've got the [crosstalk 01:18:03].

Male: So in other words our dues are going to go up 20 at the bottom of the pot. 1.50 a month is all we're going to [crosstalk 01:18:11]. Compared to what our escalator that we already voted on at convention.

Jack: It's going to go up. The escalator we vote at will be frozen.

Male: Yeah, but I'm saying, it's going to go up 50 cents a year anyway until convention anyway.

Jack: That's exactly right.

Male: We're only raising it a \$1.50 more.

Jack: That's exactly right.

Male: We're 20 out the [crosstalk 01:18:30].

Jack: [crosstalk 01:18:31] everybody get ready here.

Male: Yeah [crosstalk 01:18:37].

Jack: All right, any more questions on the dues and the way we're trying to bring them together?

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Bobby Ogle: Bob Ogle, 1107. I just think, you know, we said a minute ago, we are one of the lowest paid dues. If and when [inaudible 01:18:55]. Another craft outside the rail industry, they're getting dues that are at the base level per month, but then it escalates on their overtime, based on their straight time hours only, the get dues increase. The more overtime they work the more ... So ours, we got a pretty good deal. We're pretty cheap. A carpenter might be \$125 bucks a month. In a different craft.

Jack: You're right, and there's other, IBW, my brother worked for a power plant, there's was pay so much a month, and then the overtime, man it was ...

Bobby Ogle: Crazy.

Jack: Dues would go through the roof.

Bobby Ogle: Yeah, and it makes a difference, we're stabilized.

Jack: We do things different. But, I'm just going to say that what I have here, or what we have here, it wasn't an I or nothing, we from both federations, what we have here is the best proposal I could bring to you guys to get approved, and that's what I did. We didn't stop, we didn't take the first, it's taken five years, fellows, to get something that we could actually bring to a vote. That's what you have in front of you.

James Manspile: James Manspile, 599, I commend you in the way you did it. That way, if this merger goes through, the members have the chance to see a year of this merger in one federation work before ... By that time, the shops know more often the dues is going to be going up the first of the year. They get to see it, to work a year and then I've learned that from politics. Anytime you can get out ahead of it, that's the best thing to do.

Jack: That's what we're trying to do, James. I love the members I represent, and I think y'all know that. I hate to ask for money, this is the only way we could make the merger work. It wouldn't matter who. We had several people wanted to merge, but it doesn't matter who you went to, there was still that difference in dues. We're going to do it with somebody.

Male: Vicky, why do we love Jack?

Jack: Huh?

Male: Why do we love Jack?

Jack: Tell them.

Male: Tell them why we love Jack.

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Jack: For those of you that don't know, Vicky said ... She was doing the lunch stuff, she calls me on the phone says, "There's no wonder they love you, Jack, you get them a lot of money." I said, "Gee thanks, I've got to buy my friends?" [crosstalk 01:21:22]. I didn't know what she was saying, you know? But [crosstalk 01:21:28]. That is what you said [crosstalk 01:21:30].

Vicky: [crosstalk 01:21:30].

Kip Parrish: Kip Parrish, 224. The thing that I see that you guys was worried the most about was the least of my worries is a \$10 increase in dues. My concern was that we get represented like we are and don't get kicked to the back of the room by an over majority. It looks pretty good on that too, that we won't. But the dues increase, like Bobby said, that's pretty explainable. I mean, 10, 15 years ago, we would have got our heads chopped off.

Jack: Yes sir.

Kip Parrish: None of us would have had a job, we come back.

Jack: Yep.

Kip Parrish: But now, I mean we are cheaper than anybody else, so I just want to say that's the least thing, and the most thing you guys is worried about, is the least thing I was worried about.

Jack: And I sit here, and a trust me fellows, as your chairman and responsible for this federation, I worry about it all. I worry about him, I worry about the membership, the numbers, the rules, the whole thing. I want to do what's best for you. I'm on my way out, I am on my last term, regardless of what happens here, I have nothing to gain by doing this other than what I think is best for the federation. That's why we're here. Okay, any more questions on page, which was it, 15? Is that where [crosstalk 01:22:45].

Johnny Long: 15 through C [crosstalk 01:22:45].

Jack: 15 through C. Anymore questions on those?

Bobby Ogle: Without me looking, is that in our bylaws now? Or is that something added?

Jack: I believe it is, let me look.

Male: You talking about the note?

Bobby Ogle: The convention [crosstalk 01:23:07] cover those expenses, including reimbursing travel, meals, lodging and wages.

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Jack: We have similar lines in there now, I know that. [inaudible 01:23:20]. [crosstalk 01:23:24].

Male: That was Jason's.

Bobby Ogle: That was changed. We never had that. That I can remember. Where lodging is paid for.

Male: [crosstalk 01:23:33].

Jack: We're going to let Dustin, he said he can read both of them back and forth [crosstalk 01:23:36].

Dustin Heiser: The old one was, "Federation dues established by an action of the System Federation convention may be increased in between quadrennial conventions by a majority vote of the joint protected board, a quorum being present, or by a majority vote of the joint protected board by referendum about it as provided for it in article 15, section 4, paragraph 2 of the national division bylaws." If you followed along with that, I guess it's pretty close.

Jack: That's probably one thing that was just clear in their bylaws that looked up ... We did not have in our federation an education file. That doesn't exist in affiliated as we know right now, but tell me what we could have, because this is a good example right here, this meeting right here is probably going to cost our federation, by the time we pay your motels, your meals, your wages, we're probably looking at 20, 30 grand to get out of here just for this one meeting. It's rather expensive. We don't have the funds for that. They do. They've had that to where they can have educationals, if something comes up, if they would like to bring the board members in to have an educational whatever, that's what that fund's for. Everything else is ... This language actually came from their, that's part of their bylaws.

Bobby Ogle: I guess that's what I'm getting at. Seeing 50 cents applied for future federations, they're saying that the System Federation is not going to pay the way for delegates to come down here, we're going to pay for it out of our lodge funds.

Male: No.

Bobby Ogle: I'm misreading that.

Male: No, yeah.

Jack: No, I wouldn't agree to that.

Male: Where exactly you at Bobby? I'm [crosstalk 01:25:44].

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Bobby Ogle: I'm on page 15 where it says, "No effective January 1, 2020."

Johnny Long: I think to answer your question, the money was to be set aside into a fund, but I don't think that fund would actually cover it all, if that's what you're [crosstalk 01:26:02].

Male: No, and Jason has mentioned that it never has. It's always been a help, but it's never covered the full expenses for ...

Jack: For a convention or an education.

Bobby Ogle: What I'm getting at is just as long as, I know like grand lodge convention, I go to it, it comes out of our lodge funds.

Jack: Right. [crosstalk 01:26:19].

Bobby Ogle: [crosstalk 01:26:19] future that our system says, "Oh, you got to bring a delegate down there, you got to pay for it out of your lodge funds, we don't have that money to do that."

Jack: No, things will stay the same on that part.

Bobby Ogle: Okay.

Jack: Everybody good with the first note? Understand it? Okay.

Johnny Long: Moving along to the second note. Former members of the Nickel Plate-wheeling and Lake Erie Federation will continue to participate in the healthcare trust, and will periodically have their dues adjusted to reflect the needs of the trust.

Jack: Now they have a different insurance, that doesn't affect you guys. You don't get into this, if they go up. I want to understand it as much as Daniel or Freddy or Dave, either one of them would be able to explain that a little bit better, but it's a trust fund to pay for their healthcare, am I correct?

Johnny Long: It is, it's a trust fund. It kind of mirrored GA-46000 and they've actually expanded it now that their trust has grown up, and extended to spouses and they've added some other benefits, but it's just a fund set aside solely for the benefit ... What caused the creation of the fund was guys were you know, we had members that were trying to work past disability, because they couldn't afford to go off. Their wives were either young or they wouldn't have healthcare a good number of years before they got to retirement age, and I mean, while the benefit, retirement was the same, there's no healthcare for them after the two years of going off disabled.

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Johnny Long: The fund was set up to cover that gap. Until they get to either total disability under the railroad [Heimer 01:28:12] act or social security standards, or something to give them healthcare for them and their spouse and family. That's totally dedicated to that purpose only.

Jack: In the CRSF, they weren't even performing [inaudible 01:28:31]. [crosstalk 01:28:32] belonged to that fund and they will [crosstalk 01:28:34].

Male: Jason really wanted that language in there too, because he said if we don't incorporate that language from side of what he's got in his bylaws, then the guys are going to try to build out of it. That's the reason that language is in there.

Male: I don't know if it's like \$12 of their dues from the Nickel Plate for a month go toward a healthcare fund. I suppose it's above a normal \$60 rate they have.

Jack: It's handled just like that. Like, if, for us, the ones of you that have Aflac, it's taken out with your dues, or grand lodge breaks it down [inaudible 01:29:10]. But we don't have it, for Jason, I don't think his plan is to offer it, but the future will tell. Okay, anymore questions? Go ahead brother.

Johnny Long: Okay, questions on page 15, we'll now turn to page 16, under D. There has been a change here, I'll just read it in the [inaudible 01:29:36] as well. Effective of the first division, September 2023, Alliance System Federation dues are adjusted to reflect 2.2 times the average straight time [inaudible 01:29:48] effective July 1st, 2002, and July 1st of each preceding year as reflected in the interstate commerce commission, statement A-300 for maintenance [inaudible 01:30:00]. Set amounts should be rounded to the nearest 25 cents, which additional sum will be taken into consideration when calculating any dues increase for the following year. In the event that the Interstate Commerce Commission seizes the published statement A-300 on an annual basis for offers materially, the annual statement published by the National Railway Labor Conference will be used as an augmented equivalent formula.

Johnny Long: In the event that the National Railway Labor Conference sees that the purpose of the annual statement or offers of materially, the alternative equivalent formula adopted by the National Division will be used so as to accurately reflect increases in rates of pay provided for under national agreements during the appropriate measurement period. I'll stop there for your discussion.

Jack: If I'm not wrong, that's the same language we have in our National Division bylaws, am I correct?

Male: That's why your number's different, because it's now the same language.

Jack: Yeah, yeah.

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Bobby Ogle: I have a question on that.

Jack: Okay.

Bobby Ogle: On page 15, referring back to 30. Effective January 21 ... I'm reading B. Effective January 21, or 1, of 2023, the former Affiliated System Federation due will increase 56.60 per month. C, CRSF will be frozen at 60. With this formula, our dues will jump up.

Jack: Formulas are frozen. No, the formulas, everything is froze. You got that. [crosstalk 01:31:47].

Bobby Ogle: [crosstalk 01:31:47].

Male: The formulas though don't kick in until 2023.

Jack: Right.

Male: So year two.

Bobby Ogle: Right, so January 1 of 2023, our dues will increase to 56.50 a month, CRSF is frozen at 60 until convention time.

Jack: Right.

Bobby Ogle: Okay, but ... July 1st, 2002 is whenever the dues are effective ... I guess what I'm saying, our dues are going to increase after convention to at least \$60 an hour?

Jack: No. [crosstalk 01:32:24].

Male: The first convention is September 20, 2023, then dues ...

Male: Yeah, and [crosstalk 01:32:31] raises 3%, so just 2.2 times that rate, so the \$60 may go down and you may be right on the number. What is 2.2 times 28?

Jack: Just like the escalator we had in our bylaws [crosstalk 01:32:44] this did come out of CRSF. It's the same escalator that we put into our bylaws at convention so that we wouldn't have to come back and ask anymore for a dues increase. If you remember our conversation on that. It was passed by you guys, but what you're doing with these is freezing. We're freezing those along with the dues increases except for the affiliated guys as we outlined in there. You know, they will go up the \$2. You won't have the escalator kick in until 2023, right?

Male: September.

Jack: Yeah.

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Male: I'm not sure if I'm understanding you Bobby. [crosstalk 01:33:23] concerns.

Bobby Ogle: I'm just saying, our dues in January of 2023, are going to be \$56.50.

Male: Right.

Bobby Ogle: That's black and white. CRSF is going to be frozen at \$60. Where are we between any convention time, where are we going to take the hit for the 56.60 up to 60 bucks to match ...

Jack: That's what I said.

Bobby Ogle: To make a unified union [crosstalk 01:33:46].

Jack: That's what I thought I explained earlier. That's why sometimes when you get head of yourself, but we are trying to bring y'all as close as we can within this timeframe, between now and the first convention. At that point, wherever y'all are at. You're going to be at 56.50. They're still frozen at 60, the delegates at convention, just as we do at our convention, will have to decide how to bring those numbers together.

Bobby Ogle: Okay.

Jack: Bring them down, bring us up ...

Bobby Ogle: Bring up or down.

Jack: Whatever is necessary to keep the federations solvent and going.

Bobby Ogle: Then in July is when the escalator of 2.2 steps in?

Jack: Right, there you go.

Bobby Ogle: Okay.

Jack: There you go.

Bobby Ogle: At convention, they will decide whether to increase or decrease union dues.

Jack: Yeah.

Male: The 2.2 will kick on on the 56.50 and the \$60 effective September of 2023.

Jack: Yeah.

Male: At the convention.

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Bobby Ogle: All right, I understand.

Jack: Got it? Okay.

Johnny Long: Any other questions on this part D? If not, I'll move onto the note. Members who on December 1st, 2020 have paid dues beyond January 1st, 2021, will be considered in good standing without payment of additional dues for the period for which dues have been paid. Section 3, federation dues established by action of the System Federation convention may be increased in between quadrennial conventions by a majority vote in the joint protected board, or made present or by majority on the joint protected board by a referendum ballot as provided for in article 15, section 4, paragraph 2 of the National Division bylaws.

Kip Parrish: Kip Parrish, 224, but we refer back to we're frozen until then anyway.

Jack: Right.

Kip Parrish: Until the convention.

Jack: Yeah.

Johnny Long: I think that covers pretty much article 5.

Kip Parrish: Kip Parrish, 224, I'd like to make a motion we take a 10 minute break. Five minute break.

Jack: We've got a motion to take a break. All in favor?

Group: Aye.

Jack: [crosstalk 01:35:58] I think we can handle that. Be back in here in 10 minutes. Y'all [inaudible 01:36:10].

Male: [crosstalk 01:36:20].

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Jack David: [inaudible 00:00:07] [crosstalk 00:00:12]. One thing I want to point out to you guys before we actually leave this room today, I want to make sure we discuss your alls ES1 and get your pay in. You know we set your pay rate at 330... 320.[inaudible 00:02:15] Wasn't that what it is Bob?

Bob: Oh hell no.

Jack David: What was it?

Bob: Maybe 220 or 230m but I wouldn't ever.

Jack David: I think maybe it's one hundred and twenty. I can't remember. Somewhere in there. [inaudible 00:02:24] [crosstalk 00:02:24]. Maybe it's 50 dollars. We won't go down there. Anyway we will take care of your ES1's, anybody that wants to that feels comfortable filling it out, while you're here. You can hand it directly to Vicky and she'll get you paid as soon as possible.

Speaker 3: You said don't forget the [inaudible 00:02:40] in July.

Jack David: You don't have to remind everybody. [crosstalk 00:02:46] Yes, we are able to figure those in there, yes. Okay, we're ready to go forward, brother Johnny.

Johnny Law: Yeah I think were at article 6, page 16. First page up to section three, there have been no changes. Any questions on page 16? Hearing none we'll move on to page 17. Article 8 under the by-laws I think there was a little bit of change in the wording of this. I'll just go ahead and cover this section one. [inaudible 00:03:32] Somebody had something?

Speaker 5: I belched.

Johnny Law: Oh okay. [inaudible 00:03:42] [crosstalk 00:03:42]

Speaker 5: I won't be stating my name for that. [inaudible 00:03:43] [crosstalk 00:03:43]

Johnny Law: Section 1 [inaudible 00:03:43] bond approval by the president of the national division and shall remain in effect until changed by the System Federation Convention or by the joint protected board in session or by majority vote of the joint protected board members by referendum ballot.

Jack David: Any questions? Discussions? [inaudible 00:04:12]

Johnny Law: I think that concludes the bylaw changes.

Jack David: Bylaw changes. All right. I guess right now we'll probably open for discussion. We also have a merger agreement to go over, but we'll see where we're at with

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the bylaws first. Any thoughts or discussion on the proposed bylaws as discussed today?

Bob Vogel: Bob Vogel [inaudible 00:04:48] The merger agreement at Virginia, I think we should adopt it. I think it's a good deal with all as is [inaudible 00:05:01] didn't go with it. We need this merger. Like Jack said earlier, don't want to come to the table broke. We got money. They got money. Our territories overlap. It's a good fit.

Speaker 7: You mean the bylaws?

Bob Vogel: The bylaws.

Speaker 7: You said merger. We haven't went over that yet. [Crosstalk 00:05:18]

Jack David: Well the merger agreement, if you approve bylaws then we will get into the merger agreement, but the merger agreement will be almost automatic if the bylaws are approved. But we will cover that also.

Kimmie Acre: I agree with everything he said. I mean it sounds to me like it's a good fit.

Jack David: Okay so you have the motion is that a motion?

Bob Vogel: That's a motion to accept it. The bylaws proposed the way they are. Is that what we're asking?

Jack David: That's right. All right we have the motion to accept the bylaws from brother Bob Vogel as presented today and gone through. We have a second for brother Kimmie Acres.

Jack David: Any other discussion? Any other discussion at all? Very good. I guess all in favor of accepting the merger bylaws as presented today for the Alliance System Federation, please raise your hand.

Bob Vogel: Every quarter came through that.

Jack David: Okay. Somebody do a count or something. Is it unanimous? Everybody up? Okay. It's unanimous Vicky.

Vivky: Got it.

Jack David: Thank you brother. Alright. We have a merge agreement. Where is that at? We have to pass that out. At this point, you guys have approved the merger with the CR5 staff. I don't know where they're at in their room yet. I didn't get to talk with anybody on break. Anthony [inaudible 00:06:56] said that things were

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going pretty smooth on their side, so we will have to wait to see how that goes.
But...

Speaker 10: It's approving the bylaws, we just approved it.

Jack David: You approved the bylaw [crosstalk 00:07:11].

Speaker 11: [inaudible 00:07:11] joint session?

Jack David: I didn't pay. I thought both bodies approved it. [crosstalk 00:07:20].

Speaker 11: The new federations approved them. [inaudible 00:07:21].

Speaker 12: So we still got to approve this.

Jack David: That we're doing here, this is the agreement, [inaudible 00:07:31] in front of you. I guess more or less takes care of me and my position until I retire. I will not be running for election. All the new Alliance System Federation at our next meeting, the big one. I won't do it. Because the new general chairman, it's our suggestion, anyway, that will be Jason Brown. But Johnny Law wins first vice and it's alternated down through all the different positions. Once again, that's the way we have agreed to do it.

Jack David: But this merger agreement basically says that I will stay on as, they gave me a title. We asked Bill Bonner, council in Grand Lodge, what we could do. We knew there couldn't be two general chairman, but until to bring these together and to [inaudible 00:08:28] I retire, what could we do? And he came up with a super general chairman. I liked that. What was some of the other ones we come up with? They decided I didn't fit any of those categories, but I was getting old so they thought, well senior. So it says I will stay on as senior general chairman to help with putting everything together and training a lot of the new officers. Their Federation has new officers just like we have and they thought I could benefit that part.

Speaker 13: Is Jack Jr. [inaudible 00:09:08-00:09:13].

Jack David: And what you'll have in front of you is when we interviewed the tops, the two federations, we went through these bylaws. We put the bylaws together. And what this is, this is a signed copy of what the two federations agreed to. [inaudible 00:09:31] Accepting the bylaws and it's accepting these terms for the merger agreement. Now, I guess we can go through it line by line but it's basically covering those things. Justin, you want to take charge on that one and go through line by line and I will have any discussion anywhere you want to. But once again when we were entering into talks to seal the deal that we yes, we're going to bring these two parties together to talk merger that this was the agreement we signed.

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Justin: All right. I'm starting from the top if you're all ready. Following the [inaudible 00:10:14] joint protective board's ratification of these understandings reached between their general chairman, the joint protective the boards of the merging federations will hold a joint meeting for the purpose of adopting bylaws that are consistent with this agreement. Failure of adoption of the merged federations by majorities respectively of both the joint protective board members of the Affiliated System Federation and the Consolidated Rail System Federation at such joint meeting, the merger will not proceed and this agreement will be canceled. This agreement is in addition to the new bylaws if approved by the joint protective boards or the Affiliate System Federation and the Consolidated Rail System Federation, which will be known as the Alliance System Federation. It is hereby agreed that upon approval of the both federations, the following will be if effect in effect until the first convention of the Line System Federation in September 2023.

Justin: Number one, retired system offers officers of both federations will continue to receive healthcare coverage as currently provided for all other retirees without interruption.

Justin: Number two, all current members of the CRSF who are members of lodges coming within the jurisdiction of the former in VW and Nellie will remain in the disability trust fund.

Justin: Number three, should the disability trust fund requirements increase the amount of payment to said fund, the dues would automatically increase to cover then the increase. All future individuals would begin their employment and establish seniority on the properties that come within the jurisdiction of the former NPW [inaudible 00:11:54] will be placed in the trust fund and pay dues accordingly.

Justin: Number five, there will be no opting in/out of participation of the disability trust fund for existing members for represented employees as a result of this merger.

Justin: Number six, the effective date of the merger will be January 1, 2020.

Justin: Number seven, the bylaws of the merged organization shall be those of the Line System Federation.

Justin: Number 8, the officers of the former ASF and the CR5F will continue to operate until the first Alliance System Federation convention in September 2023 as they are currently operating. Upon approval of the new Alliance System Federation article three, section one paragraph F, it is states: the general chairman will determine the location of the System Federation offices subject to the approval of the executive committee and shall be in charge of the System Federation office and shall have charge of System Federation automobiles or automobiles leased by the System Federation is System Federation officers or joint protected

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board members are required by the general chair chairman to use their personal automobile, they will be mileage in accordance with our ask rate.

Justin: He shall work out budgets from time to time on the operation of the system and at all times try to hold expenses to a minimum. He will have charge and expense accounts and allowances and will be necessary for any expense incurred by any system officers to be approved by him before the payment is made. No officer or member of the joint protective board has authority to incur or create any expense whatsoever personal or otherwise against the Alliance System Federation without the approval of the general chairman.

Kip Harris: Well hold on for a second. Kip Harris, 224. So Jack, you're going to be in charge of everything until you retire or you're not?

Jack David: Well, this will address my position as we go on, Kip. I won't be... In our bylaws, there is one general chairman and in order for me to stay on, as I said earlier, they came up with the title senior general chairman. I will be staying on and I will be handling the affairs of the former Affiliated System Federation until such time as I retire, in conjunction with Jason. Jason will be the general chairman. I will be working with him. He welcomes the help and I'm willing to give it. And so yes I will. But it does address my position with this. We haven't got there yet, but it does address what I'll be doing. I will take a staying on...

Justin: Did that answer your question?

Kip Harris: For now.

Speaker 16: In reference to the offices, you know if you look at that paragraph F under number eight, the office we put plural offices because there's currently two offices and the concern from brother Jason Graham and Jack David was to make sure that this would continue until the commission in 2023 and at that point in time if there was a question or concerned could he move the office, could he do this or could he do that? By the language that was incorporated in the new proposed merger bylaws, he still has to run the approval. If he decides to move those location he has to be subject to the approval of the executive committee. So it's there for protection on both sides.

Jack David: Which is already in our bylaws, our old bylaws. I could move it anywhere I want with approval of executive board so it's really no changes protecting our office [inaudible 00:15:45].

Justin: All right. Number nine, joint protective boards of the former ASF and CR5F will continue to operate under their current bylaws until January 1, 2020. Beginning January 1, 2020, the former ASF and CR5F will be recognized as the Alliance System Federation and will operate under the bylaws agreed upon at the July 25th, 2019 merger meeting.

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Justin: Number 10, the joint protective the boards of the former ASF and to CRSF will continue to operate until the first Alliance System Federation convention in September, 2023 as they are currently operating.

Justin: Number 11, in addition, regarding officers elected by both joint protective boards in the newly adopted bylaws, there will be a position of senior general chairman of currently held by Mr. Jack E. David until such time as he retires. Once Mr. Jack David retires, the senior general chairman position in this agreement will no longer be in effect.

Justin: Number 12, the newly elected officers of the System Federation will be paid at the rates currently being paid to the CRSF officers upon adoption of the Alliance System Federation bylaws.

Justin: Under article five: Revenues, Fees, Dues, Assessments, the current CRSF dues as they are today \$60 per month will be frozen until the first convention in the year of 2023. The current ASF dues at \$50.50 per month at the time of this merger will be frozen for the year of 2020. Every proceeding year starting with 2021, the current ASF dues will be increased two dollars each calendar year until the convention in 2023. The calendar year will start each January 1. At the first convention of the Alliance System federation, dues will be adjusted for the new Alliance System Federation by the delegates. The escalator will also be set at the 2023 convention by the delegates and the attendants as outlined under article five, section two, paragraph C. However, we are requesting that the delegates leave 2.2 escalator that is currently in the newly adopted bylaws.

Justin: 13, the two parties will meet on or about July 25th, 2019 to ratify the new bylaws and elect officers effective January 1, 2020.

Justin: Number 14, between the ratification of the agreement and the merger date they ASF and CRSF federations will not make unusual expenditures of funds enter into a yeah...

Justin: Or obligate itself financially without consultation and concurrence between the ASF and CRSF federations.

Justin: This agreement was reached and agreed upon between the general chairman of the Affiliate System Federation, Mr. Jack E David and general chairman of the Consolidated Rail System Federation, Mr. Jason Graham, prior to the meeting in Pigeon Forge, Tennessee on or about July 25th, 2019. Upon approval and adoption of the newly formed Alliance System Federation bylaws, this agreement will remain in effect until convention in September 2023. [inaudible 00:19:08]

Jack David: So as you see, that's why I was trying to tell you. It was a summary of what our discussions were to be today is what Jason and I agreed for our goals to merge.

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That's what this letter is. To make it happen. And it is a binding agreement, a merger. Between now and convention. Any questions on that?

Bob Vogel: Yeah, I've got a question on how much are you going to get?

Jack David: They do have a difference in pay [inaudible 00:19:40] [crosstalk 00:19:42]. It's not much. Maybe a couple thousand for me a year. And for them it'll be about the same. Their vice chairman make a couple thousand lower than these two and Jason makes more money than I do.

Jack David: He's younger than I am, too. Now that I'm super, not super damn it, senior. I look like I jump there twenty grand or something. [inaudible 00:20:30] we could've got you guys a better raise. You know what brothers? The last convention I asked you for a [inaudible 00:20:38] that's all I could ask for a raise. But that's only to get things uniform. To answer your question, the adjustment of the dues of our pay is to make things uniform. We'll all be doing the same work.

Bob Vogel: Well you guys, you deserve a raise.

Jack David: Thank you, Bob. Thank you. [crosstalk 00:20:59] He is one of the friends I buy off well, okay.

Kip Harris: Kip Harris 224, it hasn't been brought up. I mean, you said that we were in good standing with our financial situation and they were to. Is there some kind of a dollar amount you could tell us where we are and where they are, approximately?

Jack David: I think, Dave do you have it handy there or not?

Bob Vogel: Yeah I do.

Jack David: Dave. He does a very good job and he's here today to support us and also assist us with the tough questions. So...

Bob Vogel: I just want to check with you first. One thing is they have, they're showing this so is that the total of the... ?

Jack David: I think that's everything [crosstalk 00:21:50]

Bob Vogel: I just want to make sure, cause they have some securities here that they show like 2.6 million is their total. And for you guys it's 1.6 ,is what I show.

Kip Harris: Okay. [crosstalk 00:22:08] do they have assets? We own our own building. Do they have assets?

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Jack David: They don't own a building.

Kip Harris: So they have assets that would include basically their office supplies and their cars and stuff like that?

Jack David: Sure. You've got cars, vehicles, office equipment. Those would be the assets. And they have money invested in grand lodge as the bylaws allow.

Bob Vogel: Bob Vogel, 1107. I just got a question on first page? I'd agree that should the disability trust fund [inaudible 00:22:46] deplete. The amount of payment that you said, the dues would automatically increase to cover that increase. Why did that not say the words CRSF and [inaudible 00:22:57]?

Jack David: It only pertains to them. As it said in the bylaws, [inaudible 00:23:01] portion of the CRSF are the only ones in that insurance.

Bob Vogel: So it don't need to say it in there. I mean, we're covered?

Jack David: I think it's covered. [inaudible 00:23:13].

Bob Vogel: Without it saying CRSF [inaudible 00:23:20] can you come back and say, well we're short money for now? [inaudible 00:23:26].

Jack David: No, it would only be the people in the trust fund, Bob. And I'm confident that the language was satisfactory because Bill Bond looked it over. [crosstalk 00:23:39] Yeah, that's right. So I think we're covered on it brother. [crosstalk 00:23:50] You know, it wouldn't hurt. I'd entertain a motion if y'all want to. I guess any more discussion on the merger agreement? It's a summary of what we discussed [inaudible 00:24:05] a.

Bob Vogel: Bob Vogel, 1107. I make a motion that we adopt the merger agreement discussion with you and Jason as is.

James: James [inaudible 00:24:21] I second.

Jack David: We have a motion. [inaudible 00:24:26] We have a vote to motion from brother Bob Vogel to accept the merger agreement as presented and second by brother JV [inaudible 00:24:37]. Any discussion? Any discussion? If there ain't none then I guess it's adopted.

Justin: You've got to ask for the vote.

Jack David: Oh God. Okay. All in favor say yay.

Speaker 20: Yay.

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Jack David: Nays? None? Okay, we're good. Thank you guys. I really thank what you all stop here today. So we ask you. Matter of fact, I got a couple of guys I want to bring up. I'm going to step back and drink coffee and Freddie, you can have my seat.

Speaker 21: No, I'm done. I'm going to the next room. See how they're doing. [inaudible 00:25:34].

Jack David: No he doesn't. He wants you to speak.

Speaker 20: [crosstalk 00:25:38].

Jack David: Bless you guys, you all did a good thing. And I truly believe it is. This meeting of the joint protection board is adjourned.

**MERGER AGREEMENT BETWEEN THE
AFFILIATED SYSTEM FEDERATION
AND THE
CONSOLIDATED RAIL SYSTEM FEDERATION
OF THE BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION IBT**

Following the respective Joint Protective Boards' ratification of these understandings reached between their General Chairman, the Joint Protective Boards of the merging federations will hold a joint meeting for the purpose of adopting Bylaws that are consistent with this agreement. Failure of adoption of the merged Federations' by majorities, respectively, of both the Joint Protective Board members of the Affiliated System Federation (ASF) and the Consolidated Rail System Federation (CRSF) at such joint meeting, the merger will not proceed, and this agreement will be canceled.

This agreement is in addition to the new By-Laws if approved by the Joint Protective boards of the Affiliated System Federation (ASF) and the Consolidated Rail System Federation (CRSF) which will be known as the Alliance System Federation.

It is hereby agreed that upon approval by both Federations the following will be in effect until the first convention of the Alliance System Federation in September 2023:

1. Retired System Officers of both Federations will continue to receive health care coverage as currently provided for all other retirees, without interruption.
2. All current members of the CRSF who are members of lodges coming within the jurisdiction of the former NPW&LE will remain in the disability trust fund.
3. Should the disability trust fund requirements increase the amount of payment to said fund, the dues would automatically increase to cover that increase.
4. All future individuals who begin their employment and establish seniority on properties that come within the jurisdiction of the Former NPW&LE will be placed in the trust fund and pay dues accordingly.
5. There will be no opting in/out of participation of the disability trust fund for existing members or represented employees as a result of this merger.
6. The effective date of the merger will be January 1, 2020.

7. The Bylaws of the merged Organization shall be those of the Alliance System Federation.
8. The offices of the former ASF and the CRSF will continue to operate until the first Alliance System Federation convention in September 2023 as they are currently operating. Upon approval of the new Alliance System Federation, Article III, Section 1, paragraph (f) it states:
 - (f) The General Chairman will determine the location of the System Federation Offices, subject to the approval of the Executive Committee, and shall be in charge of the System Federation Office, and shall have charge of System Federation automobiles, or automobiles leased by the System Federation. If System Federation Officers or Joint Protective Board members are required by the General Chairman to use their personal automobile, they will be paid mileage in accordance with the applicable IRS rate. He shall work out budgets from time to time on the operation of the System, and at all times try to hold expenses to a minimum. He will have charge of expense accounts and allowances, and it will be necessary for any expense incurred by any System Officers to be approved by him before payment is made. No Officer or member of the Joint Protective Board has authority to incur or create any expense whatsoever, personal or otherwise, against the Alliance System Federation without the approval of the General Chairman.
9. The Joint Protective Boards of the former ASF and CRSF will continue to operate under their current bylaws until January 1, 2020. Beginning January 1, 2020, the former ASF and CRSF will be recognized as the Alliance System Federation and will operate under the bylaws agreed upon at the July 25, 2019 merger meeting.
10. In addition, regarding officers elected by both Joint Protective Boards in the newly adopted bylaws there will be a position of Senior General Chairman currently held by Mr. Jack E. David until such time as he retires. Once Mr. Jack E. David retires the Senior General Chairman position in this agreement will no longer be in effect.
11. The newly elected officers of the System Federation will be paid at the rates currently being paid to the CRSF officers upon adoption of the Alliance System Federation bylaws.
12. Under Article V, Revenues, Fees, Dues and Assessments, the current CRSF dues as they are today \$60.00 per month will be frozen until the first convention in the year of 2023. The current ASF dues of \$50.50 per month at the time of this merger will be frozen for the year of 2020.

(a) Every proceeding year starting with 2021 the current ASF dues will be increased \$2.00 each calendar year until the convention in 2023. The calendar year will start each January 1.

(b) At the first convention of the Alliance System Federation dues will be adjusted for the new Alliance System Federation by the delegates.

(c) The escalator will also be set at the 2023 convention by the delegates in attendance as outlined under Article V, Section 2, paragraph (c), however we are requesting that the delegates leave 2.2 escalator that is currently in the newly adopted by-laws.

13. The two parties will meet on or about July 25, 2019 to ratify new Bylaws and elect officers effective January 1, 2020.

14. Between the ratification of the Agreement and the merger date, the ASF and the CRSF Federations will not make unusual expenditures of funds, enter into encumbrances, or obligate itself financially without consultation and concurrence between the ASF and CRSF Federations.

This agreement was reached and agreed upon between the General Chairman of the Affiliated System Federation, Mr. Jack E. David, and General Chairman of the Consolidated Rail System Federation, Mr. Jason Graham prior to the meeting in Pigeon Forge, Tennessee on or about July 25, 2019. Upon approval and adoption of the newly formed Alliance System Federation by-laws this agreement will remain in effect until the convention in September 2023.

Signed:

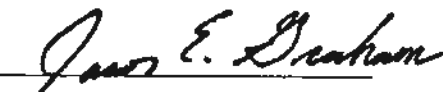


Jack E. David

General Chairman ASF

8-1-2019

DATE



Jason Graham

General Chairman CRSF

8-01-2019

DATE

Sent via Registered Mail and Email to Chairman Albers
Sent via email to all other recipients

June 14, 2021

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Vestal, NY 13850
cptrackman@yahoo.com

Dear Brothers and Sister,

A majority of BMWED National Division Executive Board members are presenting this formal written petition under Article 6, Section 6 of the National Division Bylaws for a special meeting of the National Division Executive Board to be convened in conjunction with a National Division Association meeting. The reason for this meeting is to discuss the 2022 National Division Budget and the propriety of expenditures associated with the structural realignment of BMWED. The meeting date is to allow sufficient time for all Executive Board members to make arrangements to attend.

Relevant here is Article 6 Section 6 of the National Division Bylaws which in part reads:

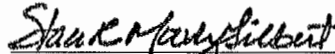
“The National Division Executive Board shall meet once in each year as provided in Article III, Section 12, said meeting to be held immediately after the adjournment of the annual meeting of National Division Officers, to transact all business pertaining to their office. Special meetings may be called upon the written request of a majority of the members of the National Division Executive Board, such requests being forwarded to the Chairman of the National Division Executive Board by registered letter. Such petitions shall state the reason for calling a meeting and shall allow sufficient time for each member of the National Division Executive Board to receive ten (10) days notice of such meeting prior to the date. Copies of such notices shall be forwarded by the Secretary of the National Division Executive Board to all other National Division Officers.”

In compliance with Article 6, Section 6 of the National Division Bylaws this petition is being sent to the National Division Executive Board Chairman via registered mail and email, and he is being requested to schedule this meeting. Also, the National Division Executive Board Secretary is requested to notify all Executive Board members of the location and specific time of this meeting via certified mail stating the reason for the meeting is to discuss the 2022 National Division Budget and the propriety of expenditures associated with the structural realignment of BMWED. The Executive Board Secretary is also instructed to provide copies of this notification to all other National Division Officers.


In Solidarity,



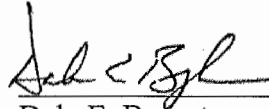
Dennis R. Albers
ND Executive Board Chairman



Staci R. Moody-Gilbert
ND Executive Board Secretary



Jeffery L. Fry
ND Executive Board Member



Dale E. Bogart
ND Executive Board Member

CC via Email: BMWED President Simpson
BMWED Secretary/Treasurer D. Joynt
BMWED Vice President J. Dodd
BMWED Vice President S. Gerie
BMWED Vice President R. Sanchez
BMWED Vice President B. Glover
BMWED Vice President L. Below

Sent via Email and Registered Mail

June 14, 2021

President Simpson,

This is official notification from the Majority Members of the BMWED National Division Executive Board that you are not to expend any National Division funds on “founding conventions” as outlined in your recent correspondence disbursed via a June 11, 2021, Email by Mr. P. Kennedy, or any other post correspondence. As allowed by Article 6, Section 6 written request has been drafted by a majority group of National Division Executive Board and a meeting is requested in conjunction with a National Division Association meeting to address this serious issue.

We refuse to approve the disbursement of funds because your proposal was performed in secret outside of any National Division meeting, and because your proposal would severely damage the welfare of the Brotherhood of Maintenance of Way Employees Division – IBT. If you move forward with any expenditures related to this issue, such action will be seen as an unauthorized use of funds and appropriate action will be taken.

Article III Section 1 of the BMWED National Division Bylaws requires the National Division President to submit a message setting forth the affairs of the BMWED during his term of office and suggestions for legislation and changes in Bylaws for the best interest of the BMWED. He is also to set forth other suggestions and recommendations as he may deem advantageous to the BMWED and its members. Since your reelection at the 2018 National Division Convention, you have never indicated to a National Division body that you were even remotely thinking about the drastic plan you have recently proposed. Thus, expending funds without first outlining your plans does not comport with Article III, Section 1 of the Bylaws and thus it would be wholly improper to approve any expenditures in connection with your plan.

Another important reference here is to the damage your proposal would do to our financial position. You are reminded that by letter dated February 12, 2021, to National Division Officers, S/T David Joynt outlined a budget at your direction, which stated that you and he worked together to achieve a balanced budget “all-be-it by a razor thin margin”. Additionally, that letter reads:

“However, in order for this budget to be accomplished over the next fiscal year requires sacrifices, difficult decisions, and some changes in habits and work processes for all of us. As you will see, when we go through the membership numbers at our meeting, we must reduce our costs at every opportunity because we all know our membership is not at a point where they would tolerate a dues increase. No officer that I know of wants to consider a dues increase, except as a last resort.”


Importantly on February 18, 2021, there was a meeting of National Division Officers, which was followed by a meeting of the National Division Executive Board. During the meeting of the National Division Officers S/T Joynt presented a 2021 Budget Report and then provided a proposed budget for fiscal year 2022. The financial reports were adopted at the National Division Officer meeting with there never being a mention about expenditures for seven (7) founding conventions in September and October 2021. Likewise, during the meeting of the National Division Executive Board on February 18, 2021, S/T Joynt again presented the BMWED Financials and the proposed budget for fiscal year 2022. Again, there was never a mention about any significant expenditures on “founding conventions” for a major recalibration of the BMWED.

Based on the information that was provided, the Executive Board approved the 2022 budget. Now, just a few months later you are proposing massive expenditures that will harm our union financially and you have not provided a proposal for the potentially multi-million dollar expenditure. The Budget that was approved provides you with the necessary funds in which to administer the affairs of the BMWED and you are not to expend any additional funds without Executive Board approval. It is also noteworthy that we have incurred additional expenses months into the fiscal year by extending out the National Division Internal Organizers. Consequently, the razor thin balanced budget we approved is already out of balance.

The National Division Budget was balanced on a razor thin margin, and you are expected to operate within that budget unless we incur unplanned and unforeseen emergencies, and your "founding conventions" plans are not an emergency. In addition to notifying, you of our rejection of spending on this proposal, you are further notified that the undersigned will not consider Disbursements exceeding income from dues and investments (Article V Section 3) if any funds are spent on this proposal. Clearly spending on these "founding conventions" will exceed our investments and dues.

You are directed not to expend any National Division Funds on mailers, material, equipment, attorneys, consultants, or any other expenditure in connection with this plan until the Executive Board has a chance to meet to vote on whether to approve funds.

Sincerely,



Dennis Albers
ND Executive Board Chairman



Staci Moody-Gilbert
ND Executive Board Secretary



Dale Bogart
ND Executive Board Member – East



Jeffery Fry
ND Executive Board Member – West



BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION
OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS

Freddie N. Simpson
President

David. D. Joynt
Secretary-Treasurer

June 21, 2021

Mr. Jed Dodd
Vice President At Large
BMWED National Division
702 Annin Street
Philadelphia, PA 19147

Re: Appointment of Chairman of The National Railroad Passenger Corporation (Amtrak)
Joint Protective Board

Dear Sir and Brother Dodd:

I am writing to advise that effective immediately, I am hereby designating you as the Chairman of the founding of The National Railroad Passenger Corporation (Amtrak) Employer Joint Protective Board Convention, pursuant to the provisions of Article XIX, Section 1 of the Brotherhood of Maintenance of Way National Division Bylaws.

As Chairman, you are authorized and responsible for conducting the founding Convention of The National Railroad Passenger Corporation (Amtrak) Employer Joint Protective Board, to be held on September 1 & 2, 2021, which includes the formation and selection of Bylaws and Rules Committees Members and Advisors. The Committee Members must be selected from those Delegates or Alternates that are elected by their respective Local Lodge for the founding The National Railroad Passenger Corporation (Amtrak) Employer Joint Protective Board, while National Division Officers and/or Staff should be selected to serve as Advisors, unless otherwise expressly authorized by me.

Please contact Executive Assistant to the President, Peter Kennedy should you require any assistance in coordinating Committee meetings, etc. Your dedication and service to the membership is most appreciated.

Fraternally yours,

Freddie N. Simpson
President

cc: National Division Officers
Z. Voegel
P. Kennedy

Exhibit 15

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BMWED Restructure to Provide Single Systems for Members on Each Class 1 Railroad

Published: Jun 22 2021 2:09PM



Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

June 22, 2021

BMWED Restructure to Provide Single Systems for Members on Each Class 1 Railroad

*Same Employer, Same System, Same Dues, Same Representation Will
Streamline and Strengthen Our Union*

Dear Brothers and Sisters:

The current structure of our Union weakens the voice and strength of the rank and file membership. The current composition of our Union is a century old and no longer comports to the current rail industry, and it does not deliver the best and most efficient representation our membership deserves. Over the last thirty years, our employers have merged and reorganized operations and labor relations. Our Union has not met the challenge with new organization of our own. As a result, there are often many Federations with different dues

structures and bylaws representing members on a single employer and with the same agreement. This structure hurts our ability to deliver effective representation to the membership which is the whole reason for our existence.

The job of the System Federations under our Bylaws is to enforce the collective bargaining agreements, negotiate agreements, and generally work to improve the working conditions of the members. BMWED members on one employer should pay for one General Chairperson and not several. BMWED members on one employer should speak with one voice to management and not several. Currently we have situations where a BMWED General Chairperson on one employer with a few dozen members has as much to say as the BMWED General Chairperson who has two thousand members. Management uses this structural problem in our Union to pit us against each other for Management's benefit at the expense of the membership. The multiple General Chairpersons operating in this system may think it should continue but I do not believe that this would be in the best interest of the membership. Correcting this problem will improve the representation of the membership by our Union.

Therefore, I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters and call for a founding Convention of all of the Local Lodges on the following railroads: Amtrak, Norfolk Southern, CSXT, BNSF, UP, CP and CN. These Local Lodges will form a new single system to represent BMWED members on each of these railroads. At these founding Conventions the delegates from the Local Lodges on each railroad will elect new officers and adopt new bylaws to organize all BMWED workers on one employer under a single banner. This will result in a more efficient use of dues and more strength when dealing with management. Dues money currently in the accounts of the current systems to which the members currently belong will be transferred to the accounts of the new system on a per capita basis.

Smaller properties like Conrail Metra, Keolis, NICTD, KCS, York Rail to name a few, and which cannot support their own system based upon membership levels, will be assigned to the new larger systems in accordance with National Division Bylaws. However, we will ensure that these properties are not divided up into different systems and will be assigned in a way that will maximize their unity in dealing with railroad management.

BMWED-IBU



We will hold these founding Conventions during the months of September and October of this year. The new Federations will not be effective until January 1, 2022. This will provide time for an orderly transfer of funds and ensure any work in progress is continued. It will also ensure that the changes do not interfere with the current election of International Teamster officers.

Each Local Lodge is entitled to send a delegate to the founding Convention for their respective employer. The costs of sending a delegate to their founding Convention must be borne by the specific Local Lodge sending such delegate. To be elected delegate you will need to have 24 months' continuous good standing and to be a member of the Local Lodge. All members in good standing of the Local Lodge will receive 15 days' notice of the time and place for this delegate election. The delegate election must be by secret ballot. Local Lodge Secretary Treasurers will be sent information about how to conduct the election and will be sent credential forms to provide to the delegate to present to the founding Convention. This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Division or Federation; however, if a delegate is not elected by a Local Lodge, that Local Lodge will not be represented when the new System Division or Federation is formed, but will be governed by the new System Division or Federation.

Please do not consider this as a criticism of the current System Federation officers representing BMWED workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. Our current structure impedes any elected officer in performing his or her job in the most effective way possible for the membership. I would expect that many of the current officers will be running for office in the new System Division or Federation on these merits. However, the current design of the Systems is inefficient, unwieldy, confusing to the rank and file and does not provide the most effective representation possible. The purpose of establishing this new single System Division or Federation for each large employer is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. None of us are blameless in creating and sustaining this system; nevertheless, it is far past time to fix the problem and move our Union forward for the benefit of the rank and file membership.



Fraternally yours,

A handwritten signature in black ink, reading "Freddie N. Simpson", is centered below the text "Fraternally yours,".

Freddie N. Simpson
President

National Division Officer Letter of Support for Same Employer, Same System, Same Dues



BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION
OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS

Freddie N. Simpson
President

David. D. Joynt
Secretary-Treasurer

June 22, 2021

WE STAND IN SUPPORT OF SAME EMPLOYER, SAME SYSTEM, SAME DUES

Brothers and Sisters:

We stand united in support of President Simpson establishing System Divisions and Federations for each major freight railroad employer and Amtrak in accordance with the authority granted to him by the membership under the BMWED National Division Bylaws.

The railroads have spent the last 30 years consolidating to form larger, stronger and more profitable railroad systems with centralized power structures. The most effective way to combat this is to fight each employer with a centralized voice. But our current organization of having multiple System Divisions and/or Federations on an individual Railroad allows the railroads to divide and conquer us. It also allows them to pit our internal competing interests against each other. For many years, President Simpson strongly encouraged the System Divisions and/or Federations to merge and consolidate for the purpose of building a more centralized representation structure that would ultimately build unity and strength at the bargaining table for members working for the same railroad.

All the while, he was urging voluntary realignment; President Simpson held the authority to carry out such changes through the BMWED National Division Bylaws. However, it was not his desire to exercise such authority. Rather, it was his hope that the needs and interests of the membership would drive the rationalization of their System Divisions and Federations on each railroad employer. To the credit of previous and current System Division and Federation officers; there have been changes to the System Divisions and Federations, but these changes were inadequate for reaching the level necessary to achieve real transformation for our Union.

Maintenance of Way workers deserve a centralized System Division and Federation representation structure that provides them with the same dues for the same working conditions and rates of pay that they share on a single railroad employer. Maintenance of Way workers deserve representatives that are focused on issues wholly specific to a single railroad employer, which will provide for the representatives being more effective at representing the members. In short, Maintenance of Way workers deserve a single, united, powerful and authoritative voice at the bargaining table when dealing with their unique and respective issues on a given railroad. Maintenance of Way workers will only get this if President Simpson acts under his authority.

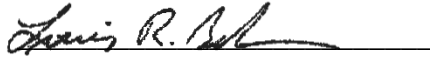
41475 Gardenbrook Road
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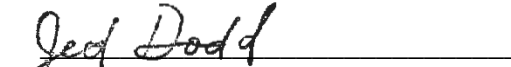


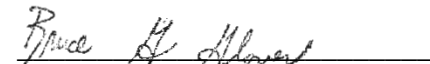
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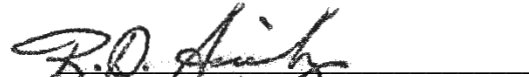
Therefore, we stand united in support of President Simpson establishing a System Division and/or Federation for each major freight railroad employer and Amtrak, and we look forward to the strength, unity and power it will bring to BMWED members on each railroad employer.

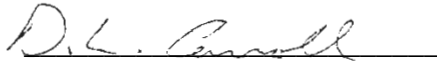
In support and solidarity,



Louis R. Below
Vice President

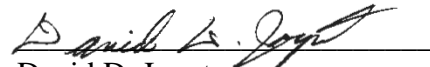

Jed Dodd
Vice President


Bruce G. Glover
Vice President


Roger D. Sanchez
Vice President


David L. Carroll
Executive Board Member


Jack E. David
Executive Board Member


David D. Joynt
Secretary-Treasurer

The ayes have it. It's adopted.

(Applause)

COMMITTEE CHAIRPERSON

DODD: This brings us to Resolution Proposal No. 66.

PRESIDENT SIMPSON: Brother Dodd, can you hold for just a second?

COMMITTEE CHAIRPERSON

DODD: Yes.

PRESIDENT SIMPSON: The Chair intends to speak on this motion, and, in accordance with the Bylaws, I would like to turn the Chair over to Brother Randy Cook for this one resolution.

VICE PRESIDENT COOK:

Continue, Brother Dodd.

COMMITTEE CHAIRPERSON

DODD: Proposed Resolution No. 66 concerning establishing one federation, one voice, on each Class 1 railroad and establishing a passenger rail federation.

Is there a desire for me to read it?

UNIDENTIFIED DELEGATES:

Yes.

COMMITTEE CHAIRPERSON

DODD: No problem.

...Committee Chairperson Dodd read the following:

PROPOSED RESOLUTION NO. 66

RE: ONE FEDERATION ONE VOICE ON EACH CLASS ONE RAILROAD: ESTABLISH A PASSENGER RAIL FEDERATION

(ADOPTED AS AMENDED)

WHEREAS, The National Division BMWED has a system and federation structure that was established in the 1960s and generally reflected the railroad management that existed at that time. With the rise of global capital and deregulation, railroad management radically changed and these new management mega-structures are radically different. The system divisions and federations did not change to reflect these new structures and as a result we often have half a dozen system federations representing the same workers on one railroad. This weakens unity because we do not always speak with one voice to the management. This results in the loss of power when trying to resolve our issues; and

WHEREAS, This situation facing passenger rail workers is even more aggravated because passenger rail workers have issues unique to passenger rail such as

but not limited to Federal and State funding, additional regulatory issues, a different infrastructure upon which to work, the movement of people versus freight, and a myriad of other issues; and

WHEREAS, Important issues facing the membership are not given the attention they should because of the fragmented administrative structures which are established to give them a voice; and

WHEREAS, If workers on one railroad could speak through one administrative structure their voice would be unified and the issues directly affecting those workers would be given clarity and focus and the solutions could be approached with greater unity and strength;

THEREFORE BE IT RESOLVED, That Local Lodge 3068 present pass this resolution for consideration by the third quadrennial convention of the Brotherhood of Maintenance of Way Employees National Division of the International Brotherhood of Teamsters, direct General Chairperson Dodd to present this resolution to President Simpson for the consideration of the Resolutions Committee to this convention and go on record urging President Simpson to explore all steps to establish a Passenger Rail Federation to represent the passenger rail workers in this National Division and in conjunction with the support of National Division officers and the federations to establish one federation for each of the major Class 1 railroads in the United States; and

BE IT FURTHER RESOLVED, That all reasonable efforts be made to ensure that all officers and staff affected by the establishment of these new federations shall be reasonably accommodated and to the extent possible made whole in the transition; and

BE IT FURTHER RESOLVED, That National Division shall commit the material resources to ensure that these new Federations are established and functioning as a fighting voice for the rail workers of this National Division.

...The motion was moved for adoption and seconded by several unidentified delegates.

VICE PRESIDENT COOK: All right. It's been moved and seconded. I know there's discussion. I'll recognize microphone No. 1.

BROTHER FREDDIE N. SIMPSON, Lodge 671: Delegate Local Lodge 671, Paris, Kentucky. I rise in favor of Resolution No. 66. Before I tell you why I'm in favor, I'm going to give you a little point to consider. I believe today that the Bylaws convey upon the President the authority to establish joint protective boards

without the influence of any of the officers in that resolution. So today I think it could be accomplished without the resolution.

However, moving this Brotherhood forward, we've done these mergers and things voluntarily for twenty years, and we're going to continue to do that. This resolution, in my mind, simply pushes us a little farther down the road and gives us some impetus to get more things done.

I rise in favor of this resolution because we have members today with the same agreements that have different union representation. They have different union dues. They have different local lodges. They work side by side every day on the railroad but they still go to different local lodge meetings on the weekends. It's a long-past overdue to get these members working together in the same local lodges pulling the wagon in the same direction on all of these big railroads and small railroads, for that matter. Thank you very much.

VICE PRESIDENT COOK: Thank you, Brother.

I recognize microphone No. 2.

BROTHER JOHN A. MOZINSKI, JR., Lodge 249: Yeah, Local 249, Burlington Northern System. I ask to have Resolution No. 66 be amended to have paragraph 5 starting with and then -- "and in conjunction with the support of National Division officers and the federations to establish one federation for each of the major Class 1 railroads in the United States" be removed from there.

I mean, I support it, majority of why, but the reason we should amend it to read how I edit it, is because --

VICE PRESIDENT COOK: Brother, Brother, you actually are debating. We actually need the wording of your amendment.

BROTHER MOZINSKI: Oh, okay. All right. Well, I mean, then I would just have that deleted and then it would read "in

this National Division; and Be It Further Resolved." I have a copy I can bring you.

VICE PRESIDENT COOK: Could you go over that one more time since there was a little bit of confusion? Tell us what paragraph it is and give us the wording one more time.

BROTHER MOZINSKI: Paragraph 5, bottom sentence starting with the word "and."

"and in conjunction with the support of the National Division officers and the federations to establish one federation for each of the major Class 1 railroads in the United States." That would be removed.

VICE PRESIDENT COOK: Is there a second?

...The motion was seconded by several unidentified delegates.

VICE PRESIDENT COOK: All right. Brother -- it's been moved and seconded to amend by --

Okay. Striking the first Therefore Be It Resolved, to strike everything from "in conjunction with the support" -- all the way to the end. That's correct?

BROTHER MOZINSKI: Correct.

VICE PRESIDENT COOK: Can you bring a copy to the committee so that they can look at it, please.

Okay, Brother, I'll allow you to talk in favor of your amendment now, please.

COMMITTEE CHAIRPERSON

DODD: Brother Cook, has it been seconded?

VICE PRESIDENT COOK: Yes.

COMMITTEE CHAIRPERSON

DODD: Can we comment briefly on this?

VICE PRESIDENT COOK: As soon as he comments on it, I'll allow the committee to respond.

COMMITTEE CHAIRPERSON

DODD: Sure.

VICE PRESIDENT COOK:

Because we're on the amendment now, your

mikes may be -- we're talking on the amendment, so you're either for or against the amendment.

Okay. Brother, proceed.

BROTHER MOZINSKI: Three-minute time?

VICE PRESIDENT COOK: Yes. Thank you, Brother.

BROTHER MOZINSKI: Okay. The reason why I'm for the amendment is from reading it -- I mean, my amendment now -- it would be voluntary. I mean the guys that are voluntary, if you want to merge, you want to merge. But it's not forced.

They talk about how they want to make all these bigger systems. But for the newer guys, look at how many new guys do you meet where they don't even know who the general chairman of the system is? You tell them their name and they're, like, well, geez, I don't even know who that is. That's how these big systems would be. I mean, BN, example, 1 through 900, that would be

-- the general chairman would never be around, he wouldn't be seen. The interaction with the membership would be down.

When you have these big systems, it just does not work as well. These littler systems work a lot better.

(Applause)

I would just ask you guys vote independently on this. I mean, look at it. Your lodge has sent you here, look at the amendment in the whole. Do you want to be forced? I mean, voluntarily if we think it's right, but, I mean, we shouldn't be forced to do something we don't want to do.

(Applause)

VICE PRESIDENT COOK: Brother Dodd, would the committee like to respond?

COMMITTEE CHAIRPERSON

DODD: Sure. The amendment is remarkably similar to actually the original resolution that Lodge 3068 sent in. The rest of it got changed by the Resolutions

Committee. I don't think -- being a member of Lodge 3068, I don't think we would have a problem with this amendment and would support it. Thank you.

(Applause)

VICE PRESIDENT COOK: It's been kind of difficult to see who got to the mikes first. We intend to let everybody speak that wants to speak.

Mike 6.

BROTHER DALE BOGART, Lodge 1632: I'm opposed to the amendment on this. Brother Simpson went up there and outlined how we have brothers out there from the same road sharing the same work, different general chairmen, different dues. Why is this amendment only good for passenger rail and not good for the freights if this is actually what you guys are trying to push?

(Applause)

VICE PRESIDENT COOK:
Microphone 1.

BROTHER DAVID CARROLL, Lodge 104: President Simpson just spoke as to the system federations have multiple systems cover one railroad, and that is true; however, the general chairmen all work together when it comes to agreements on those roads.

And he also spoke about the members belonging to one lodge. We have a hell of a time today the size of our systems and region gangs getting guys to the meetings as it is. To make them belong to one lodge would be ludicrous. They'd never get to a lodge meeting where they actually had a voice.

(Applause)

VICE PRESIDENT COOK: There's someone at the parliamentary inquiry mike.

BROTHER ED LONG, Lodge 482: Yes. I might be mistaken, and I want to see this in writing at some point. Was this amendment dealing with passenger --

merging of the passenger only, not included on the Class Is?

VICE PRESIDENT COOK: It was just to strike that last sentence and the first therefore.

BROTHER LONG: Thank you.

COMMITTEE CHAIRPERSON

DODD: The effect of the amendment would do just that.

VICE PRESIDENT COOK:
Microphone No. 2.

BROTHER LOUIS BELOW, Lodge 914: I rise to speak against the resolution. We have a lot of general chairmen sometimes in one agreement, and it actually works very well. It frustrates the hell out of the carrier. Each group gets represented by their general chairman.

I work tirelessly with general chairmen from the UP, and I just can't for the life of me see the logic in having one general chairman speak for everybody on the Union Pacific Railroad. And sure as

hell, as soon as you align yourselves with the railroads, they're going to change. UP may become one big railroad, or three railroads become two, or two become four. Then what are you going to do? Are you going to align yourself again with the rest of the railroads?

We shouldn't be changing our structure just to align ourselves up with the Class Is and the passenger rails. We've got a couple of small commuter lines on the West Coast, we take care of them very well. We don't need to lose them to a passenger federation.

Brother Dodd and I have been very close friends. Over many years he's handled Amtrak in an exemplary fashion, and we work together very well on that. But we've also got a Herzog-owned railroad on the West Coast that just became organized a couple years ago, and we're very proud of how we've handled that group, and I think

we service them very well. So I rise against this. Thank you.

(Applause)

VICE PRESIDENT COOK: Thank you, Brother.

Microphone No. 6.

BROTHER JOHN MILLER, Lodge 1632: I oppose this resolution. I think I agree with Louis. We represent both freight and Amtrak guys, and I think we represent them very well, and I think there's no reason to change what we have now. That's all.

VICE PRESIDENT COOK: Parliamentary inquiry.

UNIDENTIFIED BROTHER: Mr. Chairman, are we speaking on the amendment or are we speaking on the actual resolution?

VICE PRESIDENT COOK: We're speaking on just the amendment.

UNIDENTIFIED BROTHER: So we haven't gotten into the resolution yet, just the amendment?

VICE PRESIDENT COOK: Just the amendment.

Microphone No. 6.

BROTHER HAYWARD GRANIER, Lodge 1165: General Chairman ICGF Federation, Local Lodge 1165. Fellas, I have been here since '73. I've been attending conventions since '75 or so. And there's an old retired guy back there, Dean Riley, who discussed this at that convention. And he simply said it was the big fish eating the little fish.

My entire federation is made up of smaller railroads. And just because this organization doesn't recognize CN as being one of the top four, that means the 16 remaining federations are going to eat themselves.

I've been in negotiations with Louis. I've been in negotiations with several

general chairmen. And I know what it's like, members first. Yes, we take care of our members. But too many general chairmen take care of their members at the expense of my members. And I can get my guys from Mid South and South Rail to speak up on this, they'll verify this. Gateway Western also.

I represent my guys, but never at the expense of your people. And this is just authorized raiding. If you want to do that, if you have the authority to do it, do it. Let's not even talk about it, I'm done with this piranha stuff.

(Applause)

VICE PRESIDENT COOK: Thank you, Brother.

Microphone No. 6.

BROTHER ED LONG, Lodge 482: Hard act to follow right in front of me here. I have all the same feelings that Hayward has and the other speakers against this motion for the same reasons that they have

spoken against this motion. I think mergers should be voluntary between the membership here. This is about the membership, okay? They should have a voice in who is representing them, and I stand against this motion.

(Applause)

VICE PRESIDENT COOK: Thank you, Brother.

Microphone No. 6.

BROTHER MURPHY EVANS, Lodge 1171: IC Federation Lodge 1171. I'm against this merger. I'm for the amendment but I'm against the merger. We feel that the men should vote on this themselves. The men know what they really want to do. We don't feel that our members need to be forced into anything, and I really would like to see -- I mean, we have problems, like anybody else, they have problems. But we need to resolve this within the small railroads that know their members, and the

members know their general chairmen.

Thank you. I guess I'm at a loss of words.

But I do think that the men should have this right to decide if they want to merge with an organization rather than be forced to go to another organization. Thank you.

(Applause)

VICE PRESIDENT COOK: Thank you. I see nobody at any further mikes, so we're voting on the amendment, only the amendment.

The question is on the motion to amend by striking in the first Therefore to be Resolved, that language in the last where it begins "in conjunction with the support of the National Division officers and the federations to establish one federation for each of the major Class I railroads in the United States, and."

All in favor of the amendment, say aye.

All opposed?

The noes have it.

We're back on the Resolution 66. Is there any more discussion?

Microphone No. 2.

BROTHER GEORGE

LOVELAND, Lodge 783: Just as somebody that represents the members on a daily basis, I try to get out and talk to the members. And I don't get around as much as I'd like to but I do try. The members already feel like they're disengaged from their union. If we get this huge mega union, mega system, they're going to be more disengaged, they're not going to know who the local chairman is. Our local chairwoman gets out and visits, they know who she is. I think the people like that, they need that. They don't want to be just a number, they want to be involved, they want to be somebody. That's why I'm against this. Thank you.

(Applause)

VICE PRESIDENT COOK: Thank you, Brother.

Microphone No. 2.

BROTHER DAVID TAYLOR, Lodge 526: Lodge 526, Childress, Texas. I rise against this resolution, brothers. I come from a federation that was dissolved and forced into another federation without us having any say in the matter. It was a horrible experience. I'm still bitter over it. I hate it. And I rise against anything that would allow something like that to continue.

The Mountains and Plains is gone and there's nothing I can do to bring it back. I know I have got to step forward and live through it. But I rise against this motion.

And also I have another question, another issue with it, is why are we trying to make a federation for each carrier, but then we're going to separate each carrier and have another federation for passenger rail? So here I am part of the BNSF, I'm

going to have one federation for the BNSF, but then because BNSF has passenger rail, there's going to be another federation taking over that part of it and it's going to be confusion. So I rise against this motion. Thank you.

(Applause)

VICE PRESIDENT COOK: Thank you, Brother.

Microphone 6.

BROTHER ROBERT WINTER, Lodge 704: What have we become? This has all the appearance of a corporate power grab instead of the essence of brotherhood that we're supposed to be doing here. We have one part of our union that strives for diversity, and it's probably the best thing we've had going. Now we want to eliminate that diversity by lumping the passengers here, the freights here.

What's the funding going to be? If the passengers are all in one spot, are we all going to equally fund them from freight

monies as well? Because their contracts are much more difficult than ours based on the fact that they have to have federal and state funding.

I just think that at this stage of the game we need to pull together. It's been working. I don't see where the freight members that are representing -- or I should say the freight systems that are representing some of the passenger members are doing them that much harm. I just think we need to pull back together here and move forward instead of trying to split off and emulate the corporations. Thank you.

(Applause)

VICE PRESIDENT COOK: Thank you, Brother.

Microphone No. 2.

BROTHER PERRY RAPIER,
Lodge 3017: I stand against this resolution just on the idea that the dissolution of our smaller federations -- speaking from someone that is part of a smaller federation

-- we have stood and fought the good fight for many years. I've been raised in a union home. I grew up and I witnessed the fights that have been enduring. And we're still here standing strong. We have young men standing up and wanting to take on the fight that you guys have brought for us and all the things that you have won.

And I really do feel that a dissolution of these small memberships will -- as it has been stated, it will further divide the young men that is hard to engage these guys into what's going on inside this room. And becoming a large -- becoming part of a large corporation, as I feel, we're going to lose that.

We're not going to know who our representatives are. We're not going to have a rapport with them. It's going to be hard to get ahold of them and it's going to be hard to have a conversation with them because they're going to feel like just a number, not a man, whereas right now I know I can go

to any one of the representatives of our federation. They know me by name. They know my friends by name, my co-workers, my brothers and my sisters, and we can actually make something out of this.

If we start to begin merging and coming together like this, I see it as a divide, not an opportunity for unity; and as a union, that's what we're here to be about.

We said that this is a resolution that's older and needs to be updated with the times when just yesterday we just shot something down that's been in effect for well over a hundred years, and the rebuttal was, "If it's not broke, don't fix it." So why are we can trying to change things now when yesterday we didn't want to change with the times?

So with that being said, once again, I stand against in resolution. Thank you, brothers.

(Applause)

VICE PRESIDENT COOK:
Microphone No. 1.

BROTHER JIM KNIGHT, Lodge 2067: Local 2067, formerly with the Seaboard Federation. Last year we merged in with the Allied Federation.

One of the things that brings me a lot of concern here is I keep hearing a lot of brouhaha about the lack of representation from larger federations. I felt that way as well when I was a small federation. But since I've merged in with the Allied Federation, I've seen a strong, a very strong group of officers who work well together, led by a general chairman who goes to extremes to try to attend every lodge meeting that he can.

So I want to make it perfectly clear to you that a large federation does not demean a federation, it makes it stronger. And I'm very proud to stand up in support. Thank you.

(Applause)

VICE PRESIDENT COOK:
Microphone No. 2.

BROTHER CURT OTERO, Lodge
2857: I appear as an officer and a member
of the busiest commuter railway in
Chicagoland. I stand with Hayward and
against this resolution. We just are on the
verge of settling a contract, working
together with two different federations, the
Burlington and the Rock Island. And I was
there for every meeting, and I didn't see any
problems with working together.

So that's my piece against the
resolution.

(Applause)

VICE PRESIDENT COOK: Thank
you, Brother.

Microphone No. 2.

BROTHER E. W. HARLESS,
Lodge 568: Yeah. Forty-four years I've
been with the Brotherhood, and I've been
representing the men. And I want to tell you
our members are tired, are tired of being

told what to do. All of us should want a
choice.

This here, I stand against this
resolution because, just like Mr. Knight said
-- I know this gentleman and he said by
merging that they had better representation.
But, Brother, that was your choice. It was
your choice.

So now let's not get off what the real
thing is here. We want a choice. We get
told out on the railroad by all these Class I
railroads and everything what to do. Let's
not have this thing pushed down our
throats.

Gentlemen, it's fine if you want to
merge. Do it if it's better for your lodges.
It's fine, but keep a choice. Do it because
you want to do it, not because of something
that is on a piece of paper.

So please, brothers, stand up against
this.

(Applause)

BROTHER ED LONG, Lodge 482:
Parliamentarian inquiry? I lost track of the
"against." I think we've had three "fors."

I'd like to call the question.

VICE PRESIDENT COOK: Well,
you can't really do that from that mike, but
there's nobody at any other mike, so -- oh,
going to mike 2.

BROTHER TERRY BARRETTE,
Lodge 420: I rise against this resolution
simply as a preservation of the checks and
balances we need. Based on Bylaws
changes we made yesterday, there's a
possibility of a National Division President,
a Secretary-Treasurer, a Vice President, a
Vice President At-Large, an Executive
Committee Member and an Executive
Committee Member At-Large from the
same federation. Six. And we need this as --
we need separate federations as -- just as
simple checks and balances. We don't know
what the future holds. Thank you.

(Applause)

VICE PRESIDENT COOK:
Microphone 2 -- or 4, I'm sorry.

BROTHER ED LONG, Lodge 482:
I'm sorry, earlier I was standing at the
question and that's where I thought I would
-- the mike I would use. I don't want them
to think that I'm at the "for." I want to call
the question.

VICE PRESIDENT COOK: Is there
a second?

*...The motion was seconded by
several unidentified delegates.*

VICE PRESIDENT COOK: The
previous question has been moved and
seconded. Those in favor of ending debate,
say aye.

Those opposed?

All right, congratulations. Debate is
closed. The question is on the adoption of
Resolution 66.

Those in favor of adopting the
resolution, say aye.

Those opposed, say no.

UNIDENTIFIED DELEGATE: Mr. Chairman?

VICE PRESIDENT COOK: Yes?

UNIDENTIFIED DELEGATE: Are we voting on the resolution or the amendment?

VICE PRESIDENT COOK: The resolution, and it's done. The amendment was defeated.

UNIDENTIFIED DELEGATE: Point of order.

VICE PRESIDENT COOK: Okay, Resolution 66 is not adopted.

(Cheers and applause)

At this point I will return the Chair back to President Simpson.

PRESIDENT SIMPSON: Thank you, brothers, for the lively debate. We're back on the Resolutions Committee's report.

...Committee Chairperson Dodd presented the following:

PROPOSED RESOLUTION NO. 67

**RE: CONTINUING THE FIGHT FOR HEALTH CARE JUSTICE:
WE NEED SINGLE PAYER WITH MEDICARE FOR ALL**

(ADOPTED)

WHEREAS, Healthcare in the United States remains a national disgrace with the highest costs in the world, ranking 28th in infant mortality and 24th in life expectancy with nearly 50 million Americans having no coverage at all and millions more having such meager coverage that a single major medical event will push them into bankruptcy; and

WHEREAS, For Unions, these high costs have helped to sustain a climate of concessionary bargaining, pushing down wages, causing bitter strikes and lockouts, government imposition of agreements, triggering attacks on public sector workers and retirees and shifting more and more of the costs onto the backs of the workers; and

WHEREAS, We in the United States spend approximately twice as much of our gross domestic product as other developed nations on health care, we remain the only country without universal coverage. Our problem worsens each year as insurance costs increase and as gradual solutions have failed to make a dent in the problem; and

WHEREAS, The United States health system continues to treat health care as a commodity distributed according to the ability to pay, rather than as a social service to be distributed according to need. Insurance companies and HMOs compete not by increasing quality or lowering costs, but by avoiding covering those whose needs are greatest; and

BMWED

BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION

of the International Brotherhood of Teamsters

JOURNAL



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Third Regular BMWED National Division Convention re-elects Simpson and Geller by Acclamation

Brotherhood of Maintenance of Way Employees Division President Freddie N. Simpson and Secretary-Treasurer Perry K. Geller Sr. were re-elected by acclamation at the Third Regular Convention of the BMWED June 24. The re-election of President Simpson and Secretary-Treasurer Geller was met with overwhelming support from the delegation gathered in Las Vegas, sent there to represent the Brotherhood's

506 active lodges.

"I assure you that I will do everything in my power to invest in you, and to provide you with the tools and skills necessary to carry forward the principles and ideals of our great union," President Simpson said. "Together, we will deliberate as Brothers and Sisters, together we will make important decisions, and together we will exit this convention hall strong, united and determined to advancing the cause of our members and all of Rail Labor."

Secretary-Treasurer Geller said, "I am proud

of the accomplishments of the Secretary-Treasurer's Department over the last 10 years. We weathered the economic downturns and have emerged in good financial shape each

Convention, Continued on Page 7

Membership input on bargaining sought
Please complete survey at www.bmwedsurvey.org

"Section 6" notices can be served on the Carriers anytime on or after Nov. 1, 2014 seeking changes in the 2012 National Agreement. Traditionally, we sent a printed questionnaire to members' homes seeking rank and file input on the important bargaining issues for the upcoming negotiations. This year, we are trying something different – more 21st Century – using an on-line questionnaire that will permit members to fill out the survey anywhere they have access to a computer or use of their smartphones.

Filling out the survey is easy. Log on to this website <http://www.bmwedsurvey.org> and follow the on-screen instructions. For those members accessing the site with a smartphone, the website has been optimized when you log in with a phone or tablet and can be accessed by scanning the QR code on this page. You will be prompted to include a unique code number placed on the *Journal's* address label. That number is randomly generated, it **does not** act as an identifier of who input any particular response. We are using the unique numbers to prevent someone from "stuffing" the survey and skewing the results.

The website will be up and running by the time you receive the *Journal*. Additionally, you can request a printed survey be mailed to your home by calling: 1-800-320-5159. The website will remain up and running until Oct. 8; however we strongly suggest you fill out the survey at your earliest opportunity. The deadline for returning the printed survey will also be Oct. 8. Your participation in this survey is an important part of the bargaining process.



Well over 400 delegates, many first timers, debated and decided the future of the BMWED at the 3rd Regular Convention.



Secretary-Treasurer Perry K. Geller Sr. (left) and President Freddie N. Simpson (center), pictured with IBT General President James P. Hoffa, were re-elected by acclamation.



Newly elected National Division Officers and Executive Board Members are: Top (L-R) E-Board Member Roy Miller, E-Board Member Staci Moody-Gilbert, E-Board Member Gary Marquart, Vice Pres. Sean Gerie, E-Board Member Jack David, E-Board Member Jed Dodd, E-Board Member Dennis Albers. Bottom (L-R) Vice Pres. David Scoville, Vice Pres. David Joynt, Sec.-Treas. Perry Geller, Pres. Freddie Simpson, Vice Pres. Roger Sanchez, Vice Pres. Bruce Glover.





IN MEMORIAM

Charles L. Blackmon

Brother Charles L. Blackmon passed away April 23, 2014 at the age of 86. He was a machine operator and a long-time member of Allied Federation Local Lodge 702.



A life-long resident of Castleberry, Ala., Brother Blackmon is survived by his wife, Maudell, a daughter and son-in-law, two granddaughters, and three great-grandchildren.

"My condolences go out to the Blackmon family upon the passing of Brother Charles," BMWED Pres. Freddie Simpson said. "Our brotherhood is saddened by the loss of our colleague and friend. Please accept my deepest sympathies."

Trinidad F. Lopez

Brother Trinidad F. Lopez passed away peacefully in Hayward, Calif. May 1, 2014. Brother Lopez was 101 years old.



Brother Lopez was a member of the BMWED Unified System Division Local Lodge 407 since Sept. 25, 1937. He retired as a track foreman in the Southern Pacific Railroad in 1974.

Born on May 26, 1912 in Mexico, Brother Lopez immigrated to the United States as a young child, became a Naturalized Citizen as a young man, and began work on the railroad while taking evening college courses. He was preceded in death by his wife of 42 years, Antonia.

"Brother Lopez was a hard-working railroader who lived to a grand age of 101 years," BMWED Pres. Freddie Simpson said. "Rail-

road retirement was good to Brother Lopez, and Brother Lopez was good to his family, friends, and Brotherhood. Our deepest sympathies go out to his family and friends."

Ronald F. "Ron" Liberty

Brother Ron Liberty passed away Thursday, July 3, 2014, in Winnipeg, MB Canada, surrounded by his loving family. He was 65.

Brother Liberty began his railroad employment on the Ontario Northland Railway in 1969 and held positions as a laborer, bridgeman, oiler helper, truck driver, painter and painter foreman.



A member of Lodge 2697, he was elected and served as Local Chairman in 1974, Joint Protective Board Member in 1976, Executive Board Member in 1979 and General Chairman-Secretary-Treasurer of the Western System Federation in 1983 prior to becoming System Federation General Chairman in 1995.

Brother Liberty was elected to Vice President, Canada at the 44th Grand Lodge Convention in July 2002 and held that position up until his retirement from the union in 2005. After his retirement, Ron served as manager and president of Canadian Legion Branch 252 in Winnipeg.

Brother Liberty leaves behind his loving wife Jo Anne, his three daughters, two sons, twelve grandchildren and two great grandchildren.

"Brother Ron was a good man with a big personality and an even bigger heart," BMWED Pres. Freddie Simpson said. "He was a strong and devoted supporter of our Brotherhood and of the rights of railroaders, not just in his native Canada, but wherever in this world men and women drove spikes. Brother Ron will be greatly missed and my deepest and most sincere condolences go out to his lovely wife, Jo Anne, and the remainder of the Liberty family."

QR Codes

A QR code (Quick Response Code) is a two-dimensional code that can be scanned with a mobile phone to gain access to specific information via the mobile web.



Scan me to Visit the BMWED website!



How to Use QR Codes

To access the information, you will need to download one of several free QR Code reader apps on your smartphone. When you see a QR Code, focus your camera on the image and the application will recognize the code and automatically open up the link to display the web content.

LOCAL LODGES

Please notify the BMWED National Division of the passing of any retired BMWED member.

Call (248) 662-2660 extension 636.

BMWED Division JOURNAL CONTENTS

May/June, 2014 ■ BMWED DIVISION JOURNAL ■ VOLUME 123 ■ NUMBER 3

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Perry K. Geller, Sr.
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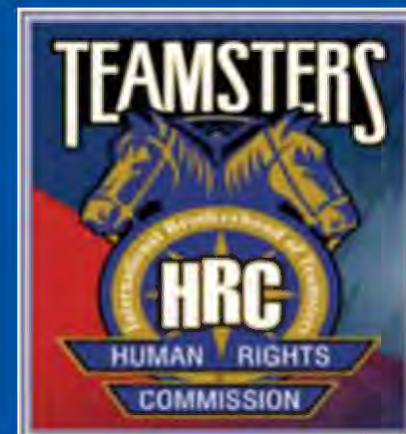
Third Regular BMWED National Division Convention re-elects Simpson and Geller by Acclamation	1	Letter: Union members must stick together	9
BMWED Member Survey	2	A Detailed Review of the RRB Appeals Procedures	10
In Memoriam Charles L. Blackmon	2	A tribute in verse to railroaders	11
In Memoriam Trinidad E. Lopez	2	Job Opening	11
In Memoriam Ronald F. "Ron" Liberty	2	Death Benefit Department	11 - 12
BMWED remembers our fallen Brothers	3	IBT Human Rights Commission Volunteers Needed	12
QR Codes	3	RRB Financial Reports	12
Apple and Android Setup Instructions	3	Affiliated System Federation holds convention, elects officers	13
S.C. Railroad Retirement Club flourishing	4	President's Perspective	14
FRA Issues New Rules for Adjacent Track Protection	4	Roll of Honor	15 - 16
2014 BMWED Scholarship announcement; enrollment now open	5	Union Leaders Encourage Administration To Look Again At Steel Imports	16
Congress Needs to Declare Independence from Trade Deal	5	The John Edgar Thomson Foundation	16
The James R. Hoffa Memorial Scholarship Fund Announces This Year's Essay Contest Topic	6	Secretary-Treasurer's Report	17
Retirement Changes During 03/01/2014 to 04/30/2014	7	Around the Brotherhood	18
Thanks to your essential support, DRIVE remains strong	8	Third Regular Convention of the BMWED photos	21 - 22
A Reminder on Holiday Rules	8	BMWED Director Randall Brassell retires after 40-year career	23
RRB Announces Additional Pre-Retirement Seminars for Railroad Workers, Spouses in Pittsburgh, St. Paul, and Kansas City	9	IBT Human Rights Commission Volunteers Needed	23
		Your Track to Health	24



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Learn more about the Teamsters Human Rights Commission and how you can participate.

Contact BMWED Vice President Roger Sanchez at (281) 354-4812 or by email at lodge1507@aol.com.



BMWED remembers our fallen Brothers

Tragically, over the four years since our last Convention in 2010, 28 of our Brothers died while working on the railroad. Their deaths are somber reminders that the work we engage in daily is fraught with danger and peril. We miss our friends, our colleagues, and our Brothers. They will never be forgotten. Below is BMWED Vice President Henry Wise's remarks during the Convention, along with the names of our fallen Brothers.

MEMORIAL SERVICE

Thank you, brothers and sisters. This is the most difficult yet most appropriate business of our convention, and I thank Brothers Simpson and Geller for scheduling this memorial service during the opening of our convention as a sign of respect for our fallen members.

Today we pause to pay tribute and honor to those brothers and sisters who paid the ultimate price at the cost of a paycheck since our last convention. Our fond memories of these individuals are etched in our hearts. Their time came much too soon and they had so much left to do. They were our friends and family. They were our co-workers. They were our neighbors. But, most importantly, they were our brothers and sisters, and they were just like us.

Just like each of us, they worked long, hard days to put bread on the family table and a roof over their heads. They suffered through the stifling heat and bone-chilling cold to do their part for the railroad and their country. They've been taken away from us way too soon, and these brothers and sisters will forever live in our hearts.

Let us pay our solemn respect to those who have gone on before us in the line of duty. We pray that God Almighty will watch over their loved ones and give them strength and protection. Brothers and sisters, I ask you to please stand for this memorial service in tribute of our fallen.

Vice President Wise read the following:

Brother Robert Ramirez; Baldwin Park, California; March 20, 2010.

Brother Norman Hicks; Orange, New Jersey; August 16, 2010.

Brother Andrew Weaver; Cool Rapids, Minnesota; September 1, 2010.

Brother Craig J. Aasan; Onawa, Iowa; June 30, 2011.

Brother Elmer Hulse; Abilene, Kansas; August 28, 2011.



Brother Bernard T. Burrows; Harve De Grace, Maryland; September 19, 2011.

Brother Fidel Arias; Denver, Colorado; October 8, 2011.

Brother Neil "Tommy" Touvell; Amarillo, Texas; January 9, 2012.

Brother Carter L. Perry; St. Louis, Missouri; January 25, 2012.

Brother Brian Honeycutt; Charlotte, North Carolina; May 21, 2012.

Brother Jack Gronewold; Camp Point, Illinois; June 21, 2012.

Brother Jason L. Lacy; Eagles Nest, Arizona; July 27, 2012.

Brother Loren Daswood; Nelson, Illinois; August 15, 2012.

Brother Alejandro V. Baroni; Bayonne, New Jersey; August 22, 2012.

Brother Max Alvarez; Arizona; October 15, 2012.

Brother William G. Fidler, Jr.; Gladspings, Virginia; December 5, 2012.

Brother Joseph Drewnoski; Black Mountain, North Carolina; May 5, 2013.

Brother Robert Luden; West Haven, Connecticut; May 28, 2013.

Brother Luis Mercado; Chicago, Illinois; July 5, 2013.

Brother Jeremy Westfall; Philadelphia, PA; July 15, 2013.

Brother Randolph Kemp; Philadelphia, PA; July 15, 2013.

Brother Thomas F. Tarchak; Harpursville, New York; August 26, 2013.

Brother Arnaldo G. Barrera, Jr.; Corpus Christi, Texas; September 4, 2013.

Brother Eloy Vigil; Socorro, New Mexico; October 17, 2013.

Brother Stanley Chandler; Cuba, Missouri; November 5, 2013.

Brother Paul Castle; Fostoria, Ohio; November 12, 2013.

Brother Terry Fitzgerald; Quincy, Florida; December 12, 2013.

Brother Carl Harris, Luther; Oklahoma; February 28, 2014.



Apple Setup Instructions

From your Apple device, open the App Store, single click the Search button that is in the bottom, right corner. At the top of the screen, type "rss" in the search field and click Search. Scroll down the results until you get to XFeed RSS Reader and click it. You will be presented with more info on the application. Single click the Free button so it changes to say Install. Single click the Install button so the app is added to your phone. Once finished, click the icon to start the app. Single click the Plus button at the bottom of the screen and type <http://www.bmwe.org/rss.xml> in the feed URL box. Single click Search so the feed can be found.

Android Setup Instructions

Open the Market. Single click the Search button in the upper, right hand corner. At the top of the screen, type rss in the search field and click Search. Scroll down until you get to "gReader (Google Reader / RSS)" and click it. Single click the Download button. Single click the "Accept & download" button. Once downloaded click the "Open" button. Select your Google account and click "Allow." Single click the + in the upper right-hand corner and type <http://www.bmwe.org/rss.xml> in the feed URL box. Select Search. Once the feed is found click the + sign to add the feed.



Scan me for instructions to download the app for BMWED news

S.C. Railroad Retirement Club flourishing

The RRC formed a local chapter outside of Florence, S.C. in order to stay connected throughout their retirement years. In the words of RRC Pres. and co-founder James Williams:

We the members of the Railroad Retirement Club were brought together through our various employment within the railroad industry. During our many years of working together, we shared a variety of experiences, from logging thousands of miles up and down the highways and byways to sharing the same meals and sleeping quarters.

We began our careers in our early years hoping to enhance our ability to provide for our families. The railroad industry provided us a means of upward mobility. But, along with that upward mobility came various challenges, everything from hard work to enduring extreme working conditions. Because the pay was above average, so were the demands, work schedules that were different from those experienced in most other industries, to enduring weather and conditions that test a person to the core of their very existence. During it all, having to tolerate some people who took it upon themselves to



Railroad Retirement Club officers and membership, along with BMWED President and RRC member Freddie Simpson, met earlier this year in Kingstree, S.C. to discuss important topics pertaining to retired railroaders. From left, Joe Myers, Ralph Allison, RRC Pres. James W. Williams, Chester Wilson, BMWED President Simpson, and David White.

try and make things even more difficult than they needed to be.

Through all of the challenges and experiences we formed lasting relationships and brotherhoods. One of the brotherhoods was based on a need for someone to advocate for better working conditions, pay, healthcare, retirement benefits, etc. These are a few of the many reasons we continue to have strong feelings toward the Brotherhood of

Maintenance of Way Employes – IBT, because we can all attest to the fact that without the “Brotherhood” being a constant support for us and our families, many of us would not have survived the difficulties involved in negotiating with company officials who are trained to do what is in the best interest of the company.

BMWED Pres. Simpson agreed: “I share the same views and

beliefs of the members and leadership of the Railroad Retirement Club of Florence, South Carolina. Their commitment to the local community and to our Union are ideals that should be a model for other BMWED retirees around the country. Supporting those who labor, and our retirees is something we should all care about.”

FRA Issues New Rules for Adjacent Track Protection

After a long series of delays, protestations by the industry, and several petitions for reconsideration, the Federal Railroad Administration issued a Final Rule for adjacent track protection on Jan. 9, 2014 with an effective date of July 1, 2014. All railroads were required to complete training on the new adjacent track rule prior to the July 1st effective date.

Roughly 25 percent of all roadway worker fatalities since 1997 have occurred on an adjacent controlled track with track centers of 19 feet or less. Therefore, the Final Rule is intended to improve roadway work safety by requiring certain mandatory safety measures when adjacent controlled tracks are present and a roadway worker on the ground is engaged in a common task with one or more Roadway Maintenance Machines on an “occupied track.”

The Final Rule adopts several important new definitions: “Adjacent controlled track,” means a controlled track whose track center is spaced 19 feet or less from the track center of the occupied track. “Occupied Track” means a track on which on-track, self-propelled

equipment or coupled equipment is authorized or permitted to be located while engaged in a common task with a roadway work group with at least one of the roadway workers on the ground.

The revised regulation unfortunately contains a myriad of exceptions which have been incorporated into the Final Rule by FRA in response to petitions for reconsideration filed by the Association of American Railroads (AAR), American Short Line and Regional Railroad Association (ASLRRA) and the American Public Transit Association (APTA). All three petitions for reconsideration claimed the rule was too restrictive and too costly to implement. The Final Rule, published Jan. 9, 2014, was amended by FRA in response to the AAR, ASLRRA and APTA petitions.

In the end, however, the Final Rule does provide several of the core improvements that BMWED fought to gain over the past eight years. Despite several broad exceptions incorporated into the rule by FRA, many more members will have the benefit of mandatory adjacent track protection under the Final Rule than existed prior to July

1, 2014. What are these core improvements?

1. Mandatory adjacent controlled track protection under most conditions when a roadway worker(s) on the ground is engaged in a common task with a least one Roadway Maintenance Machine on an occupied track and track centers are 19’ or less.
2. Section 214.336(d) provides full discretion to the Roadway Worker in Charge to protect adjacent tracks outside of the mandatory requirements of the new rule:
 - (d) **Discretion of roadway worker in charge.** Nothing in this subpart prohibits the roadway worker in charge from establishing on-track safety on one or more adjacent tracks as he or she deems necessary consistent with both the purpose and requirements of this subpart.
3. The on-track safety briefing must include information about any adjacent tracks, on-track safety for such tracks, if re-

quired by this subpart or deemed necessary by the roadway worker in charge, and identification of any roadway maintenance machines that will foul such tracks.

4. A requirement that all on ground personnel and machines **cease work and occupy a predetermined place of safety** upon receiving Train Approach Warning (watchman/lookout) or, alternatively, a notification that the roadway worker in charge intends to permit one or more train or other on-track equipment movements through the working limits on the adjacent controlled track, when trains pass on an adjacent controlled track at greater than 25 MPH (freight) or 40 MPH (passenger). Work may only resume after the **entire movement** clears each component of the gang.
5. Restrictions on the type and location of work allowed to be performed when trains pass on an adjacent controlled track at less than 25 MPH (freight) or 40 MPH (passenger).

For additional information about this new FRA regulation, please see 49 CFR 214.336 or contact the BMWED Department of Safety in Washington, D.C. at 202-508-6449.

2014 BMWED SCHOLARSHIP ANNOUNCEMENT; ENROLLMENT NOW OPEN

BMWED members and their dependents encouraged to apply

Pursuant to BMWED Resolution #38, reaffirmed by the 2014 BMWED Convention, two annual scholarships in the amount of \$2,000.00 each will be awarded in November 2014 to BMWED members or eligible dependents, with preference given to applicants enrolled or scheduled to enroll in an accredited college or university in the pursuit of labor-related studies. The annual scholarship award is designed to encourage and recognize the achievements of BMWED members and their dependents, and to assist them in obtaining a college education.

"This is an especially important benefit to BMWED families in light of the escalating cost of higher education," said BMWED President Freddie Simpson. "For many working families, the cost of a college education has become largely unaffordable. The BMWED scholarship is intended to help educate the future leaders of our nation and our unions, and will serve to strengthen Organized Labor's efforts to protect workers' rights and preserve the middle class."

ELIGIBILITY:

Applicant must be: (1) a dependent of a BMWED member in good standing who is a high school senior enrolled or planning to enroll in an accredited college or university, or a full-time undergraduate or graduate student enrolled at an accredited college or university; or, (2) a BMWED member in good standing enrolled as an undergraduate or graduate student at an accredited college or university.

Preference will be given to applicants pursuing the study of labor-related subjects or pursuing a degree in labor-related subjects.

APPLICATION PROCEDURE:

To apply for the BMWED scholarship, an applicant must meet all the eligibility requirements and submit via mail the following: (1) A completed application form (available on line at www.bmwe.org); (2) Most recent academic transcript (if applicable); (3) College entrance examination, i.e., ACT and/or SAT scores (if applicable); (4) A list of extra-curricular, community service and/or union activities; (5) A statement of 300 words or less written by the applicant outlining his or her employment history and career goals; and, (6) A statement of 300 words or less written by the applicant explaining how the BMWED has impacted his or her life.

SELECTION CRITERIA:

Three (3) applications verified to meet all necessary criteria will be selected by random draw from the pool of applications received by the close of business on October 31, 2014. The selected applications will be copied and distributed to the BMWED Vice Presidents who will independently review and rank each application on a scale of 1 - 3, with 3 being the highest ranking and 1 being the lowest ranking. The two applicants garnering the highest aggregate rankings will receive notice of the scholarship award in November. Any tie in ranking score will be decided by the National Division President based upon his final review of the tied applications.

The BMWED Scholarship award check will be made out directly to the college or university where the award recipients are enrolled or accepted for enrollment. Upon notification of the

award, it will be necessary for each recipient to furnish the National Division President with information to facilitate the issuance of the award check payable to the accredited college or university where the applicant is accepted or enrolled.

Application materials must be submitted by mail* (USPS or UPS only) and be received by BMWED at the address below no later than the close of business October 31, 2014. Faxed or emailed applications will not be accepted. Please submit to:

BMWED Scholarship
Attn: Rick Inclima
International Brotherhood of Teamsters
25 Louisiana Ave., NW, 7th Floor
Washington, DC 20001

An application form and a complete description of the application procedures and eligibility requirements can be downloaded from the Brotherhood's website at www.bmwe.org. Any questions regarding the BMWED Scholarship or application process may be forwarded via e-mail to BMWED Director of Safety Rick Inclima at Ricki@bmwe.org or by calling 202-508-6449.

**Note: Pursuant to Teamster policy, delivery of any package or mail by non-union carriers will not be accepted by the Teamster's shipping/receiving department. Therefore, to assure delivery please mail through the United States Postal Service [USPS] or United Parcel Service [UPS] only.*

Congress Needs to Declare Independence from Trade Deal

Millions of Americans joined in on the celebration of the 238th birthday of this great nation in July. But while we honored U.S. independence, a proposed 12-nation Pacific Rim trade deal could take away the federal government's ability to enforce a law allowing it to favor American companies when purchasing goods.

The "Buy American" procurement program has been on the books for more than 80 years. But it has become a target, thanks to the Trans-Pacific Partnership (TPP) deal currently being negotiated. The pact would remove the ability of the U.S. to prioritize companies located in this country when making government purchases.

There is an estimated \$1,500 that every state taxpayer sends each year to Washington to procure goods. Much of that money is funneled back into American jobs thanks to Buy American. But the TPP would allow foreign companies to compete for the tax dollars of Michigan residents.

Under the trade agreement, the U.S. government would be required to grant all firms operating in any TPP country the same access as American companies to federal government procurement contracts over a certain value. The ban on preferential treatment for U.S. firms on obtaining government contracts would result in



James P. Hoffa, General President, International Brotherhood of Teamsters

the offshoring of hundreds of millions in tax dollars now recycled into the U.S. economy.

In essence, the U.S. would be trading preferential access to the \$556 billion U.S. federal government procurement in exchange for just \$53 billion worth of new national procurement markets overseas. That seems like a bum deal.

The TPP would allow Chinese-government-owned firms in Vietnam to undercut American businesses in order to gain U.S. government business. They can do that because the average minimum wage salary in Vietnam is 52 cents an hour. But does it make sense to allow such Communist-owned companies to handle work dealing with, for instance, U.S. national security? Hell no!

America became the world power that it is today by taking tough stands. Congress needs to assert U.S. independence now by standing firm against this TPP provision and allowing the Buy American program to flourish.

Sign up for BMWED News Alerts and get the latest news sent directly to your email account. To sign up, visit the BMWED webpage at www.bmwe.org, or send your name and email address to: dyack@bmwe.org, along with a request to be added to the BMWED News Alert list.



The James R. Hoffa Memorial Scholarship Fund

Announces This Year's
Essay Contest Topic

*"The vast majority of
union members make
more than the minimum
wage. Why should
Teamsters care what the
minimum wage is?"*



For an application, contact your
Teamsters Local Union office
or visit www.teamster.org

Deadline for submissions is
September 30, 2014

*For students attending a community college,
4-year institution or a technical/vocational
program, age 23 and younger, who are the
son, daughter or financial dependent of an
eligible Teamster Member Relation (as
defined in the application).*

Win
CASH
for Class



RETIREMENT CHANGES DURING 03/01/2014 TO 04/30/2014

*** May 2012 ***				
ROBERT L. CHRISTIAN	BURL	2643	BNSF	05/31/2012
*** March 2013 ***				
GORDON K KRESS	AT&SFF	2402	BNSF	03/31/2013
*** April 2013 ***				
LAWRENCE E SMITH	PENN	3075	NRPC	04/30/2013
*** June 2013 ***				
FREDERICK J BANFORD JR	PENN	3012	NRPC	06/29/2013
*** July 2013 ***				
FRANK W BARNES	AT&SFF	0493	BNSF	07/01/2013
JASPER L SKEENS	ASF	0551	NS	07/31/2013
*** August 2013 ***				
GERALD BULLIS	PENN	3005	NRPC	08/02/2013
STEVE HOLMES	PENN	3039	NRPC	08/08/2013
*** September 2013 ***				
JAMES G CLARK JR	SOU	0542	NS	09/01/2013
ALBERT J HILL	CRSF	0882	CSXT	09/28/2013
*** October 2013 ***				
MAURICE LOWRY	C&E	1003	UP	10/01/2013
MICHAEL D DEVIIT	CRSF	1978	CSXT	10/18/2013
JAMES W KILIAN	CRSF	0866	CSXT	10/26/2013
*** November 2013 ***				
SAMUEL H WILSON	PENN	3014	NRPC	11/07/2013
*** December 2013 ***				
SALVADOR VALENCIA JR	AF	1254	UP	12/01/2013
RONALD W COLLINS	CRSF	1350	NS	12/01/2013
M C MONAGHAN	CRSF	0891	CSXT	12/04/2013
RONALD J PAGOTTO	CRSF	1350	NS	12/11/2013
DONALD L ANDERSEN	USD	0342	UP	12/27/2013
JAMES O WADE	AT&SFF	0518	BNSF	12/28/2013
JAMES E MORRIS	AF	1064	CSXT	12/30/2013
RONALD A LISZEWSKI	PENN	3012	NRPC	12/31/2013
MICHAEL J GANZER	USD	1879	UP	12/31/2013
JAMES A GRISS	USD	0899	UP	12/31/2013
*** January 2014 ***				
STEVEN R PALMER	BURL	1832	BNSF	01/01/2014
GARY J WALTER SR	PENN	3016	NS	01/02/2014
EARNEST R ADKINS	SOU	0523	NS	01/03/2014
DONALD REDMOND	USD	0377	UP	01/06/2014
PAUL MATTHEWS	PENN	3039	NRPC	01/09/2014
JERRY B MORGAN	USD	1879	UP	01/09/2014
JEFFREY C LOINING	WCSD	1710	WCL	01/09/2014
RUDOLPH TREVINO	USD	0899	UP	01/10/2014
LAWRENCE R TRNKA	USD	0278	UP	01/10/2014

JERRY D HAMAKER	USD	1709	UTAH	01/24/2014
JOHN D CULBERTH	AF	2915	FEC	01/28/2014
LLOYD W PYE	AF	1064	CSXT	01/29/2014
KENNETH D JEFFERS	ASF	0888	NS	01/31/2014
KEVIN R DENNER	USD	1227	UP	01/31/2014
DENNIS T MC INTOSH	USD	0686	UP	01/31/2014
LUKE MC THIAS	USD	1862	UP	01/31/2014

*** February 2014 ***

JAMES R MILLER JR	BURL	0509	BNSF	02/01/2014
ARTURO T RAMIREZ	BURL	0798	BNSF	02/01/2014
WILLIAM C SNELL	BURL	0798	BNSF	02/01/2014
DALE C HUDYMA	BURNOR	1189	BNSF	02/01/2014
GARY J KARNOWSKI	BURNOR	1296	BNSF	02/01/2014
RICHARD A LYNCH	SOU	0546	NS	02/01/2014
DELAND O HUMPHERYS	USD	0369	UP	02/01/2014
STEVEN D DUMOND	BURNOR	0706	BNSF	02/02/2014
BERNARD L MARTINEZ	AT&SFF	0204	BNSF	02/03/2014
JAMES B MASHEK	BURL	1108	BNSF	02/04/2014
EDWARD L EMERICK	AF	1556	CSXT	02/05/2014
ISIDRO G ESPINOZA	BURNOR	0159	BNSF	02/06/2014
GUS BLANKS JR	BURL	1302	BNSF	02/07/2014
JAMES B LANIER	BURL	0798	BNSF	02/08/2014
RANDY A PICKEL	BURL	0509	BNSF	02/10/2014
MICHAEL T BRUSKI	BURL	1302	BNSF	02/11/2014
GARY L SWANSON	BURL	1214	BNSF	02/15/2014
ROGER L THOMPSON	BURL	1108	BNSF	02/15/2014
JAMES W BATES	BURL	2852	BNSF	02/21/2014
RONALD G ROUNDS	CRSF	0882	CSXT	02/21/2014
GARY HEISER	ASF	0226	NS	02/24/2014
GLEN D MANIER	AF	0725	CSXT	02/28/2014
JACK R TENNIS	AT&SFF	0518	BNSF	02/28/2014

*** March 2014 ***

JOHN M BURESH	BURL	2920	IAIS	03/01/2014
CHARLES F PITZEN	BURL	0509	BNSF	03/01/2014
RONALD J SABATA	BURL	1320	BNSF	03/01/2014
WALTER T DUNHAM	BURNOR	0750	BNSF	03/01/2014
WILLIAM D DYKHOFF	BURNOR	1326	BNSF	03/01/2014
DANIEL J HELBLING	BURNOR	0306	BNSF	03/01/2014
GARY L MILLER	BURNOR	0104	BNSF	03/01/2014
DANIEL L ACETA	CRSD	2906	NJT	03/01/2014
THOMAS G STERF	BURNOR	1280	BNSF	03/03/2014
DAVID G CABLE	USD	0239	UP	03/04/2014
CARSON JONES	AF	1376	CSXT	03/06/2014
PATRICK B GRAYBILL	ASF	0599	NS	03/07/2014
TERRY E COVEN	BURL	0014	BNSF	03/07/2014
KENNETH D COLE JR	BURL	1214	BNSF	03/15/2014
WILLIAM F VAN CLEAVE	AF	0409	CSXT	03/19/2014
J D MC KINSEY	USD	0686	UP	03/23/2014
BRADLEY C OLSON	USD	0437	UP	03/24/2014
JON P HARKENDORFF	BURL	1316	BNSF	03/25/2014
MICHAEL A HUNT	CRSF	1396	NS	03/29/2014
BRUCE D LIPPERT	USD	0216	UP	03/31/2014

*** April 2014 ***

THOMAS B BARBER	CRSD	2910	SPTA	04/01/2014
DONALD A MORGAN	SOU	0804	NS	04/01/2014
ROLANDO C RAMOS	USD	1096	UP	04/01/2014
KENNETH K WALBERG	BURL	1490	SOO	04/02/2014
MICHAEL F GAUL	USD	2431	DMER	04/02/2014
ANTONIO F MORALES	USD	2431	DMER	04/02/2014
GREGORY L BEAU	WCSD	2927	WCL	04/03/2014
JOHN C BREITENBACH	WCSD	2926	WCL	04/04/2014
ORAN B BROWN	WCSD	2927	WCL	04/04/2014
JAMES M KEMPINGER	WCSD	2928	WCL	04/04/2014
PATRICK E SCHUMACHER	WCSD	2927	WCL	04/04/2014
JOHN W STRAHL	WCSD	2926	WCL	04/04/2014
ALDEN C WESTBY	WCSD	0472	WCL	04/04/2014
KENNETH R WILT	AF	1556	CSXT	04/30/2014

Change of Address Request

Please remember to notify your System Office or the National Division of any change of address or telephone number. It is vital that this information be kept current. Railroad employers do not always provide this information to the BMWED. Phone numbers can be found at BMWED.org.

Convention, from page 1

time. Through prudent investments and portfolio diversification, we have reaped the benefits of a rebounded stock market and I am proud to report that your Brotherhood today is on sound financial footing with a stable membership and a bright future."

Newly elected Vice Presidents Sean Gerie (Northeast Region), Bruce Glover (Northwest Region), and David Scoville (West Region) join re-elected Vice Presidents David Joynt (At-Large) and Roger Sanchez (South Region) to fill out the National Division Officers. Executive Board members elected on Tuesday include Jack David (At-Large), Staci Moody-Gilbert (At-Large), Dennis Albers (South Region), Jed Dodd (Northeast Region), Gary Marquart (West Region), and Roy Miller (Northwest Region).

Sister Gilbert made history

within the BMWED by becoming the first female elected to the union's Executive Board in its 127-year history. Gilbert has been a member of the BMWED for more than 20 years and is currently the Chairwoman of the Burlington System Division.

In accordance with the bylaws of the BMWED, the quadrennial convention is held to review the work and accomplishments of the Brotherhood during the past four years. Additionally, delegates convene in order to consider legislation for the benefit and advancement of the membership, amend the National Division Bylaws, elect National Division officers, and to act upon other business that may come before the board.

On the first day of convention, the delegates and guests filled the convention hall to hear key note speeches by Teamsters General President Jim Hoffa, Teamsters Rail

Conference President Dennis Pierce and Teamsters Rail Conference Director John Murphy.

Hoffa, the keynote speaker, brought greetings from the 1.4 million brothers and sisters of the Teamsters and congratulated the BMWED on the 10-year anniversary of the merger.

"It's been 10 years since the merger and it has made us both stronger. My father, James R. Hoffa, had a vision that the Teamsters would be the largest transportation union in the United States. And, when you joined as part of the Rail Conference, we accomplished that goal. We now represent hardworking employees at the ports, on the rails, on the highways, and in the air," he said.

The Director of the Rail Conference and IBT Vice President, John Murphy, told the delegates of the many accomplishments the Rail Conference has made: bargaining national contracts, publication of the

High Alert rail safety reports and working together with the Brotherhood of Locomotive Engineers and Trainmen to fight for funding in Congress for High Speed Rail. "The California High Speed Rail project will, once funded, provided 20,000 full-time jobs during construction and 450,000 jobs when the project is up and running."

Dennis Pierce, President of the Rail Conference and the President of the Brotherhood of Locomotive Engineers and Trainman, a division of the Teamsters Rail Conference, also told the BMWED delegates how important they were as part of the Rail Conference. "I thank the members of the BMWED for the fighting spirit you bring to the Rail Conference. This spirit is needed as we fight back against the War on Workers that is before us."

Day three of the Convention included presentations from Mike Collins of the Railroad Retirement Convention, Continued on Page 9



Thanks to your essential support, DRIVE remains strong



**Director of Government Affairs
Charlie Hogue**

Brothers and sisters, as we all know, decisions made by our elected political leaders and the laws they pass have a profound impact on the lives of our members and their families. The BMWED, your union, is committed to supporting the election of political leaders who understand and support the passage of legislation that will advance the wages, working conditions, and improve the quality of life for railroad workers and their families. Therefore, being a part of a strong political action committee like DRIVE is essential. It's critical. DRIVE is the acronym for our Political Action Committee fund and it stands for "Democrat

Republican Independent Voter Education." Our DRIVE fund guarantees our unified voice is heard in the halls of Congress, which is essential in advancing the wages, working conditions, and livelihoods of our families. That's our job. This is why your participation and contributions to DRIVE are critical.

None of us have millions of dollars sitting around to compete individually with the Koch brothers, Rupert Murdoch, and other uber-wealthy corporate bankrollers in affecting political campaigns, judicial decisions, and legislation. But that doesn't mean that together we can't make a real difference. All of us doing what we can in a unified effort has made a difference in the past and can continue to make a difference in the future.

Brothers and sisters, BMWED members have always stepped up, and going forward we need to step up again. Donating to DRIVE is our collective opportunity to make a tangible difference for ourselves and our families. President Freddie Simpson, Secretary-Treasurer Perry Geller, Teamsters General President James Hoffa, and I thank all of our members who have donated in the past. We're grateful for your generosity and your continued support of Drive.

Every contribution helps us to support those lawmakers who support us and to fight those lawmakers who oppose us and oppose labor's agenda for working Americans.

Remember what I've said two or three times already: The Legislative Department — and all of us in this Brotherhood — our job for our members is to advance the wages, improve the working conditions, and protect the livelihoods of our families. That's what it gets down to, and we can't do it without being politically active.



Every year the BMWED is proud to recognize our top DRIVE contributors, and this year is no different. The announcement of winners of the DRIVE awards follows. Each and every contributor to DRIVE is appreciated and your devoted support assuredly goes toward the betterment of all union-represented workers in various professions across our great country. Our deepest and most sincere thanks go to each of you.

Highest contributing member, Francisco J. Escareno, Local Lodge 922, Unified System Division. (Not pictured)



Highest contributing officer, George Loveland, Vice General Chairman, Burlington System Division.



Highest contributing system or division, Louis Below, General Chairman of the Unified System Division.



System or division with the highest dollar amount per capita, Stacy Moody-Gilbert, General Chairwoman, Burlington System Division.



Highest contributing state, Illinois, Eric Dismuke, State Legislative Director, Local Lodge 818, Allied Federation.



Highest contributing local lodge, Ron Chand, Alternate Delegate, Local Lodge 922, Unified System Division.



Local lodge with the highest dollar amount per capita, Local Lodge 1107, Delegate Robert Odle, Jr., Affiliated System Federation.

State with the highest dollar amount per capita, Iowa, Ron Hoffman, State Legislative Director of Iowa, Local Lodge 1847, Unified System Division. (Not pictured)

A Reminder on Holiday Rules

If you are a furloughed employee of a railroad covered by the U.S. National Agreement with at least 60 days of seniority or 60 calendar days of continuous service preceding a covered holiday, and if you had compensation paid by the carrier credited to 11 or more of the 30 calendar days immediately preceding the holiday, you may be entitled to pay for that holiday even though you are furloughed.

For detailed information contact your General Chairperson.

The complete list of holidays are:

- New Year's Day • President's Day • Good Friday • Memorial Day • Fourth of July • Labor Day • Thanksgiving Day
- Day after Thanksgiving • Christmas Eve (the day before Christmas is observed) • Christmas Day
- New Year's Eve (the day before New Year's Day is observed)



RRB Announces Additional Pre-Retirement Seminars for Railroad Workers, Spouses in Pittsburgh, St. Paul, and Kansas City

Additional locations have now been added to the U.S. Railroad Retirement Board's (RRB) schedule of Pre-Retirement Seminars for railroad employees and their spouses.

Designed for railroad employees and spouses planning to retire within five years or less, the seminars will familiarize attendees with the retirement benefits available to them, and also guide them through the application process. The program is sponsored by the RRB's Office of the Labor Member, and began earlier this year on a pilot basis with seminars held in several locations. Additional seminars, to be held from 8:30 a.m. to 12:30 p.m., have been announced for the following dates and at the following locations:

- **October 3:** Moorhead Federal Building, 1000 Liberty Avenue, Room 1310, Pittsburgh, Pennsylvania 15222.
- **October 9:** Jerome Hill Theater (1st floor), 180 E. 5th Street, St. Paul, Minnesota 55101.
- **October 31:** Richard Bolling Federal Building, 601 E. 12th Street, Cafeteria Conference Room (ground floor), Kansas City, Missouri 64106.

Persons wishing to attend are asked to print and complete a registration form, which is available by visiting the RRB's website at www.rrb.gov, and selecting the Office of the Labor Member's Educational Materials link in the Spotlight section of the homepage. Seminar space is limited and registration is being accepted on a first-come, first-served basis. Completed forms should be mailed or faxed to the RRB office listed on the form as soon as possible.

Individuals who have not previously submitted documents required when filing a railroad retirement annuity application, such as proofs of age, marriage, or military service, are encouraged to bring this material (original documents or certified copies required) to the seminar. Attendees should also bring along an additional copy of each item to leave with the RRB field personnel leading the seminars.

Those unable to attend the seminars but still seeking pre-retirement information should contact the RRB. Individual retirement counseling is available in person at an agency field office, or by phone by contacting the RRB toll-free at 1-877-772-5772.

Letter: Union members must stick together

Dear Editor,

I'm writing today, even though I'm retired, because I still have a strong love for the BMWED. Even today, we continue to have members who will make a deal with a roadmaster or supervisor to benefit themselves. I always wonder why?

How can someone make a deal with the devil, I ask? When the deal goes sour, you will go crying to the union rep, who cannot fix something they had no part in. When you cozy up to management, all you are doing is undermining every union man or woman who came before you. You're undermining the very people who worked hard to establish rights and make it fair and good for all, not just good for one.

The managers love people who do this, because now they own you and know you will do anything they want. How can you sit back and dishonor all the brothers and sisters before you who worked hard to have good agreements, who worked hard to hammer out rules that positively benefit our members? Just think about that friend, or perhaps a family member, who got you a job on the railroad and was, or still is, a good union member.

All you do when you make such shortsighted deals with the boss is totally dismiss that person who originally helped you get hired. I'd just like to know why anybody would go behind the Brotherhood's back to make such deals. All you are doing is showing the carrier that there is a weak link and they can chip away at it. Maybe a non-union railroad is such a place for you to work, so the managers can do what they want to who they want, at any old time? So think about it.

Tom Nall
Westerly, R.I.

Convention, from page 7

Board, BMWED Director of Safety Rick Inclima and BMWED General Counsel Bill Bon, who spoke to the need to stay vigilant in the face of a relentless and targeted attack on unions from the political right.

"Some of those people in the Tea Party that talk about returning to constitutional government, those are really dog whistles for people that want to literally undo every progressive law that has been put in place for working class people since the beginning of the last century," Brother Bon said. "What they're looking to do in terms of the interpretation and application of the Constitution of the United States would make illegal wage and hour laws, would make illegal the Federal Employers Liability Act, would make illegal the Railroad Retirement Act. That's where these folk are coming from. They're really looking to roll us back to a time to make this country look like it did in the post-Civil War period. They are dangerous and they need to be stopped, and they're our mortal enemies."

Throughout the convention, the

delegation discussed and debated a handful of submitted bylaw amendments and proposed resolutions and acted upon each. Bylaws that were adopted will become binding on officers and the membership and will become part of the permanent record. All members are encouraged to check with their local representative and review the convention minutes for a complete and detailed rundown of the proceedings.

A proposed resolution that would have established single federations for each of the Class 1 railroads and created a single passenger rail federation created much debate before it eventually failed. Proponents of the failed Resolution No. 66 claimed it would have modernized the BMWED structure reflective of the current times, providing a "strength in larger numbers" approach. Opponents prevailed in their argument, rallying against the proposal by insisting that federations continue to decide on a case-by-case basis on the merits of merging.

A large contingent of this

conventions delegation were first-time participants. Delegates both young and old clearly worked together without disruption, a good sign for the progress of our union.

"I always come away proud of our membership and the delegation they send to convention," President Simpson said. "The youth movement of our union is a wonderful sight. There was an obvious sense among those in attendance that the BMWED is moving ahead with purpose and vision for all railroad track workers. I am honored and grateful to have the opportunity once again to lead this great Brotherhood forward and excited to be doing so with a fine group of officers."

You can now visit the BMWED on *Facebook* at **Brotherhood of Maintenance of Way Employes**, and follow us on *Twitter* at **BMWEDIBT**.

Do you have an interesting hobby or a great story to tell? Pictures from a recent lodge meeting or event? We want to hear and see them.

Contact the Journal at:

cballew@bmwe.org



A Detailed Review of the RRB Appeals Procedures

Persons claiming retirement, disability, survivor, unemployment or sickness benefits from the Railroad Retirement Board (RRB) have the right to appeal unfavorable determinations on their claims. The following questions and answers describe the appeals process for persons whose claims under the Railroad Retirement Act or Railroad Unemployment Insurance Act are denied, or who are dissatisfied with decisions on their claims.

1. How does a person initiate a review of an unfavorable decision on a claim and what are the time limits?

For all claims under the Railroad Retirement and Railroad Unemployment Insurance Acts there is a three-stage review and appeals process within the RRB.

An individual dissatisfied with the initial decision on his or her claim may first request reconsideration from the RRB unit which issued that decision. An individual has 60 days from the date on which notice of the initial decision is mailed to the claimant to file a written request for reconsideration. This step is mandatory before an appeal may be filed with the RRB's Bureau of Hearings and Appeals.

In cases involving overpayments, an individual has the right to request waiver of recovery and also a personal conference. In order for recovery of the overpayment to be deferred while a waiver request is pending, the waiver request must be in writing and filed within 60 days from the date on which notice of the overpayment was mailed to the beneficiary. A request for waiver received after 60 days will be considered but will not defer collection of the overpayment, and any amount of the overpayment recovered prior to the date on which the waiver request is filed will not be subject to waiver.

2. What are the second and third stages of the appeals process and their time limits?

If dissatisfied with the reconsideration or waiver decision on a retirement, disability, survivor, unemployment or sickness claim, a person may appeal to the RRB's Bureau of Hearings and Appeals, which is independent of those units responsible for initial and reconsideration decisions. An appellant has 60 days from the date on which notice of the reconsideration or waiver decision notice is mailed to the claimant to file this appeal. This appeal must be filed using RRB Form HA-1, which may be obtained from the RRB's field offices or the agency's website, www.rrb.gov. The Bureau of Hearings and Appeals may, if necessary, further investigate the case and obtain reports through the RRB's field representatives, designated medical examiners, and others who may be in a position to furnish information pertinent to the appellant's

claim. If the appeal involves questions of fact, the appellant has the right to an oral hearing before a hearings officer. In cases where an in-person hearing is held, it may be conducted in the RRB office closest to the appellant's home. In some cases, video conferencing or phone hearings are held.

If not satisfied with the Bureau of Hearings and Appeals' decision, an appellant may further appeal to the three-member Board, which heads the agency, within 60 days from the date on which notice of the Bureau of Hearings and Appeals' decision is mailed to the appellant. The three-member Board ordinarily will not accept additional evidence or conduct a hearing.

3. What are the criteria applied to requests for waivers of retirement, disability, or survivor benefit overpayments, and unemployment or sickness benefit overpayments?

A person's obligation to repay any erroneous benefit payments may be waived only if the following conditions are met:

(1) The person was not at fault in causing the overpayment; and (2) recovery of the overpayment would cause financial hardship to the extent that he or she would not be able to meet ordinary and necessary living expenses, or recovery would be against equity or good conscience. "Against equity or good conscience" is defined in the regulations of the RRB as meaning that the claimant has, by reliance on the payments made to him or her, or on notice that payment would be made, relinquished a significant and valuable right or changed his or her position to his or her substantial detriment.

In cases involving unemployment or sickness benefits, there is an additional requirement that the overpayment must be more than 10 times the current maximum daily benefit rate.

Persons requesting waiver may be asked to complete a financial statement on a form provided by the RRB.

4. What happens if a person's appeal is not filed within the prescribed time limit?

Failure to request reconsideration or to file an appeal within the allocated time period will result in forfeiture of further appeal rights, unless there is good cause for the delay. Some examples of good cause include: serious illness; a death or serious illness in the appellant's immediate family; destruction of important or relevant records; failure to be notified of a decision; an unusual or unavoidable circumstance which demonstrated that the appellant could not have known of the need for timely filing or which prevented the appellant from filing in a timely manner; or the claimant thought that his or her represen-

tative had requested reconsideration or appeal. If good cause is not established, further appeal is forfeited, except that the appellant may contest the determination that the request for reconsideration or appeal was not filed timely.

5. Are there avenues of appeal beyond the RRB?

Appellants dissatisfied with the three-member Board's final decision may then file a petition with the appropriate U.S. Court of Appeals to review the Board's decision. In cases involving retirement, disability or survivor claims, the petition for review must be filed within one year after notice of the three-member Board's decision has been mailed to the appellant. In cases involving claims for unemployment or sickness benefits, the petition for review must be filed within 90 days of the Board's decision notice.

6. Can employers contest the claims of their employees for unemployment and sickness benefits?

When an employer is a party to the claim for benefits, that employer may protest the payment of benefits, but such protests do not prevent the timely payment of benefits. However, an employee may be required to repay benefits if his or her employer's protest is ultimately successful. The employer also has the right to appeal an unfavorable decision to the RRB's Bureau of Hearings and Appeals.

7. Where can a person obtain retirement, disability, survivor, unemployment or sickness benefit appeals forms and assistance in completing the forms?

Requests for reconsideration of an initial decision must be in writing, but do not have to be on any specific form. The appropriate form for waiver of recovery of a benefit overpayment is ordinarily enclosed with the overpayment notice. As stated earlier, RRB Form HA-1, which must be used to appeal to the Bureau of Hearings and Appeals and the three-member Board, is available from the RRB's Bureau of Hearings and Appeals, 844 North Rush Street, Chicago, Illinois 60611-2092, or online at www.rrb.gov. This form can also be obtained from any RRB field office, as can assistance in filing a request for review at each of the administrative levels.

Persons wishing to contact an RRB field office can call the RRB's toll-free phone number at 1-877-772-5772. Claimants can also find the address of the RRB office serving their area by calling this toll-free number. Most RRB offices are open to the public from 9 a.m. to 3:30 p.m., Monday through Friday, except on Federal holidays. Field office locations can also be found by visiting www.rrb.gov.





A tribute in verse to railroaders

By Arley M. Bischoff, Lodge # 104, BMWED Burlington Northern System Federation, Spokane, Wash.

Brother Arley M. Bischoff is a proud 55-year lifetime member of the BMWED, Burlington Northern System Federation Local Lodge 104. Brother Bischoff took the time to pen a moving poem that pays tribute to the railroaders who came before him.

Or in his own words: "I felt a need to honor those hard-working gentlemen who served their time in hell! (Below) is my tribute to those 'giants' who came before me. They surely paved the way for a better tomorrow."

We couldn't have said it better, Brother. Thank you for your submission to the Journal. We are proud to run it below:



AN OLD GANDY PASSED AWAY

An old gandy passed away, and as I stood solemn at his grave,
I remembered how the railroad, had worked him like a — slave!

I recalled how he was treated, it was oft — like he was dirt!
He never missed a day of work, though his aching back would hurt.

And no one really gave a damn, how much steel this gandy laid,
Or the ties he hand dug in, and tamped tight with a spade.

Yes — as I began to reminisce, the age of steam meandered by,
Along with things this man endured, swinging pick and spiking tie.

How sweat profusely dripped, lifting rail and ties with tong.
It was a six day work week, the day — ten hours — long.

How he suffered in the winter, he wore but tattered clothes.
His feet were always numb, his hands felt like they were froze.

He swept the switch points clean, during the blizzard's storm.
There was no thing as wind chill, no one cared if he was warm.

Forced to eat his lunch in misery, in the snow and in the rain.
His railroad home — a box car, but ne never did complain.

Lord — the switches he helped lay — he shoveled tons of ballast!
He often smelled of creosote, his hands were rough and callused.

He kept the track bolts tight, he did swing a spike maul hard,
As he labored on the extra gangs, from Spokane to Appleyard.

I doubt if even God could count, the spikes this man has driven,
Just so he could feed his family, eking out a meager livin'.

This old timer couldn't sign his name, he could barely read.
He never failed to pay his dues, he was a rare and special breed.

His customs, his religion, they were different, it was said.
He spoke with heavy accent, still, like mine, his blood flowed — red!

This old G. N. gandy was a brother, Italian, Filipino, Greek,
From Wenatchee or from Harrington, perhaps Lamona — Wilson Creek.

Yes, because of men like him, the track was smooth and straight.
Trains ran at their normal track speed, and they were seldom late.

St. Peter handed him a halo, he passed this life's grueling test,
For the lowly gandy is, the kind of man — that God loves — best!

DEATH BENEFIT DEPARTMENT

REPORT OF DEATH BENEFIT CLAIMS PAID DURING MARCH AND APRIL, 2014

NAME	CITY/STATE	LODGE/SYSTEM/RR	D.O.D.
CARL W. DRAWBOND	BUENA VISTA, VA	0599 ASF/LIFE	03/03/14
MARVIN G. GOULD	WASHINGTON, KS	1316 BURL/LIFE	02/19/14
RICHARD J. GRAY	FINDLAY, OH	1376 AF/LIFE	12/28/12
RICHARD H. HAHN	READING, PA	2780 CRSF/LIFE	03/14/14
CECIL E. ISAACS	NIXA, MO	1353 AF/LIFE	03/01/14
ALVAR R. JARVI SR.	MINOT, ME	0633 NE/LIFE	03/04/14
CARL J. KNUTSON	BILLINGS, MT	0297 BURNOR/LIFE	01/10/14
GEORGE B. LINN SR.	FAIRMONT, WV	0061 AF/LIFE	12/30/12
JUDE F. MAYO SR.	HELENA, MT	0158 BURNOR/LIFE	02/19/14
CHARLES H. MC CLURE	DUBOIS, ID	1402 USD/LIFE	01/24/14
RAYMOND J. MEERIAN	HANOVER, KS	1316 BURL/LIFE	10/19/13
JOHN L. NELSON	PLENTYWOOD, MT	1481 BURL/LIFE	10/12/13
CIRIACO G. NIETO	LA MARQUE, TX	1058 AF/LIFE	07/11/13
ROBERT H. PARKINSON	CENTRALIA, IL	0017 ICGF/LIFE	03/13/14
JOSEPH B. SIMMONS	GRUNDY, VA	0571 ASF/LIFE	02/15/14
ROBERT L. STANDIFER	JACKSONVILLE, FL	0547 AF/LIFE	02/06/14

PAID MARCH 1, 2014 TO APRIL 30, 2014	\$ 8,000.00
AMOUNT PREVIOUSLY PAID	\$45,467,307.75
TOTAL AMOUNT PAID TO DATE	\$45,475,307.75
NUMBER OF CLAIMS PAID – 16	

REPORT OF DEATH NOTICES RECEIVED DURING MARCH AND APRIL, 2014

RANDOLPH O. CORTEZ	LARAMIE, WY	0686 USD/UP	03/18/14
DAVID L. DE FORGE	MISSOULA, MT	0272 BURNOR/BNSF	03/31/14
DAVID W. DUNCAN	TUCSON, AZ	0508 USD/UP	03/22/14
TERRY W. JOHNSON	BERRYTON, KS	2404 ATSF/BNSF	02/23/14
RON NEELD	SPRING HILL, KS	0518 ATSF/BNSF	04/28/14
MICHAEL VANACORE III	FT. PIERCE, FL	2915 AF/FEC	11/24/13
DENNIS WILCOX	IRVINGTON, NJ	2905 CRSD/NJT	01/16/14
LYLE L. WILLS	WISCONSIN RPDS, WI	0239 USD/UP	12/25/13

JOB OPENING

Assistant to the President

The BMWED-IBT National Division Headquarters is seeking applicants for the position of Assistant to the President, with the assigned duties of assisting the Director of Safety and Education Rick Inclima. The position will be headquartered in the BMWED-IBT Washington, D.C. office. Candidates must have strong communication, writing, and analytical skills, excel in their attention to detail and accuracy, be driven, self-motivated, organized, and committed to the ideals and goals of organized labor and the BMWED.

Duties of the support position will vary and will be determined and assigned by the President and/or the Director of Safety and Education.

The BMWED is currently accepting applicants for this position. If you are energetic, confident, motivated and well-organized, we would like to hear from you immediately. Benefit package includes health, dental and optical insurance. Salary is commensurate with duties.

The BMWED is an Equal Opportunity Employer. Resume should detail any safety/regulatory experience and/or adult education and training experience.

Please send resume to:
BMWED/IBT
Attn: Freddie N. Simpson, President
41475 Gardenbrook Road
Novi, MI 48375
fns@bmwe.org

*Note: If sending by mail, please choose USPS or UPS.



FROM THE DESK OF WALTER A. BARROWS
Labor Member

RRB Financial Reports
August 2014

The Railroad Retirement Board (RRB) is required by law to submit annual financial reports to Congress on the financial condition of the railroad retirement system and the railroad unemployment insurance system. These reports must also include recommendations for any financing changes which may be advisable in order to ensure the solvency of the systems. In June, the RRB submitted its 2014 reports on the railroad retirement and railroad unemployment insurance systems.

The following questions and answers summarize the findings of these reports.

1. What were the assets of the railroad retirement and railroad unemployment insurance systems

last year?

As of September 30, 2013, total railroad retirement system assets, comprising assets managed by the [National Railroad Retirement Investment Trust](#) and the railroad retirement system accounts at the Treasury, equaled \$26.7 billion. The Trust was established by the Railroad Retirement and Survivors' Improvement Act of 2001 to manage and invest railroad retirement assets. The cash balance of the railroad unemployment insurance system was \$192.5 million at the end of fiscal year 2013.

2. What was the conclusion of the 2014 report on the financial condition of the railroad retirement system?

The overall conclusion was

that, barring a sudden, unanticipated, large decrease in railroad employment or substantial investment losses, the railroad retirement system will experience no cash-flow problems during the next 25 years. The long-term stability of the system, however, is still uncertain. Under the current financing structure, actual levels of railroad employment and investment return over the coming years will largely determine whether corrective action is necessary.

3. What methods were used in forecasting the financial condition of the railroad retirement system?

The 2014 report projected the various components of income and outgo of the railroad retirement system under three employment

assumptions, intended to provide an optimistic, moderate and pessimistic outlook, for the 25 calendar years 2014-2038. The projections of these components were combined and the investment income calculated to produce the projected balances in the railroad retirement accounts at the end of each projection year.

Projecting income and outgo under optimistic, moderate and pessimistic employment assumptions, the valuation indicated no cash-flow problems occur throughout the 25-year projection period under any of the assumptions.

4. How do the results of the 2014 report compare with those of the 2013 report?

The projected tier II tax rates for each calendar year are either the same or lower than in last year's report. (Railroad retirement payroll taxes, like railroad retirement benefits, are calculated on a two-tier basis.) The projected combined account balances are higher at the end of each year.

The favorable comparison with last year was due to overall favorable economic and employment experience, with the largest impacts resulting from employment exceeding the RRB's projections and actual investment return of approximately 16 percent exceeding the expected investment return of 7 percent in calendar year 2013.

5. Did the 2014 report on the financial condition of the railroad retirement system recommend any railroad retirement payroll tax rate changes?

The report did not recommend any change in the rate of tax imposed by current law on employers and employees.

6. What were the findings of the 2014 report on the financial condition of the railroad unemployment insurance system?

The RRB's 2014 railroad unemployment insurance financial report was also generally favorable. Even as maximum benefit rates increase 41 percent (from \$68 to \$96) from 2013 to 2024, experience-based contribution rates are expected to keep the unemployment insurance system solvent. Unemployment levels are the single most significant factor affecting the financial status of the railroad unemployment insurance system. However, the system's experience-rating provisions, which adjust contribution rates for changing benefit levels, and its surcharge trigger for maintaining a minimum balance,

RRB, Continued on Page 16

DEATH BENEFIT DEPARTMENT

REPORT OF DEATH BENEFIT CLAIMS PAID DURING MAY AND JUNE, 2014

NAME	CITY/STATE	LODGE/SYSTEM/RR	D.O.D.
CHARLES L. BLACKMON	CASTLEBURY, AL	0702 AF/LIFE	04/23/14
CHARLES C. BOYER	TAMAQUA, PA	1923 CRSF/LIFE	09/27/12
MATTHEW L. BROWN	FARWELL, MI	0460 AF/LIFE	09/25/13
RICHARD L. CHAMPION	MILLBURY, OH	1664 CRSF/LIFE	07/31/13
CLARENCE O. DAVIS	GLYNDON, MN	0249 BURNOR/LIFE	05/13/14
JOE DAVIS	CHESTER, PA	0695 AF/LIFE	03/28/14
CHESTER C. FROELICH	SUGARCREEK, OH	2307 CRSF/LIFE	08/12/13
WILLIAM J. GULLEY	VIENNA, IL	0017 ICGF/LIFE	05/08/14
ROBERT HODAPP	FREEPOR, IL	1393 ICGF/LIFE	08/20/13
TRINIDAD F. LOPEZ	BERKLEY, CA	0407 USD/LIFE	05/01/14
JOSEPH J. MITCHELL	SMYRNA MILLS, ME	0633 N E/LIFE	04/27/14
RUSSELL W. MOBRY	FAIRMONT, MN	0036 BURL/LIFE	03/03/14
EDWARD C. PAYTON	ROSEDALE, IN	3060 PENN/LIFE	04/30/14
MARION M. SPACKMAN	MORGAN, UT	0918 USD/LIFE	04/11/14
JOHN T. ROBBINS	PINEVILLE, KY	2606 AF/LIFE	04/10/14
LESTOR L. TISOR	BEACH, ND	0297 BURNOR/LIFE	03/17/14
HOWARD R. TREASE	KELLOGG, IA	0067 ICGF/LIFE	05/13/13

PAID MARCH 1, 2014 TO APRIL 30, 2014	\$ 8,500.00
AMOUNT PREVIOUSLY PAID	\$45,475,307.75
TOTAL AMOUNT PAID TO DATE	\$45,483,807.75
NUMBER OF CLAIMS PAID - 17	

REPORT OF DEATH NOTICES RECEIVED DURING MAY AND JUNE, 2014

MICHAEL W. BATES	DIXON, IL	1152 USD/UP	05/12/14
PATRICK BROUILLETTE	STERLING, IL	1152 USD/UP	05/24/14
DONNIE L. CHANDLER	MARSHALL, NC	0525 SOU/NS	06/21/14
M. HARRIS	AMARILLO, TX	2413 AT&SFF/BNSF	05/27/14
ALLEN J. HAVENS	GRAND JUNCTION, CO	0779 USD/UP	04/11/14
THOMAS J. LOVELL	TORRINGTON, WY	1142 BURL/BNSF	06/10/14
JOHN W. MC PILLIPS	RAPID CITY, SD	2852 BURL/BNSF	05/07/14
PAUL H. MILLER	TULALIP, WA	1426 BURNOR/BNSF	05/12/14
RUDOLPH MOMENT	TAMPA, FL	0547 AF/CSXT	05/26/14
SEAN T. O BRIEN	DERBY, KS	2405 AT&SFF/BNSF	05/20/14



Affiliated System Federation holds convention, elects officers

The Affiliated System Federation held its Quadrennial Convention in Pigeon Forge, Tenn. on May 28-29, 2014. In the two days of convention, the delegates and officers accomplished all the necessary federation business and attended several educational meetings. An election of officers was held and full-time positions were filled with: Jack E. David elected as General Chairman; Johnny Long elected as 1st Vice Chairman; and Justin Blankenship elected as Vice Chairman.

Shortly after the convention opened, the delegates were addressed by National Division President Fred Simpson and Secretary-Treasurer Perry Geller. Other speakers included David Andrzejewski with the Railroad Retirement Board, Charlene Payne with United Healthcare, David Pascarella from our National Division Arbitration Department and Mr. J. P. McNalley with the DARS program.

Also in attendance at convention was BMWED Vice President Randy Cook. General Chairman David said, "Randy Cook has always been a true brother. He has always been there when we needed him and has served our members very well. I am proud to have him as a friend. As he approaches retirement, I want to thank him for his many years of support and we send our best wishes to Brother Cook and his family."

The law firms of Blunt and Associates and Pratt and Tobin also attended the convention. General Chairman David made the following statement, "I wish to thank them, and all of our designated law firms on the national list, for representing our injured members so well."

General Chairman David stated, "Although the convention was a success, the retirements of Brothers Rick Procise and Tom McCoy took with them a wealth of valuable knowledge and a combined 85 years of experience. They most certainly will be missed. It is my wish that their retirement brings with it the very best that life can offer our two brothers and their families."

He continued saying, "I know the challenges that our federation will face in the near future, but the delegates at convention got it right when they elected Vice Chairmen Johnny Long and Justin Blankenship. These two young men continue to impress and inspire myself, as well as all who come in contact with them. They are quick to learn and eager to serve. They have all the qualities needed to help lead this federation into the future."

"I appreciate all of the support received from our National Division Officers, System Officers, our delegates and guests. Together we achieved our goal of conducting a successful convention. The future of our Great Federation looks promising and I am confident that our membership will be well represented," commented General Chairman David.



The ASF held its convention this May. Elected as General Chairman was Jack E. David. Vice Chairmen Johnny Long and Justin Blankenship were also elected by the membership.



ASF General Chairman Jack David congratulates retiring Vice Chairman Rick Procise.





Freddie N. Simpson

PRESIDENT'S PERSPECTIVE

Excerpts from the President's keynote address to the Delegates at the Third Regular BMWED Convention, June 23, 2014

Brothers and Sisters, honored spouses and distinguished guests:

Welcome to the Third Regular Convention of the Brotherhood of Maintenance of Way Employees Division of the Teamster Rail Conference.

It has been 127 years since the founding of our Brotherhood in 1887. On that fateful Sunday morning, the seeds of unionism were sown.

It is from that humble beginning that we find ourselves gathered here today: Strong, United, Determined; 127 years of progress and still on track.

Today, you are the ones who put your necks on the line to represent the men and women who earn their living between the 56½-inches of steel. You are the ones who rise up and demand fairness and justice for your members on the property every day. You are the face, and the backbone, of this great union, and it is because of you that BMWED is still on track and still making a difference in the lives of those we represent.

Today, maintenance of way work is still dangerous and unforgiving. Railroad management continues to be ruthless and unrelenting. And the challenges of the future will continue to be formidable and test our resilience and tenacity like never before. That is why I and your National Division Officers, have aggressively embraced the responsibility of assuring that our present and future union leaders are educated and trained in the ways of union leadership, union administration, and union ideals.

Since our last convention the National Division has conducted dozens of Local Chairman and Lodge Secretary-Treasurer seminars with hundreds of attendees at locations around the nation. Building progressively on our education and training efforts, National Division has also developed an Advanced Officer Training program. These programs are intended to prepare BMWED's next generation of leaders to fight the important battles ahead and keep this great union on track as a progressive and effective advocate for Maintenance of Way Employees nationwide.

I thank each and every one of you for standing strong, for standing tall, and for standing on the principles of unity and solidarity. We could not have achieved these victories on the freight railroads or Amtrak without you!

A changed railroad industry structure has required us to look internally at our own union structure and find ways to adjust to the new realities of a consolidated and powerful U.S. rail system. At the beginning of my presidency in 2004, there were 28 BMWED System Federations and Divisions. Today, there are 16 BMWED Federations and Divisions; larger, stronger, more cost-effective and united. This consolidation among Systems has come

about through a series of voluntary mergers and affiliations since 2004.

Voluntary mergers and affiliations continue to be a priority of my Administration. My goal as President is to have each of the "Big Four" railroads under single property agreements with the best work rules and highest rates of pay preserved for our members on each individual property.

Employment stability is also a priority of my Administration. Over the last four years, BMWED membership has increased approximately 3.4 percent. Additionally, in the last round of bargaining, National Division raised MW pay rates by 19.1 percent over six years and negotiated contracts with various railroads containing provisions that reduce contracting out of maintenance of way work and guarantee the annual hiring of maintenance of way employees.

We bargained the last national contract as part of a Rail Labor Bargaining Coalition. We duplicated this success recently on Amtrak when the BMWED and the BRS joined together in a Passenger Rail Labor Bargaining Coalition to break the Amtrak "wage pattern" and deliver a better contract than would have been possible without that solidarity. Against significant odds, the BMWED delivered higher wages and back pay for our members, with no onerous work rule changes.

I thank each and every one of you for standing strong, for standing tall, and for standing on the principles of unity and solidarity. We could not have

achieved these victories on the freight railroads or Amtrak without you!

As I look around this Convention Hall, I feel good about the future of this great union. I see a lot of new faces; younger members who are attending their first convention as elected delegates. I see our future President, our future National Division and System Officers, and our future appointees. In short, I see the future of this union here before me at this Convention.

The spirit of the emerging generation of BMWED leaders is strong, and you will need every bit of that strength in the months and years ahead. The railroad industry will not be easy on you, just as they have not been easy on any previous generation. You will be severely tested and you will, at times, find your backs up against the wall. And that is when you will realize that your greatest strength lies within yourselves, bound together as Brothers and Sisters by your unity and solidarity.

I assure you that I will do everything in my power to invest in you, and to provide you with the tools and skills necessary to carry forward the principles and ideals of our great union. With your help, dedication, and leadership, I am absolutely confident that BMWED will build upon the progress of the past 127 years and remain on track for generations to come.

God Bless you all, God Bless our Brotherhood, God Bless our troops, and God Bless America. Thank you.

ROLL OF HONOR

10 year MERIT AWARD

ENRIQUE J ALEJO JR	AF-SW	1099	2004
R D ALSUP	AF-SW	2729	2004
MARION L BAILEY	AF-SW	1353	2004
CHARLES R BARKER	ASF	0551	2004
RILEY L BARNES	USD	1020	2004
JUSTIN D BISHOP	AF-SE	0061	2004
CLINTON H BRANCH	AF-SW	1338	2004
QUINCY L BRATCHETT	AF-SW	1058	2004
JONATHAN J BROCK	BURNOR	0389	2004
CHARLES A BROOKS	AF-SW	2286	2004
EDWARD J BROUSSARD	AF-SW	1048	2004
JASON A BUDRECKI	PENN	3005	2004
DEREK L BUTLER	PENN	3012	2004
J M CARLOS	AF-SW	1338	2004
CHRISTOPHER CARRINGTON	AF-SW	1193	2004
ANDREW M CHAVEZ	USD	0874	2004
JASON O COLLIE	AF-SW	2762	2004
BURL R COOK	ASF	0551	2004
WINFRED C CRABTREE	AF-SW	1175	2004
ADAM T CRIGGER	ASF	0568	2004
KENNETH Q CROON	AF-SW	0601	2004
F M CROSS	AF-SW	1099	2004
JEFFERY R DIRDEN	AF-SW	1058	2004
CHAD M DIXON	AF-SW	1175	2004
WILLIAM DRAPER JR	PENN	3095	2004
CHRIS H EDWARDS	AF-SW	0927	2004
HERMAN R ENGLAND JR	ASF	0551	2004
PERCY E FEURTADO JR	ICGF	2154	2004
JOEL T FISHER	AF-SW	1058	2004
M A GARCIA	AF-SW	0644	2004
ROBBY J GARMAN	AF-SW	0345	2004
KEVIN GASKINS	PENN	3014	2004
NELSON GILMORE	AF-SW	1715	2004
LLOYD G GIPSON	AF-SW	0965	2004
MARK GRAY	PENN	3012	2004
JOSHUA R GROUNDS	AF-SW	1058	2004
MARTIN M GUZMAN	AF-SW	0345	2004
JEFFREY S HARBAUGH	AT&SFF	0745	2004
COREY L HARRIS	ASF	0599	2004
JEFFERY A HARSANYNE	ASF	0551	2004
JOHN P HEATH	AF-SW	0203	2004
CARLTON J HENSON	AF-SW	1058	2004
A J HERITAGE	AF-SW	1338	2004
BRICE L HERRON	AF-SW	0601	2004
DUSTIN C HIGGINBOTHAM	CRSF	0076	2004
TONY D HILEMAN	ASF	0571	2004
J D HOLBROOK	AF-SW	0927	2004
R L HOLLAND III	AF-SW	1338	2004
JOSEPH HOLT	AF-SW	0564	2004
JAMES D HOLZER	PENN	3012	2004
TYDRICK J HOPE	AF-SW	1252	2004
KENNETH R HORNE	ICGF	0637	2004
RICKY HOWELL	PENN	3068	2004
FRANK HUGHES	PENN	3068	2004
SCOTT J JOHNIVAN	CRSF	0507	2004
WILLIAM J JOHNSON	AF-SW	2762	2004
G D JOHNSON	AF-SW	0203	2004
AARON JONES	PENN	3012	2004
SEAN P JONES	AF-SW	1058	2004
L JOSEPH JR	AF-SW	1058	2004
MARTIN L KENDRICK	AF-SW	1353	2004
JOSEPH C KUNZE	AF-SW	1058	2004
DAN W LAKE	BURNOR	0272	2004
JOE R LERMA	AF-SW	1058	2004
WILLIAM S LINDSEY	USD	1054	2004
DWAYNE H LOCKHART	ASF	0551	2004
ARTURO L LUJAN	AF-SW	0115	2004
WILLIAM MAHURIN	AF-SW	1058	2004
RONALD B MALDONADO	AF-SW	0675	2004
CODIE C MC FARLANE	AF-SW	2286	2004
DANNY L MELTON	AF-SW	2729	2004
JACKIE D MIDDLETON	AF-SW	2717	2004
MICHAEL C MITCHELL	USD	1227	2004
RICKY L MULLINS JR	ASF	0599	2004
SAMUEL A NETTLES	AF-SW	2286	2004
DARRELL J NEUNER	AF-SW	1353	2004
ROBERT M O NEAL	AF-SW	1338	2004

ANTHONY W OWENS	ASF	0551	2004
ROBERT M PALMER	ICGF	0654	2004
SAMUEL D PAYNE	AF-SW	1041	2004
JESSIE POOLE	AF-SW	0927	2004
DEREK E PREECE	ASF	1464	2004
BRIAN K PUCKETT	CRSF	0507	2004
ERASMO PUEBLA	AF-SW	2754	2004
JOSHUA RAY	AF-SW	0644	2004
DERRICK L RENFRO SR	AF-SW	1058	2004
DENNIS F RICHARDSON	ASF	0571	2004
RICKY L ROBERTSON	AF-SW	1058	2004
DERRICK A ROBINSON	ASF	0551	2004
MAX H SALAIS	AF-SW	2432	2004
PEDRO R SANTOS	PENN	3068	2004
MICHAEL R SCHORI JR	BURNOR	0309	2004
JOEL T SEIBERT	CRSFNP	1664	2004
MICHAEL L SIMMONS	AF-SW	1041	2004
TED D SIMPKINS JR	ASF	0613	2004
JAMES A SNOW	AF-SW	1338	2004
ROBERT J SUTTON	AF-SW	0450	2004
FREDERICK D SYKES	AF-SW	1252	2004
PATRICK E TATE	BURNOR	0389	2004
JOE D TAYLOR	AF-SW	2762	2004
C A THOMAS	AF-SW	1099	2004
BENNY E TILLER	ASF	0551	2004
NICHOLAS C VAUGHN	AF-SW	0944	2004
JOSH D VIERS	ASF	0571	2004
KEN A VOSS	AF-SW	0345	2004
FRANKLIN D WADE	AF-SW	1353	2004
RICHARD E WALLER JR	ASF	0572	2004
WILLIAM C WARBURTON	ASF	0551	2004
ALBERT W WARD	AF-SW	2762	2004
RAYMOND L WARREN	AF-SW	1048	2004
STEVE S WARWICK	BURNOR	0309	2004
TIMOTHY J WATERFIELD	PENN	3012	2004
JOSHUA A WEBB	ASF	1464	2004
JAMES F WILFONG	AF-SW	1353	2004
YARIN WILLIAMS	PENN	3012	2004
V D WILLIS	AF-SW	1058	2004
CLINTON J WRIGHT	ICGF	0654	2004
STEVEN S WYATT	AF-SW	0345	2004

20 year MERIT AWARD

NATHAN S BARRON	BURL	0230	1994
LEON A BERNAL	USD	1381	1994
JEROLD E BUTTRILL	AT&SFF	2409	1994
GREGORY D CHANDLER	BURNOR	0297	1994
LONNIE CURTIS JR	AF-SW	1193	1994
REGINALD L DAY	AF-SW	1715	1994
RALPH C EDGAR	PENN	3082	1994
SCOTT A FEIGNER	BURL	1316	1994
DAVID C GARZA	BURL	1108	1994
GLEN L HACKMAN	BURL	2852	1994
MEDFORD D HARDIN	ICGF	0616	1994
EDDIE L HENDRICKS	ICGF	0616	1994
KENT JEFFREY	PENN	3068	1994
JOHN A JOHNSON	BURL	1142	1994
THOMAS J LATHROP	BURL	2852	1994
JODY A LOZA	BURL	1351	1994
ROBERT S MARTENS	BURL	2852	1994
STEVE B MEEK	AT&SFF	0518	1994
BRUCE A NEPPER	BURL	1108	1994
DOUGLAS W NEWTON	BURL	0788	1994
MICHAEL G NORBERG	AT&SFF	2419	1994
CURT A OTERO	BURL	2857	1994
DANIEL E PALMGREN	BURL	2852	1994
JIMMY L PARNELL	AT&SFF	0493	1994
WILLIAM H PATRICK	ICGF	0616	1994
DENNIS A PHOENIX	BURNOR	0104	1994
GEORGE L PROSENICK	BURL	2852	1994
BRADLEY W RALSTON	BURL	0798	1994
MATTHEW B RODRIGUEZ	BURL	2852	1994
STEVEN R SCHEERER	BURL	0800	1994
THOMAS E SHAW	ICGF	0616	1994
CLINTON W SIEBER	BURL	2852	1994
PAUL SILIS	N E	0090	1994
MICHAEL J SIMMONS	BURL	1105	1994
DENNIS J SLATTERY	USD	1020	1994

MARTIN A SMYTH	BURL	1351	1994
JAMES T STOVER	BURL	2852	1994
ROBERT A SWAIN	BURL	1142	1994
WILFRIDO L TAPIA	USD	1709	1994
WILLIAM R TAYLOR	BURL	1108	1994
WILLIAM J TRUAX	BURL	1074	1994

30 year MERIT AWARD

MELVIN J BATISTE	AF-SW	1048	1984
MARVIN L BEGAY	AT&SFF	2400	1984
BURRIS D BEGAYE	AT&SFF	2417	1984
JOHN H BOWES	CRSD	2910	1984
DOUGLAS A BRADLEY	AF-SW	2762	1984
KENNETH B COUTEE	AF-SW	1176	1984
TYRONE COWARD	PENN	3068	1984
WILLIE S DAUPHINE	AF-SW	1176	1984
FRANK DAVID	AT&SFF	2417	1984
WILLIE P DAVIS	AF-SW	1011	1984
RANDALL R EDEN	USD	1227	1984
ANTHONY C GIGLIO	CRSD	2910	1984
LEWIS J GOMEZ JR	AF-SW	1176	1984
ROBERT R GONZALES	USD	0227	1984
WILLIAM K GRIFFITHS	AF-SW	1176	1984
R A GURROLA	AT&SFF	2418	1984
WILLIE HALEY	AT&SFF	2417	1984
TONY M HINES	AF-SW	1011	1984
ROY HOSTEEN	AT&SFF	2400	1984
REX W JACKSON	AT&SFF	2412	1984
STEVE W KAUFMANN	AT&SFF	2412	1984
SABINO LOPEZ III	AT&SFF	2418	1984
PHIL LYNN	AT&SFF	2417	1984
A A MACIAS	USD	0686	1984
ROBERT H MAES	USD	1862	1984
JOSE MARTINEZ JR	USD	1862	1984
JOSEPH S MEJIA	AT&SFF	2418	1984
ROBERT J MUCCI	PENN	3082	1984
CARL A MULLEN	CRSD	2910	1984
SERGIO F MUNOZ	AF-SW	1011	1984
JASON R NULL	AF-SW	1011	1984
WILLIAM P OLNKER	USD	0922	1984
FRED A PAYNE	ASF	0572	1982
JOHN M PRICE	SOU	0536	1984
K R ROBINSON	SOU	0660	1984
WALTER D ROHNER	CRSD	2910	1984
ALVIN M SAM	AT&SFF	2400	1984
EUGENE B SAM	AT&SFF	2400	1984
JOSEPH P SCHMELZER	CRSD	2910	1984
VALE E SIDMAN	USD	1862	1984
ANDERSON SKEET	AT&SFF	2400	1984
R W SNOW	SOU	0537	1984
THOMAS E STEVENS	AF-SW	1176	1984
JOSEPH F TRUSCLAIR	AF-SW	1048	1984
KENNETH R VASQUEZ	AT&SFF	2418	1984
HEZEKIAH WASHINGTON JR	AF-SW	1176	1984
JACQUELIN WATSON	CRSD	2910	1984
GARY D WILLIAMS	AT&SFF	2418	1984
LARRY YAZZIE	AT&SFF	2417	1984

40 year MERIT AWARD

J L AARON	SOU	0523	1974
RANDY A BLEDSOE	CRSF	1396	1974
RUSSELL BOONE	AF-SE	0025	1974
FRANCIS J BROWN	PENN	3063	1974
CLETUS R BROWN	AF-SW	0450	1974
FRANK A CASADOS	USD	0941	1974
ROBERT L CHRISTIAN	BURL	2643	1974
GREGG A CLAY	BURL	0798	1974
TOMMY COCKERELL	SOU	0302	1974
BOBBY COLEMAN	ICGF	0694	1974
JAMES R CONNOR	AF-SE	0670	1974
J CRAIG CONTI	PENN	3084	1974
RICKEY C COTTON	AT&SFF	2410	1974
MICHAEL D CUPP	AF-SE	0665	1974
MARK L DEMARIS	BURNOR	0706	1974
MARK L DERSHAM	CRSF	0887	1974
LEONARD J DOEBELE JR	USD	1133	1974

W C DREWS	AF-SW	1338	1974
MICHAEL J DRIGGINS	USD	1788	1974
RICHARD L EADS	PENN	3097	1974
DAVE R EALY	AT&SFF	2413	1974
JOHN P EPPENBACH	USD	0369	1974
PAUL T EVANS	BURNOR	1426	1974
JOHN M FLAHERTY	BURNOR	0144	1974
JOHNNY FLORES	AT&SFF	2421	1974
ARTHUR FLORES	AF-SW	1058	1974
LARRY A FLOWERS	AF-SE	1155	1974
MICHAEL D FLOWERS	CRSF	1984	1974
TERRY A FLOYD	BURL	0788	1974
STEVEN R FLOYD	CRSF	0427	1974
CHARLES E FORBES JR	AT&SFF	0518	1974
ROBERT J GERLACH	ASF	0594	1974
JIMMY C GRUBER	USD	1216	1974
FRANK M GUDMAN	PENN	0935	1974
DEAN A HALL	CRSF	0505	1974
WILLIAM L HARDESTY	AF-SE	0818	1974
MARVIN O HARGIS	CRSF	0505	1974
RANDY HIGGS	ICGF	1210	1974
STEPHEN K HOPKINS	AT&SFF	2404	1974
LARRY D HOPPE	USD	0508	1974
JOHNATHAN D HORN	BURL	1832	1974
JAMES D ICE	AF-SE	1155	1974
CHARLES J JASPER	USD	0473	1974
HOMER G JEFFERS	SOU	0567	1974
D D KLEMPNAUER	AT&SFF	2403	1974
MARK S KRILEY	BURL	1105	1974
FLOYD D LEE	AF-SE	0665	1974
MICHAEL LUC JR	PENN	3016	1974
JEFF E LUGINBILL	AT&SFF	2405	1974
WILLIAM B LYLE	ASF	0572	1974
STEVEN W MARTIN	CRSF	0505	1974
JERRY V MARTINEZ	AT&SFF	2406	1974
MICHAEL MONTECALVO	AF-SE	1432	1974
JAMES M MUNSON	BURNOR	1426	1974
DANIEL A NOVACK	BURNOR	0144	1974
MARK G O BRENNAN	PENN	3011	1974
LARRY J OHTOLA	AF-SE	1432	1974
PETER R OLLI	BURL	1489	1974
DWIGHT W ORTEN	AF-SE	0818	1974
CHARLES A PATTERSON	AF-SE	1064	1974
TIMOTHY R PATTON	ASF	0580	1974
EARNEST E PAYTON JR	AF-SW	0564	1974
NOEL A PEINE	BURNOR	0104	1974
ROBERT E POFFENBERGER	ASF	0577	1974
MICHAEL H PORTER	AT&SFF	2600	1974
MARVIN D PURCELL	USD	1788	1974
VERNON A RICHARD	AF-SE	2655	1974
ROGER H RINHOLEN	BURL	0331	1974
JOSEPH R ROBERTS	PENN	3097	1974
PAUL SALDANA	USD	0922	1974
JERRY V SANCHEZ	AT&SFF	2406	1974
DAVID A SAUL	ASF	0599	1974
ROBERT D SEVERS	ICGF	0017	1974
ROBERT L SPURGEON	AF-SE	1162	1974
HARRY STUBBS	AT&SFF	0518	1974
ROGER D SUMMERS	AF-SE	1376	1974
ALAN B SUNDBERG	BURNOR	1092	1974
BERT SWANN JR	AF-SE	0992	1974
LEE A TAYLOR	AT		

RRB, from page 12

help to ensure financial stability in the advent of adverse economic conditions.

Under experience-rating provisions, each employer's contribution rate is determined by the RRB on the basis of benefit payments made to the railroad's employees. Even under the report's most pessimistic assumption, the average employer contribution rate remains well below the maximum throughout the projection period.

While no surcharge is in effect in calendar year 2014, this year's report predicts a 1.5 percent surcharge in calendar years 2015 and 2016. A surcharge of 1.5 percent is also likely in calendar year 2017.

7. What methods were used to evaluate the financial condition of the railroad unemployment insurance system?

The economic and employment assumptions used in the unemployment insurance report corresponded to those used in the 2014 report on the financial condition of the retirement system. Projections were made for various components of income and outgo under each of the three employment assumptions, but for the period 2014-2024, rather than a 25-year period.

8. Did the 2014 report on the railroad unemployment insurance system recommend any financing changes to the system?

No financing changes were recommended at this time by the report.



Roll of Honor, From Page 15



CHARLES A ALEXANDER	AT&SFF	2416	1954
JOHN E BARKER	ICGF	0654	1953
WILLIAM J COOK	BURNOR	1092	1954
MAJOR CREWS	ICGF	0616	1953
I G DE LA CRUZ	USD	1054	1953
VICTOR M GONZALEZ	AF-SW	0366	1954
BRYCE L HALL	AF-SE	0130	1954
ROBERT HODAPP	ICGF	1393	1954
WILLIE JACKSON	AF-SE	2167	1954
H F KOVAR	AF-SW	1338	1953
ALFONSO J MARTINEZ	BURNOR	0159	1954
WILLIAM H PAYNE	ASF	0551	1953
HAROLD THEDE	ICGF	0626	1953
JUAN T TORRES	USD	0227	1953

Union Leaders Encourage Administration To Look Again At Steel Imports

Teamsters General President James P. Hoffa and top leaders with the union's railway conference are calling on the Department of Commerce to fully weigh the concerns of the U.S. steel industry as it continues its anti-dumping probe looking at cheap imports being brought into this country by South Korea and eight other nations.

In a letter sent to Commerce Secretary Penny Pritzker, Hoffa was joined by Dennis Pierce, president of the Brotherhood of Locomotive Engineers and Trainmen (BLET) as well as Freddie Simpson, president of the Brotherhood of Maintenance of Way Employees Division (BMWED), in raising objections to a preliminary ruling regarding Oil Country Tubular Goods (OCTG)

imported into the U.S.

The Teamsters join the United Steelworkers, the U.S. Steel Corporation and the Alliance for American Manufacturing in voicing concerns about the ongoing investigation.

OCTG production is a critical segment of the steel industry and helps provide solid middle-class jobs to several sectors, including the 70,000 members of the BLET and BMWED. But those are threatened when others are allowed to dump cheap product in the U.S. OCTG imports have doubled since 2008 and Korea is responsible for almost half of the increase.

"American steel producers employ 8,000 workers across the country making OCTG and each of those jobs supports seven more in

the supply chain," Hoffa, Pierce and Simpson wrote. "The steel produced for the U.S. energy market accounts for ten percent of domestic production. It is imperative that American OCTG producers have a level playing field on which to compete."

Noting that the agency is set to make a final ruling next month, the Teamsters urged Pritzker to devote "all available resources" to make sure the information sought from the countries being investigated is accurate. Hoffa, Pierce and Simpson also suggested that Commerce officials review and revise its preliminary decision so that it incorporates "the true costs of production and profit margins among the Korean producers of high-end OCTG pipes."

The John Edgar Thomson Foundation
 Founded 1882
 THE RITTENHOUSE CLARIDGE, SUITE 318
 201 SOUTH 18TH STREET
 PHILADELPHIA, PENNSYLVANIA 19103

Sheila Cohen, Director

Phone: (215) 545-8083
 (800) 888-1278
 Fax: (215) 545-5102

- A HELPING HAND -
 Financial Assistance for Families of
 Deceased Railway Employees

The John Edgar Thomson Foundation, established in 1882 and endowed by the will of Mr. Thomson, third President of the Pennsylvania Railroad, offers limited financial assistance to daughters of a deceased parent. The parent, regardless of gender, must have been in the active employ of a railroad in the United States at the time of death. The cause of death need not be work-related and the parent, while on the active role of the railroad, may have been receiving disability or sick leave benefits. Whatever grant is awarded usually serves to benefit all members of the family. Eligibility is dependent upon the daughter and surviving parent remaining unmarried.

The monthly allowance made under the grant may cover the period from infancy to age 18, under certain circumstances to age 24, to assist grantees who are pursuing higher educational goals. The Foundation also offers special health care benefits.

The funding for the work of the Foundation is completely independent of any railroad. It neither solicits nor receives funds from the public. Further information and applications may be obtained by writing to:

Sheila Cohen, Director
 The John Edgar Thomson Foundation
 201 S. Eighteenth Street, Suite 318
 Philadelphia, Pennsylvania 19103
 Telephone (215) 545-6083
 (800) 888-1278
 Fax (215) 545-5102
 E-mail: sjethomson@aol.com



Perry K. Geller, Sr.

SECRETARY-TREASURER'S REPORT

Excerpts from the Secretary-Treasurer's keynote address to the Delegates at the Third Regular BMWED Convention, June 23, 2014

Brothers, Sisters and honored guests:

It has been my privilege to serve you as Secretary-Treasurer since 2004. As a Brotherhood, we have persevered through several rounds of difficult national bargaining, delivering wage increases and benefits to our members. We have improved rail safety and whistleblower protection through our regulatory and legislative efforts, but we still have much more to do in these life-critical areas. And we have organized new properties, recently settled the contract at Amtrak, and grown our membership by 3.4 percent since our last convention.

The Secretary-Treasurer's Department continues to support our System Divisions/Federations and Local Lodges by administering payroll, investments, and government reporting requirements. We have introduced new software programs and computer upgrades, and instituted a higher level of cyber security which allows us to service our Local Lodges and System Divisions/Federations quicker, safer, and with more accuracy. We have updated our website to better serve and inform the membership. And we have compiled an e-activist list of nearly 5,000 members that allows us to communicate important news nationwide with virtually a push of a button. I encourage you to visit the BMWED website and sign up for e-activist "News Alerts" if you have not done so already.

The railroad industry has changed dramatically over the past 20 years. Where there were

once dozens of Class I freight railroads, there are now only seven large and powerful mega-carriers that dominate the industry. And where Amtrak was created in 1974 to assume passenger service once operated by the Class I's, we are now seeing more and more passenger rail operators, both foreign and domestic, entering the U.S. passenger service market. We are going to have to deal with these new and largely unknown corporations; we are going to have to understand their corporate mentality; and we are going to have to fight for our work, fight to organize these emerging operators, and fight to negotiate good contracts for BMWED members on these new properties.

The railroad industry is strong and financially and politically powerful. WE—MUST—BE—THE—SAME!

Over the past eight years, National Division has expanded and accelerated our educational outreach to prepare our union and its current and future leadership to carry on the important work of this Brotherhood. The National Division continues to provide substantial financial assistance to Local Lodges so they can send Local Officers and activists to these training programs. This way, all Local Lodges, large and small, can afford to educate their officers and give them the tools and skills necessary to effectively represent the membership.

The cost of not educating our officers far exceeds the investments we have made in education and training. Every

dollar spent on educating and training Local Lodge and System Officers comes back to the membership many times over. The claims won, the jobs restored, the members put back to work, the wages and benefits negotiated, the contractors kept off the property, the safety and legislative improvements achieved are all the result of our investment in education and training.

As local and system officers and union activists, everyone in this room knows what they are up against day in and day out. You fight with heart, and you fight with guts, but you also have to fight smart and understand the shape of the battlefield and the tactics of your adversaries. That is why we have invested nearly 1 million dollars annually over the past eight years in leadership development and training. It's not for me or my generation; it's for you and future generations of Maintenance of Way Brothers and Sisters.

In 2012 we invested in a new home for the BMWED National Division in Novi, Michigan to ensure that our great union remains on track in the years ahead. Your new headquarters is customized with state of the art technology and a classroom outfitted for member and officer education and training programs. This new, 100-percent union-renovated facility has improved the overall performance and effectiveness of National Division operations in meeting the needs and demands of the membership. It is a home you can all be proud of!

I am proud of the accom-

plishments of the Secretary-Treasurer's Department over the last 10 years. We weathered the economic downturns and have emerged in good financial shape each time. Through prudent investments and portfolio diversification, we have reaped the benefits of a rebounded stock market and I am proud to report that your Brotherhood today is on sound financial footing with a stable membership and a bright future.

You can be assured that, as your Secretary-Treasurer, I will continue to protect the financial resources of our Brotherhood and keep our treasury strong through wise investments. My investment philosophy is simple; seek the highest rate of return with the least amount of risk.

As I look to the future, I know we cannot lose our focus on fiscal responsibility. The railroad industry is strong and financially and politically powerful. WE—MUST—BE—THE—SAME! National Division is committed to maintaining the financial wherewithal to fight the battles that undoubtedly lie ahead. We are committed to training the next generation of BMWED leaders and activists to represent the membership in the collective bargaining arena, in the halls of Congress, and in the statehouses and tool houses across this great nation. And finally, we are committed to leaving this convention strong, united and dedicated to both the current and future generation of maintenance of way employees.

Thank you, may God Bless you, and may God Bless America!



Around the Brotherhood

Allied Lodge 2388 meets, Brothers Steve and Gary Sanders presented with retirement plaque

Brothers Steve (left) and Gary Sanders, who both retired Aug. 1, were presented with a plaque commemorating their railroad careers at the Allied Federation Local Lodge 2388 meeting in Bowling Green, Ky. July 18. General Chairman Dennis Albers performed the honors. Brother Steve served terms as Lodge 2388 President and Secretary-Treasurer for many years and both Sanders brothers were very strong and dedicated union guys. Congrats to Steve and Gary on their retirements!



Wedding congrats to Brother Robert Fiacco and wife, Molly

Warmest congratulations go out to Brother Robert Fiacco and his wife, Molly, who tied the knot in Norwood, N.Y. on May 17, 2014 after 18 years. Brother Fiacco is the President of Consolidated Rail System Federation Local 0910 in Watertown, N.Y.



USD Lodge 216 hold meeting in Omaha

Unified System Division Local Lodge 216 convened in Omaha on June 5 for a regularly scheduled meeting. "Dropping in" on the brothers and warmly welcomed to the meeting were BMWED Pres. Freddie Simpson, Western Region Vice President Dave Tanner, Director of Safety Rick Inclima, and USD General Chairman Louis Below.



AT&SFF hold E-Board meeting

On May 12 - 15, 2014, officers and Executive Board members of the AT&SFF Federation met at the AT&SFF Headquarters in Newton, Kansas to conduct their annual Executive Board Meeting. All told, it was a very productive and informative meeting.



Officers are (front row L-R): Corey Wilbanks, David Taylor, General Chairman Gary W. Marquart, Vern VanAusdall, Donald Lee and Thomas Blackwell. (Back Row L-R): Brian Poston, Shane Lindsey, Nicholas Haiston, Randy Lunow, Rex Proctor and Jeff Fry.

Allied Fed congratulates Brother Ribbing upon retirement

Brother Jerry Ribbing retired this summer after 38 years of service with the former Missouri Pacific Railroad (now Union Pacific). A member of BMWED Allied Federation Local Lodge 450 in Park Hills, Mo., Brother Ribbing is pictured with his wife and step-daughter after receiving a watch from Lodge 450 Secretary-Treasurer Gregory Hawkins. Brother Ribbing worked in the B&B department. Congrats, brother, on your retirement!





Rail Workers Hazardous Materials Training Program

Peer trainers dedicated to providing quality education & awareness of hazardous materials, empowering rail workers & communities.

Rail Hazmat Chemical/Emergency Response Training Programs

The Rail Workers Hazardous Materials Training Program is pleased to announce the following HazMat/Chemical Emergency Response Training Programs. This training addresses OSHA and DOT required training in addition to procedures, different levels of response and worker protection in a hazardous materials emergency or release, weapons of mass destruction awareness and the incident command system. The training also provides completion of the OSHA 10-Hour General Industry Outreach requirements. The programs are delivered using interactive classroom instruction, small group activities, hands-on drills and a simulated hazmat response in full safety gear.

The Rail Workers Hazardous Materials Training Program is funded to provide this training by a federal grant from the National Institute of Environmental Health Sciences (NIEHS). This five-day hazmat training course will provide rail workers the essential knowledge, skills, and response actions in the case of an unintentional release. These tools will allow rail workers to protect themselves, their co-workers and their communities.

The funding provides the following student expenses: air travel, lodging and meals. In addition, an incentive of \$120.00 per day is available to all training participants of these programs, except those who are able to secure regular pay through their employer, or are paid union officers. Training will be conducted at the Houston Fire Department's Val Jahnke Training Facility, 8030 Braniff Street Houston, TX 77061.

Programs begin Sunday evenings* at 5:30 p.m. and conclude Fridays at 1:00 p.m. Students may be asked to travel on Saturdays to meet program start times or where substantial reductions in airfare warrant. When registering, please select dates in order of preference:

10/25-30, 2014- Saturday 5:30 p.m. orientation, Thursday departure

Sunday 5:30 p.m. orientation, Friday departure
December 7-12, 2014 February 22-27, 2015
March 15-20, 2015 April 12-17, 2015

Register now at: <http://railworkertrainingprogram.org>.

You may also request an application form by contacting Henry Jajuga at: bsafe2day@gmail.com

For additional information please contact Henry Jajuga via e-mail. For phone inquiries please call (281) 812-6436 Monday through Friday between the hours of 10:00 a.m. and 3:00 p.m. central standard time.

Rail Workers Hazardous Material Training Program





Rail Workers **Hazardous Materials Training Program**

Peer trainers dedicated to providing quality education & awareness of hazardous materials, empowering rail workers & communities.

Rail HazMat-DOT Hazardous Material Instructor Training (Train the Trainer)

The Rail Workers Hazardous Materials Training Program prides itself on providing the most valuable worker safety training available and most of it is delivered by peer trainers. A major goal of the Rail Program is to build a nationwide pool of skilled peer trainers to deliver hazardous materials training at their jobsites, union meetings, and in their communities.

The DOT-funded Hazardous Materials Instructor Training (HMIT) consists of an 8-hour hazardous materials awareness course followed by five days of train-the-trainer instruction, providing participants the skills and knowledge necessary to deliver hazardous materials training at the local and regional levels.

The funding provides the following student expenses: Air travel, lodging and meals. In addition, an incentive of \$175.00 per day is available to all training participants of these programs, except those who are able to secure regular pay through their employer, or are paid union officers. Training will be conducted at: Holiday Inn Houston-Hobby Airport, 8611 Airport Blvd, Houston, TX, 77061

Programs begin Monday mornings and conclude Saturdays at 1:00 p.m. Students will be required to travel/arrive on Sundays to meet program start times. When registering, please select dates in order of preference:

- **September 29 through October 4, 2014**
- **October 12 through 18, 2014**
- **November 16 through 22, 2014**

Register now at: <http://railworkertrainingprogram.org>.

You may also request an application form by contacting Henry Jajuga at: bsafe2day@gmail.com

For additional information please contact Henry Jajuga via e-mail. For phone inquiries please call (281) 812-6436 Monday through Friday between the hours of 10:00 a.m. and 3:00 p.m. central standard time.





BMMWED - 127 Years of Progress and Still...



2014 Las Vegas

Third Regular Convention of the Brotherhood of Maintenance of Way Employees Division Announced

The Third Regular Convention of the Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters was held June 23 - 25, 2014, at the Planet Hollywood Resort and Casino in Las Vegas, Nevada.

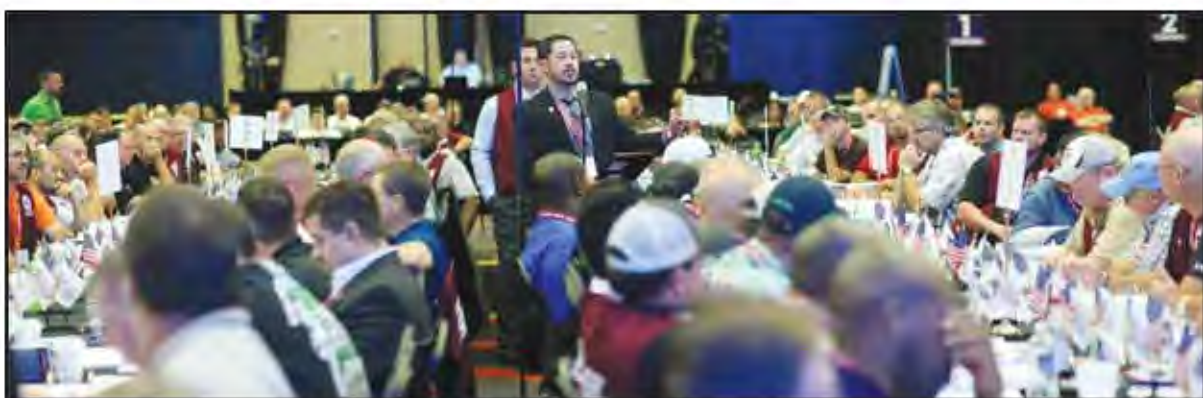


Continued on Page 22





Convention, from Page 21





BMWED Director Randall Brassell retires after 40-year career

BMWED Director of Communications and Education Randall Brassell retired July 1, wrapping up a long and dedicated career of service to our Brotherhood.

Recently, Brother Randall served in a "jack-of-all-trades" role, writing and producing the BMWED Journal and directing the educational classes of the Brotherhood since 2011. Many of this union's newest officers attended classes conducted by Brother Randall, ensuring that his mark on the BMWED will continue for decades to come.

Brother Randall began work for the old Louisville & Nashville Railroad on March 6, 1974 at Radnor Yard in Nashville, Tenn. He worked at a number of locations on the former Tennessee Central Railroad, which was a part of the Nashville Terminal Seniority District, and held every position in the track subdepartment, mostly working as a foreman. His last job on the track was with CSX in July 1991 as the foreman of the CSX panel plant in Nashville.

Throughout the 1980s, Brother Randall held several local officer positions. First elected as local president of Lodge 670 in Nashville, Randall was later elected local chairman and held that position until his full-time election as a Vice Chairman on the former Dixie Federation in July 1991.

From there, Brother Randall served as Vice Chairman Secretary-Treasurer for the former Southeast System Federation and Vice Chairman for the former Allied Eastern Federation. He was elected to General Chairman of the Allied Eastern Federation on July 1, 2002, and also served as a trustee for the BMWED Health and Welfare Plan for Occupationally Disabled Em-

ployees from January 2004 until retirement.

Sister Jackie Brassell, Randall's wife, also retired from her position with the Allied Federation this spring. A 12-year employee of the BMWED, Sister Jackie has also left a legacy in this organization that will be difficult to replicate.

The two retirees are already settling into the retired life at their home in Hendersonville, Tenn. They both intend to spend most days "hanging out" with their grandchildren and enjoying some down time. They also have plans to travel, and Brother Randall is looking forward to dusting off his fishing tackle box.

"I cannot find adequate words to describe the admiration, respect, and love I have for those two and will miss seeing them in the physical presence working for the Brotherhood, but will always hold them very close in my heart and mind, knowing they are always there watching my back and challenging me to do my best," President and longtime friend, Freddie Simpson said. "They are great union people, dedicated, thoughtful and kindhearted, and they are, and will continue to be, my friends. Good luck and God speed to Randall and Jackie. A retirement well-deserved."

Editor's note: Many, many thoughtful and genuine words have been relayed to both Randall and Jackie upon their retirement, so I won't get too overwrought with sentiment here. I'd just like to state in print that Randall was as great a mentor and leader as someone could ask for in this job. Thank you both for your friendship and guidance. I look forward to seeing you in a boat somewhere soon. -CB



BMWED Allied Federation bid adieu to two longtime leaders in July. General Chairman Dennis Albers presented Randall and Jackie Brassell with plaques upon their retirement. The couple enters retirement after several decades of union service.



IBT Human Rights Commission Volunteers Needed



The Teamsters Human Rights Commission (HRC) was established to assist local unions promote

diversity, eliminate discrimination and bring together groups to celebrate their contributions to the fabric of our union.

The Human Rights Commission needs rank-and-file volunteers to serve as representatives from the BMWED. If your BMWED Local Lodge has not yet appointed a representative to serve on the HRC you are strongly encouraged to volunteer.

There are a number of resources that are available to our members but HRC Volunteers are needed to help distribute that information. As a HRC volunteer

you will be able to get that message to our members.

The Human Rights Commission Representative will network with the leaders and members in your area on Human Rights issues, making sure they know about Teamster programs that provide assistance to the membership.

For example, the Teamsters Disaster Relief Fund, the James R. Hoffa Memorial Scholarship Fund, IBT Community Service, and the Helmets to Hardhats programs all fall under the umbrella of the Human Rights Commission.

BMWED Southwest Region Vice

President Roger Sanchez serves as the BMWED Human Rights Commissioner for the Teamsters and coordinates the program with the local BMWED representatives.

BMWED Members interested in volunteering should contact their Local Lodge officers.

Should you have any questions about the HRC, please contact:

Robert D. Sanchez,
Vice President (South)
P.O. Box 2250
Porter, TX 77365
(281) 354-4812
FAX: (281) 354-6613
lodge1507@aol.com





Your Track to Health

Portion Distortion: What is a normal serving size?

One of the biggest challenges to weight management is related to food portion size. Portion size has grown so much in recent decades, it's hard to even imagine what a normal serving looks like. In many popular restaurants and fast-food chains, the cost difference between the regular size options and the supersize options often creates a perception that the "value is better when you go big."

The downside is that this can cause you to consume more calories than the daily amount needed, resulting in excessive weight gain. This may lead to prediabetes and/or diabetes, heart disease, high blood pressure, high cholesterol and other serious health problems.

Become a "portion pro"

If you know what a healthy portion size should be, you will be able to make smarter choices whenever you're preparing your plate or selecting a snack.

Use the serving size guide to the right to better understand what a "healthy" portion size should

look like. Perhaps carry it with you wherever you eat, including at home, at a friend's home, at the office, on the go or at a restaurant.

Right-size your portions

Here are a few additional tips to help aid in eating healthier and right-sizing your portions:

- Resist the urge to "super-size" any item.
- Avoid "combo" meals.
- Think "half" . . . half a sandwich, half a wrap, half an entrée or half a portion when available.
- Read food labels and pay attention to the actual serving size and servings per package, especially on "snack size" packages. The servings per package may actually be for more than one serving, which means you should only be eating a portion of the bag.
- When dining with a friend, consider ordering one meal and sharing it.
- Order a "cup" instead of a "bowl."
- Despite what your parents may have taught you, you don't have to finish everything on your plate.

Call a health coach

As part of your Railroad ben-

efits, a health coach can help you better understand nutrition and how to eat healthier so you can maintain or lose weight, depending on your specific needs. To connect with a health coach, contact your medical benefit administrator today:

Aetna members: Railroad Employees National Plan: 1-800-842-4044; NRC/UTU Plan: 1-888-332-8742

Highmark Blue Cross Blue Shield members: 1-866-267-3320
UnitedHealthcare members: 1-866-735-5685

By making smarter food choices, you may be able to see first-hand the positive impact it can have on your ability to maintain a healthy weight, improve your overall health status and even reduce your health risks.

For more information about nutrition, portion control and tips on how to maintain a healthy weight, visit ChooseMyPlate.gov.

Be sure to discuss any health-related concerns with your doctor whenever you meet with him/her and also as part of your annual routine physical. The material contained in this article has been selected to provide background and

useful information. It is not designed to replace either medical or advice or medical treatment.



Brotherhood of Maintenance of Way Employees Division
41475 Gardenbrook Road
Novi, MI 48375-1328

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Brotherhood of Maintenance of Way Employes Division
of the International Brotherhood of Teamsters



Freddie N. Simpson
President

Perry K. Geller, Sr.
Secretary-Treasurer

August 6, 2015

Mr. Paul Kilgallon
First Vice Chairman - CRSF
59 Carriage Road
Clifton Park, NY 12065-7503

Mr. Edward W. Long
General Chairman - CRSF
58 Grande Lake Drive, Suite 2
Port Clinton, OH 43452

Dear Sirs and Brothers:

By letter dated July 23, 2015, Brother Paul Kilgallon filed what he styled as an appeal from Brother Ed Long's decision to "deactivate" Kilgallon from his position as First Vice Chairman, Consolidated Rail System Federation (CRSF). In accordance with routine and established procedures, I acknowledged receipt of that appeal, directing Brother Kilgallon to make his submissions, with service on Brother Long. Likewise, Brother Long would make his response, with service on Brother Kilgallon, with the moveant having the opportunity of a reply. I have before me a full closed record, and I'm prepared to make a decision.

There are two aspects of the controversy that have been presented to me. In Brother Kilgallon's first submission letter, he makes a technical argument. He questioned whether the Bylaws of the CRSF grant the General Chairman the authority to "deactivate" a Vice Chairman. Brother Kilgallon contends that there is no explicit authority granted to the General Chairman, and absent such authority, Brother Long acted outside of the Bylaws of the CRSF. Brother Long counters with the argument that, as General Chairman, he does possess such authority, pointing to the provision of the Bylaws which leave all Vice Chairmen inactive unless called upon by the General Chairman. He is maintaining that the authority to activate necessarily includes the authority to "deactivate".

I've always recognized that the General Chairpersons of BMWED System Divisions and Federations have primary authority for interpretation and application of those affiliates' bylaws. Clearly, while deference to a General Chairperson's interpretation is the governing principle, there are a few exceptions to that general principle. For example, if an interpretation is patently erroneous, based upon the plain text of the bylaws, no deferral would be appropriate. If deferral would result in an interpretation and application that would offend basic trade union principles and the notions of fairness that are part of our common moral code, deferral would be inappropriate. Likewise, if deferral would result in violation of the law, deferral is obviously impossible.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org

Exhibit 20

Mr. Paul Kilgallon - CRSF
Mr. Edward W. Long - CRSF
August 6, 2015
Page 2 of 5

The second aspect of the controversy relates not to the interpretation of the CRSF Bylaws, but rather to the circumstances surrounding the "deactivation". In his supplemental submission, Brother Kilgallon alleges facts and asks that I draw the inference that his "deactivation" was done in retaliation for taking a policy position opposite to Brother Long's.

It is appropriate to look to external law to assist in ascertaining the correct result. As a labor organization subject to the Labor-Management Reporting and Disclosure Act ("LMRDA"), all BMWED members are subject to the provisions of the law, but are also entitled to the safeguards and protections contained in the "Bill of Rights" provisions of Title I. Among these protections are membership rights guaranteeing free speech and assembly. 29 U.S. Code § 411(a) (2) provides:

"Every member of any labor organization shall have the right ... to express any views, arguments, or opinions; and to express at meetings of the labor organization his views, ... upon any business properly before the meeting, subject to the organization's established and reasonable rules pertaining to the conduct of meetings: *Provided*, That nothing herein shall be construed to impair the right of a labor organization to adopt and enforce reasonable rules as to the responsibility of every member toward the organization as an institution and to his refraining from conduct that would interfere with its performance of its legal or contractual obligations."

While the Supreme Court of the United States has recognized that *appointed* business agents could be removed from employment without offending the protections embodied in Section 101 (a) (2) of the LMRDA, the Court reached a very different outcome with respect to the removal of an *elected* union officer. In *Sheet Metal Workers Union v. Lynn*, 488 US. 347 (1989), an elected officer was removed within five days of his outspoken opposition to a proposed dues increase. One authority summarized that holding: "Although his 'member' right was not denied to him, it was interfered with because he could only exercise it at the risk of losing employment. Further, the removal of an elected official denies members the right to be represented by officers they choose and has a chilling effect on their own exercise of Title I rights."¹

We see these principles applied in *Babler v. Futhey*, 618 F 3d 514 (2010), a Sixth Circuit decision. (The CRSF is headquartered in Port Clinton, Ohio and is located within the jurisdiction of the United States Court of Appeals for the Sixth Circuit). There, the removal of elected officers of the United Transportation Union, on account of their disagreement with UTU President Futhey's decision to intervene in a case filed to block that union's merger with another union, formed the basis for injunctive relief. The Courts returned the officers to service on the strength of their likelihood of success on the merits. The Appeals Court quoted extensively from *Lynn*:

¹ Labor Union Law and Regulation, Osborne, W., Editor-in-Chief, Committee on Union Administration and Structure, Section of Labor and Employment Law, American Bar Association, 2003.

Mr. Paul Kilgallon - CRSF
Mr. Edward W. Long - CRSF
August 6, 2015
Page 3 of 5

“To begin with, when an elected official ... is removed from his post, the union members are denied the representative of their choice.... Furthermore, the potential chilling effect on Title I free speech rights is more pronounced when elected officials are discharged. Not only is the fired official likely to be chilled in the exercise of his own free speech rights, but so are the members who voted for him.”

And the opinion went on to apply those principles to the UTU case:

“In this case, the executive board's disciplinary opinion boils down to an indictment of Plaintiffs for taking a different position in litigation than the international president with respect to the merger. The factual similarity between this case and *Lynn* suggests that Plaintiffs have a high probability of success on the merits. Both cases involve elected union officers who were discharged for opposing union policies. Moreover, the executive board's reasoning that, as UTU officers, Plaintiffs had a special duty to support the policies of the international president even if they might have personally opposed those policies, contravenes the Supreme Court's reasoning in *Lynn*. See *Lynn*, 488 U.S. at 355, 109 S.Ct. 639 (“[T]he potential chilling effect on Title I free speech rights is more pronounced when elected officials are discharged. Not only is the fired official likely to be chilled in the exercise of his own free speech rights, but so are the members who voted for him.”). The LMRDA was intended to promote union democracy, with all of its inefficiencies, and not centralized union governance, with all of its advantages. See *id.* (“[D]emocracy would be assured only if union members are free to discuss union policies and criticize leadership without fear of reprisal.” (quoting *Sadlowski*, 457 U.S. at 112, 102 S.Ct. 2339)).”

In addition, under the LMRDA's Bill of Rights provisions, union members have a right to be free of union discipline in the absence of due process. An adverse employment decision, such as "deactivation" may, depending upon the circumstances, constitute unlawful 'discipline' in the absence of due process.

Here, Brother Kilgallon states that on July 15, 2015, after his verbal opposition and vote disapproving a merger between CRSF and another System Federation, General Chairman Long told him that he was "done". Then, on July 20, 2015, Brother Long notified Brother Kilgallon of this "deactivation", effective immediately. Brother Long stripped Brother Kilgallon of the "... conduct (of) any official business as Vice Chairman and cancel any flights, hotel reservations, future business related appointments/meetings, etc. you may have scheduled into the future associated with performing the duties as Vice Chairman position you have been working up to this point." General Chairman Long previously appointed Brother Anthony Bossi as a CRSF Vice Chairman on May 29, 2015, and on July 22, 2015, General Chairman Long "... offered Brother Bossi the opportunity to be activated as a full time CRSF representative with the duties of those which Brother Kilgallon had been entrusted with up to that point".

In response to Brother Kilgallon's appeal, Brother Long dismisses Kilgallon's allegations, but does not offer *any* alternative explanation as to why Brother Kilgallon was "deactivated".

Mr. Paul Kilgallon - CRSF

Mr. Edward W. Long - CRSF

August 6, 2015

Page 4 of 5

I find it troubling that Brother Kilgallon was dismissed without explanation, as it raises questions of whether an officer in a protected class (age) was "deactivated", while other Brothers who are not in a protected class were retained in full-time employment. I also find it troubling that the cut-off of a senior system officer could have the effect of depriving that system officer of the opportunity to qualify for retiree healthcare under the GA-107300. It is likewise troubling that the effect of the "deactivation" would be to make it more likely that Brother Kilgallon would be forced to choose to leave active status, and with it his elected position, potentially circumventing the voter's selection of him as the General Chairman's lawful successor.

Let me turn to the particulars of this case, and explain the basis for my ruling:

There are dueling technical arguments regarding the scope of the General Chairman's power to "deactivate" another Federation officer. Brother Kilgallon notes the absence of specific language permitting a "deactivation". Brother Long points to the General Chairman's authority to activate Vice-Chairmen who are otherwise, by default, inactive.

It is entirely reasonable for a System Federation to have a mechanism to reduce the number of officers serving in a full-time capacity in response to changed circumstances, e.g. a major furlough which reduces both the active membership and dues receipts. But that would be a material change of circumstances, and even then one would expect that senior-ranking officers would be retained in preference to those ranked as junior, under the affiliate's Bylaws. I cannot imagine that an affiliate's delegates would knowingly grant their General Chairman the authority to send home a ranking full-time officer, and activate a junior officer in his place, as if they were merely at-will employees.

The National Division Bylaws require System Federations' officers to include not just a General Chairman, but also Vice Chairman, and Assistant Chairman (or others of comparable title). It is the commonly shared and settled expectation that Vice Chairmen and Assistant Chairmen are the elected officers responsible for policing the collective bargaining agreements; and an arrangement that permits a General Chairmen to not only unilaterally set salaries of such elected officers but to *dismiss* them from their role in hearings, claims handling, etc., without cause, offends our shared values of democratic union governance. Where the Bylaws of an affiliate can be plausibly read to permit one officer to reward or punish a Vice Chairman or Assistant Chairman by terminating his employment, those Bylaws need to be changed.

Of the two suggested interpretations of the CRSF Bylaws, Brother Kilgallon's gives effect to and supports democratic self-governance. Brother Long's does not. However, it is not necessary for me to resolve this dispute by choosing from among conflicting views of the scope and meaning of the CRSF Bylaws. Even if Brother Long's interpretation were the correct and only possible interpretation of the CRSF Bylaws, Brother Kilgallon's removal is *not* immune from review.

Brother Long's view of the scope of the General Chairman's authority treats other Federation officers as if they were at-will employees. That is, they can be removed for a good reason, a bad reason, or no reason at all. But, as we know, even at-will employees are subject

Mr. Paul Kilgallon - CRSF
Mr. Edward W. Long - CRSF
August 6, 2015
Page 5 of 5

to the protections of the law. A discharge that violates a federal or state anti-discrimination statute would be impermissible, even if it would otherwise be lawful in the absence of the violation of the law. Likewise, a Carrier can engage in disciplinary actions that may be consistent with the terms a collective-bargaining agreement, but if they are undertaken in retaliation for protected activity, such as whistleblower activity, they could run afoul of the law.

I find that the fact set presented here squares with the concerns raised in the LMRDA cases as decided by the Supreme Court of the United States and the Sixth Circuit Court of Appeals. Had Brother Kilgallon been removed from office, after a trial pursuant to Article XIX of the International Brotherhood of Teamsters Constitution, for cause, he would likely have been afforded due process, and the trial would have fleshed out a record supporting such a removal.² By contrast, in this case, the removal came without any explanation, either at the time, or in Brother Long's response to this appeal. His "deactivation" occurred in close proximity to the exchange between Brothers Long and Kilgallon, and closely following Kilgallon's exercise of rights protected by the LMRDA. On this record, there is no evidence to refute the natural inference that the "deactivation" was in response to Brother Kilgallon's exercise of his protected rights.

Therefore, I find in favor of Brother Kilgallon. By way of remedy, I direct Brother Long to restore Brother Kilgallon to his position and responsibilities to the same extent as they existed prior to his "deactivation", and to make him whole for any lost wages and benefits resulting from the "deactivation". As the balance of harms favors immediate reinstatement – Brother Kilgallon would return to active service on behalf of the membership in his territory, versus the economic impact on him and his family of continued "deactivation", I will not hold the remedy in abeyance pending any further appeal by Brother Long. Please be so governed, and advise of steps taken in compliance.

APPEAL SUSTAINED

Fraternally,



Freddie N. Simpson
National Division President

ama-opeiu-42

cc: National Division Officers
CRSF - Joint Protective Board

² Note that an even formal trial is not automatically a mark of a procedure in harmony with the law, see, e.g. *Babler*.



BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION
OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS

Freddie N. Simpson
President

David. D. Joynt
Secretary-Treasurer

June 24, 2021

Mr. Dennis R. Albers
Chairman (South Region)
111 Imperial Blvd., Suite C-300
Hendersonville, TN 37075

Ms. Staci R. Moody-Gilbert
Secretary
1113 E. South Street
Hastings, NE 68901

Mr. Dale E. Bogart
Member (Northeast Region)
3321 Vestal Pkwy East #B
Vestal, NY 13850

Mr. Jeffery L. Fry
Member (West Region)
521 S. E. 10th Street
Newton, KS 67114

Re: June 14, 2021 Letter from Majority Executive Board Members

Dear Sister and Brothers:

I am writing in response to your June 14, 2021 letter (attached) to me, received in my office on June 21, 2021, wherein you make numerous allegations; primarily that I am not permitted to expend any National Division funds for the purpose of establishing employer specific Joint Protective Boards for the BNSF, Canadian National, Canadian Pacific, CSX, Norfolk Southern, Union Pacific and Amtrak. Your letter and allegations are rather concerning and disheartening, particularly when consideration is given to your respective capacities as both National Division Executive Board Members and System Officers.

Before thoroughly responding to your allegations below, it needs to be made clear that these new employer specific Joint Protective Boards will deliver better, more cost-effective representation for the membership, will make the new officers of the respective employer Joint Protective Board directly accountable to the membership on each railroad and it will allow the Members and Officers to speak to railroad management with a single, united and more powerful voice. None of you have expressed a valid reason yet as to why I should not proceed under Article XIX, Section 1. In fact, many of you have privately admitted to me that the establishment of these employer specific Joint Protective Boards is in the best interests of the Members of this Union.

With that said, you have not asserted that the BMWED National Division President does not have the authority to establish employer specific Joint Protective Boards in accordance with Article XIX, Section 1 of the BMWED National Division Bylaws. Instead, your allegations are that I am not approved to carry out the establishment of the employer specific Joint Protective Boards because I have not received approval for such expenditures by the National Division Executive

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Exhibit 21

Sister Moody-Gilbert, Brothers Albers, Bogart & Fry

June 24, 2021

Page 2

Board through their adoption of the National Division's Annual Budget, which inadequacies I will address in further detail below. Nevertheless, your failure to assert that the National Division President does not have the authority to establish employer specific Joint Protective Boards is a clear acknowledgement that my interpretation of the Bylaws is correct and accurate, and that I do indeed have the authority to proceed.

Notwithstanding the above, your allegations are nothing less than a sad and impermissible attempt to subvert the clear authority granted to the BMWED National Division President through the express provisions of the National Division Bylaws. But to be very clear; the BMWED Executive Board Members do not have the authority to stop the BMWED National Division President from establishing employer specific Joint Protective Boards in accordance with Article XIX, Section 1, through alleging that they will not approve the expenditures for such. Indeed, Article XIX, Section 1 gives the express authority to the BMWED National Division President to carry out the establishment of employer specific Joint Protective Boards.

In this connection, you have alleged that the costs of establishing the employer specific Joint Protective Boards would violate Article V, Section 3 of the Bylaws because it would exceed income from dues and investments and thus, the expenditures approved/adopted by the National Division Executive Board within the 2021/2022 Budget. These are simply uninformed and uneducated assertions that are neither rooted in fact nor practicality and historical practice. Article XIX, Section 1 permits the BMWED National Division President to establish employer specific Joint Protective Boards when he/she sees fit in his/her judgement. It is my judgement as the BMWED National Division President that the BNSF, Canadian National, Canadian Pacific, CSX, Norfolk Southern, Union Pacific and Amtrak employers have each reached a level of organization to warrant the establishment of a Joint Protective Board specifically for each respective employer. There is no express exception within said Article that prohibits the President from establishing such employer specific Joint Protective Boards accordingly.

Furthermore, the Executive Board's adoption/approval of National Division's annual Fiscal Year Budget is not a requirement defined anywhere within the Bylaws. Rather, the Executive Board's adoption of an annual budget is an administrative process; the annual budget is intended to serve as a guide for how National Division operates and monitors operations, expenses, etc. on an annual basis while carrying out its duties and obligations in representing the Members and providing services to the System Divisions and Federations as well as the Local Lodges. History demonstrates that there have been numerous junctures where the National Division Executive Board adopted a Fiscal Year Budget and exceeded such. Indeed, from Fiscal Years Ending (FYE) March 31, 2012 through March 31, 2021, the respective National Division Executive Board Members adopted/approved budgets that they then directly exceeded themselves and/or were directly involved in the exceeding of such budgets without further approval by the National Division Executive Board in the manner you have alleged in your June 14, 2021 letter.

For FYE 2012, 2013, 2015 and 2016, the National Division Executive Board Members approved Budgets of \$39,174.00, \$38,932.00, \$41,949.00 and \$103,911.00, respectively, for themselves on the Executive Board Cost Center (5400), but the Executive Board's actual expenses were \$66,246.53 for 2012, \$42,648.09 for 2013, \$110,310.74 for 2015 and \$146,598.06

Sister Moody-Gilbert, Brothers Albers, Bogart & Fry

June 24, 2021

Page 3

for 2016 against said cost center). No additional approval was solicited or given by the National Division Executive Board.

If you also analyze Executive Board Members' charges against the National Negotiations Cost Center (5740), you would find that the Executive Board Members further exceeded their approved Executive Board budgets – albeit allocating it under a different Cost Center - by spending in excess of: **\$56,058.92 for FYE 2012; \$7,476.29 for FYE 2013; \$81,308.01 for FYE 2015; \$84,739.76 for FYE 2016; \$52,562.72 for FYE 2017; and \$4,139.14 for FYE 2018 (attached)**. In other words, the Executive Board Members routinely adopt/approve budgets that they exceeded themselves – under multiple cost centers -without further approval by the National Division Executive Board Members in the manner you have alleged within your June 14th letter. That's because this alleged requirement does not exist. This is further verified by the logic and fact that each time each Executive Board Member submitted a request for your respective compensation and expenses (while over the approved/adopted budgets), you were submitting that these expenses were legitimate, accurate and true. To this point, the Executive Board's annual audit of the National Division Officers' and Staffs' expenditures would be the appropriate time to raise such concerns and/or objections. The Executive Board Members have reviewed these expenditures during their annual audits and have never raised any such objections. These facts clearly demonstrate that there is no such budget requirement as you have now alleged.

Additionally, if you review National Division Secretary Treasurer Joynt's National Division Budget History (summary) Report for Fiscal Years Ending in 2015 through 2021, which was provided to you and discussed during the Executive Board's February 18, 2021 Meeting (Slide 37 – attached), you would find that the Executive Board has routinely adopted/approved budgets that were then exceeded without further approval by the National Division Executive Board on an exhaustive basis for each expense. More importantly and concerning is that absolutely none of you, as Executive Board Members, have ever taken any exception to such historical administrative practice until now. This too clearly demonstrates that there is no such budget requirement as you have alleged. But even if the annual budget was a requirement, which it is not, all four (4) of you National Division Executive Board Members would be in breach of your alleged requirement. Again, however, no such budget requirement exists.

But let's again assume this annual budget was a requirement, which again it is not, had you conducted a simple inquiry with National Division Secretary-Treasurer Joynt, which you did not, you would have been advised that National Division income from investments are currently in excess of \$2,000,000 of the original projections for the 2021/2022 Budget. Furthermore, I anticipate the costs of conducting each of these founding Conventions to being comparable and most likely less than the costs of conducting Local Chairperson and Secretary-Treasurers' Training seminars in a given year. In other words, the costs to establish the employer specific Joint Protective Boards will not cost multi-millions of dollars, and clearly will not exceed the income from dues and investments for the 2021/2022 Budget and, more importantly, is permitted by the BMWED Bylaws.

Your June 14, 2021 letter also contains a request to hold a National Division Executive Board Meeting in conjunction with a National Division Association meeting, because a majority of the

Sister Moody-Gilbert, Brothers Albers, Bogart & Fry

June 24, 2021

Page 4

Executive Board Members are requesting such in accordance with the Bylaws. Conducting such a meeting would be costly and a wasteful use of the Members' dues dollars, particularly given the fact that following Chairman Albers' request, I scheduled and conducted a meeting via Zoom on June 15, 2021, with the National Division Officers and System Division and Federation General Chairpersons and many Vice Chairpersons. The participants had more than adequate time to take part in that meeting and nothing substantive was presented during that meeting – or subsequent thereto - that would prohibit me from exercising the express authority granted to the BMWED National Division President per Article XIX, Section 1 in establishing the employer specific Joint Protective Boards.

Within your June 14th letter and during our June 15th Zoom meeting, you alleged that I have somehow violated Article III, Section 1 of the Bylaws because I have not advised the National Division body of my intention to carry out the establishment of the employer specific Joint Protective Boards since my election as President at the Fourth Regular Convention of the BMWED held June 18-20, 2018. This is simply a frantic attempt to distract from the facts and distort reality. The only requirements pertaining to the National Division President's authority as it relates to this subject matter is clearly defined within Article XIX, Section 1 of the Bylaws. And so long as the President fulfills those requirements defined in Article XIX, Section 1, he/she has fulfilled his duties and obligations. But even if I were obligated to advise the National Division body of my intentions as it relates to Article XIX, Section 1, which I am not, **each of you have been well aware - for years - of my intentions to exercise the authority granted to the National Division President as it relates to this issue.**

In this regard, during our June 15th Zoom meeting, **National Division Executive Board Member and Chairman, Dennis Albers stated, "You've (President Simpson) been saying that you were going to do this for years, that it has been your dream, but we did not take you seriously."** Brother Albers's statement is entirely correct, as I have raised this subject repeatedly at various junctures during my Presidency, and I have repeatedly asserted that Article XIX, Section 1 grants the BMWED President the authority to establish such employer specific Joint Protective Boards. As Brother Albers clearly stated, it is apparent all of you did not take me seriously, because despite my repeated assertions, none of you have ever properly contested the authority granted to the BMWED President under the Bylaws by requesting an interpretation of Article XIX, Section 1. Furthermore, none of you have ever proposed to amend Article XIX, Section 1 in accordance with Article XX, Section 1 of the Bylaws.

To this point, **you four Executive Board Members have all served on the BMWED Constitution and Bylaws Committee at National Division Quadrennial Conventions at different junctures spanning the last approximate decade.** Indeed, Brother Albers served on the 2010, 2014 and 2018 Constitution and Bylaws Committees; Sister Moody-Gilbert served on the 2014 and 2018 Constitution and Bylaws Committees; Brother Bogart served on the 2014 Constitution and Bylaws Committees; and Brother Fry served on the 2018 Constitution and Bylaws Committee. As each of you are aware; the Constitution and Bylaws Committee is responsible for thoroughly reviewing and considering the existing National Division Bylaws and any proposed amendments thereto that are properly brought before it. Said Committee is also responsible for providing a report and recommendations to the disposition of proposed Bylaws

Sister Moody-Gilbert, Brothers Albers, Bogart & Fry

June 24, 2021

Page 5

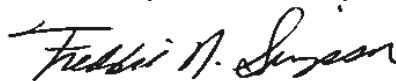
changes to the respective Convention Delegations. At no time from 2010 through 2018 did any of you Majority Executive Board Members propose and/or recommend amendment to Article XIX, Section 1 to thereby restrict the authority of the BMWED National Division President as it relates to this subject matter. Nor did any of you propose and/or recommend expanding the authority of the Executive Board under the Bylaws as you have disingenuously attempted to do here.

Aside, the facts are that all of you have known of my intentions for numerous years, that you have each had ample opportunities in your respective capacities to voluntarily restructure and rationalize the Membership's representation structure, and that you have each had the opportunities and influence given your capacities to amend Article XIX, Section 1 of the Bylaws in order to restrict the authority of the BMWED National Division President. Yet, all of you have utterly failed to take the appropriate action to do such. Your pretending otherwise is baseless, dishonest and clearly divorced from reality.

The establishment of the employer specific Joint Protective Boards under the express provisions of Article XIX, Section 1 of the Bylaws is permitted when in the judgement of the National Division President. The establishment of these employer specific Joint Protective Boards will not exceed dues and investments for the 2021/2022 Budget and will not cost multi-millions of dollars. All of you have known for numerous years of my intent to exercise the authority granted to the National Division President under Article XIX, Section 1 and none of you have ever so much as asserted the President did not have the authority to do this, nor have any of you made a single effort in over a decade that encompassed numerous opportunities to attempt to limit such authority by proposing an Amendment to such Bylaw provision. More importantly, establishing employer specific Joint Protective Boards is in the best interests of the Members because it will improve their representation, as many of you have privately admitted to me.

Therefore, it is my judgement as National Division President that the BNSF, Canadian National, Canadian Pacific, CSX, Norfolk Southern, Union Pacific and Amtrak Employers have reached a stage of organization that warrants the establishment of a Joint Protective Board for each specific employer. Accordingly, I will proceed with the establishment of the employer specific Joint Protective Boards in accordance with the authority granted to the BMWED National Division President pursuant to Article XIX, Section 1 of the Bylaws.

Sincerely and fraternally,



Freddie N. Simpson
President

Attachments

cc: National Division Officers
System Officers

Staci Moody-Gilbert

From: Freddie Simpson <fns@bmwe.org>
Sent: Thursday, June 24, 2021 2:21 PM
To: Dennis Albers; Staci Moody-Gilbert; Jeff Fry; Dale Bogart, Jr.
Cc: Dave Joynt; Roger - AOL; bggloverbmwe; Jack David; David Carroll; Freddie Simpson; Louis Below; Jed Dodd; Zachary Voegel; Peter Kennedy; Sean Gerie
Subject: System E-Board

Follow Up Flag: Flag for follow up
Flag Status: Flagged

Lady Moody-Gilbert and Gentlemen, Albers, Fry and Bogart,

I have heard several reports from concerned members regarding your recent Executive Board meetings where you gave little information and requested substantial dues dollars (\$50,000) to take National Division to court to cease representation of members. Some of the comments may border on sedition and certainly may be a dereliction of your duties as National Division Officers. You are reminded that you took an oath to National Division as well as your System Federation.

Please furnish minutes of these Executive Board meetings immediately so the remainder of the National Divi Officer can be assured sedition or dereliction of duty has not occurred. This is of great importance and should be handle before the end of work tomorrow Friday June 25, 2021. These are instructions you ignore at your own peril.

In Solidarity,

Fred

Sent from Fred Simpson

Exhibit 22

Staci Moody-Gilbert

From: Freddie Simpson <fns@bmwe.org>
Sent: Friday, June 25, 2021 9:53 AM
To: Dennis Albers; Staci Moody-Gilbert; Dale Bogart, Jr.; Jeff Fry
Subject: Thoughts

Follow Up Flag: Follow up
Flag Status: Flagged

Have you guys really thought this through. The deal I offered Dennis and Tony gives you an opportunity to control your destiny and get on the members side of the issue. Just so you know I am getting a good number of calls and every day the positives grow to outnumber the negative.

The deal is still there or if any of you can come up with a compromise that works I am happy to engage.

It is Friday and I wanted to reach out before next week because I plan to start a member campaign that may not be pleasant for some of you.

Have a great weekend.

In Solidarity,

Fred

Sent from Fred Simpson

Exhibit 23



**Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters**

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 2, 2021

**OFFICIAL NOTICE OF CONVENTION CALL TO ESTABLISH SINGLE
JOINT PROTECTIVE BOARD FOR
AMTRAK RAILROAD EMPLOYER**

September 1-2, 2021

DoubleTree by Hilton Newark Penn Station

1048 Raymond Boulevard

Newark, NJ 07102

Dear Brothers and Sisters of Amtrak:

There are 2400 members on Amtrak and under our present structure; the members are divided into four System Federations with different dues structures, each with their own bylaws and General Chairpersons. The job of the System Federations under our Bylaws is to enforce the collective bargaining agreements, negotiate agreements, and generally work to improve the working conditions of the members.

Three of the four systems currently representing Amtrak workers are dominated by freight workers and none of their leadership comes from Amtrak. Thirty years ago the System Federations made sense with one System per major railroad but the changes in railroad management has made the current system ridiculous and it does not allow for the most effective representation possible. Amtrak workers should pay for one General Chairperson and not four. Amtrak workers should speak with one voice to management and not four. Correcting this problem will improve the representation of the membership by our Union.

Therefore, I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Division of the International Brotherhood of Teamsters and call for a founding Convention of all of the Local Lodges on Amtrak to form a new single system to represent Amtrak BMWED members. At this founding Convention, the delegates from the Local Lodges on Amtrak will elect new officers and adopt new bylaws to organize all Amtrak workers under a single banner. This will result in a more efficient use of dues and more strength when dealing with Amtrak management. Dues money currently in the accounts of the current systems to which Amtrak members belong will be transferred to the accounts of the new system on a per capita basis.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org



Exhibit 24

The founding Convention will be presided over by Chairman Jed Dodd, and will be held:

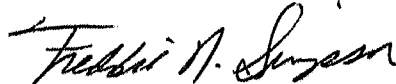
September 1– 2, 2021
DoubleTree by Hilton Newark Penn Station
1048 Raymond Boulevard
Newark, NJ 07102

Each Local Lodge is entitled to send a delegate to this founding meeting. To be elected delegate you will need to have 24 months' continuous good standing and to be a member of the Local Lodge. All members in good standing of the Local Lodge will receive 15 days' notice of the time and place for this delegate election. The delegate election must be by secret ballot. Local Lodge Secretary Treasurers and Presidents will be sent information about how to conduct the election and credential forms to provide to the delegate to present to the founding Convention. This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Federation, however; if a delegate is not elected by a Local Lodge between now and September 1, 2021, that Local Lodge will not be represented when the new System Federation is formed but will be governed by the new System Federation. Note that if **your Local Lodge does not have adequate funds available to cover the cost of sending a delegate to the founding Convention, National Division will cover the expenditures your Local Lodge cannot cover, and withhold such funds from the quarterly dues remittance for your Local Lodge until the expenditures are recovered by National Division, as is consistent with the current practice at National Division.**

Please do not consider this as a criticism of the current System Federation officers representing Amtrak workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. I would expect that many of the current officers will be running for office in the new System Federation on these merits. However, the current design of four systems is not efficient and does not provide the most effective representation possible for Amtrak workers. The purpose of establishing this new single system for Amtrak workers is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. It does however need to be fixed without further delay.

Again, this is a very important meeting and we urge you to attend your Local Lodge's election for delegate for the purposes of establishing the new System Division or Federation.

Sincerely and fraternally,



Freddie N. Simpson
President



Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 13, 2021

Official Notice of Establishment of Amtrak Railroad Employer Joint Protective Board

ALL AMTRAK RAILROAD EMPLOYER LOCAL LODGE SECRETARY-TREASURERS

Dear Brothers and Sisters:

Pursuant to the authority granted me under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Employees Division – International Brotherhood of Teamsters, I have determined that the employees engaged in the maintenance of way work on the railroad operations of the Amtrak Railroad Employer have reached a level of organization which warrants the establishment of a Joint Protective Board for such employees.

There are currently several Local Lodges that have not yet held their Local Lodge Officers elections on account of various restrictions due to COVID-19. Therefore, it is recommended that those Local Lodges that have not yet conducted their Local Lodge Officer elections schedule and conduct such elections simultaneously with the delegate elections for the founding Convention that will establish a Joint Protective Board for Amtrak Railroad Employer maintenance of way employees. Pertinent information for assistance in sending such elections and special elections meeting notice cards is provided below.

REPRESENTATION

Article XIX, Section 1 directs that each Local Lodge involved in the formation of this new Joint Protective Board must elect a Delegate to attend the meeting that formally establishes the Board. Therefore, I am directing you, pursuant to Article XVIII, Section 6 of the Bylaws, to conduct a special meeting of your Local Lodge within thirty (30) days of receipt of this letter for the purpose of electing said Delegate.

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Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org



FIFTEEN DAYS ADVANCE WRITTEN NOTICE REQUIRED

Fifteen (15) days prior to the date of nomination and election of the Local Lodge's Delegate, advance written notice to the Local Lodge members by mail is required regarding scheduling a special meeting for the purpose of nominating and electing the Local Lodge's Delegate. In calculating the 15-day period, the day the cards are mailed is not counted, but the day of the meeting is counted.

The "Notice of Meeting Card" (Form F-86) must be mailed to the last known address of all members who are eligible to participate in the election. However, as a matter of courtesy, all members should be advised of the special meeting. The posting of the special meeting notices on bulletin boards, tool sheds etc. or distribution to members of gangs at the work site does not satisfy the notice requirements of federal law.

When you are ready to schedule your Local Lodge Delegate election special meeting, contact National Division Auditor Joseph Corley at (248) 662-2611 or jcorley@bmwe.org (and request a set of preprinted notice of meeting cards or address labels, as well as a dues payment history of your lodge members covering the last (24) months. The dues payment history will help you determine a member's eligibility to vote, or to run for Delegate. Prior to mailing, you should check the addresses against your current membership records to ensure that all members receive notice of the meeting. It may be necessary to hand address cards or labels for new members or those that have a different address. Labels or cards for members who are deceased, or individuals who are no longer members of the Brotherhood should be discarded.

The Secretary-Treasurer of the Local Lodge must preserve the ballots and all other records pertaining to the special meeting election of the Delegate for a period of one (1) year. The results of the election, including the names of the nominees for the Delegate and those members proposing the nomination, should be recorded in the minutes of the Local Lodge and reported to the membership at the next meeting of the Local Lodge.

QUORUM REQUIRED TO ELECT DELEGATE

Article XVIII, Section 6, Paragraph 3, of the National Division Bylaws provides that five (5) members in good standing constitute a quorum for the purpose of transacting Local Lodge business. Therefore, if there are not five (5) members in good standing present at your Local Lodge meeting which has been designated to elect a Delegate, it will be necessary to reschedule the election due to the fact that a quorum was not present. Note that the Local Lodge will be unrepresented at the meeting which formally establishes the Board if a delegate is not elected by the Local Lodge accordingly.

ELECTION CONDUCTED BY SECRET BALLOT

Delegates must be elected by secret ballot vote of the members in “good standing” of the Local Lodge by which they are accredited to the establishment of the Amtrak Railroad Employer Joint Protective Board. The Local Lodge Secretary-Treasurer must maintain records regarding the vote for Delegate in the event the election of the Delegate is disputed.

ELIGIBILITY REQUIREMENTS FOR ELECTION AS DELEGATE: TWENTY-FOUR MONTHS OF CONTINUOUS GOOD STANDING

To be elected as a Delegate to represent your Local Lodge, you must be a Member of your Local Lodge and must satisfy the National Division Bylaws and the IBT Merger Agreement “continuous good standing” requirements. “Continuous good standing” generally means “actively employed in the craft” and “the timely payment of dues for each of the twenty-four months during the applicable period” with no interruptions in payments during the applicable period and no interruptions in active membership during that period. Continuous good standing is calculated by starting with the month prior to the nomination and the prior twenty-three (23) months, all of which must be consecutive be in “good “continuous good standing”.

Particular attention should be given to qualifications for candidates at the time of nominations and elections. Ineligible members being elected could result in your Local Lodge not being represented in the convention formally establishing the Joint Protective Board.

ELIGIBILITY REQUIREMENTS TO VOTE IN LODGE ELECTIONS

Only members in “good standing” are entitled to vote in the election of a Delegate. “Good standing” means that the Member has made timely payment of dues in the month prior to the month of nomination (and the month prior to election if nomination and election will be held in different months). A member can restore “good standing” by paying required dues to the duly accredited Secretary-Treasurer prior to the meeting and commencement of nominations or elections.

Retired Local Lodge Secretary-Treasurers holding such office and paying full dues under the provisions of Paragraph 4.11 of the Merger Agreement are also entitled to nominate, second, and vote in the election for delegate.

Retired members who are paying full dues, retiree dues of \$16.00 per year, or National Division dues to protect their death benefit, are **not** eligible to vote in Local Lodge elections. Members who have secured a Withdrawal Card after leaving the service of the railroad, being promoted to an official and/or excepted position with the railroad or transferring to another craft, or who are considered an agency or objector fee payer, are not eligible to participate in the election of a Delegate even if they are paying full dues.

ISSUANCE OF CREDENTIALS

A Credential is included herein for the purposes of certifying the Local Lodge Delegate election for representation at the establishment of the Joint Protective Board. Upon completion of the election of the Delegate, the provided Credential (in triplicate form) must be signed and dated by the Local Lodge President and Secretary-Treasurer, or an elected officer of that Local Lodge. The original Credential shall be given to the duly elected Delegate. One Credential copy shall be retained by the Local Lodge Secretary-Treasurer and the remaining Credential copy shall be forwarded to the National Division President's office as soon as possible after the election of the Delegate.

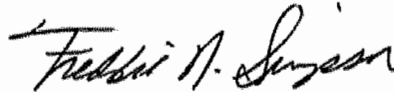
DELEGATE VOTING STRENGTH

Representative votes for each Delegate shall be determined in accordance with National Division records twenty (20) days prior to the convening of the Joint Protective Board meeting, and shall reflect all members in good standing as of the last day of the month prior to the month in which the Joint Protective Board meeting is convened. No votes shall be added and no duplicate credentials shall be accepted once the Joint Protective Board meeting has been convened.

PROHIBITION AGAINST THE TRANSFER OF VOTES OR CREDENTIALS

The transfer of votes between Local Lodge Delegates will **not** be permitted.

Fraternally yours,



Freddie N. Simpson
President

cc: Local Lodge President

Enclosure



Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 2, 2021

OFFICIAL NOTICE OF CONVENTION CALL TO ESTABLISH SINGLE
JOINT PROTECTIVE BOARD FOR
BNSF RAILWAY EMPLOYER

October 6 – 7, 2021
DoubleTree by Hilton Denver Airport
6900 Tower Road
Denver, CO 80249

Dear Brothers and Sisters of BNSF Railway:

There are approximately 6,700 members on BNSF Railway (BNSF) and under our present structure; the members are divided into five System Federations with different dues structures, each with their own bylaws and General Chairpersons. The job of the System Federations under our Bylaws is to enforce the collective bargaining agreements, negotiate agreements, and generally work to improve the working conditions of the members.

Thirty years ago the System Federations made sense with one System per major railroad but the changes in railroad management has made the current system ridiculous and it does not allow for the most effective representation possible. BNSF workers should pay for one General Chairperson and not five. BNSF workers should speak with one voice to management and not five. Correcting this problem will improve the representation of the membership by our Union.

Therefore, I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Division of the International Brotherhood of Teamsters and call for a founding Convention of all of the Local Lodges on BNSF to form a new single system to represent BNSF BMWED members. At this founding Convention, the delegates from the Local Lodges on BNSF will elect new officers and adopt new bylaws to organize all BNSF workers under a single banner. This will result in a more efficient use of dues and more strength when dealing with BNSF management. Dues money currently in the accounts of the current systems to which BNSF members belong will be transferred to the new system's account on a per capita basis.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org



Exhibit 25

The founding Convention will be presided over by Chairman Bruce Glover and Co-Chairman David D. Joynt, and will be held:

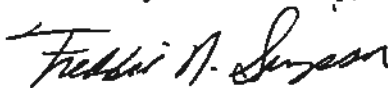
October 6 – 7, 2021
DoubleTree by Hilton Denver Airport
6900 Tower Road
Denver, CO 80249

Each Local Lodge is entitled to send a delegate to this founding meeting. To be elected delegate you will need to have 24 months' continuous good standing and to be a member of the Local Lodge. All members in good standing of the Local Lodge will receive 15 days' notice of the time and place for this delegate election. The delegate election must be by secret ballot. Local Lodge Secretary Treasurers and Presidents will be sent information about how to conduct the election and credential forms to provide to the delegate to present to the founding Convention. This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Federation, however; if a delegate is not elected by a Local Lodge between now and October 6, 2021, that Local Lodge will not be represented when the new System Federation is formed but will be governed by the new System Federation. Note that if **your Local Lodge does not have adequate funds available to cover the cost of sending a delegate to the founding Convention, National Division will cover the expenditures your Local Lodge cannot cover, and withhold such funds from the quarterly dues remittance for your Local Lodge until the expenditures are recovered by National Division, as is consistent with the current practice at National Division.**

Please do not consider this as a criticism of the current System Federation officers representing BNSF workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. I would expect that many of the current officers will be running for office in the new System Federation on these merits. However, the current design of five systems is not efficient and does not provide the most effective representation possible for BNSF workers. The purpose of establishing this new single system for BNSF workers is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. It does however need to be fixed without further delay.

Again, this is a very important meeting and we urge you to attend your Local Lodge's election for delegate for the purposes of establishing the new System Division or Federation.

Sincerely and fraternally,



Freddie N. Simpson
President



**Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters**

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 2, 2021

**OFFICIAL NOTICE OF CONVENTION CALL TO ESTABLISH SINGLE
JOINT PROTECTIVE BOARD FOR
CANADIAN NATIONAL RAILROAD EMPLOYER**

September 22, 2021

Hilton Rosemont Chicago O'Hare Hotel

5550 N. River Road

Rosemont, IL 60018

Dear Brothers and Sisters of Canadian National Railroad:

There are approximately 1,500 members on Canadian National Railroad (CN) and under our present structure; the members are divided into five System Federations with different dues structures, each with their own bylaws and General Chairpersons. The job of the System Federations under our Bylaws is to enforce the collective bargaining agreements, negotiate agreements, and generally work to improve the working conditions of the members.

Thirty years ago the System Federations made sense with one System per major railroad but the changes in railroad management has made the current system ridiculous and it does not allow for the most effective representation possible. CN workers should pay for one General Chairperson and not five. CN workers should speak with one voice to management and not three. Correcting this problem will improve the representation of the membership by our Union.

Therefore, I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Division of the International Brotherhood of Teamsters and call for a founding Convention of all of the Local Lodges on CN to form a new single system to represent CN BMWED members. At this founding Convention, the delegates from the Local Lodges on CN will elect new officers and adopt new bylaws to organize all CN workers under a single banner. This will result in a more efficient use of dues and more strength when dealing with CN management. Dues money currently in the accounts of the current systems to which CN members belong will be transferred to the new system's account on a per capita basis.

41475 Gardenbrook Road

Novi, MI 48375-1328

Telephone 248.662.2660 Facsimile 248.662.2659

www.bmwed.org
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IBT

Exhibit 26

The founding Convention will be presided over by Chairman Bruce Glover, and will be held:

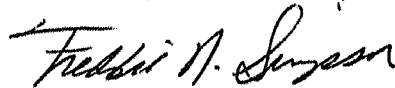
September 22, 2021
Hilton Rosemont Chicago O'Hare Hotel
5550 N. River Road
Rosemont, IL 60018

Each Local Lodge is entitled to send a delegate to this founding meeting. To be elected delegate you will need to have 24 months' continuous good standing and to be a member of the Local Lodge. All members in good standing of the Local Lodge will receive 15 days' notice of the time and place for this delegate election. The delegate election must be by secret ballot. Local Lodge Secretary Treasurers and Presidents will be sent information about how to conduct the election and credential forms to provide to the delegate to present to the founding Convention. This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Federation, however; if a delegate is not elected by a Local Lodge between now and September 22, 2021, that Local Lodge will not be represented when the new System Federation is formed but will be governed by the new System Federation. Note that **if your Local Lodge does not have adequate funds available to cover the cost of sending a delegate to the founding Convention, National Division will cover the expenditures your Local Lodge cannot cover, and withhold such funds from the quarterly dues remittance for your Local Lodge until the expenditures are recovered by National Division, as is consistent with the current practice at National Division.**

Please do not consider this as a criticism of the current System Federation officers representing CN workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. I would expect that many of the current officers will be running for office in the new System Federation on these merits. However, the current design of five systems is not efficient and does not provide the most effective representation possible for CN workers. The purpose of establishing this new single system for CN workers is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. It does however need to be fixed without further delay.

Again, this is a very important meeting and we urge you to attend your Local Lodge's election for delegate for the purposes of establishing the new System Division or Federation.

Sincerely and fraternally,



Freddie N. Simpson
President



Brotherhood of Maintenance of Way Employes Division of the International Brotherhood of Teamsters

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 20, 2021

Official Notice of Establishment of Canadian National Railroad Employer Joint Protective Board

ALL CANADIAN NATIONAL RAILROAD EMPLOYER LOCAL LODGE SECRETARY-TREASURERS

Dear Brothers and Sisters:

Pursuant to the authority granted me under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Employes Division – International Brotherhood of Teamsters, I have determined that the employees engaged in the maintenance of way work on the railroad operations of the Canadian National Railroad Employer have reached a level of organization which warrants the establishment of a Joint Protective Board for such employees.

There are currently several Local Lodges that have not yet held their Local Lodge Officers elections on account of various restrictions due to COVID-19. Therefore, it is recommended that those Local Lodges that have not yet conducted their Local Lodge Officer elections schedule and conduct such elections simultaneously with the delegate elections for the founding Convention that will establish a Joint Protective Board for Canadian National Railroad Employer maintenance of way employees. Pertinent information for assistance in sending such elections and special elections meeting notice cards is provided below.

REPRESENTATION

Article XIX, Section 1 directs that each Local Lodge involved in the formation of this new Joint Protective Board must elect a Delegate to attend the meeting that formally establishes the Board. Therefore, I am directing you, pursuant to Article XVIII, Section 6 of the Bylaws, to conduct a special meeting of your Local Lodge within thirty (30) days of receipt of this letter for the purpose of electing said Delegate.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org

FIFTEEN DAYS ADVANCE WRITTEN NOTICE REQUIRED

Fifteen (15) days prior to the date of nomination and election of the Local Lodge's Delegate, advance written notice to the Local Lodge members by mail is required regarding scheduling a special meeting for the purpose of nominating and electing the Local Lodge's Delegate. In calculating the 15-day period, the day the cards are mailed is not counted, but the day of the meeting is counted.

The "Notice of Meeting Card" (Form F-86) must be mailed to the last known address of all members who are eligible to participate in the election. However, as a matter of courtesy, all members should be advised of the special meeting. The posting of the special meeting notices on bulletin boards, tool sheds etc. or distribution to members of gangs at the work site does not satisfy the notice requirements of federal law.

When you are ready to schedule your Local Lodge Delegate election special meeting, contact National Division Auditor Joseph Corley at (248) 662-2611 or jcorley@bmwe.org (and request a set of preprinted notice of meeting cards or address labels, as well as a dues payment history of your lodge members covering the last (24) months. The dues payment history will help you determine a member's eligibility to vote, or to run for Delegate. Prior to mailing, you should check the addresses against your current membership records to ensure that all members receive notice of the meeting. It may be necessary to hand address cards or labels for new members or those that have a different address. Labels or cards for members who are deceased, or individuals who are no longer members of the Brotherhood should be discarded.

The Secretary-Treasurer of the Local Lodge must preserve the ballots and all other records pertaining to the special meeting election of the Delegate for a period of one (1) year. The results of the election, including the names of the nominees for the Delegate and those members proposing the nomination, should be recorded in the minutes of the Local Lodge and reported to the membership at the next meeting of the Local Lodge.

QUORUM REQUIRED TO ELECT DELEGATE

Article XVIII, Section 6, Paragraph 3, of the National Division Bylaws provides that five (5) members in good standing constitute a quorum for the purpose of transacting Local Lodge business. Therefore, if there are not five (5) members in good standing present at your Local Lodge meeting which has been designated to elect a Delegate, it will be necessary to reschedule the election due to the fact that a quorum was not present. Note that the Local Lodge will be unrepresented at the meeting which formally establishes the Board if a delegate is not elected by the Local Lodge accordingly.

ELECTION CONDUCTED BY SECRET BALLOT

Delegates must be elected by secret ballot vote of the members in “good standing” of the Local Lodge by which they are accredited to the establishment of the Canadian National Railroad Employer Joint Protective Board. The Local Lodge Secretary-Treasurer must maintain records regarding the vote for Delegate in the event the election of the Delegate is disputed.

ELIGIBILITY REQUIREMENTS FOR ELECTION AS DELEGATE: TWENTY-FOUR MONTHS OF CONTINUOUS GOOD STANDING

To be elected as a Delegate to represent your Local Lodge, you must be a Member of your Local Lodge and must satisfy the National Division Bylaws and the IBT Merger Agreement “continuous good standing” requirements. “Continuous good standing” generally means “actively employed in the craft” and “the timely payment of dues for each of the twenty-four months during the applicable period” with no interruptions in payments during the applicable period and no interruptions in active membership during that period. Continuous good standing is calculated by starting with the month prior to the nomination and the prior twenty-three (23) months, all of which must be consecutive be in “good “continuous good standing”.

Particular attention should be given to qualifications for candidates at the time of nominations and elections. Ineligible members being elected could result in your Local Lodge not being represented in the convention formally establishing the Joint Protective Board.

ELIGIBILITY REQUIREMENTS TO VOTE IN LODGE ELECTIONS

Only members in “good standing” are entitled to vote in the election of a Delegate. “Good standing” means that the Member has made timely payment of dues in the month prior to the month of nomination (and the month prior to election if nomination and election will be held in different months). A member can restore “good standing” by paying required dues to the duly accredited Secretary-Treasurer prior to the meeting and commencement of nominations or elections.

Retired Local Lodge Secretary-Treasurers holding such office and paying full dues under the provisions of Paragraph 4.11 of the Merger Agreement are also entitled to nominate, second, and vote in the election for delegate.

Retired members who are paying full dues, retiree dues of \$16.00 per year, or National Division dues to protect their death benefit, are **not** eligible to vote in Local Lodge elections. Members who have secured a Withdrawal Card after leaving the service of the railroad, being promoted to an official and/or excepted position with the railroad or transferring to another craft, or who are considered an agency or objector fee payer, are not eligible to participate in the election of a Delegate even if they are paying full dues.

ISSUANCE OF CREDENTIALS

A Credential is included herein for the purposes of certifying the Local Lodge Delegate election for representation at the establishment of the Joint Protective Board. Upon completion of the election of the Delegate, the provided Credential (in triplicate form) must be signed and dated by the Local Lodge President and Secretary-Treasurer, or an elected officer of that Local Lodge. The original Credential shall be given to the duly elected Delegate. One Credential copy shall be retained by the Local Lodge Secretary-Treasurer and the remaining Credential copy shall be forwarded to the National Division President's office as soon as possible after the election of the Delegate.

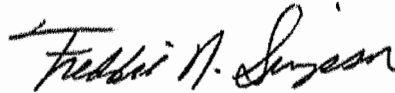
DELEGATE VOTING STRENGTH

Representative votes for each Delegate shall be determined in accordance with National Division records twenty (20) days prior to the convening of the Joint Protective Board meeting, and shall reflect all members in good standing as of the last day of the month prior to the month in which the Joint Protective Board meeting is convened. No votes shall be added and no duplicate credentials shall be accepted once the Joint Protective Board meeting has been convened.

PROHIBITION AGAINST THE TRANSFER OF VOTES OR CREDENTIALS

The transfer of votes between Local Lodge Delegates will **not** be permitted.

Fraternally yours,



Freddie N. Simpson
President

cc: Local Lodge President

Enclosure



**Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters**

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 2, 2021

**OFFICIAL NOTICE OF CONVENTION CALL TO ESTABLISH SINGLE
JOINT PROTECTIVE BOARD FOR
CANADIAN PACIFIC RAILWAY EMPLOYER**

September 23, 2021
Hilton Rosemont Chicago O'Hare Hotel
5550 N. River Road
Rosemont, IL 60018

Dear Brothers and Sisters of Canadian Pacific Railroad:

There are approximately 700 members on Canadian Pacific Railroad (CP) and under our present structure; the members are divided into three System Federations with different dues structures, each with their own bylaws and General Chairpersons. The job of the System Federations under our Bylaws is to enforce the collective bargaining agreements, negotiate agreements, and generally work to improve the working conditions of the members.

Thirty years ago the System Federations made sense with one System per major railroad but the changes in railroad management has made the current system ridiculous and it does not allow for the most effective representation possible. CP workers should pay for one General Chairperson and not three. CP workers should speak with one voice to management and not three. Correcting this problem will improve the representation of the membership by our Union.

Therefore, I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Division of the International Brotherhood of Teamsters and call for a founding Convention of all of the Local Lodges on CP to form a new single system to represent CP BMWED members. At this founding Convention, the delegates from the Local Lodges on CP will elect new officers and adopt new bylaws to organize all CP workers under a single banner. This will result in a more efficient use of dues and more strength when dealing with CP management. Dues money currently in the accounts of the current systems to which CP members belong will be transferred to the new system's account on a per capita basis.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org



Exhibit 27

The founding convention will be presided over by Chairman Bruce Glover, and will be held:

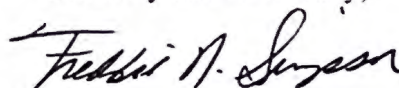
September 23, 2021
Hilton Rosemont Chicago O'Hare Hotel
5550 N. River Road
Rosemont, IL 60018

Each Local Lodge is entitled to send a delegate to this founding meeting. To be elected delegate you will need to have 24 months' continuous good standing and to be a member of the Local Lodge. All members in good standing of the Local Lodge will receive 15 days' notice of the time and place for this delegate election. The delegate election must be by secret ballot. Local Lodge Secretary Treasurers and Presidents will be sent information about how to conduct the election and credential forms to provide to the delegate to present to the founding convention. This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Federation, however; if a delegate is not elected by a Local Lodge between now and September 23, 2021, that Local Lodge will not be represented when the new System Federation is formed but will be governed by the new System Federation. **Note that if your Local Lodge does not have adequate funds available to cover the cost of sending a delegate to the founding Convention, National Division will cover the expenditures your Local Lodge cannot cover, and withhold such funds from the quarterly dues remittance for your Local Lodge until the expenditures are recovered by National Division, as is consistent with the current practice at National Division.**

Please do not consider this as a criticism of the current System Federation officers representing CP workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. I would expect that many of the current officers will be running for office in the new System Federation on these merits. However, the current design of three systems is not efficient and does not provide the most effective representation possible for CP workers. The purpose of establishing this new single system for CP workers is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. It does however need to be fixed without further delay.

Again, this is a very important meeting and we urge you to attend your Local Lodge's election for delegate for the purposes of establishing the new System Division or Federation.

Sincerely and fraternally,



Freddie N. Simpson
President



**Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters**

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 2, 2021

**OFFICIAL NOTICE OF CONVENTION CALL TO ESTABLISH SINGLE
JOINT PROTECTIVE BOARD FOR
CSXT RAILROAD EMPLOYER**

**September 15 - 16, 2021
DoubleTree by Hilton Hotel Cincinnati Airport
2826 Terminal Drive
Hebron, KY 41048**

Dear Brothers and Sisters of CSXT Railroad:

There are approximately 4,600 members on CSXT Railroad and under our present structure; the members are divided into three System Federations with different dues structures, each with their own bylaws and General Chairpersons. The job of the System Federations under our Bylaws is to enforce the collective bargaining agreements, negotiate agreements, and generally work to improve the working conditions of the members.

Thirty years ago the System Federations made sense with one System per major railroad but the changes in railroad management has made the current system ridiculous and it does not allow for the most effective representation possible. CSXT workers should pay for one General Chairperson and not three. CSXT workers should speak with one voice to management and not three. Correcting this problem will improve the representation of the membership by our Union.

Therefore, I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Division of the International Brotherhood of Teamsters and call for a founding Convention of all of the Local Lodges on CSXT to form a new single system to represent CSXT BMWED members. At this founding Convention, the delegates from the Local Lodges on CSXT will elect new officers and adopt new bylaws to organize all CSXT workers under a single banner. This will result in a more efficient use of dues and more strength when dealing with CSXT management. Dues money currently in the accounts of the current systems to which CSXT members belong will be transferred to the new system's account on a per capita basis.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org



Exhibit 28

The founding convention will be presided over by Chairman Freddie Simpson and Co-Chairman Roger Sanchez, and will be held:

September 15 - 16, 2021
DoubleTree by Hilton Hotel Cincinnati Airport
2826 Terminal Drive
Hebron, KY 41048

Each Local Lodge is entitled to send a delegate to this founding meeting. To be elected delegate you will need to have 24 months' continuous good standing and to be a member of the Local Lodge. All members in good standing of the Local Lodge will receive 15 days' notice of the time and place for this delegate election. The delegate election must be by secret ballot. Local Lodge Secretary Treasurers and Presidents will be sent information about how to conduct the election and credential forms to provide to the delegate to present to the founding Convention. This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Federation, however; if a delegate is not elected by a Local Lodge between now and September 15, 2021, that Local Lodge will not be represented when the new System Federation is formed but will be governed by the new System Federation. Note that if **your Local Lodge does not have adequate funds available to cover the cost of sending a delegate to the founding Convention, National Division will cover the expenditures your Local Lodge cannot cover, and withhold such funds from the quarterly dues remittance for your Local Lodge until the expenditures are recovered by National Division, as is consistent with the current practice at National Division.**

Please do not consider this as a criticism of the current System Federation officers representing CSXT workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. I would expect that many of the current officers will be running for office in the new System Federation on these merits. However, the current design of three systems is not efficient and does not provide the most effective representation possible for CSXT workers. The purpose of establishing this new single system for CSXT workers is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. It does however need to be fixed without further delay.

Again, this is a very important meeting and we urge you to attend your Local Lodge's election for delegate for the purposes of establishing the new System Division or Federation.

Sincerely and fraternally,



Freddie N. Simpson
President



**Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters**

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 2, 2021

**OFFICIAL NOTICE OF CONVENTION CALL TO ESTABLISH SINGLE
JOINT PROTECTIVE BOARD FOR
NORFOLK SOUTHERN RAILWAY EMPLOYER**

September 8 - 9, 2021

DoubleTree by Hilton Hotel Cincinnati Airport
2826 Terminal Drive
Hebron, KY 41048

Dear Brothers and Sisters of Norfolk Southern:

There are 3,500 members on Norfolk and Southern (NS) and under our present structure; the members are divided into four System Federations with different dues structures, each with their own bylaws and General Chairpersons. The job of the System Federations under our Bylaws is to enforce the collective bargaining agreements, negotiate agreements, and generally work to improve the working conditions of the members.

Thirty years ago the System Federations made sense with one System per major railroad but the changes in railroad management has made the current system ridiculous and it does not allow for the most effective representation possible. NS workers should pay for one General Chairperson and not four. *NS workers should speak with one voice to management and not four.* Correcting this problem will improve the representation of the membership by our Union.

Therefore, I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Division of the International Brotherhood of Teamsters and call for a founding Convention of all of the Local Lodges on NS to form a new single system to represent NS BMWED members. At this founding Convention, the delegates from the Local Lodges on NS will elect new officers and adopt new bylaws to organize all NS workers under a single banner. This will result in a more efficient use of dues and more strength when dealing with NS management. Dues money currently in the accounts of the current systems to which NS members belong will be transferred to the new system's account on a per capita basis.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org



The founding Convention will be presided over by Chairman Jack David and Co-Chairman Roger Sanchez, and will be held:

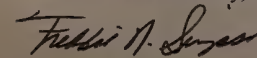
September 8 - 9, 2021
DoubleTree by Hilton Hotel Cincinnati Airport
2826 Terminal Drive
Hebron, KY 41048

Each Local Lodge is entitled to send a delegate to this founding meeting. To be elected delegate you will need to have 24 months' continuous good standing and to be a member of the Local Lodge. All members in good standing of the Local Lodge will receive 15 days' notice of the time and place for this delegate election. The delegate election must be by secret ballot. Local Lodge Secretary Treasurers and Presidents will be sent information about how to conduct the election and credential forms to provide to the delegate to present to the founding convention. This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Federation, however; if a delegate is not elected by a Local Lodge between now and September 8, 2021, that Local Lodge will not be represented when the new System Federation is formed but will be governed by the new System Federation. Note that **if your Local Lodge does not have adequate funds available to cover the cost of sending a delegate to the founding Convention, National Division will cover the expenditures your Local Lodge cannot cover, and withhold such funds from the quarterly dues remittance for your Local Lodge until the expenditures are recovered by National Division, as is consistent with the current practice at National Division.**

Please do not consider this as a criticism of the current System Federation officers representing NS workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. I would expect that many of the current officers will be running for office in the new System Federation on these merits. However, the current design of four systems is not efficient and does not provide the most effective representation possible for NS workers. The purpose of establishing this new single system for NS workers is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. It does however need to be fixed without further delay.

Again, this is a very important meeting and we urge you to attend your Local Lodge's election for delegate for the purposes of establishing the new System Division or Federation.

Sincerely and fraternally,



Freddie N. Simpson
President



Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

July 2, 2021

OFFICIAL NOTICE OF CONVENTION CALL TO ESTABLISH SINGLE JOINT PROTECTIVE BOARD FOR UNION PACIFIC RAILROAD EMPLOYER

September 29 – 30, 2021
DoubleTree by Hilton Denver Airport
6900 Tower Road
Denver, CO 80249

Dear Brothers and Sisters of Union Pacific Railroad:

There are approximately 7,700 members on Union Pacific Railroad (UP) and under our present structure; the members are divided into three System Federations with different dues structures, each with their own bylaws and General Chairpersons. The job of the System Federations under our Bylaws is to enforce the collective bargaining agreements, negotiate agreements, and generally work to improve the working conditions of the members.

Thirty years ago, the System Federations made sense with one System per major railroad but the changes in railroad management has made the current system ridiculous and it does not allow for the most effective representation possible. UP workers should pay for one General Chairperson and not three. UP workers should speak with one voice to management and not three. Correcting this problem will improve the representation of the membership by our Union.

Therefore, I am going to exercise my authority under Article XIX, Section 1 of the Bylaws of the Brotherhood of Maintenance of Way Division of the International Brotherhood of Teamsters and call for a founding Convention of all of the Local Lodges on UP to form a new single system to represent UP BMWED members. At this founding Convention the delegates from the Local Lodges on UP will elect new officers and adopt new bylaws to organize all UP workers under a single banner. This will result in a more efficient use of dues and more strength when dealing with UP management. Dues money currently in the accounts of the current systems to which UP members belong will be transferred to the new system's account on a per capita basis.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org



Exhibit 30

The founding convention will be presided by Chairman Louis Below and Co-Chairman Roger Sanchez, and will be held:

September 29 – 30, 2021
DoubleTree by Hilton Denver Airport
6900 Tower Road
Denver, CO 80249

Each Local Lodge is entitled to send a delegate to this founding meeting. To be elected delegate you will need to have 24 months' continuous good standing and to be a member of the Local Lodge. All members in good standing of the Local Lodge will receive 15 days' notice of the time and place for this delegate election. The delegate election must be by secret ballot. Local Lodge Secretary Treasurers and Presidents will be sent information about how to conduct the election and credential forms to provide to the delegate to present to the founding Convention. This is obviously a very important meeting which will formally establish the officers and bylaws for the new System Federation, however; if a delegate is not elected by a Local Lodge between now and September 29, 2021, that Local Lodge will not be represented when the new System Federation is formed but will be governed by the new System Federation. Note that if **your Local Lodge does not have adequate funds available to cover the cost of sending a delegate to the founding Convention, National Division will cover the expenditures your Local Lodge cannot cover, and withhold such funds from the quarterly dues remittance for your Local Lodge until the expenditures are recovered by National Division, as is consistent with the current practice at National Division.**

Please do not consider this as a criticism of the current System Federation officers representing UP workers. It has been my experience that all of them are dedicated to their work and work very hard to serve the membership. I would expect that many of the current officers will be running for office in the new System Federation on these merits. However, the current design of three systems is not efficient and does not provide the most effective representation possible for UP workers. The purpose of establishing this new single system for UP workers is to correct a flaw in our structure that has festered for a long time and is not the fault of any single individual. It does however need to be fixed without further delay.

Again, this is a very important meeting and we urge you to attend your Local Lodge's election for delegate for the purposes of establishing the new System Division or Federation.

Sincerely and fraternally,



Freddie N. Simpson
President

To: Freddie Simpson, BMWED National President
From: BMWED Federation General Chairmen Listed Below
Date: July 8, 2021
Re: Proposal to Resolve Consolidation Dispute

Introduction

The BMWED Federations and the BMWED National President are involved in a Dispute involving the National President's recently announced decision to:

- unilaterally consolidate and/or dissolve currently functioning BMWED Federations;
- eliminate existing Federation representation structures and duly elected representative positions;
- establish new single system federations; and
- take possession of the existing Federations' assets and distribute them to the new federations.

To avoid the time, expense and disruption to the membership that may arise if the Parties are unable to resolve this dispute, and also to avoid the potential for Carriers to exploit this Dispute during the current round of national bargaining, the Federations listed below make the following Proposal with the express understating that they and the National President retain and fully preserve all their respective legal positions and arguments relating to the Dispute, such that this proposal and the discussions regarding it are without prejudice or compromise to the Parties' respective legal positions in the event they are themselves unable to resolve the Dispute consensually.

Federations and Divisions Making this Proposal:

The Federations making this Proposal represent approximately 95% of the BMWED membership. Those Federations, and their representatives who attended the July 8, 2020 meeting in Henderson, Tennessee with National President Simpson are as follows:

- Allied Federation: GC Dennis Albers;
- Alliance System Federation: GC Jason Graham;
- Atchison Topeka Santa Fe Frisco System Federation: GC Jeffery Fry;
- Burlington System Federation: GC Staci Moody-Gilbert;
- Burlington Northern System Federation: GC John Mozinski;
- Chicago Eastern Illinois System Federation: Patrick Charters;
- Commuter Railroad System Division: GC Mick Barrett;
- Elgin Joliet and Eastern System Division: GC Rolando Del Muro;
- Northeastern System Federation: GC Dale Bogart Jr.;
- Pennsylvania Federation: Anthony Sessa;
- Southern System Division: GC Samuel Alexander; and
- Unified System Division: GC Tony Cardwell.

Proposal:

The below mergers and membership transfers are contingent upon approval from each federation's respective boards and bylaw requirements.

Allied Federation

Allied Federation will transfer all lodges and members from Kansas City Southern (KCS) RR to the Unified System Division.

Allied will transfer Amtrak Members to the Pennsylvania Federation.

Allied will transfer the BNSF Members to the ATSFF.

Allied anticipates that upon approval, the above transfers will be completed by the end of August 2021.

Alliance Federation

Alliance Federation passenger rail members will be transferred to the Pennsylvania Federation.

Alliance Federation METRA Members will be transferred to the USD.

Alliance Federation anticipates that upon approval, the above transfers will be completed by August 2021.

Atchison Topeka Santa Fe Frisco System Federation (ATSFF)

ATSFF's General Chairman will meet with the Burlington System Federation to discuss the transfer of members from District 500 and District 700 on the BNSF Railway to better align its membership with the two BNSF agreements.

ATSFF commits to engaging in further meetings to discuss a merger with the Burlington Northern System Federation and the Burlington System Division.

Burlington System Division

The Burlington System Division Rules Committee commits to meeting with the Burlington Northern System Federation and the ATSF&F Federation to initiate discussions for a potential merger. All roads currently with the Burlington System Division will stay with the Burlington System Division.

The Burlington System Division will continue to work with other GC's to get the Metra members under one GC/System. We commit to resolve this issue expeditiously. The meeting will begin in August 2021.

The Burlington System Division commits to work with ATSF&F to resolve the issues with District 500 and District 700 membership.

With the transfer of the DM&E (CP) members to the Burlington System Division - the CP members will continue to stay with the Burlington System Division and not be forced to form their own System/Federation.

Burlington Northern System Federation

The Burlington Northern System Federation JPB will convene for merger approval with the Burlington System Division. Later meetings will also be held to discuss merger with the ATSFF.

Chicago Eastern Illinois System Federation

The Chicago Eastern Illinois System Federation Board will meet to discuss a merger with the Allied Federation.

Elgin Joliet and Eastern System Division

The Elgin Joliet and Eastern System Division GC will meet to convene a board meeting in August 2021 to seek merger approval with the USD.

Northeastern System Federation

The Northeastern System Federation's quadrennial convention is in September 2021, the General Chairman will seek approval for merger with the Southern System Division.

Pennsylvania Federation

The Pennsylvania Federation will transfer all Pennsylvania Federation CSX, Conrail, Yorkrail and NS members to the Alliance Federation upon requisite approvals.

Southern System Division

The Southern System Division will convene its Board to seek merger with the Northeastern System Federation.

Unified System Division

The Unified System Division will transfer the USD Amtrak Members to the Pennsylvania Federation upon board approval.

The Unified System Division will transfer all CP (DM&E) members to the Burlington System Division upon board approval.

The Unified System Division will seek approval for a transfer of METRA Members to the Pennsylvania Federation.

The Unified System Division will transfer the UP South (MOPAC) membership to the Allied Federation upon board approval.

BYLAWS
for the
GOVERNMENT OF THE JOINT PROTECTIVE BOARD AND MEMBERS
of the
(NAME) SYSTEM FEDERATION
of the
BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYES DIVISION
OF THE INTERNATIONAL BROTHERHOOD OF TEAMSTERS

To be comprised of the following railroads:

FORMER ALLIANCE SYSTEM FEDERTION

Consolidated Rail Corporation Shared Assets (Detroit, New Jersey, Philadelphia)

NORFOLK AND PORTSMOUTH BELT LINE RAILROAD COMPANY

NORFOLK SOUTHERN CORPORATION

Former Des Moines Union Railway Company
Former Interstate Railroad Company
Former Norfolk & Western Railway Company
Former Southern Railway Company
Former Wabash Railroad Company
Former Consolidated Rail Lines

(Penn Central, Erie Lackawanna), (Nickel Plate-Wheeling and Lake Erie)

Wheelersburg Terminal

FORMER PENNSYLVANIA FEDERATION

Akron and Barberton Belt Railroad Company Amtrak

Chicago Union Station Company

Washington Terminal Company

Consolidated Rail Corporation

Baltimore & Eastern Railroad Company

Buffalo Creek Railroad

Ironton Railroad Company,

Lehigh Valley Railroad Company

Penn Central-Pennsylvania Railroad Company
Pennsylvania-Reading Seashore Lines
Monongahela Railway Company
Maryland and Pennsylvania Railroad Company
Middle Fork Railroad Company
Consolidated Rail Corporation
Western Maryland Railway Company

FORMER SOUTHERN SYSTEM DIVISION

Seaboard Coast Line Railroad Company
Piedmont and Northern Railway Company
Southern Railway Company
Alabama Great Southern Railroad Company
Atlantic and East Carolina Railway Company
Central of Georgia Railroad Company
Chattanooga Traction Company
Cincinnati, New Orleans and Texas Pacific Railway Company
Georgia Northern Railway
Georgia Southern and Florida Railway Company
Kentucky & Indiana Terminal Railroad Company
Live Oak, Perry and South Georgia Railway Company
Louisiana Southern Railway Company

Revised and amended at the meeting of the

(NAME) SYSTEM FEDERATION

DOUBLETREE BY HILTON HOTEL CINCINNATI AIRPORT

2826 TERMINAL DRIVE

HEBRON, KENTUCKY

SEPTEMBER 8 AND 9, 2021

PREAMBLE

1. For the purpose of unifying all railway employees, to protect their interests, elevate their intelligence, advance their general welfare, promote the progress and cooperation of all who toil, and to perpetuate the blessings of freedom and liberty; the (NAME) System Federation of the Brotherhood of Maintenance of Way Employes Division has been organized upon these principles as cornerstones.
2. To secure for ourselves just working conditions and working hours as befit the ideal of honorable labor, and thereby obtain the opportunity for closer cooperation with the managements, recreation, intellectual development and social enjoyment, to which all humanity is justly entitled.
3. To educate ourselves in the civic affairs of our country and to encourage others to take an interest therein, in order that we may thereby vote intelligently and effectively for the common good and protection of all.
4. All of which we propose to consummate by conducting our affairs in an honorable and businesslike manner, in accordance with the provisions incorporated in these By-laws which are the governing laws of our (NAME) System Federation, consistent with and subject to the provisions of the National Division Bylaws.

ORDER OF BUSINESS

1. Meeting called to Order
2. Invocation by Chaplain
3. Reading Call of Meeting by Co-Chairman
4. Appointment of Committee on Credentials
5. Report of Committees Credentials, Rules, and Bylaws
6. Roll Call of Officers and Members by Co-Chairman
7. Nomination and Election of Officers
8. Installation of Officers
9. Good of the Order
10. Adjournment by Chaplain

The rules contained in the current edition of Robert's Rules of Order shall govern the (NAME) System Federation in all cases to which they are applicable and provided they are not inconsistent with these Bylaws and any special rules of order the (NAME) System Federation may adopt.

ARTICLE I – ORGANIZATION

Section 1. This body shall be known as the (NAME) System Federation of the Brotherhood of Maintenance of Way Employees Division and have jurisdiction over all Maintenance of Way Employees employed on railroads in departments coming under the jurisdiction of the (NAME) System Federation.

Section 2. (a) Any System Division, Federation, or Maintenance of Way Employees of any railroad, wishing to affiliate with this System Federation, will be considered by making written application through its System Division or Federation Officers (or by petition if there is no System Division or Federation organization on such railroad) to the General Chairperson of the (NAME) System Federation. If the General Chairperson of the (NAME) System Federation feels the affiliation to be advisable, he shall immediately advise the members of the (NAME) System Federation Executive Committee of such application for affiliation. The Executive Committee members will immediately advise the General Chairperson as to whether or not they deem it advisable to affiliate such a System Division, Federation or maintenance of way employees of any railroad with the (NAME) System Federation. If such majority of the Executive Board Committee approves such affiliation, the General Chairperson will proceed to affect such affiliation providing such conditions of affiliation meet the approval of the National Division President.

(b) Should the General Chairperson fail to affect an affiliation and he deems such affiliation still advisable in the interest of the (NAME) System Federation, he may call into session the members of the Joint Protective Board, in order to affect such affiliation.

Section 3. The governing body shall be in accordance with Article II, Section 2 (a) and (c), Article III Section 4(b), Article VI Section 4 and Article IX.

Section 4. Representation on the Joint Protective Board shall be in accordance with Article II, Section 3 (b) and (c).

ARTICLE II - CONVENTIONS, FEDERATION AND SUBORDINATE LODGE OFFICERS

Section 1. (a) The System Federation Convention will be held September 8 and 9, 2021 and quadrennially thereafter, date to be set by General Chairperson, for the purpose of electing the Joint Protective Board Officers and members referred to in Section 3 (a) and (b) of this Article II and to transact such other business as may be lawfully brought before the Joint Protective Board.

(b) The delegate to the Quadrennial System Federation Convention shall be the Local Lodge Grievance Committee Chairperson. The first alternate delegate shall be Local Lodge Secretary-Treasurer and the 2nd alternate delegate shall be the

Local Lodge President. In the event the delegate or first alternate delegate cannot attend the System Federation Convention, the 2nd alternate delegate shall serve as the delegate. If none of the above officers are available to attend the convention the Local Lodge can hold a meeting to elect a delegate to attend the convention.

The Local Lodge President, Secretary-Treasurer and Chairperson of the Grievance Committee shall be elected by secret ballot vote and the regular Triennial Local Lodge election.

(c) Any member in good standing of the Brotherhood of Maintenance of Way Employes Division, who has established seniority rights on some railroad in the departments coming under the jurisdiction of the (NAME) System Federation and who meets the 24 months Continuous Good Standing provisions of Article II, Section 4(a)(1) of the IBT Constitution at the time of nomination, and is a member in good standing at the time of election shall be eligible for nomination and election as a delegate or alternate to the Quadrennial System Federation Convention. For newly chartered Local Lodges in existence for less than twenty-four (24) months, eligibility for delegate or alternate shall be governed by Article II, Section 4(b) of the IBT Constitution.

(d) All Joint Protective Board Members, Officers and delegates attending the Quadrennial System Federation Convention shall have one (1) vote in all matters brought before the Convention, except that Joint Protective Board members and officers shall not be eligible to vote in the election of Joint Protective Board members and officers, or changes to dues, unless they have been elected as a delegate or alternate delegate.

Section 2. (a) The governing body of the (NAME) System Federation shall be the delegates and the Joint Protective Board Officers assembled at the Quadrennial System Federation Convention, and said Conventions shall be the true and legitimate source of all authority pertaining to all matters under the jurisdiction of the (NAME) System Federation and, except as provided for in this Article II, Section 2 (a) and 2 (c), Article III, Section 4 (b) Article VI, Section 4, and Article IX, there is no power vested in any officer, committee or body of members under its jurisdiction to repeal, alter or change its laws and its decisions; it shall enact legislation which is not contrary to, or conflicting with, any of the provisions of the Bylaws of the Brotherhood of Maintenance of Way Employes Division, the IBT Constitution, the Merger Agreement between BMWED and IBT, or with any rule, law or decision of the National Division.

(b) A majority of the Joint Protective Board Officers and delegates will constitute a quorum at the Quadrennial System Federation Convention.

(c) The Joint Protective Board shall exercise jurisdiction over the members and affairs of the System Federation between Quadrennial System Federation Conventions. The Board may enact such measures as are deemed necessary for the best interest of the Organization within its jurisdiction, but such measures must, in every respect, conform with the Bylaws of the Brotherhood of Maintenance of Way Employes

Division, and will not be in force until approved by the National Division President. A majority of all members of the Joint Protective Board shall constitute a quorum.

(d) Any member in good standing of the Brotherhood of Maintenance of Way Employees Division who has established seniority rights on some railroad in the departments coming under the jurisdiction of the (NAME) System Federation and who meets the 24 months Continuous Good Standing provisions of Article II, Section 4(a)(1) of the IBT Constitution at the time nomination and is a member in good standing at the time of assuming office, shall be eligible for nomination and election as a Joint Protective Board Officer. For newly chartered Local Lodges, eligibility shall be governed by Article II, Section 4(b) of the IBT Constitution.

Section 3. (a) All Joint Protective Board Officers will be elected by majority vote at the Quadrennial System Federation Convention held in September 2021 and quadrennially thereafter in September. All Joint Protective Board Officers will serve a term of four (4) years beginning January 1st, following the election.

(b) The Officers of the Joint Protective Board shall consist of a General Chairperson, a First Vice Chairperson, a Second Vice Chairperson, Vice Chairperson/Secretary Treasurer, Vice Chairpersons and the Executive Committee. The General Chairperson and Vice Chairperson elected as Secretary-Treasurer shall serve as the Chairperson and Secretary of the Joint Protective Board, respectively. In the absence of the General Chairperson, the First Vice Chairperson will assume the duties of the Joint Protective Board Chairperson.

The Officers of the Joint Protective Board shall be elected as follows:

General Chairperson - At-Large

(10) Vice Chairman from which one (1) will be elected First Vice Chairperson, (1) Second Vice Chairperson, and (1) Vice Chairperson/Secretary Treasurer.

Three (3) full time officers' positions shall be elected and maintained from the former Southern Agreement territory on Norfolk Southern property. This will be considered Region 1.

Three (3) full time officers' positions shall be elected and maintained from the jurisdiction of the former Affiliated System Federation with two (2) positions from the Eastern Region of Norfolk Southern property and one (1) position from the Western Region from the Norfolk Southern property. This will be considered Region 2.

Four (4) full time officers' positions shall be elected, two (2) will be maintained from the jurisdiction of the former CRSF Federation and two (2) from the jurisdiction of the former Pennsylvania Federation. This will be considered Region 3.

Three (3) Executive Committee Members shall be elected and maintained with one (1) elected from Region 1, one (1) elected from Region 2 and one (1) elected from Region 3.

Section 4. (a) The System Federation Officers will be the General Chairperson, First Vice Chairperson, Second Vice Chairperson, Vice Chairperson/Secretary Treasurer, Vice Chairperson, and Executive Committee Members.

(b) The full time System Federation Officers will be the General Chairperson, First Vice Chairperson, Second Vice Chairperson, Vice Chairperson/Secretary Treasurer, and Vice Chairpersons.

(c) The three (3) Executive Committee members will also serve as Trustees. The purpose of the Trustees will be to conduct the (NAME) System Federation audit in the second quarter of each fiscal year.

**ARTICLE III - DUTIES,
AUTHORITY AND RESPONSIBILITY OF OFFICERS**

Section 1. (a) The General Chairperson shall be the Executive Officer of the (NAME) System Federation and shall have jurisdiction over all the System Federation Officers, whether elected or appointed. He shall supervise the activities of all Officers and Employees in the (NAME) System Federation and shall issue instructions as to their duties and they shall report and be responsible directly to him.

(b) The General Chairperson shall oversee the affairs of the (NAME) System Federation, except such time as may be devoted to other duties pertaining to the Brotherhood. He shall arrange for Officers to attend Local Lodge meetings with emphasis on instructing the Local Lodge Officers and members on their duties and the proper methods of adjusting matters in dispute. He shall at the Quadrennial Convention report all claims handled, and in a general way work for the up-building and strengthening of the Brotherhood.

(c) The General Chairperson or his duly authorized Vice Chairperson will handle all cases on appeal, after they have been processed to that point by the Local Chairperson, Division Chairperson and System Officers. The General Chairperson or his duly authorized Chairperson shall conduct all conferences with top managements on grievances, wages and working conditions, and try to affect an honorable settlement in each instance. Settlements or agreements entered into in accordance with Article XIX, Section 9, of the National Division Bylaws by the General Chairperson on matters in dispute are final and binding on the (NAME) System Federation.

(d) The General Chairperson may, when conditions require, employ such organizers or representatives, and office assistants as may be deemed necessary to carry on the business of the (NAME) System Federation and maintain the membership,

and to regulate their salaries and expenses in accordance with the requirements of their duties and may appoint as many Assistants to the General Chairperson as he may deem necessary to carry on the affairs of the Brotherhood.

(e) The General Chairperson shall preside over the (NAME) System Federation Conventions and meetings of the Joint Protective Board. He shall appoint the necessary committees to study and bring committee reports to the System Federation Convention on all matters that should be given thorough consideration by the Convention. He/she will make all arrangements for the Quadrennial System Federation Conventions and prepare necessary reports and information to be brought before the Convention. Between Conventions he/she will work with the members of the Joint Protective Board to enact legislation that may be necessary for the best interest of the (NAME) System Federation.

(f) The General Chairperson will determine the location of the System Federation Offices, subject to the approval of the Executive Committee, and shall be in charge of the System Federation Office, and shall have charge of System Federation automobiles, or automobiles leased by the System Federation. If System Federation Officers or Joint Protective Board members are required by the General Chairperson to use their personal automobile, they will be paid mileage in accordance with the applicable IRS rate. He shall work out budgets from time to time on the operation of the System, and at all times try to hold expenses to a minimum. He will have charge of expense accounts and allowances, and it will be necessary for any expense incurred by any System Officers to be approved by him before payment is made. No Officer or member of the Joint Protective Board has authority to incur or create any expense whatsoever, personal or otherwise, against the (NAME) System Federation without the approval of the General Chairperson.

(g) The General Chairperson and Vice Chairpersons shall be paid a monthly salary and all necessary expenses while performing service in the interest of the Brotherhood. Said salary shall be determined by the Joint Protective Board Officers and the delegates at the Quadrennial System Federation Convention or by a majority vote of the Joint Protective Board members between Conventions. All necessary and actual expenses incurred by the General Chairperson and Vice Chairpersons while conducting business for the Brotherhood will be allowed.

(h) When the General Chairperson or System Federation Officers are appointed or instructed by the National Division President to serve on National Division Committees, national or international, they will receive in addition to any per diem or expense allowed by National Division, the salary which is afforded to them.

(i) The General Chairperson shall be vested with the authority to make the necessary purchase of office supplies, office equipment, etc., that may be required in the operation of the (NAME) System Federation. He/she shall likewise have the authority to trade in System Federation automobiles or leased automobiles at such time that he deems necessary to cut down the loss of money by the Federation. He/she shall also be

vested with the authority to execute leases for office space for the System Federation office and shall likewise handle the matters of taxation on System Federation property, provided however, that no contract or agreement for the purchase or lease of goods, service or property, real or personal, obligating the Federation in the amount of \$5000.00 will in addition require the approval of the Executive Committee.

(j) The General Chairperson shall discharge on behalf of the System Federation such duties as may be imposed upon him by applicable law, including the execution and filing of any reports to Federal or State authorities, and he shall cause to be maintained by the System Federation such records as the law requires to keep for a period of not less than five (5) years in support of such reports.

Section 2. It shall be the duty of the First and Second Vice Chairperson and Vice Chairpersons to assist the General Chairperson in the discharge of his/her duties and be subject to instructions of the General Chairman. The First and Second Vice Chairperson and Vice Chairpersons will devote such time as may be necessary, in the opinion of the General Chairperson, to the interest of the Brotherhood.

Section 3. (a) It shall be the duty of the Secretary-Treasurer when active, to assist the General Chairperson in the discharge of his duties and be subject to the instructions of the General Chairperson. The Secretary-Treasurer shall keep a true and correct record of the proceedings of the Joint Protective Board meetings, preserve all books, records and documents pertaining to the business and history of the System Federation and the Brotherhood, which may in any manner, come into his possession.

(b) Members who upon retirement, or upon the receipt of an annuity, continue without interruption to pay full dues and assessments or who have received life membership shall be entitled to attend Local Lodge meetings. Members elected as delegates shall have the right to propose changes to these Bylaws. Members serving as Brotherhood Officers and/or representatives at the time of retirement, or at the time annuity is granted, may serve out the balance of the term for which elected, subject to the terms of the Merger Agreement between BMWED and IBT. They shall not be eligible for election or re-election or to participate in the transaction of Brotherhood business except to the extent herein provided and in the case of Local Lodge Secretary-Treasurers who may be eligible for re-election as Local Lodge Secretary-Treasurers, subject to the terms of the Merger Agreement between BMWED and IBT.

Section 4. Special meetings of the Joint Protective Board may be called by the General Chairperson; by written request of a majority of the members of the Joint Protective Board, through the General Chairperson, or the President of National Division. Such calls must plainly set forth the reason for such special meeting and only subject matters so specified shall be given consideration and transacted at such special meeting. At least ten (10) days' notice, in writing, shall be given to each member of the Joint Protective Board of such meeting.

Section 5.(a) It shall be the duty of the Trustees to examine all bills and accounts,

vouchers, books and other documents in connection with the affairs of the (NAME) System Federation, furnishing a copy of their audit to the National Division Secretary-Treasurer. The Trustees shall meet yearly during the second (2nd) quarter of each year to perform this work and transact such business as may be necessary, unless the meeting shall be accomplished through teleconference.

(b) It shall be the duty of the Executive Committee Members to see to it that the System Federation Officers are properly bonded, as provided in Section 9 of this Article III.

(c) If deemed necessary by the General Chairperson, the Executive Committee shall meet at any time and place upon (10) days' written notice from the Chairperson.

(d) In all matters requiring action by the Executive Committee, when the Executive Committee is not in formal session, the Executive Committee may act by letter, electronic mail, fax, conference call and the like. When the General Chairperson requires action by the Executive Committee, he may obtain the same by such channels. Such Executive Committee members may take action on the matter brought to their attention in the same manner, provided that all members of the Executive Committee shall be polled. Such action, so taken by a majority of the members of the Executive Committee responding to the poll, shall constitute action of the Executive Committee as though the Executive Committee were in formal session.

Section 6. (a) In case of a vacancy in the office of the General Chairperson by reason of death, resignation, removal for cause, or any other reason whatsoever, it shall become the duty of the First Vice Chairperson to take charge of the affairs of the office and perform the duties of the General Chairperson for the unexpired term. In such case, the First Vice Chairperson shall receive the salary specified for the General Chairperson.

(b) In case of a vacancy in the office of First Vice Chairperson by reason of death, resignation, removal for cause, or any other reason whatsoever, it shall become the duty of Second Vice Chairperson to take charge of the affairs of the office and perform the duties of the office for the unexpired term.

(c) In case of a vacancy in the office of Second Vice Chairperson by reason of death, resignation removal for cause, or any other reason whatsoever, the General Chairperson will fill the vacancy by appointment consistent with the principals set forth in Article II, Section 3 (b) for the unexpired term.

(d) In case of vacancy in any Executive Committee member by reason of death, resignation, removal for cause, or any other reason whatsoever, the General Chairperson will fill the vacancy by appointment consistent with the principles set forth in Article II, Section 3 (b) for the unexpired term.

(e) In case of vacancy in the office of the Secretary-Treasurer by reason

of death, resignation, removal for any other cause whatsoever, the General Chairperson will appoint the Secretary-Treasurer from the remaining Vice Chairperson excluding the first (1st) and second (2nd) Vice Chairperson for the remainder of the unexpired term.

(f) In case of any other Joint Protective Board member vacancy, the General Chairperson will fill the vacancy by appointment consistent with the principles set forth in Article II, Section 3 (b) for the unexpired term.

Section 7. (a) The salary of the General Chairperson in compliance with Section 1 (g) of this Article III and the salaries of all Federation Officers and members of the Joint Protective Board shall be as determined by all Joint Protective Board members and delegates at the System Federation Convention by the adoption of appropriate resolutions or written authority of the majority of Joint Protective Board members when not in session, and shall be commensurate with the requirements and duties of the position and in addition thereto, including actual expenses while performing service in the interest of the Brotherhood.

(b) The General Chairperson, other full-time System Officers and Office Staff shall receive the same compensation increases including, without limitation, percentage increases, cost of living increases, cost of living adjustments and lump sums, as provided for under the national agreement.

(c) The salaries and expenses of all Officers, delegates, Joint Protective Board members and Federation Office Secretaries when in accordance with the Bylaws or when working in the interest of the System Federation, under instructions of the General Chairperson, shall be paid out of the System Federation funds.

Section 8. The General Chairperson, other full-time System Officers and Office Staff shall be allowed vacation in accordance with the National Vacation Agreement and treating their continuous service for qualifying purposes as the sum of their combined carrier and union service. Provided, however, that there shall be no payment in lieu of vacation for any officer in the active service, on account of not taking vacation as allowed under the National Agreement, except in the case of a call to active military service, sick leave, FMLA leave, retirement or other leave as approved by the General Chairperson.

Section 9. The Officers and employees of the System Federation shall be bonded as prescribed in the National Division Bylaws. The premium of said bonds shall be paid from the (NAME) System Federation funds, and the bonds shall be held in custody of the Secretary-Treasurer of National Division.

Section 10. The (NAME) System Federation shall not contract, agree or be obligated in any way to pay salary and expense to Joint Protective Board members or Officers, or to incur any obligations of any kind with members or others beyond the extent of System Federation funds and current income without the approval of the National Division President. Any obligations incurred contrary to the foregoing provisions shall not

create a claim or lien against the System Federation or the National Division beyond the extent of available funds in the System Federation treasury.

ARTICLE IV CHARGE, TRIAL, AND APPEAL PROCEDURES OF MEMBERS

Charges against any Member shall be filed in writing in accordance with Article XIX of the IBT Constitution. Trials shall be conducted in accordance with Article XIX of the IBT Constitution and Paragraph 4.12 of the Merger Agreement between BMWED and IBT.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the Merger Agreement between BMWED and IBT.

Any expense incurred in connection with the hearing of charges against a member, conducted as prescribed in this Article, will be paid from Federation funds.

ARTICLE V REVENUE, FEES, DUES AND ASSESSMENTS

Section 1. Revenue shall be derived from initiation fees, dues and assessments as are levied by properly constituted authority in accordance with these Bylaws, plus amounts earned through investments and other miscellaneous receipts. Aside from such sums as these Bylaws provide shall be allocated to and placed in other funds, all revenue of the System Federation shall be placed in a fund known as the General Fund and shall be in the possession of the National Division Secretary-Treasurer for the purpose of defraying expenses of the System Federation when approved by the duly constituted Officer as herein provided.

Section 2. (a) Each member shall be required to pay National Division dues and assessments, System Federation dues and assessments and Local Lodge dues, as provided in Article XV, Section 3 and 5 of the National Division Bylaws.

(b) The (NAME) System Federation dues are currently (AMOUNT) per month. Effective on January 1 of each year thereafter dues are adjusted to reflect 2.2 times the average straight time hourly rate of pay effective July 1, 2002, and July 1, of each succeeding year as reflected in the Interstate Commerce Commission Statement A-300 for Maintenance of Way Employees. Said amount shall be rounded to the nearest 25 cents, which additional sum shall be taken into consideration when calculating any dues increase for the following year. In the event that the Interstate Commerce Commission ceases to publish Statement A-300 on an annual basis, or alters it materially, the annual statement published by the National Railway Labor Conference will be used so as an alternate equivalent formula. In the event that the National Railway Labor Conference ceases to publish the annual statement or alters it materially, the alternative equivalent formula adopted by National Division will be used so as to accurately reflect increases in

rates-of-pay provided for under National Agreements during the appropriate measurement period.

Note: Effective January 1, 2022, from the monthly System Federation dues, (\$3.50???) shall be reimbursed to the local lodges and an additional (50 ???) cents shall be applied to the Convention\Education fund for the purpose of covering all related expenses including reimbursement of travel, meals, lodging and wages incurred by delegates to System Federation Conventions and approved attendees at Federation Sponsored Educational Seminars. The expense will be calculated according to the geographical location of the Convention\Education site.

Note: Former members of the Nickel Plate-Wheeling and Lake Erie Federation and the former Southern System Division will continue to participate in the Health Care Trust and will periodically have their dues adjusted to reflect the needs of the Trust.

Section 3. Federation dues established by action of the System Federation Convention may be increased in-between Quadrennial Conventions by a majority vote of the Joint Protective Board, a quorum being present, or by majority vote of the Joint Protective Board by referendum ballot, as provided for in Article XV, Section 4, Paragraph 2, of the National Division Bylaws.

ARTICLE VI GRIEVANCE PROCEDURE

Section 1. Any member in good standing belonging to a Local Lodge affiliated with the (NAME) System Federation, believing he/she has been unjustly dealt with by his/her superior official, or is otherwise aggrieved, shall govern themselves according to the terms of agreement in force on the railroad on which he/she is employed at the time.

Section 2. This (NAME) System Federation has established procedures for the handling of claims and grievances which are best suited to the needs of the membership. These procedures which have been established to conform with applicable claim and grievance rules, should be adhered to by all members and committees in the handling of claims and grievances.

Section 3. It is recognized that the General Chairperson or his duly authorized representative is empowered to initiate and handle grievances of any nature at any time to protect the interests of the membership. Expenses incurred in connection with the handling of grievances by a Local Lodge Grievance Committee shall be defrayed by the Local Lodge. Expenses incurred in connection with the handling of grievances by the System Federation shall be defrayed by the System Federation.

Section 4. The General Chairperson or his duly authorized representatives shall carefully and impartially examine all grievances and other matters referred to him/her and

proceed to adjust the same upon the basis of equity and justice and every honorable means shall be exhausted in trying to affect an amicable settlement of the matter in dispute. A settlement effected between the appropriate officer of the railway and the General Chairperson shall definitely dispose of the matter at issue.

**ARTICLE VII
NEGOTIATIONS**

Negotiations will be in accordance with Article III, Section 1 (c) of the System Federation Bylaws and Article XIX, Section 9, of the National Division Bylaws.

**ARTICLE VIII
BYLAWS**

Section 1 These Bylaws shall become effective upon approval by the President of the National Division and shall remain in effect until changed by the System Federation Convention, or by the Joint Protective Board in session or by majority vote of the Joint Protective Board members by referendum ballot.

Section 2 The General Chairperson may, with the consent of the Executive Committee issue such dispensations as may be necessary to overcome emergencies or conditions not herein provided for.

General Chairperson

APPROVED:

Freddie N. Simpson, National Division President

Date



**Brotherhood of Maintenance of Way Employes Division
of the International Brotherhood of Teamsters**

NORTHEASTERN SYSTEM FEDERATION

Renato G. Rufo
Vice General Chairman
Secretary-Treasurer

3321 B Vestal Parkway East
Vestal, NY 13850
Phone (607)-217-5333 • Fax (607) -217-5811

Dale E. Bogart Jr.
General Chairman

April 19, 2021

**SAVE THE DATE
NORTHEASTERN SYSTEM FEDERATION
15TH QUADRENNIAL CONVENTION**

This will serve to advise that you are cordially invited to attend the Northeastern System Federation 15th Quadrennial Convention to be held on:

When: September 22, 2021

Where: Holiday Inn – Saratoga Springs, NY
232 Broadway
Saratoga Springs, NY 12866

For information regarding the reservations at the hotel, please contact the NESF System Office at (607) 217-5333. Otherwise, you may contact the hotel directly with regard to the information provided below:

Group Name: Northeastern System Federation
Group Code: BED
Hotel Name: Holiday Inn – Saratoga Springs, NY
Phone: (518) 584-4550

We have secured a rate of \$139.00 for three (3) days covering Monday, September 20, Tuesday, September 21 and Wednesday, September 22, 2021. The cut-off date to make reservations is **September 1, 2021.**

We look forward to seeing you in September.

Fraternally,

Dale E. Bogart Jr.
General Chairman

Cc: File

Exhibit 33



Brotherhood of Maintenance of Way Employees Division
of the International Brotherhood of Teamsters

Freddie N. Simpson
President

Perry K. Geller, Sr.
Secretary-Treasurer

May 21, 2021

Mr. Dale E. Bogart, General Chairman
3321 B Vestal Parkway East
Vestal, NY 13850

Dear Sir and Brother:

This letter is about your letter dated April 19, 2021 regarding your invitation to attend the Northeastern System Federation Convention in Saratoga, NY on September 22, 2021 to be held at the Holiday Inn, 232 Broadway, Saratoga Springs, NY 12866.

I appreciate your invite and I am planning on attending this meeting. If there is anything that you need me to assist or help with just let me know. Looking forward to a productive and successful meeting.

With best wishes, I am

Fraternally yours,

R. D. Sanchez
Vice President

cc: Membership Folder 2021

Exhibit 34

Roger Sanchez
Vice President
Southwest Region

P.O. Box 2250
Porter, Texas 77365

Office Number: 281-354-4812
Fax Number: 281-354-6613





Brotherhood of Maintenance of Way Employees Division of the International Brotherhood of Teamsters

Freddie N. Simpson
President

David D. Joynt
Secretary-Treasurer

Questions and Answers About Employer System Federations

- Q1.** How can you do this (establish Single Employer System Federations)?
- A1.** Article XIX, Section 1 of the BMWED National Division Bylaws grants the BMWED President the authority to establish Single Employer System Federation(s). This bylaw provision has existed for decades.
- Q2.** Why are you doing this now?
- A2.** I have remained committed to building unity within the industry and within our own Union throughout my career. However, I have also attempted to do that without harming the lives of Members as well as their Union Representatives while working through processes that rationalize the representation structure of our Union. It is clear to me that the current system officers are neither situated in their careers nor have the will to carry out this restructuring. I am at the end of my career and am not running for Union office again, and Employer System Federations make sense for the Members. Therefore, I am doing this in accordance with Article XIX, Section 1 of the BMWED National Division Bylaws before I retire, to better situate BMWED Members in their representation for the future.
- Q3.** How will this impact National Negotiations by doing this now?
- A3.** This will not impact National Negotiations. We are currently in Mediation, and the timing and pace at which the parties meet is largely at the control of the National Mediation Board. There are currently no mediation sessions scheduled by the assigned Mediator, but the BMWED is committed to being available for bargaining accordingly.
- Q4.** How will this improve Union representation?
- A4.** BMWED Brothers and Sisters of the same railroad employer will be represented with a single united voice carried by a single General Chairperson at the bargaining table, rather than different General Chairpersons that have differing opinions and often-conflicting interpretations of your Agreement.
- Q5.** What will happen to my Local Lodge when new Single Employer System Federations are established?
- A5.** Nothing, other than your Local Lodge will be part of the new Single Employer System Federation.

41475 Gardenbrook Road
Novi, MI 48375-1328
Telephone 248.662.2660 Facsimile 248.662.2659
www.bmwe.org



- Q6.** What will happen to the current Collective Bargaining Agreement I work under?
- A6.** Nothing. Your Agreement will not be changed unless and until changed in accordance with the processes proscribed under the Railway Labor Act.
- Q7.** What will happen to my established seniority with my current railroad employer?
- A7.** Nothing. Your seniority will not be changed.
- Q8.** What will happen to the current System Officer(s)?
- A8.** All Members, including current System Officer(s) that satisfy eligibility requirements are eligible to run for Union Office at the founding employer system convention on the railroad employer where they hold seniority.
- Q9.** What will happen if my Local Lodge does not elect a Delegate to attend the founding employer system convention?
- A9.** Your Local Lodge will not be represented at the Convention. **If your Local Lodge does not send a Delegate, it will not be involved in determining the structure and finances for the new Employer System Federation, including setting the monthly dues rate, electing Executive Board Members, electing System Officers and setting their annual salaries.**
- Q10.** My Local Lodge does not have enough money to send a Delegate; how can we still send a Delegate to attend the founding railroad employer system convention?
- A10.** If your Local Lodge does not have adequate funds available to cover the cost of sending a Delegate to the founding Railroad Employer System Convention, National Division will initially cover the expenditures that your Local Lodge cannot cover, and thereafter withhold such funds from the Local Lodge's quarterly dues refunds until the expenditures are recovered by National Division, as is consistent with National Division's current practice. If your Local Lodge does not have adequate funds available, please contact Steve Mocher, Government Reporting Services at (248) 662-2604, or sm@bmwe.org, for additional information and assistance.
- Q11.** My System Officer(s) told me not to schedule and/or to delay scheduling a special meeting to elect a Delegate to attend the founding Railroad Employer System Convention. Is the Local Lodge supposed to schedule a special meeting and elect a Delegate or not?
- A11.** The Local Lodge needs to timely schedule a special meeting and elect a Delegate. **Every BMWED Member in good standing has the right to engage in this election process without being subject to penalty, discipline, or improper interference or reprisal of any kind by any Member, including System Officers, of this Organization.** All Members and Local Lodge Officers should immediately report to the BMWED National Division President any instances of attempts to interfere with or prevent the exercise of your rights related to this election process, which could include any attempts to delay and/or prohibit you from scheduling the special meetings and electing a Delegate.

CONSTITUTION AND BYLAWS

1998 PROPOSAL NO. 24

SUBMITTED BY SUBORDINATE LODGE 306

ARTICLE XXIII, SECTION 22, BE AMENDED BY ADDING TEXT:

In the event the membership of the System Division or Federation would like to initiate a merger of their System Division or Federation with another System Division or Federation the following procedure shall be used:

1. A petition must be signed by 30% of the membership in good standing of each System Division or Federation stating that it is the desire of those signing the petition that the respective System Divisions or Federations be merged under the appropriate procedure that is provided for in Article XXIII, Section 22, of these bylaws.
2. The petition shall be presented to the Grand Lodge president who shall promptly forward it to the General Chairmen of the System Divisions or Federations involved. The Grand Lodge president shall ensure that at least 30% of the membership in good standing of each involved System Division or Federation has signed the petition. The Grand Lodge president shall present his/her written decision to the General Chairmen of the System Divisions and Federations involved and those members of the BMWWE that presented the petition that the petition is valid or not valid. If the determination is found that the petition is not valid, an explanation shall be provided as to why it is not valid. The Grand Lodge President must present his/her findings as to the validity

of the petition within thirty days of receipt of the petition for merger.

3. Within 30 days of the validation of the petition, the Grand Lodge President shall initiate a secret mail ballot to be sent to each member in good standing of the involved System Divisions or Federations to determine whether a voting majority of each System Division or Federation shall approve of the proposal to merge the involved System Division or Federation. The Grand Lodge President shall use an honest ballot-counting company to conduct this ballot. Ballots must be counted on the 25th day following the day they are sent if the 25th day is a business day or the next business day following the 25th day that they are sent to the membership if the 25th day is not a business day.

4. A majority of those voting in each System Division or Federation must approve of the proposal to merge the System Divisions or Federations. If a majority of those voting in each System Division or Federation do not approve to merge the System Division or Federations, then the matter will be dropped and this procedure may not be used for the next two years.

5. If a majority of those voting in each System Division or Federation approve of the proposal to merge, then steps must be taken using the procedures in this section to merge the System Divisions or Federations. The System Divisions or Federations must be merged within sixty days of the day that the ballots are counted which approved the merger.

STATEMENT OF PROPOSAL'S EFFECT:

“Empower members to effectuate merger of system division/federations.”

ARTICLE XXIII, SECTION 22, (STANDING TEXT):

Sec. 22. Consolidation of System Divisions or Federations. When two or more Systems of Railways are consolidated and operated as one unit, the Joint Protective Boards on such Systems of Railways may consolidate or federate in order to facilitate the representation of the members thereon, in the following manner.

When two or more Systems of Railways of approximately equal mileage and importance are consolidated, the Joint Protective Boards on such Systems may meet in joint session. At such joint session, existing Constitutions and/or By-Laws shall be suspended and all Officers' positions declared vacant, and a new Constitution and/or By-Laws suitable for the government of the Consolidated System Division or Federation shall be adopted and new Officers elected.

Where a small System of Railway is being consolidated or absorbed by a large System of Railway, the System Organization on such small absorbed System may become affiliated with the System Organization on the large absorbing System and shall be governed by the Constitution and/or By-Laws in effect on such larger System with respect to representation and otherwise.

In all cases of consolidations of two (2) or more System Divisions or Federations, the funds of those which consolidate shall revert to the System Division or Federation in which they are consolidated; however, all records shall become the property of and be returned to Grand Lodge for such distribution as may be appropriate.

In all cases of abandonment of a System Division or Federation, the funds and records shall be returned to Grand Lodge in accordance with the procedure hereinbefore provided in Article XXII, Section 2, for dissolution of Subordinate Lodges.

From Rick Inclima. A reminder that the Education Day facilitators and coordinators will meet in the St. Maurice Room immediately following adjournment today. That will complete the announcements.

PRESIDENT FLEMING: We stand adjourned until 1:30.

Okay, the Bylaws Committee will be meeting in the front of the room.

...At 11:58 a.m., the Convention recessed to reconvene at 1:30 p.m...

Wednesday, July 15, 1998
Afternoon Session

...The Convention was called to order at 1:35 p.m., President Fleming presiding...

PRESIDENT FLEMING: Would everyone take their seats so we can resume?

At this time, I recognize Secretary-Treasurer LaRue for announcements.

SECRETARY-TREASURER LaRUE: Upon request of Rick Inclima, again a reminder that the Education Day facilitators and coordinators will meet in the St. Maurice room immediately following adjournment today.

Request from the Brotherhood of United Rainbow will have a meeting Wednesday at 6 p.m. in the Richelieu room.

Looks like we're going good with the raffles. Keep up the good work, guys.

Letter from T.T.D., Transportation Trades Department addressed to President Fleming: "As you convene your 43rd Convention in Montreal, I send my best wishes for a successful gathering. BMW and the Transportation Trades Department, AFL-CIO, have stood shoulder to shoulder to stop those who undermine the jobs and rights of railroad workers. We pledge our support to ensure that your members and all transportation workers have a strong, effective voice that counters antiferces in Washington that pollutes our political system and harms working solidarity. In solidarity, Ed Wytked, Executive Director."

That's the end of the announcements at the present time, Mr. President.

PRESIDENT FLEMING: Thank you, Brother LaRue. At this time, I've been advised that we have the North American Corporate Drill Team in the building.

...At this time, there was a performance by the North American Corporate Drill Team...

...Applause...

PRESIDENT FLEMING: Brothers and sisters, that was Andrew Boyd and his drill team, Umiting for a Fair Economy. You'll be hearing more from them tomorrow.

...Laughter...

Okay. If the Bylaws Committee is ready, we'll resume the report. Brother Fenhaus, do you know where we left off?

BROTHER FENHAUS: Thank you, President Fleming. I believe by my recollection we're at Article XXXIII, Section 22 -- excuse me, Article XXIII, Section 22.

The committee recommends no change.

PRESIDENT FLEMING: Microphone No. 1.

BROTHER JED DODD, Lodge 3068: I would like to amend the committee's report with respect to Article XXIII, Section 22 with published Proposal No. 24. It can be found on page 56 of the committee's report.

This proposal deals with a method to merge -- PRESIDENT FLEMING: Wait, wait just a second, Jed. See if we can get on it before you proceed. Article XXIII, Section --

BROTHER DODD: 22, Proposal No. 24. It can be found on page 56 of the report.

PRESIDENT FLEMING: Okay. Article XXIII, Section 22, 24. What's the page again?

BROTHER DODD: This proposal deals with a method to merge and consolidate systems. The proposal would leave the existing language as it is, but it would add new language that would permit members of systems with the ability to encourage systems -- members of systems with the ability to encourage systems to merge, providing they meet the following requirements: That's when 30 percent of each system sign a petition that they desire to merge, and once the petition is presented to Grand Lodge, a vote is taken separately in each system, and if 50 percent of those voting desire to merge, then the Joint Protective Boards of the systems will meet and merge the systems.

PRESIDENT FLEMING: Is there a second to the amendment?

Oh, it's published, okay. Okay, Article XXIII, Section 22, Proposal 24.

Okay. Would the committee like to give the rationale for the rejection?

BROTHER FENHAUS: Well, a majority of the votes cast would determine a merger. A minority of the membership affected could make that decision.

For example, 25 percent of the members vote, and conceivably only 12.6 percent of the total membership could determine the outcome.

The responsibility for the costs would be that of Grand Lodge and not the systems involved. Those were the reasons for the committee's decision.

PRESIDENT FLEMING: Brother Dodd, Microphone No. 1, you want to speak on it?

BROTHER DODD: At this point can we defer to Microphone No. 5? I think they're going to make an amendment, and it would be easier -- I think it would be easier if they --

PRESIDENT FLEMING: Okay. Microphone No. 5.

BROTHER ALLEN HOHBEIN, Lodge 306: I would offer an amendment to Proposal No. 24 with the addition of language to the initial paragraph so that the initial paragraph would read: "In the event the membership of a System Division or Federation would like to initiate a merger of their System Division or Federation with another System Division or Federation," this would be the new language, "representing members employed by the same carrier, the following procedure

shall be used."

PRESIDENT FLEMING: Is there a second to the amendment?

Microphone No. 1.

BROTHER JED DODD, Lodge 3068: I'll second that.

PRESIDENT FLEMING: Butch, we need that language up here. We wish we could have captured it all as you were saying it, but it would have been impossible.

Okay, we're on the amendment to Proposal No. 24, Article XXIII, Section 22, which was rejected by the committee. It provides for an additional paragraph to read: "In the event the membership of a System Division or Federation would like to initiate a merger of their System Division or Federation with another System Division or Federation, representing members employed by the same carrier, the following procedure shall be used."

I might ask you, Butch, where did you intend that this paragraph be inserted? Do you recall?

Oh, I'm sorry. Okay. It's just words. Yeah, okay. Never mind, Butch.

Okay, Brother Dodd, would you like to speak on it now?

BROTHER DODD: I would like to speak on the amendment. The amendment simply ensures that only systems that have membership on the same railroad can merge under these provisions.

I would just urge people to vote for the amendment so we can expedite it along and at that point we can then vote on the general proposal.

PRESIDENT FLEMING: Okay, on the amendment. Microphone No. 4.

BROTHER BILL GLISSON, Lodge 2655: Once again, we're getting into the portion of the Grand Lodge dictating down to the federations exactly what they're going to do concerning mergers when it should be just left up between the two parties or three parties that are merging together and the federations as a whole.

I urge that this type of proposal be -- excuse me, amendment be denied.

PRESIDENT FLEMING: Microphone No. 5.

BROTHER ALLEN HOHBEIN, Lodge 306: I would speak in favor of the amendment. In today's world I believe our organization is slow moving to react to the changes that we have to face with the carriers that are merging to ever greater and greater size. Burlington Northern System Federation right now -- excuse me, Burlington Northern Santa Fe Railroad right now currently has six systems involved. When you deal with that number of systems employed by one carrier, the carriers use the "divide and conquer" over and over again.

I believe our organization has to change its structure. The way the amended proposal would read, Grand Lodge is not dictating to anybody. The merger would be initiated by members of the concerned systems. Grand Lodge would not be dictating merger consolidation of any system. Thank you.

...Applause...

PRESIDENT FLEMING: Thank you. Thank you, Brother Hohbein. Microphone No. 6.

BROTHER ED LONG, Lodge 482: This amendment and

proposal is nothing more than a certain large federation raiding smaller federations to obtain power within the Brotherhood. Ask yourself one question: Where would it stop?

This proposal provides that any federation could petition the President to take a vote of takeover on any federation system. The cost of these attempts is borne by all members, U.S. and Canada. The cost could be tremendous and could occur every two years when former attempts of hostile takeover fail.

The moving party for this proposal --

PRESIDENT FLEMING: Okay, brother, we're going to have to get on the amendment. The amendment was inserting the language "representing members employed by the same carrier." You are speaking on the motion, and I know that they're closely related, but we're not doing it correctly by allowing you to speak on the motion.

BROTHER LONG: So we are on the amendment only at this time?

PRESIDENT FLEMING: We're only on the amendment, yes.

BROTHER LONG: I'm sorry.

PRESIDENT FLEMING: Microphone No. 4, you're in order.

BROTHER PHILIP CLOUD, Lodge 539: This is something that we've seen before. It's nothing new, just put a little different wrapper on it. It's the big fish eat the little fish.

PRESIDENT FLEMING: Phil --

BROTHER CLOUD: It's still on the same road, on the same road even. And we already have things in place to merge. We already have done what we wanted to do. And the people that wanted to come together have come together. We don't need a --

PRESIDENT FLEMING: Brother Cloud, I'm sorry. Would it be better that we go ahead and take care of the amendment? Are you ready for the question on the amendment?

UNIDENTIFIED SPEAKER: Restate the amendment. They're confused.

PRESIDENT FLEMING: Okay. The amendment is inserting the language "representing members employed by the same carrier." In other words, that this provision empowering members to effectuate mergers -- oh, it's on the screen so you can read it for yourself.

Everybody had a chance to read it? Microphone No. 6, can you speak on the amendment, brother?

BROTHER BOB JENNINGS, Lodge 991: Yes, sir. I disagree with this amendment mainly because it is going to open up the door to let them go further on down the line. Thank you.

PRESIDENT FLEMING: Microphone 8.

BROTHER JOE PUGH, Lodge 599: Does this mean 30 percent of the federation has to vote on it?

PRESIDENT FLEMING: I'll refer that to the committee.

BROTHER FENHAUS: That's not on the amendment.

PRESIDENT FLEMING: You're not on the amendment, Joe, but I think that you can ask the question. Go ahead. Can you answer the question, Brother Fenhaus?

BROTHER FENHAUS: Please state the question again, brother.

BROTHER PUGH: Does this mean that 30 percent of the federation would have to vote on it before they could start a merger?

BROTHER FENHAUS: This would require 30 percent of the members of each of the systems involved to initiate, not to vote on it necessarily. All members would be entitled to vote --

BROTHER PUGH: But 30 percent of them would have to vote before you could initiate a merger?

BROTHER FENHAUS: The initiation itself would require 30 percent of the members in good standing on each of the systems involved in the procedure.

BROTHER PUGH: Thank you.

PRESIDENT FLEMING: Okay. Microphone No. 4.

BROTHER ROGER SANCHEZ, Lodge 1507: Mac, I'm just going to wait and stand in line so whenever, if it is, it gets back on the regular motion.

PRESIDENT FLEMING: Okay. Microphone No. 6.

BROTHER BOB WINTER, Lodge 704: It seems to me this is similar language to the real abhorrent proposition this morning about aligning our unions to the carriers. I just see a real problem here in that how do you know that carrier is going to be here next year?

I'm losing my carrier, not that I love him that much, but I'm going to a different one. How can you tell where you're going to be next year?

PRESIDENT FLEMING: I understand.

...Applause...

Okay, Brother Dodd, do you care to speak anymore?

BROTHER JED DODD, Lodge 3068: I'd like to have a vote on the amendment, President Fleming.

PRESIDENT FLEMING: Okay. Are you calling for the question?

BROTHER DODD: Yeah, call for the question on the amendment.

PRESIDENT FLEMING: On the amendment, okay. Do I have a second?

Do I have a second? Microphone 3.

UNIDENTIFIED SPEAKER, Lodge 228: I second it.

PRESIDENT FLEMING: Okay. The motion's been made.

Call the question on the amendment.

Those in favor of moving the question, let it be known by saying aye.

Opposed, say no.

Okay. The question is on the amendment.

Those in -- the question's on the amendment. Those in favor of inserting the language you see on the screen to the proposal, let it be known by saying aye.

Those opposed, say no.

We can't tell. We'll do it again.

Those in favor of inserting the language, please stand. Those in favor of inserting the language, please stand.

Okay. Be seated. Those opposed, please stand.

We still can't tell. Sit down.

Okay. We will have a vote count. Will the sentinels come forward.

Okay. One more time.

Those in favor, please stand and remain standing until we tell you otherwise.

Those in favor, please stand and remain standing until we tell you otherwise. We have to count you.

Okay. Everyone can be seated. Everyone be seated, unless you want to be counted the other way.

Okay. Those opposed please stand and remain standing until we tell you otherwise.

Okay, please sit down.

Okay. We have 208 yes, 258 no, so the amendment has failed.

...Applause...

We're back on the proposal. Microphone No. 5.

BROTHER GARY HART, Lodge 1847: I'd like to speak in favor of this proposal which was put forth. I think, brothers, what we need to do here is to look to the future, look to see what your federation, what your Brotherhood needs to look like 10 or 20 years down the road.

We're facing a lot of large carriers which are moving sections of the track around, with the international capital that they have, making new combinations, new line sales, and we aren't able to respond to those and to deal with the carriers on a coherent basis as long as we keep the balkanized structure that we have, with numerous federations representing people on the same carrier and numerous carriers employing people who are members of the same Federation.

What we need to do is find a structure in which we can more effectively stand up for the rights and improve the lives of the rank-and-file members who are working. We can do this by effecting mergers between the federations so that there will be a more efficient representation of the workers who are working for the same carrier. This can be done with this proposed amendment to the Constitution and Bylaws by allowing the rank and file the initiative to initiate mergers between their system federations. This proposal, to me, seems to be a reasonable but small first step in making the effective reorganization of the federations.

As far as the objections which the committee brought forth as their reason for denying a recommendation for passage, first of all being the cost, the cost to be incurred by Grand Lodge, in the event that

there was a merger vote to be taking place, would be that of determining whether the petitions which had been submitted were valid and to hire the balloting company. Each of these elections should be able to be run for in the neighborhood of \$10,000. That doesn't seem to me to be a huge amount when you consider the administrative costs which can be saved should the Federations be merged.

The other objection voiced was that of the low-voter turnout and the possibility that a minority could take over another federation. I think this is a specious argument. The voters who vote for or against the merger would be the people who are interested enough to make the determination of how their future representation would be handled, and I don't think that you should deny them the right to vote.

...Applause...

PRESIDENT FLEMING: Okay, thank you, Brother Hart. Microphone No. 4.

BROTHER DAVID COLLINS, Lodge 536: I am 100 percent against this for one reason, that's that 30 percent that's written in there. Quite often my lodge winds up setting the meetings up for first day of hunting season, opening day of bass tournaments, Memorial Day, Father's Day. I'm a big-time hunter. A first day of hunting season, I ain't coming out of the woods for nothing. On Father's Day, I'm taking my kids out to the lake or doing something else, I don't -- I'm not coming in to a meeting when I've got time to spend with my family.

Sometimes I have seen this very often -- and you can look in our minutes to find out -- I have had nine people show up at my meetings. That means three people can vote to make a merge. I'm carrying 100 votes right now -- if it is not at least 60 percent on anything by the total membership votes, not people that shows up at the meetings, at least 60 percent of the registered people in that membership, I will not vote for anything to pass. Sixty percent of the voters is the only way I would vote for anything of this way. Thank you.

PRESIDENT FLEMING: Thank you, brother. Microphone No. 3.

BROTHER PERRY RAPIER, Lodge 3017: All this proposal is is an attempt to ask our membership for their opinion and what they want. Are we so afraid of them that we are afraid to ask them what they want?

...Applause...

PRESIDENT FLEMING: Microphone No. 6.

BROTHER MAYNARD LOWE, Lodge 1302: I stand opposed to this in the beginning and I would like to make an amendment to it.

PRESIDENT FLEMING: Okay, proceed with the amendment.

BROTHER LOWE: It will be in part 3. It says, "Within 30 days of the validation of the petition, the Grand Lodge President shall initiate a secret mail ballot to be sent to each member in good standing of the involved System or Federations." Right there I want to insert the words, "at the initiating System or Federation's expense."

Then down at part 5, it says, "If a majority of those voting in each System or Federation approve of the proposal to merge, then steps must be taken." Right there I want to also insert

the words, "at the initiating System and Federation's expense."

PRESIDENT FLEMING: Okay, if I understand you correctly, you're inserting in both paragraph 3 and 5 "at the initiating System or Federation's expense"?

BROTHER LOWE: That's correct.

PRESIDENT FLEMING: Would you bring it up to me here and let me have it in writing?

Is there a second to the amendment? Second to the amendment?

Microphone No. 6. Are you up to second, brother?

BROTHER MIKE SACCOMANO, Lodge 1351: Yes.

PRESIDENT FLEMING: Okay.

BROTHER SACCOMANO: I second.

PRESIDENT FLEMING: The amendment has been made and seconded for Proposal 24. As soon as we can get it up on the screen so you can read it, we will begin discussion.

PRESIDENT FLEMING: Everyone at the microphone, we are on the amendment "at the federation's expense." We're on the amendment. Brother at microphone 2.

UNIDENTIFIED SPEAKER: I'm waiting to speak on the proposal, as opposed to the amendment.

PRESIDENT FLEMING: So you are not on the amendment?

UNIDENTIFIED SPEAKER: No.

PRESIDENT FLEMING: I see no one at the microphone on the amendment. So I assume you're ready for the question on the amendment.

Okay. We'll wait until it goes up on the screen so we don't have any confusion.

PRESIDENT FLEMING: Microphone No. 4 on the amendment.

BROTHER ROGER SANCHEZ, Lodge 1507: Thank you, Brother Fleming. I rise against the amendment for two reasons. Number one is, maybe certain federations out there with the Brotherhood of Maintenance of Way don't have as much funds as a lot of other federations because some might be bigger compared to some of those that are being smaller.

And another problem that I have on the amendment is that 30 percent of that can deplete a federation's fund quite hurriedly if you have got 30 percent calling for one federation, 30 percent calling for the second federation and 30 percent calling for the third federation. So I rise against the amendment.

PRESIDENT FLEMING: Brother Dodd, are you standing there to speak on it? We haven't heard from you on the amendment, so you are in order if you want to speak on the amendment.

BROTHER JED DODD, Lodge 3068: I have no opinion on the amendment, President Fleming.

PRESIDENT FLEMING: Microphone No. 5.

Microphone No. 5.

BROTHER MAYNARD LOWE, Lodge 1302: The reason for this is I believe that there is always going to be an initiating system or federation that wants to, let's say, gobble up someone else. They should be financially responsible for any action they take. Grand Lodge should not have to fund it in any way. We already have provisions in our Grand Lodge Bylaws for system mergers. If they want this new proposal then they should have to pay for it.

...Applause...

PRESIDENT FLEMING: Thank you. Microphone No. 6.

BROTHER BOB JENNINGS, Lodge 991: Brothers, again, I'm sitting here thinking this is just pulling new wool over our eyes again, that's all they're doing. It takes two federations to agree to merge. So how is one going to -- just one federation, the initiating federation, going to be responsible? This is just a play on words. Thank you.

...Applause...

PRESIDENT FLEMING: Brother Lowe, are you wanting to speak on it again? I guess we can go to you. No one has called the question.

BROTHER MAYNARD LOWE, Lodge 1302: Yeah, I'd just like to talk about what the last brother said. He's right, it takes two system federations to merge. But one system is going to be the pusher. One is going to start the ball rolling downhill. The one that starts it is the one that really wants it. So if they want it, they've got to pay for it.

...Applause...

PRESIDENT FLEMING: Microphone No. 4.

BROTHER ROGER SANCHEZ, Lodge 1507: I call for a question.

PRESIDENT FLEMING: Okay. We had an immediate -- okay.

Is there a second to the question?

Mike, are you up for that purpose, Bruce? Okay.

Did anyone second the calling of the question?

Microphone No. 3.

BROTHER DANNY BAISEY, Lodge 1058: I call for the question.

PRESIDENT FLEMING: Okay. The question has been --

BROTHER BAISEY: I second, I'm sorry.

PRESIDENT FLEMING: -- made and seconded. We have an immediate inquiry at No. 7.

UNIDENTIFIED SPEAKER: I have a question on the intent of the amendment. It takes 30 percent of both systems to initiate the process. So under the amendment, both systems would pay. Do I understand that correct?

PRESIDENT FLEMING: I don't -- the wording is, Bruce, inserted in number -- paragraphs 3 and 5 at the initiating system or federation's expense.

UNIDENTIFIED SPEAKER: But each would have to participate equally. Both would have to come up with 30 percent for any process to start so --

PRESIDENT FLEMING: Well, I think that would be subject to interpretation, and I'd be happy to make it later.

...Laughter...

Okay. The question has been called for.

We're on the amendment, strictly on the amendment on inserting the language in paragraphs 3 and 5.

No one's at a microphone. So we're ready for the question.

All those in favor of inserting the language, let it be known by saying aye.

Opposed, say no.

The noes have it. Okay. We're back on the committee's report. And I'm sorry, not the committee's report. On the proposal. Brother, Microphone No. 6 -- or excuse me, 5, Microphone No. 5.

BROTHER ROY MILLER, Lodge 1142: I would like to propose an amendment to the committee's report.

PRESIDENT FLEMING: State your amendment.

BROTHER MILLER: In paragraph 4, the first line, strike "those voting," and insert -- I guess you would strike, yeah, "those voting," and insert "the eligible voters."

Where it says, "A majority of those voting," it would now read, "A majority of the eligible voters in each system."

PRESIDENT FLEMING: Okay. Can you bring that language up front? Is there anybody who's prepared to second that?

Microphone No. 5.

BROTHER STEVE LAWLER, Lodge 2852: I second that.

PRESIDENT FLEMING: Okay. We're waiting on the language. Would you take it to committee first and let them make a copy? And if you can, try to expedite it putting it up on the board, on the screen.

You see the changes on the screen, and if I understand -- listen up, brothers. We're on the amendment. If I understand it, he struck the words "those voting" and inserted the words "the eligible voters." Is that correct?

Okay. We're on the amendment. Immediate question, No. 8.

BROTHER LYNN TENDRUP, Lodge 1662: In the second sentence of that, it also has the majority of those voting. Does the amender want to change that also?

PRESIDENT FLEMING: Okay. Is that your intent, brother, to change that one also? Where is it located, brother?

BROTHER TENDRUP: It's the second sentence right after the first one he just amended. It's the second sentence following that.

PRESIDENT FLEMING: Okay. Microphone No. 5. Microphone No. 5.

BROTHER ROY MILLER, Lodge 1142: Mr.

Chair, I think when you change the language in that place, that is the definition -- or the mover of the entire proposal that determines when the proposed merger has been ratified, irregardless of language throughout the rest of the proposal.

PRESIDENT FLEMING: So you're proposing to leave it like it is, then, if I understand you correctly?

BROTHER MILLER: If it needs to be grammatically changed elsewhere, then I suppose it's appropriate; but I think that probably covers it, the way I read it.

PRESIDENT FLEMING: Okay. Microphone No. 7.

BROTHER JEFF DIBBLEE, Lodge 16: Thank you, Mr. President. Proposal 24 states you need 30 percent of the membership votes, but if only 25 percent of the membership actually vote, does that void the merger, or are you just stating 30 percent of the members who actually do vote?

I would take it that it would be 30 percent of the voting body itself. Everybody would have to actually vote.

PRESIDENT FLEMING: Okay. I'm going to let the committee respond.

BROTHER FENHAUS: The 30-percent reference that's in the proposal isn't to vote at all. It's the signing of a petition. It requires a 30 percent of the membership of each system that's involved to sign the petition, much like an initiative or a referendum would be applied in your own state. There's no vote that's taken. That's not a voting process; but that petition, if it meets that standard, would then require a subsequent vote.

PRESIDENT FLEMING: Did that clear it up? Okay.

Microphone No. 6.

BROTHER BRUCE GLOVER, Lodge 144: I rise to speak against the amendment. I think the amendment is unfair, and what it really says is that we don't want to do anything about merging, we don't want to do anything about restructuring the Brotherhood, because the likelihood that you're going to get a majority of everyone to actually cast a vote, let alone in favor, are slim.

And I would just remind the delegation of Article I of the Brotherhood's Constitution and Bylaws. You can merge this whole doggone entire BMW with another organization with a simple majority of votes cast. Nowhere does it require a majority of all eligible votes. I think it really makes it unfair.

...Applause...

PRESIDENT FLEMING: Immediate question, No. 7.

BROTHER JED DODD, Lodge 3068: I believe this significantly changes the intent of the original motion and it would require a 75-percent majority to pass.

PRESIDENT FLEMING: We'll ask the Parliamentarian for her opinion.

Okay, listen up.

PARLIAMENTARIAN FREY: I'm thinking. What you're doing here is making this -- instead of a majority vote, which is known as a majority vote, into a much higher requirement, which we normally call a two-thirds vote. When you have majority vote of your membership, that's a very stiff vote, and in large organizations, because it's almost impossible, they make it a two-thirds vote.

The wording here is really majority of your membership -- that's the way it's stated -- and it is a very high-order vote. I wish

he'd said two-thirds, but I can't do that for him.

I do think it changes the sense of it.

PRESIDENT FLEMING: Okay. So we're back on the amendment. Microphone -- okay. No. 7, immediate question. Listen up, brothers, so you can hear.

BROTHER JOHN OLSON, Lodge 144: I think as a point of order, it was inappropriate to ask the Parliamentarian whether it changes the intent. The Parliamentarian can tell us what to do if it does change the intent. I believe the author should be the expert on whether or not the intent is changed.

...Applause...

PRESIDENT FLEMING: Microphone -- okay, immediate question, No. 8.

BROTHER BILL MANNING, Lodge 3039: I was going to raise the same question, but also to add that she didn't answer Mr. Dodd. Does it or does it not, in her opinion, change it?

PRESIDENT FLEMING: Okay. I think that's what she said, Brother Manning. She said it changes the intent and requires a three-quarter vote. Okay?

We'll ask her to say it again if you want me to.

Okay. We're on the amendment. Anyone want to speak on the amendment? Okay.

Are you ready for the question on the amendment? You see it on the screen.

Those in favor of inserting the language and deleting the other language, say aye.

Opposed, say no.

The noes have it.

Okay. So the language is inserted -- I'm sorry, the language is not inserted. Okay. The original language as it is. We're back on the proposal. Proposal 24, which is the committee's report or recommendation.

Okay, we're back on the question on the proposal requiring members to effectuate mergers of system division and federations.

Okay, Microphone No. 4.

BROTHER BILL GLISSON, Lodge 2655: Once again, the question of mergers, what we have in place right now is working. Just in the South, we've had two very successful mergers in the last six years.

That's taken several small lodges, and to my brothers just right behind us here with the former Dixie Fed, the former ACL and the former CSX, now the Allied Eastern, they've been very successful mergers, and we can just proceed on with what we have.

...Applause...

PRESIDENT FLEMING: Microphone No. 3.

BROTHER KEVIN HUSSEY, Lodge 3068: I don't understand the fear of a lot of the members here. This gives the membership of the lodges and the systems a right to vote and you get 30 percent of it. Then it's just initiating the process and then a majority decides. There shouldn't be any fear. There's no big fish eating up the little fish. The people should read what we're talking

about before they get paranoid. I urge you to go for this proposal. It would help.

...Applause...

PRESIDENT FLEMING: Thank you. Microphone No.

6.

BROTHER MAYNARD LOWE, Lodge 1302: To begin with, it says "the majority of those voting." It doesn't say "majority." There's a difference. If you only got 10 percent of the people voting and the majority of that 10 percent votes and accepts it, that can go through. It doesn't say majority of the people in those systems, it says of those voting.

And I'd also like to make an amendment to No. 1 and No. 2, inserting "75 percent" for "30 percent."

...Applause...

PRESIDENT FLEMING: You heard the amendment, inserting 75 percent instead of 30 percent -- correct me if I'm wrong, Brother Lowe -- on the first paragraph; is that correct?

BROTHER LOWE: Yes, in the first paragraph and the second paragraph.

PRESIDENT FLEMING: And the second paragraph. You would insert 75 instead of 30.

Okay, we're on the amendment. No. 4, Microphone 4. Roger.

UNIDENTIFIED SPEAKER: No, I'm not on the amendment.

PRESIDENT FLEMING: If you're not speaking on the amendment, I need you to sit down, because it gets very confusing from up here.

Okay. How about Butch, how are you -- Microphone No. 6.

BROTHER ALLEN HOHBEIN, Lodge 306: I just rise to second the amendment.

PRESIDENT FLEMING: Thank you, Butch. I see no one who is up to speak on the amendment. Are you ready for the question on the amendment? Microphone No. 4.

BROTHER DENNIS RILL, Lodge 3016: I would like to speak against this amendment. I think a 75 percent of the eligible voters to sign a petition is an undue hardship. You have got to remember the original proposal said that if only 30 percent of the membership signed a petition, that would initiate a ballot. So just because a ballot is being taken, I think 30 percent is a fair number, and I think 75 percent is unfair.

Where I come from, a lot of our surfacing gangs and tie units have members from more than one system or federation working together, and I think they would be better served if we merged federations and everybody was a member of one federation. Thank you.

PRESIDENT FLEMING: Thank you. Microphone No. 5.

BROTHER MAYNARD LOWE, Lodge 1302: Yes, I should have had a chance to speak on this before --

PRESIDENT FLEMING: You're right. You're right, Brother Lowe. Go ahead.

BROTHER LOWE: Okay. The reason I want this bumped up is because on this petition it's going to make them do some leg work. If they really want it, they're going to have to go around, they're going to have to talk to everyone so everyone knows

what's going on. And they're going to have to have three-quarters of the membership of a system to turn that petition in. There's no reason we can't have a high standard. This is a very important issue. It's going to affect everybody on both systems. So there's no reason that we can't have a high standard for this.

...Applause...

PRESIDENT FLEMING: Microphone No. 4. We're on the amendment, brothers.

BROTHER GENE ANIRINA, Lodge 3014: I think 75 percent is too high a number. If both systems or federations have 30 percent of the people putting up a petition, there's enough there to recognize that some of the people want it and to put it up for a vote. Now, my brother Timy said that a majority of the people should be required to have this thing passed. But as anybody knows, I don't think a majority of the citizens of the United States vote for the

President of the United States. So if we went with that logic, we'd never get a president elected. So the majority of the people voting are the ones that should be considered. Everybody has a chance to vote. Thank you.

...Applause...

PRESIDENT FLEMING: Microphone No. 3.

BROTHER PERRY RAPIER, Lodge 3017: I think this 75 percent is a very reasonable figure, and I think we all should support it. I like it, in fact, so much that I think it's a number we should use for our Organizing Department when we organize these other railroads when we try to sign up new members. If 75 percent is a good number that we use here to ask for members, then on these carriers when we go to try to organize, that 75 percent should be equally applied there, and I strongly encourage it. Thank you.

...Applause...

PRESIDENT FLEMING: Microphone No. 6.

BROTHER PAT SMITH, Lodge 1082: I'm against this amendment. I feel like if the members sitting here would think about it -- I'm not real sure of the figure at home, but I believe it's 25 percent of registered voters to get something on a ballot, signing a petition. And I feel like if your state legislators tried to push something like this, the members sitting right here now would squawk like hell to have to come up with that many petitions to get something on a ballot; and I stand against it.

...Applause...

PRESIDENT FLEMING: Microphone 5.

BROTHER ROY MILLER, Lodge 1142: I'm standing in support of the amendment. We're talking about spending money whether it's system, whether it's Grand Lodge. When this goes to a ballot, there's going to be money expended. If you've got 75 percent of your people already showing they're in favor of it, you've got a pretty good chance it might pass. Thirty percent, it could easily go down. You've wasted money on ballots, you've wasted time. Two years you might do it again.

75 percent, you've got a good idea what's going to happen to it.

PRESIDENT FLEMING: Microphone No. 6.

BROTHER FREDDIE SIMPSON, Lodge 671: I'm a system officer on the federation that Brother Glisson spoke about earlier. We have put together three or four different mergers in the last four or five years on our federation. With this amendment, I don't think any of those would have taken place; and I stand against it.

...Applause...

PRESIDENT FLEMING: Microphone No. 5.

BROTHER H. P. WILSON, Lodge 1300: Gentlemen, the old B&O guys I represent have went through the merger he just talked about, to almost 100 percent -- and I'll testify to that -- disagreed with the merger and it went through anyway. They don't feel that they were represented properly in the merger.

That's just an avenue for somebody to move things around. I don't think it's a good idea. That's why I'm standing for it. Thank you.

UNIDENTIFIED SPEAKER: Did you even vote on it?

BROTHER WILSON: No.

PRESIDENT FLEMING: Okay, Microphone No. 7, immediate inquiry.

UNIDENTIFIED SPEAKER: If we had three for and three against, I call for the question.

PRESIDENT FLEMING: Okay, we have it.

BROTHER FRANK CIENSKI, Lodge 3068: I have an amendment that's written in my hand.

PRESIDENT FLEMING: Just a minute. Okay, Frankie, go ahead. No. 4.

BROTHER CIENSKI: I'd like to amend the brother's amendment from 75 percent to 50 percent.

PRESIDENT FLEMING: Is there a second to the amendment to the amendment?

BROTHER JERRY HUGGLER, Lodge 3002: I second that.

PRESIDENT FLEMING: Okay. We're now on the amendment to the amendment by striking 75 and inserting 50 on paragraph 1 and 2; is that correct?

Anyone want to speak on the amendment to the amendment?

Microphone No. 1.

BROTHER JED DODD, Lodge 3068: I rise to support the amendment to the amendment. Fifty percent is a reasonable number. I think we know that 75 percent is not a reasonable number. Let's support the reasonable number and vote on the proposal. Thank you.

...Applause...

PRESIDENT FLEMING: Microphone No. 8.

BROTHER HENRY JAJUGA, Lodge 227: Yes, point of order. Doesn't changing the number in this completely change the original amendment and change what the intent was?

PRESIDENT FLEMING: Are you asking does it change the vote? Is that what you're asking?

BROTHER JAJUGA: No, I'm asking if making an amendment to change the intent of the original amendment is in order.

PRESIDENT FLEMING: No, it would not necessarily

be in order, but we've got to make that determination if we change the intent by changing the number. Okay?

BROTHER JAJUGA: The intent of the --

PRESIDENT FLEMING: But we have to make that determination. Just give us a second.

BROTHER JAJUGA: The intent of the original amendment was 75 percent of the membership, and now the intent would be 50 percent.

PRESIDENT FLEMING: Well, the original intent was 30 percent, brother, not 75.

BROTHER JAJUGA: The original amendment --

PRESIDENT FLEMING: Was 75.

BROTHER JAJUGA: -- that we were discussing was 75 percent.

PRESIDENT FLEMING: I agree with that. I agree.

BROTHER JAJUGA: Reducing it to 50 percent is changing the intent of the original amendment, sir.

PRESIDENT FLEMING: No, the original amendment, I'm trying to relate to you, was 30 percent to 75, change that, and --

BROTHER JAJUGA: That is the proposal. With all due respect, we're talking about the proposal being 30 percent.

PRESIDENT FLEMING: Right.

BROTHER JAJUGA: The amendment being 75 percent.

PRESIDENT FLEMING: 75.

BROTHER JAJUGA: And the intent of the second amendment, changing that to 50 percent.

PRESIDENT FLEMING: I agree with what you just said.

BROTHER JAJUGA: Let's vote on one first; and if there's another amendment to be made, let's make that amendment later.

...Applause...

PRESIDENT FLEMING: Okay, No. 8.

BROTHER JOHN OLSON, Lodge 144: The brother just before me has to be correct, because if you vote on this secondary amendment, it completely wipes out the primary amendment making it a conflicting amendment and out of order.

...Applause...

PRESIDENT FLEMING: Just a minute. Let me consult.

Okay. The Parliamentarian has suggested we do this: Listen up. I want you to hear this.

And she suggested we treat it as fill-in-the-blank, okay? And we -- okay? Okay. We start -- let me -- you haven't heard all of it. It may be good.

...Laughter...

We start with 75, we go to 50, and then we go back to 30. Okay? Microphone No. 8.

BROTHER JIM WHEELER, Lodge 874: I believe this same question came up the last two days

where someone tried to amend an amendment and were ruled out of order.

PRESIDENT FLEMING: Well, okay. There's nothing wrong, Brother Wheeler, with amending the amendment. I don't remember the specific situation, but it's permissible under the rules, okay?

But it depends on -- the brother before you that spoke, before you speak again, by filling in the blank, we're saying that whatever it is, you get to decide. So is that fair or not? Okay?

Microphone No. 8 again.

BROTHER HENRY JAJUGA, Local 227: Yes, with all due respect, I believe at the beginning of the day, we said that we were going to try and carry this out in a more orderly fashion.

PRESIDENT FLEMING: I'm trying my best, brother.

BROTHER JAJUGA: I know you are, but I think we should follow all the rules of Parliament, not just some of them.

PRESIDENT FLEMING: Well, I haven't -- I understand what you're saying, but by fill-in-the-blanks, we think that's a fair method. No. 7.

BROTHER MARK WIMMER, Lodge 1906: Thank you, Brother Fleming. I agree with the brother at the other intermediate mike, and my question is a point of clarification for the delegates.

If this amendment to the amendment passes, does it carry the entire motion, or are we back to the amendment?

PRESIDENT FLEMING: We're back to the amendment.

BROTHER WIMMER: Thank you.

PRESIDENT FLEMING: Okay, Microphone No. 8.

BROTHER FRANK CIENSKI, Lodge 3068: The reason yesterday the amendment was out of order is because the question was called. The question wasn't called. I made an amendment to the amendment. We should vote on that and then proceed with the proposal.

...Applause...

PRESIDENT FLEMING: Okay. On fill-in-the-blanks, brothers, that's the way we're going to proceed. Microphone No. 6.

BROTHER MAYNARD LOWE, Lodge 1302: The problem I have with this is it's not even a simple majority. It's half. Half don't want it; half does want it.

We've got to have a majority of the people to sign the petition. So thereby, I amend this to 51 percent.

PRESIDENT FLEMING: Brother Lowe, Brother Lowe, we were proposing to start with 75, go to 50, and back to 30, if necessary, to fill the blank. So I think if we proceed in that manner, I think your discussion may be not in order at this time, okay? Microphone No. 8.

BROTHER BILL MANNING, Lodge 3039: Mac, I don't think you answered Mark's question quite right. We have an amendment to the amendment, which is 50 percent.

If we vote on that and it fails, we're back on the amendment, which is 75 percent. If that fails, we're back on the proposal.

...Applause...

If this passes, we're back on the proposal.

PRESIDENT FLEMING: Okay.

BROTHER KNIGHT: If this passes, we're back on the proposal amended at 50 percent; but if this fails, we go to 75, then

to the original proposal.

PRESIDENT FLEMING: Okay. Is there objections to going to 50 -- going to the 75-percent vote and then you would have an opportunity to amend it thereafter?

Okay. Is everybody agreeable? We're on the amendment to the amendment for 75 percent in paragraph 1 and 3. Okay?

Ready for the question?

Oh, I'm sorry, yeah, you're right, 50 percent first. 50 percent first on the fill-in-the-blank. Wait just a minute, no.

Okay, we're on the 50 percent, brothers. It's 50 percent is the insertion.

Microphone No. 7.

BROTHER JOHN OLSON, Lodge 144: It's not an amendment to the amendment. It's an amendment to the proposal.

PRESIDENT FLEMING: I'm sorry, I disagree.

BROTHER OLSON: If you pass an amendment to the amendment, the amendment still has to be valid. The secondary amendment passes, the primary amendment still has to be valid.

The primary amendment would not be valid with this secondary amendment passing.

PRESIDENT FLEMING: Brother, if the amendment was valid, the amendment to the amendment is valid. Okay?

BROTHER OLSON: That's not correct.

PRESIDENT FLEMING: Okay. Microphone No. 7.

BROTHER T. J. NEMETH, Lodge 1657: I call for the question so we can keep on moving here.

PRESIDENT FLEMING: Okay. We're on the amendment to the amendment, filling in the blank for 50 percent. I can't call the question as long as you're standing -- I mean, I can't vote as long as you're standing at an immediate microphone.

Microphone No. 8.

BROTHER HENRY JAJUGA, Lodge 227: I'd just like to point out -- and I'm not trying to bust your balls up there -- but the question was called originally on the 75 percent, and due to your politeness, we allowed this brother to make the amendment on the 50 percent. Now he's demanding that his 50 percent amendment be called before the 75 percent amendment, when the whole damn thing is going to fail anyway.

...Applause and cheering...

PRESIDENT FLEMING: And that's the reason we said we'd go with fill in the blank, but --

...Laughter...

So we're on the amendment to the amendment, okay?

Are you ready for the question on the amendment to the amendment, 50 percent?

All those in favor of 50 percent, say aye.

All opposed, say no.

The noes have it.
We're back on the amendment to the motion, which is 75.
Ready for the vote?
All those in favor of the 75, say aye.
All opposed, say no.
The ayes have it.
...Applause...
So now we're on the proposal reading 75 percent as amended.
Those in favor of the proposal reading 75 percent, say aye.

Okay. Wait a minute. Okay, let's do it again.
Okay, we had someone at the microphone. Go ahead, Brother Dodd. I didn't see you. Microphone No. 1.

BROTHER JED DODD, Lodge 3068: President Fleming, I'd like to speak on the original proposal. I haven't had an opportunity to yet.

...Laughter...

PRESIDENT FLEMING: Okay. Well, the original proposal no longer exists. We're on the proposal as amended by the 75 percent. Speak on it.

BROTHER DODD: The proposal is being put forward because the following conditions exist in our union -- and we find them satisfactory -- and this proposal would give us a vehicle to correct these problems.

There are men and women working side by side together under the same contracts and paying different levels of dues. There are contradictory interpretations of the contract when general chairmen with jurisdiction over the same property disagree. There's a mismanagement of resources when several vice presidents and several general chairmen attend the same meeting with management and perform the same function.

These conditions need to be corrected. They've existed for a long time, and they have not been corrected. Merging affected systems would correct these fatal problems to our union.

Not all systems need to merge, and those that do not need to merge are protected under the proposal, but there exists some systems that should merge and currently will not merge. This hurts our union and does a disservice to our membership. We need to adopt a proposal that will encourage the merging of systems when there are obvious reasons to merge.

The proposal calls for 75 percent of the membership in good standing of each system desiring to merge to sign a petition to merge. Then the Grand Lodge President would have a vote in each system regarding the proposal.

If 50 percent of those returning ballots in each system vote to merge, then the Grand Lodge President will order the Joint Protective Boards of the systems involved to meet and merge.

You will notice that "each" is emphasized. This is because our opponents refer to any of these proposals as a hostile takeover, and in this proposal, no system can merge with another system without the overwhelming support of the membership of both systems signing petitions separately and voting separately.

I would urge adoption of the proposal. Thank you.

...Applause...

PRESIDENT FLEMING: No. 6.

BROTHER STEVE MACKKEY, Lodge 2405: The

procedures we got in the Bylaws must be pretty good. We spent all afternoon in here and ain't got nowhere. An ancient Chinese proverb, "Don't try to remove a fly from your friend's forehead with a hatchet."

I'll tell you what, I stand against this. I can't swallow a watermelon whole, but I can eat it one bite at a time.

...Applause...

PRESIDENT FLEMING: Immediate inquiry, No. 8.

BROTHER CHUCK BUTTERFIELD, Lodge 309: I think we've beat this to death. I call for the question.

PRESIDENT FLEMING: We haven't had three for and three against, brother. As long as they're standing at a microphone, I can't do it on this amended proposal.

BROTHER BUTTERFIELD: I think we had the three for and three against before we ever got into the amendments.

PRESIDENT FLEMING: Okay. We had three and three on the unamended proposal, but we've only had one and one on the amended proposal. Is that clear to everyone?

Microphone No. 5.

BROTHER PAT SMITH, Lodge 1082: I'm in favor of this proposal. This amendment gives the members a little bit of power. It will force systems to work harder for their members. It'll give federations, if -- for example, Mr. Lowe talked earlier about training and the federations doing the training. If one federation doesn't have a good training program and another one next to them does, I feel like this would encourage the slower federations to work harder for their members to keep this from happening, and I urge you not to be scared of giving the power back to the members and support this proposal.

...Applause...

PRESIDENT FLEMING: Microphone No. 7.

BROTHER FRANK COLEMAN, Lodge 547: Earlier I came up and I clearly stated when I called for the question that at least three had been for and at least three had been against.

PRESIDENT FLEMING: I agree with you, Frank, but that wasn't the amended amendment -- or amended motion, I mean.

BROTHER COLEMAN: Well, if we are going to go by the rules of order for me, we need to go by it for everybody.

PRESIDENT FLEMING: Okay. Microphone No. 8.

BROTHER HENRY JAJUGA, Lodge 227: May I direct a question to Brother Dodd, the author of this?

PRESIDENT FLEMING: Absolutely.

BROTHER JAJUGA: Brother Dodd, I was just curious as to whether you believe that the carrier

would rather face one Pac Fed officer or three?

BROTHER DODD: Well, brother, there's a variety of ways of answering that question, but I'm not particularly familiar with the Pac Fed, so I can't really answer that, but I know that most managements would like to face a united membership rather than a divided membership. Thank you, brother.

...Applause...

PRESIDENT FLEMING: Microphone No. 2.

BROTHER GREG KREIE, Lodge 2417: Good afternoon, gentlemen. We have six separate federations under the BNSF umbrella, and, frankly, some of us like it that way because we believe it gives us strength.

I think Mr. Dodd said it best, Brother Dodd said it best earlier, when the amendment was on the screen to allow the majority to have the final say-so, the majority of the eligible members. He said it most clearly when he said that clearly changed the intent of the proposal.

And I believe the intent of the proposal is, again, even though we've made it more difficult for it to get off the ground -- the intent of the proposal remains the same; and that is, the voice of the few to control the destiny of the many. Therein is the problem with this proposal, in my opinion.

That's why I stand here against the proposal.

...Applause...

PRESIDENT FLEMING: Thank you, brother.

Microphone 7.

BROTHER L. C. SMITH, Lodge 1643: Brother chairman, when this thing does come to a vote, I would like a head count on the vote, if you don't mind. Thank you.

PRESIDENT FLEMING: Is there a second?

It died from a lack of a second.

No. 5.

BROTHER DAN OVERLY, Lodge 1788: My home lodge is covered under the Chicago Northwestern Federation Agreement, but we are now working in a territory under the Union Pacific Agreement. It should be up to the members of the lodge affected to vote on this rank-and-file style for the people who are affected. I don't see what the problem is.

PRESIDENT FLEMING: Okay. No. 4, Microphone No. 4 -- okay, No. 8.

BROTHER JIM ARNOLD, Lodge 0400: If we don't get this thing settled and called -- I'm calling for the question -- I'll be celebrating my 81st birthday at this convention.

...Applause...

PRESIDENT FLEMING: Do I have a second? Microphone No. 2.

BROTHER FLOYD MAYNARD, Lodge 3075: I second.

PRESIDENT FLEMING: Okay, the motion has been made and seconded to close debate.

Microphone No. 7. Brother, you must not want to vote this issue. Go ahead, brother.

BROTHER L. C. SMITH, Lodge 1643: I want to vote the issue as well. However, I would like a head count on this vote.

PRESIDENT FLEMING: Okay.

UNIDENTIFIED SPEAKER: I'll second it.

PRESIDENT FLEMING: Okay, it's been moved and seconded. Can we have the sentinels come forward?

Listen up, brothers. Listen up, brothers. The first question is whether or not we do a standing vote count, okay?

Those in favor of the motion to do that kind of count, let it be known by saying aye.

Opposed, say no.

Okay. Now we're on the question as amended -- that failed. We're on the question as amended.

The question is on the proposal as amended empowering members to effectuate merger of the system federation and requiring a 75 percent. Does everyone understand the question?

We're on Proposal 24 as amended with the 75 percent as you see on the screen. Does everyone understand that?

All those in favor of the proposal, let it be known by saying aye.

Opposed, say no.

It lost, brothers.

...Applause...

We're back on the committee's report. Back on the committee's report.

BROTHER FENHAUS: President Fleming, there were no other proposed amendments received for Article XXIII.

PRESIDENT FLEMING: Okay, Microphone No. 1.

BROTHER HENRY FRIESEN, Lodge 317: Article XXIII, Section 14, the last paragraph in there, I'd like to change the last two words where it says, "by majority of those voting," to "the majority of ballots returned."

I have the five signatures.

PRESIDENT FLEMING: Is this a new proposal, brother?

BROTHER FRIESEN: Yes, it is.

PRESIDENT FLEMING: It wasn't previously published?

BROTHER FRIESEN: No, it was not.

PRESIDENT FLEMING: You will need to submit your proposal to the committee with five seconds and they'll take it up tomorrow.

Microphone No. 1, Article XXIII, Brother Housch.

BROTHER GARY HOUSCH, Lodge 95: Thank you, President Fleming. I'd just wanted to make a point to ensure that everything is clear to the committee and to the convention, that the proposal as submitted concerning a new article XXVII also includes a change to Article XXIII, Section 21. Thank you.

PRESIDENT FLEMING: Thank you for identifying that. So we will treat that and ask the committee to treat it accordingly.

Microphone No. 7.

BROTHER HENRY FRIESEN, Lodge 317: I'd like an interpretation from yourself or whoever can give me an interpretation on the exact wording of what I just

gave to the committee. My understanding is, when there's a national agreement to be voted on, that that particular article says the majority of those voting will be counted. Now, that was submitted to you and you wrote back a letter saying that it was a regional or a local agreement.

PRESIDENT FLEMING: Brother, this doesn't have anything to do with the report, as I understand it. We can take care of this otherwise. Are you proposing that if the interpretation is one way that you're --

BROTHER FRIESEN: I'd like an interpretation on it here. If the interpretation is the way I understand it, then there's no need to go through it.

PRESIDENT FLEMING: I don't remember making -- what railroad are you off of, brother?

BROTHER FRIESEN: Canadian National.

PRESIDENT FLEMING: I don't remember making an interpretation of that, sir.

BROTHER FRIESEN: I have a letter that you sent back to Mr. Liberty in my hand on your interpretation of it, and I don't necessarily agree with it.

PRESIDENT FLEMING: This is out of order at this time, brother. This is on the report. We'll have to take that up in another forum.

BROTHER FRIESEN: So I cannot get somebody here, like the Parliamentarian or somebody, to interpret this --

PRESIDENT FLEMING: No, no, you cannot. This is not the place to do that, okay?

BROTHER FRIESEN: All right.

PRESIDENT FLEMING: Article XXIII, is there any other proposal? There being none, Article XXIII is closed.

We're now on Article XXIV. Brother Fenhaus.

BROTHER FENHAUS: Article XXIV, laws regulating state and provincial legislative activities.

The committee recommends a change based upon Proposal No. 18 as amended and Proposal Nos. 1, 22, and the committee amendments. The committee further recommends, and I move, that Article XXIV be amended by changing the title references from "state and provincial" to "United States and Canada" and by adopting in gross the changes in Sections 1, 3, 4, 6, 8, 13 and 14 indicated in the committee's report and as shown on the screen.

PRESIDENT FLEMING: We have an immediate inquiry at 8. State your inquiry, brother.

BROTHER JIM SCOTT, Lodge 3060: When are we going to get on Brother LaRue's amendment that was put out to the committee this morning?

PRESIDENT FLEMING: Brother, we won't be able to do that until the committee comes back with the supplemental report, which will be after we finish this, if we ever get through with it.

...Laughter...

We'll get there. If we can get through with this today, they'll be ready for the supplemental in the morning.

BROTHER SCOTT: I think if we could, as soon as we get done with this article, we ought to go back to that.

PRESIDENT FLEMING: I stand corrected, Friday morning.

BROTHER SCOTT: I think we ought to bring it to a vote with all the fellow brothers here, try to get it today.

PRESIDENT FLEMING: Well, the committee hasn't had time to even report it back yet. So we have to get through with this report before they can do the report back, okay?

They'll get to it as soon as they can get a time to deliberate. They haven't had time to deliberate since they got the proposal, brother.

BROTHER SCOTT: At the break did they deliberate on it?

PRESIDENT FLEMING: Well, they would -- I don't think you had a chance to deliberate on it at noon; did you, Leon?

Okay. The committee isn't ready to report, and anyway, in order to do this, we'd have to change the rules, and that would take two-thirds in order to even do it anyway.

It's not ready, brother, okay?

So we're on Proposal 18; is that correct, Brother Fenhaus?

BROTHER FENHAUS: Yes, we are.

PRESIDENT FLEMING: Would you like to give the committee's rationale for the change?

BROTHER FENHAUS: With pleasure, President Fleming.

PRESIDENT FLEMING: Give us your attention, brothers.

BROTHER FENHAUS: Okay. I would ask that the brothers and sisters assembled here take close look to what we've attempted to do. This proposal is a combination of Proposal No. 18 and contains committee amendments, some of which originated from Proposals No. 1 and 22.

Additional amendments were made by the committee as a whole and are contained in this report. We did this for the purpose of trying to make some sense and put some continuity together with the multitude of proposals that were submitted with this article.

We have identified in the documents, on the screen and before you where the language and the changes originated from. Where there is no indication, that came from Proposal 18. Changes from Proposals 1, 22, and the committee amendments are so identified in the body of the text.

Now, from Proposal No. 18 itself, our rationale is as follows: This proposal redefines the Legislative Department's activities by placing emphasis on education, training, and mobilization around the legislative and political activities.

Further, Proposal 18 contains needed housekeeping language and clarification. This proposal we believe provided the best document to incorporate the language which was adopted from those amendments to Article XXIV recommended by the committee as a whole.

CONSTITUTION AND BYLAWS

1998 PROPOSAL NO. 15

SUBMITTED BY SUBORDINATE LODGE 1012

ARTICLE XV, PARAGRAPH 2, BE AMENDED TO READ:

The head of the organizing department, with input from appropriate Grand Lodge, system, and subordinate lodge officers, shall submit to the Grand Lodge President a detailed plan and feasibility study which shall outline a timetable, a cost analysis, and assessment relative to the potential for conducting a successful organizing drive on each targeted property. The Grand Lodge President, with approval of the majority of the Grand Lodge Executive Board, shall approve such organizing initiatives and expenditures on a case-by-case basis. While not engaged in providing organizing-related assistance to the general chairmen and vice presidents, the head of such organizing department shall perform any other work pertaining to the interest of the Brotherhood as directed by the President **which may include consolidating, realigning, System, Federation, or Subordinate Lodges as deemed necessary.**

STATEMENT OF PROPOSAL'S EFFECT:

“To include consolidation, realignment of systems and locals as work of the Organizing Department.”

ARTICLE XV, (STANDING TEXT):

There shall be maintained at Grand Lodge Headquarters a Department of Organizing. The head of the department shall be appointed by the President and approved by the majority of the Grand Lodge Executive Board. He/she shall devote his/her time to assisting general chairmen and vice presidents in organizing short line carriers, non-union commuter operations, and other properties or enterprises jointly identified by Grand Lodge and the appropriate System Division/Federation as potential organizing targets. The department shall also facilitate internal

organizing and membership mobilization when directed by the Grand Lodge President.

The head of the organizing department, with input from appropriate Grand Lodge, system, and subordinate lodge officers, shall submit to the Grand Lodge President a detailed plan and feasibility study which shall outline a timetable, a cost analysis, and assessment relative to the potential for conducting a successful organizing drive on each targeted property. The Grand Lodge President, with approval of the majority of the Grand Lodge Executive Board, shall approve such organizing initiatives and expenditures on a case-by-case basis. While not engaged in providing organizing-related assistance to the general chairmen and vice presidents, the head of such organizing department shall perform any other work pertaining to the interest of the Brotherhood as directed by the President.

have overlooked that may impact on the election that we should get out of the way today or in the morning.

Okay. No one is approaching the microphone. So I assume we're safe. So we'll proceed, Brother Knight, to Article --

BROTHER KNIGHT: Oh, thank you, President Fleming. Article XIII, Department of Research. The committee recommends and I move that Article XIII be amended by adopting in gross the changes indicated in the committee's report and as shown on the screen.

President Fleming, would you like for me to read through this for them?

PRESIDENT FLEMING: Yes, describe it to us.

BROTHER KNIGHT: Just describe it?

PRESIDENT FLEMING: Yes.

BROTHER KNIGHT: Okay. All right. The effect of it is adds function, changes names of the Research Department, and adds responsibility to the department and the head of staff.

The rationale to that was that this change accurately reflects the actual duties of the position. The last round of negotiations saw the duties greatly expanded and developed the position into its responsibilities. What we are trying to do is conform to the responsibilities as they are.

The position carries a high level of visibility and importance for the Brotherhood, and we'd like to give it a title in accordance. This is not a matter of making new positions or anything of that nature. It's just basically changing the titles around. There was no cost involved.

PRESIDENT FLEMING: Okay. Thank you, Brother Knight. Microphone No. 6.

BROTHER MAYNARD LOWE, Lodge 1302: I believe the brother's wrong when he says there's no cost involved in this. Paragraph 2 clearly states that there could be an assistant hired to fill a position to do research for this director. We're going to come in here pretty soon and be talking about a dues increase because expenses are going up, and this paragraph 2 says that they could hire another person. You hire another person, expenses go up.

PRESIDENT FLEMING: Okay.

BROTHER LOWE: I think the idea of this is fine, but the paragraph 2 where it says they can hire an assistant is something that I cannot go along with at a time when they say we're not taking in as much money as we're spending.

BROTHER KNIGHT: President Fleming, could I respond?

PRESIDENT FLEMING: Yes, go ahead, Brother Knight.

BROTHER KNIGHT: If I understand correctly, that position is already filled. There already is an assistant to that position.

PRESIDENT FLEMING: I think that's correct, Brother Knight.

BROTHER KNIGHT: Thank you, President Fleming.

PRESIDENT FLEMING: Okay. Are you ready for the question being nobody's at the microphone?

All those in favor of adopting Article XIII, the question is on the committee's recommendation to adopt a proposal adding function, changing the name of the Research Department, and adding responsibilities to the department head and assistants.

Those in favor of accepting the committee's recommendation to adopt the proposal, say aye.

All opposed, say no.

The ayes have it, brothers. It passed. Proceed, Brother Knight.

BROTHER KNIGHT: Thank you, President Fleming. There were no other proposed amendments received for Article XIII.

PRESIDENT FLEMING: Okay. Are there any further

proposals for Article XIII?

There being none, Article XIII is closed for further consideration.

Article XIV.

BROTHER KNIGHT: Thank you, President Fleming. There were no proposed amendments received for Article XIV.

PRESIDENT FLEMING: Are there any proposals for Article XIV?

There being none, Article XIV is closed for consideration. Proceed with Article XV, Brother Knight.

BROTHER KNIGHT: Thank you, President Fleming. The Department of Organizing, Article XV, the committee recommends no change.

PRESIDENT FLEMING: Okay. Microphone No. 5.

BROTHER RENE PENA, Lodge 121: I support this proposal.

PRESIDENT FLEMING: Which proposal are you? What's the number of it, brother?

UNIDENTIFIED SPEAKER: No. 15.

PRESIDENT FLEMING: Okay. Go ahead. Describe it to us. Okay. Just describe it to us, and then we'll come back to you.

BROTHER PENA: Okay.

PRESIDENT FLEMING: Go ahead, brother.

BROTHER PENA: I didn't bring the proposal with me. So I'm just going to read what I --

PRESIDENT FLEMING: Well --

BROTHER PENA: Brothers and Sisters, we talked about --

PRESIDENT FLEMING: Brother, could you just describe it now? I'm going to let you speak on it. I promise you I'll come back. Just tell us what it is.

BROTHER PENA: Okay. The proposal is to merge and consolidate the federations, systems, and locals. I mean if we're talking about change and the railroads are merging, we -- as local lodges, we've got to start somewhere, and it's got to start from Grand Lodge and trickle down to the locals. So --

PRESIDENT FLEMING: Okay. I understand. Would the committee --

BROTHER PENA: As the railroad merges and downsizes, our membership keeps getting smaller. We work side by side with different federations on the same railroad with the same contract, but we're two different federations. I mean we've got to start somewhere.

PRESIDENT FLEMING: Okay. Okay. Brother Knight, would you like to give the committee's rationale?

BROTHER KNIGHT: Thank you, President Fleming. This deals with the Organizing Department, President Fleming, and it says, "which may include consolidating, realigning system federations or subordinate lodges as deemed necessary." That was the Organizing Department's responsibility in accordance with his proposal.

The rationale for this was this was not a proper issue to be handled in this fashion. We prefer for it to be handled through the democratic process through the elected representatives.

PRESIDENT FLEMING: Okay. Microphone No. 4.

BROTHER BILL GLISSON, Lodge 2655: I stand against this proposal. This is federation business, not Grand Lodge or the Organizing Committee's business, and any kind of realignment or mergers is up to the members of that local or federation. Thank you.

PRESIDENT FLEMING: Okay.

...Applause...

Okay. Thank you, Brother Glisson.

There being no one else at the microphone, I assume

you're ready to move the question. The question is on the proposal including consolidation, realignment of systems and locals as work of the Organizing Department. Those in favor of the proposal, say aye.

Those opposed, say no.

I think that's overwhelming, the noes have it. The motion failed.



Brothers, it is near five o'clock. We're going to have a few announcements here by the Secretary-Treasurer and we will come back to you briefly. Brother LaRue.

SECRETARY-TREASURER LaRUE: Thank you, President Fleming. A few announcements. First of all, Bob Brown, Denny French, Bill Glisson, David Marquar, Tim Petty, Guy Sackett and Tony Wheeler, you can pick up your watches.

MWPL jackets, any of those who gave more than 300 in the past year can pick up their jackets from the MWPL table.

Hospitality room, pay attention. From six to nine p.m. in the Francios Room, lobby level, located between the lobby bar and the concierge's desk. I'll read that one more time. Hospitality room, six to nine p.m. in the St. Francios Room, lobby level, between the lobby bar and the concierge's desk.

Will all the committee members except the legislative please assemble next door in Galerie 1 for photos immediately upon adjournment.

Pennsylvania Federation will meet in the Richeleau Room just following convention.

Don't forget the correction on the registration in the Chardiare Room.

Meeting of the Southern System Division in the Harricana Room at 5:30 p.m.

Delegates of the Western System Federation will meet at 5:00 p.m. in the Gatineau Room.

Canadian System Federation delegates have a meeting today at 7:00 p.m. in the Bersimis Room.

Western Region will meet 15 minutes after the convention. And that will conclude the announcements.

PRESIDENT FLEMING: One last housekeeping matter. Brothers, listen up, because this is important. Do we have any other proposals on 15? That was the last published one. So there being none, 15 is closed for consideration. We'll start on 16 tomorrow. We stand adjourned until nine o'clock in the morning.

...At 5:03 p.m., Monday, July 13, 1998, the Convention recessed to reconvene at 9:00 a.m., Tuesday, July 14, 1998...

CONSTITUTION AND BYLAWS

1998 PROPOSAL NO. 74

SUBMITTED BY SUBORDINATE LODGES 3008, 3023, 3062
3073 AND 3094

ARTICLE I, SECTION 1, PARAGRAPH 1, (AND ALL SUBSEQUENT BYLAW REFERENCES TO SYSTEM DIVISIONS AND FEDERATIONS BE SUBSTITUTED WITH REGION DIVISIONS) BE AMENDED TO READ:

Section 1. This Organization shall be known as the Brotherhood of Maintenance of Way Employes, hereinafter referred to as the Brotherhood. It shall consist of a Grand Lodge, ~~System Divisions and Federations and such Subordinate Lodges~~ **(5) five Region Divisions in United States located 1. Northeast 2. Southeast 3. Midwest 4. Southwest 5. West and two (2) Region Divisions in Canada 1. East 2. West with subordinate Lodges with the regions,** as may hold legal unreclaimed charters granted by the Grand Lodge.

ARTICLE I, SECTION 3, PARAGRAPH 1, BE AMENDED TO READ:

Sec. 3. The Grand Lodge shall consist of a President, seven (7) Vice Presidents, five (5) of whom shall reside ~~in and be citizens of the United States and two (2) of whom shall reside in and be citizens of Canada~~ **within the Region Divisions and be citizens of the United States and two (2) of whom shall reside within the Region Divisions and be citizens of Canada;** a Secretary-Treasurer, six (6) members of the Executive Board, five (5) of whom shall reside in and be citizens of the United States and one (1) of whom shall reside in and be a citizen of Canada. A Chaplain, a Messenger, and such Sentinels and Sergeants-at-Arms as may be necessary shall be appointed by the President at each Convention of the Grand Lodge.

STATEMENT OF PROPOSAL'S EFFECT:

"Eliminates federations and restructures the organization by geographic regions."

ARTICLE I, SECTION 1, PARAGRAPH 1, (STANDING TEXT):

This Organization shall be known as the Brotherhood of Maintenance of Way Employes, hereinafter referred to as the Brotherhood. It shall consist of a Grand Lodge, System Divisions and Federations and such Subordinate Lodges, as may hold legal unreclaimed charters granted by the Grand Lodge.

ARTICLE I, SECTION 3, PARAGRAPH 1, (STANDING TEXT):

The Grand Lodge shall consist of a President, seven (7) Vice Presidents, five (5) of whom shall reside in and be citizens of the United States and two (2) of whom shall reside in and be citizens of Canada; a Secretary-Treasurer, six (6) members of the Executive Board, five (5) of whom shall reside in and be citizens of the United States and one (1) of whom shall reside in and be a citizen of Canada. A Chaplain, a Messenger, and such Sentinels and Sergeants-at-Arms as may be necessary shall be appointed by the President at each Convention of the Grand Lodge.

BROTHER SEAN D. FERRIS, Lodge 3023: Are we going to read the proposals that were in Article I?

BROTHER KNIGHT: Are you referring to the ones that were rejected, brother?

BROTHER FERRIS: Yes.

PRESIDENT FLEMING: No.

BROTHER FERRIS: No, sir?

PRESIDENT FLEMING: No.

BROTHER FERRIS: Well, I'd like to stand for Proposal No. 74.

PRESIDENT FLEMING: Okay. The committee will have found that particular unpublished -- or published provision, and Brother Knight will explain it to you.

BROTHER KNIGHT: Brother Ferris, that proposal did come before the committee, we did review it and we did reject it. Was it your intent to bring it back before the body?

BROTHER FERRIS: Yes, I do.

PRESIDENT FLEMING: Okay. Would you like to explain to us what that proposal provides?

BROTHER FERRIS: Yes, I would. Thank you, Mr. President. These reform proposals 74 through 80 are undertaken for two very important reasons.

One is that it makes dues uniform, which is essential.

And, number two, so that representatives are available across the system federations lines into regions.

In order for this reform to hold substance, the membership needs must first be foremost in the minds and hearts of the elected officials. These reforms are undertaken to reduce the redundancy of work and create uniform direction for all to undertake.

Presently we have 34 different system federations and five or six major railroads. The railroads like it this way. This should be the first step in the merger of all rail unions and we can say to all who come to us that we are truly a democratic union.

These reforms aren't taken to lower the dues. Our members are working across time lines, country lines, state lines, latitude lines and longitude lines, in different federations and different systems, not knowing whom to call for help, but paying dues thousands of miles away. Their federations cannot afford to send the vice chairman all over the continent.

By consolidating into regions, each region will have a representative in each district. We have members working side by side paying different dues while working for the same pay. This is inherently an injustice to all who pay dues. This amounts to different pay scales for our members and higher dues. We were once a hundred thousand strong, and now we're but forty. Change is sometime very difficult, but change we must in order to grow.

When we remain the same, we're in a rut. The only difference between a rut and a grave is a rut gets deeper each day.

These reforms eliminate the system federations into regions and the unification of dues and dues reductions as a result of the consolidations. We can give the members a pay raise and more service at the same time.

The Steelworkers, the Mine Workers have made these reforms as a result of downsizing, reorganization and privatization. Company language for "you're fired." Through their executive boards they made these changes.

We must make these changes through our Constitution and Bylaws. Brothers, it's time.

PRESIDENT FLEMING: Okay. Thank you, Brother Ferris. Before we begin debate, I'd like to get the committee's reason for rejecting the proposal.

BROTHER KNIGHT: Thank you, President Fleming. This particular proposal would eliminate the system federation system, is what it would do completely. It would create territories

that conflict with the properties as they exist today. It's somewhat of an administrative nightmare. We don't know who would absorb that responsibility. I mean, we're all bombarded with responsibilities right now, and we saw it as something that just wasn't even feasible. It was very difficult for us to come to terms as far as understanding exactly how this would work. We saw it as a destruction of the system as we have it today without a way to mend it. Thank you, President Fleming.

PRESIDENT FLEMING: Okay. Thank you, Brother Knight. Before we begin any discussion, I'd like to remind you the question is on the committee's recommendation to reject the proposal eliminating federation and restructuring the organization by geographic regions.

Microphone No. 5.

UNIDENTIFIED SPEAKER: President Fleming, I wanted to speak on Proposal No. 5.

PRESIDENT FLEMING: So you're not on this proposal, is that correct?

UNIDENTIFIED SPEAKER: No, sir.

PRESIDENT FLEMING: Okay. Thank you, brother. You'll have to hold on. I would appreciate it if you wouldn't go to the microphone when you're not wanting to speak on a particular proposal that's under debate because we don't know from up here why you're up there, and if we ignore you, you will be upset with us, so if you would, don't go to the microphones until a particular article or provision that you wish to speak on is on the floor.

Okay. The question is on the committee's recommendation to reject the proposal eliminating federations and restructuring the organization by geographic region.

There being no one else at the microphone, I assume you're ready for the question.

Okay. Those in favor of accepting the committee's recommendation to reject the proposal, say aye.

Those opposed, say no.

Okay. The ayes have it, and the proposal has lost. Thanks.

Proceed, Brother Knight.

BROTHER KNIGHT: Article I, Section 1, again, the committee recommends no change.

Proceed, President Fleming?

PRESIDENT FLEMING: Okay. Proceed, Brother Knight.

BROTHER KNIGHT: Thank you, President Fleming. Article I, Section 3, the committee recommends no change.

PRESIDENT FLEMING: Okay. Microphone No. 5.

BROTHER JIM JACKMAN, Lodge 732: Brothers and sisters, I rise to speak in favor of adopting Proposal No. 5. As you know, Grand Lodge is requesting an increase in dues at this convention. My members have instructed me to look for alternatives to a dues increase. BMW employees on Class 1 railroads in the United States have shrunk from 66,632 members in 1980 to less than 28,000 members in 1996, a decline of over 50 percent.

In 1979 before the Staggers Rail Act of 1980, there were 40 Class 1 railroads in the United States. Now there are only nine, two in Canada and seven in the U.S. When and if Conrail is merged, there will be six Class 1 railroads left in the United States, four in the eastern half of the United States and only two in the western half.

While the railroads have streamlined their organization, the Brotherhood has not. I have been asked why the Western Region was specifically selected. As you know, the delegates at both the 1990 and 1994 conventions submitted changes designed to eliminate the vice presidential positions. These changes were challenged because they didn't specify which position should be

"An Injury To One Is An Injury To All"

Pennsylvania Federation

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**Office of the General Chairman
Jed Dodd**

**B. M. W. E.
RECEIVED**

JUL - 2 1998

Office of the
General Chairman
Northeastern
System Federation



**THE TIME HAS COME
FOR A
RATIONAL
AND
REASONABLE METHOD
TO
ENCOURAGE SYSTEMS AND FEDERATIONS
TO
MERGE**

June 22, 1998

Dear Brothers and Sisters:

Suppose some one asked you to join a Union like the one described below:

- Depending upon what area of the company you were hired would determine whether you pay 40 dollars a month in dues or 55 dollars a month in dues but your benefits and wages would be the same and you would often work side by side each other in the same work unit;
- If you have a question about how the contract was to be applied you could get several different answers from your own Union depending upon what

General Chairman you asked because the structure you are being asked to join permits the existence of several different administrative units of the Union who can often give different interpretations of the contract to the membership and to the management;

- Some areas of the Union can have “special rules” that may impact on everyone who works for this same employer but over which you will have no say because when you were hired you were placed in one Federation and another Federation is signing for the “special rules;”
- At meetings with management you can have three different Vice Presidents who are doing the same thing being paid from your dues dollar, three or more General Chairmen who are doing the same thing being paid from your dues dollar and often other system officers who are doing the same thing being paid from your dues dollar when in reality you only need one Vice President, one General Chairman and other officers and staff as required;
- The By-Laws of the organization forbid you from transferring your membership from whence you were hired and only permit the administrative entities to merge when those same people who are duplicating each others jobs agree to stop duplicating each others jobs.

Would you join a Union like this? Of course you wouldn't but these identical conditions exist in our own Brotherhood and we believe that these conditions are unacceptable and hopefully you will also think that they are unacceptable.

The Pennsylvania Federation Joint Protective Board has put forward a proposal to change the By-Laws that after the membership has shown an overwhelming interest in merging a system with another system then the systems would be required to be merged. The Pennsylvania Federation Joint Protective Board proposal calls for the following:

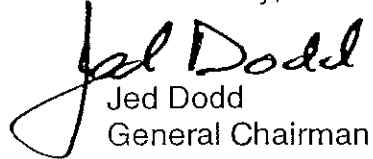
- When 30% of the membership in good standing of **EACH** System desiring to merge sign a petition to merge then the Grand Lodge President would have a vote in **EACH** System;
- If 50% of those returning ballots in **EACH** System vote to merge then the Grand Lodge President orders the Joint Protective Boards of the Systems involved to meet and merge.

You will notice that each is emphasized. This is because our opponents refer to any of these proposals as a hostile takeover and in this proposal no System can take over another System without the overwhelming support of the membership of both

systems signing petitions separately and voting separately.

Attached for your information is the proposal to amend our By-Laws that has been printed in the Journal and will be presented to the delegates for their consideration at our Convention in Montreal. Please give this proposal consideration as we believe that it is safe, rational and reasonable method to correct these glaring problems in our organization. Thank you for your consideration of this proposal. If you would like to discuss it further please do not hesitate to contact me.

In Solidarity,


Jed Dodd
General Chairman

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In many cases we have many systems representing the same railroad when only one system would be much better. It would permit us to speak with one voice to management and build our unity. Members would have greater faith in the Union because often times it appears to them that the officers of the Union keep many systems around because it benefits the officers and not the members.

By creating a method that would encourage or promote a system to merge but would not require a merger when a merger is not necessary we would create a uniform dues structure. Paying different levels of dues for the same contracts, wages and working conditions significantly hurts our unity in the membership and this seriously undermines our ability to confront management. Having several interpretations of the contract that sometimes contradict each other makes the membership extremely cynical and makes it very difficult to advance our working conditions and to confront management.

Not all systems need to merge and those that do not want to are protected under this proposal but many systems do need to merge and currently will not merge. This hurts our Union and does a disservice to our membership. We need to adopt a proposal that will encourage the merging of systems when there are obvious reasons to merge.

Consolidation of System Divisions or Federations

Article 23, Section 22

Sec. 22. Consolidation of System Divisions or Federations. When two or more Systems of Railways are consolidated and operated as one unit, the Joint Protective Boards on such Systems of Railways may consolidate or federate in order to facilitate the representation of the members thereon, in the following manner.

When two or more Systems of Railways of approximately equal mileage and importance are consolidated, the Joint Protective Boards on such Systems may meet in joint session. At such joint session, existing Constitutions and/or By-Laws shall be suspended and all Officers' positions declared vacant, and a new Constitution and/or By-Laws suitable for the government of the Consolidated System Division or Federation shall be adopted and new Officers elected.

Where a small System of Railway is being consolidated or absorbed by a large System of Railway, the System Organization on such small absorbed System may become affiliated with the System Organization on the large absorbing System and shall be governed by the Constitution and/or By-Laws in effect on such larger System with respect to representation and otherwise.

In all cases of consolidations of two (2) or more System Divisions or Federations, the funds of those which consolidate shall revert to the System Division or Federation in which they are consolidated; however, all records shall become the property of and be returned to Grand Lodge for such distribution as may be appropriate.

In all cases of abandonment of a System Division or Federation, the funds and records shall be returned to Grand Lodge in accordance with the procedure hereinbefore provided in Article XXII, Section 2, for dissolution of Subordinate Lodges.

Add New Paragraph to this Section that reads as follows:

In the event the membership of the System Division or Federation would like to initiate a merger of their System Division or Federation with another System Division or Federation the following procedure shall be used:

- 1. A petition must be signed by 30% of the membership in good standing of each System Division or Federation stating that it is the desire of those signing the petition that the respective System Divisions or Federations be merged under the appropriate procedure that is provided for in Article 23, Section 22 of these by-laws.*
- 2. The petition shall be presented to the Grand Lodge President who shall promptly forward it to the General Chairmen of the System Divisions or*

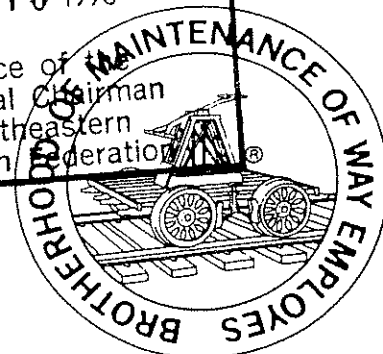
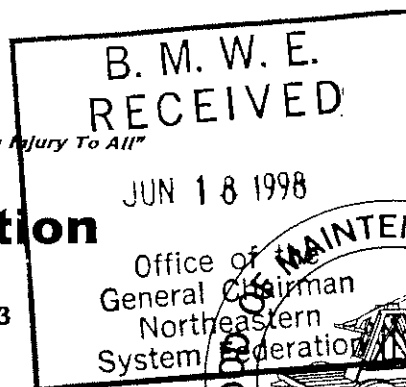
Federations involved. The Grand Lodge President shall ensure that at least 30% of the membership in good standing of each involved System Division or Federation has signed the petition. The Grand Lodge President shall present his/her written decision to the General Chairmen of the System Division and Federations involved and those members of the BMW of America that presented the petition that the petition is valid or not valid. If the determination is found that the petition is not valid an explanation shall be provided as to why it is not valid. The Grand Lodge President must present his/her findings as to the validity of the petition within thirty days of receipt of the petition for merger.

3. *Within 30 days of the validation of the petition, the Grand Lodge President shall initiate a secret mail ballot to be sent to each member in good standing of the involved System Divisions or Federations to determine whether a voting majority of each System Division or Federation shall approve of the proposal to merge the involved System Division or Federation. The Grand Lodge President shall use an honest ballot counting company to conduct this ballot. Ballots must be counted on the 25th day following the day they are sent if the 25th day is a business day or the next business day following the 25th day that they are sent to the membership if the 25th day is not a business day.*
4. *A majority of those voting in each System Division or Federation must approve of the proposal to merge the System Division or Federations. If a majority of those voting in each System Division or Federation do not approve to merge the System Division or Federations then the matter will be dropped and this procedure may not be used for the next two years.*
5. *If a majority of those voting in each System Division or Federation approve of the proposal to merge then steps must be taken using the procedures in this section to merge the System Division or Federations. The System Divisions or Federations must be merged within sixty days of the day that the ballots are counted which approved the merger.*

"An Injury To One Is An Injury To All"

Pennsylvania Federation

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Office of the General Chairman
Jed Dodd

June 16, 1998

To: All Penn Fed Officers
All Penn Fed Delegates and Alternates to Grand Lodge Convention

From: Jed Dodd

Re: Grand Lodge Convention

Dear Brothers and Sister:

The purpose of this letter is to provide you with some information about the business that will be conducted at the up-coming Grand Lodge Convention. This will give you time to think about the issues before you cast a vote for those that you will representing. Once the Convention begins, the business will begin to happen very quickly and it is sometimes very confusing. The more you prepare now for this business the better off you will be in Montreal.

Constitution and By-Laws

The Constitution and By-Laws Committee has met and reviewed the 81 changes that have been submitted by various sub-divisions of our Union and printed in the Journal for consideration by the Convention. If the issue is submitted in time and printed in the Journal a 51% majority of the delegates present are required to pass the proposal. If the proposal has not been printed in the Journal it can still be made from the floor while the Committee gives its' report but a 75% majority of the delegates present are required to pass the proposal.

Attached for your reference is a ten page report which gives a brief description of the proposal and the Committee's Recommendation. The By-Laws Committee has recommended for adoption by the Convention 16 of the 81 submitted proposals. Many of these changes refer to reform that is needed in our Legislative Department and have

been consolidated under proposal number 18 which is item number 71 in the attached report. Other issues regarding dues and assessments have been consolidated into proposal number 55, item number 26 in the report. Legislative issues and Revenue issues will be handled separately in this report to you. Issues not related to legislative or revenue issues which the Committee recommends be adopted by the delegates at the Convention are:

Item Number	Proposal Number	Brief Description
15	2	Requires GL Sec Treas to keep address and relevant information concerning all members who retire or become disabled. Information is to be furnished to Legislative Department for lobbying efforts.
22	52	Changes the functions of the Department of Research to conform more to what the Department is actually doing - enlarges role of the department.
24	67	Restructures the initiation fee so that the Lodge which signs the member gets \$25.00 and the Lodge to which the member is assigned gets \$25.00. System gets \$25.00 and GL gets \$25.00.
25	64	Removes the exempt status for Secretary Treasurers.
48 and 49	11 and 19	Permits retirees and life members to serve as Legislative Reps/Directors
51	62	Changes the name Subordinate Lodge to Local Lodge.
54	70	Increases terms of office from 3 to 4 years for Canadian Lodge officers.
57	40	Distributes Grand Lodge credentials prior to delegate elections.
58	26	Permits monies in excess of 15 million dollars in the strike fund to be used to defray regular lost wages and expenses or rank and file members attending BMW sponsored educational programs and other activities when approved by the President and the Executive Board.
64	41	Eliminates the rights of appointees to vote at IA Meetings.

Legislative Department Issues

All of the issues regarding the Legislative Department have been consolidated under item number 71, proposal number 18. It is attached in a separate document which is marked Legislative Reform Proposals. The proposal was adopted by the By-Laws Committee as it is written except for the last paragraph of section 16 which was rejected in favor of the existing language.

The reforms are long overdue and hopefully will be adopted by the Convention. They change the major focus of the Legislative Department activities away from the State Houses and focuses the activities on the Federal level. This is for obvious reasons as most of the issues affecting rail labor occur on the Federal level. It does not forbid work on the State Level but properly changes the focus of the Department. Also it will change the year in which State Legislative Directors are elected to the year following the Grand Lodge Convention instead of the current year of the Grand Lodge Convention. The current method of doing the elections simultaneously with the Grand Lodge Convention is a little confusing when it comes to electing State legislative delegates.

Revenue Issues

The most controversial issue which will come up at this Convention will be the proposal to raise dues. Attached is an economic analysis prepared by Grand Lodge regarding the economic impact of the various proposals. I do not agree with every item of the analysis but it was provided to me and I wanted you to have it for your own information.

The issues regarding the dues proposals are found on the last two pages of this document. Also enclosed is the four year financial report prepared by Grand Lodge dated May 15, 1998 which is addressed to System Officers and Delegates. This report also details information which you will need to make a decision about the dues proposal.

The current Grand Lodge dues are 1.2 times the hourly rate. The Committee proposes this be changed to 1.35 times the hourly rate and the \$8.00 assessment be eliminated. The current allocation of \$.80/month that is used for the Legislative Department would be increased to \$1.75. \$.65 of this \$1.75 would be used in the State Legislative Director's budgets. (makes up for the loss of the \$8.00 assessment)

If the formulae is unchanged the current dues rate of \$19.00 will go in increments to \$20.00 in the year 2002 and the \$8.00 yearly assessment will stay.

If the increase recommended by the Committee is adopted the formulae will be increased to 1.35 times the average national rate and will produce in increments a

monthly dues rate of \$22.50 and eliminate the \$8.00 yearly assessment. This will produce a net increase of \$1.95 over the next four years.

The current Grand Lodge spending is approximately 1 million dollars over income for the four year period. This extra spending is almost all related to the various contract struggles that we undertook the last four years. Obviously this money needed to be spent for this purpose. The dues proposal would allow us to continue the same level of activity but not spend our savings. Obviously the Union is not in financial extremes with or without the dues proposal but if we do not take relatively minor action now the decisions that we have to make in the future will be that much harder.

By-Law Danger!

Proposal to Eliminate the Northeast Region

The Allied Eastern Federation has a proposal to restructure the regions around the Class 1 railroads. In this way there would be a Vice President for NS, CSXT, UP, BN and all others. The problem with this proposal is that we will have about 1500-2000 Conrail workers who will either be CSXT or NS and will be placed in the all other region. In other words, the proposal would leave us with no voice at the Grand Lodge level to handle questions of policy and program. The movers of the restructuring proposal would naturally have all of the voice. Currently we have a voice through the current regions. This proposal was rejected by the Committee but it will come up on the floor and we will have to be vigilant and defeat it. The proposal has some nice sounding sound bites attached to it but when you probe a little bit the proposal would have the effect of leaving large portions of the Union (including us) out of any decision making ability regarding our members. Of course it would give decision making ability to a minority of the Union.

Direct Elections and System Mergers

The proposals which we put forward for Direct Election of Grand Lodge Officers and System mergers were solidly defeated by the Committee. Direct Elections failed 8-3 and System mergers failed 10-1. We will be moving these issues on the floor but they will be the subject of a separate mailing in the near future.

Resolutions Adopted by Resolutions Committee

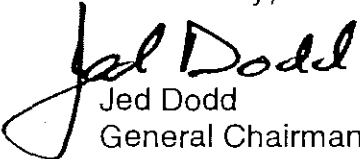
The resolutions committee adopted our proposals regarding the Labor Party, General Transportation Strike and a renewal of Resolution 42 which gives the President the authority to defy the Government if our Union is ordered back to work in a contract dispute.

Attached is a document dated May 1, 1998 addressed to all Federation

Committees which includes the proposals that we have sent to the Grand Lodge Convention Committees for their consideration. With respect to our resolutions the committees were receptive. With respect to our By-Laws changes the Committee was receptive to our proposal for an Education Fund but rejected our proposals for Direct Elections and System Mergers. Our proposal for the legislative assessment was rejected but partially incorporated into the proposal to increase the dues.

This is a lot of information. I have included my business card. If you have any questions please do not hesitate to contact me. As more information becomes available I will send it to you.

In Solidarity,


Jed Dodd
General Chairman

CONSTITUTION AND BYLAWS COMMITTEE

***43RD REGULAR GRAND LODGE CONVENTION
BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYES***

**MONTREAL, QUEBEC
JULY 13, 1998**

COMMITTEE MEMBERS

R. A. BOWDEN	P. GELLER	J. KRUK
J. R. COOK	B. G. GLOVER	B. PALMER
J. DODD	M. E. HEMPHILL	R. L. TAYLOR
L. R. FENHAUS	J. D. KNIGHT	R. B. WEHRLI

Committee Advisors

G. D. Housch	E. L. Torske
R. A. Lau	Kent C. Turner
J. Myron	



**1998 AMENDMENT PROPOSALS
 TO THE
 GRAND LODGE CONSTITUTION AND BYLAWS
 COMMITTEE RECOMMENDATIONS**

<u>ARTICLE/SECTION</u>	<u>PROPOSAL NO.</u>	<u>RECOMMENDATION</u>
1. New Article (Res. Cmte. rejected)	49	<u>REFERRED</u> (Res. Cmte.)
"Requires a system officer, and the President or his or her agent, to attend the funeral of a member, killed while on duty for their respective railroad employer."		
2. Article I, Sec. 1	74	REJECTED
"Eliminates federations and restructures the organization by geographic regions."		
3. Article I, Sec. 3 and 4	5	REJECTED
"Eliminates the Western Region and officers."		
4. Article I, Sec. 4	21	REJECTED
"Limits Grand Lodge officers to three consecutive terms."		
5. Article I, Sec. 4	25	REJECTED
"Direct election by mail-in secret ballot for Grand Lodge officers."		
6. Article I, Sec. 4	76	REJECTED
"Direct elections, tied to proposed region divisions with Proposal No. 74."		
7. Article I, Sec. 4	66	REJECTED
"Each candidate for Grand Lodge office supply Grand Lodge with picture and campaign announcement of 250 words or less to be printed in Journal."		

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NO. 9963 2 1

8. Article III, New Section 45 REJECTED

“Requires Grand Lodge President to visit at least 5% of Brotherhood’s Subordinate Lodges, each year during the term of office, at either regular or special meetings.”

9. Article III, Sec. 4 14 REJECTED

“Salaries and appointments shall be printed in the Journal within 90 days.”

10. Article III, Sec. 16 39 REJECTED

“Limits the power of the President, requires any agreement be ratified by affected membership.”

11. Article IV, Sec. 3 6 REJECTED

“Abolish Western Region.”

12. Article IV, Sec. 3 46 REJECTED

“Vice Presidents must attend all lodges within their respective regions at least once during their 4-year term.”

13. Article IV, Sec. 3 71 REJECTED

“Realigns regions for Vice Presidents.”

14. Article V, New Section 47 REJECTED

“Requires Grand Lodge Secretary-Treasurer to attend at least 5% of Subordinate Lodges each year during the term of office.”

15. Article V, Sec. 17 2 ADOPTED

“Requires Grand Lodge Secretary-Treasurer to keep address and relevant information concerning all members who retire or become disabled. Information to be furnished to Legislative Department for lobbying efforts.”

16. Article VI, Sec. 2 72 REJECTED

“Realigns regions for the Grand Lodge Executive Board. Increases the quorum of the Grand Lodge Executive Board meetings from 4 members to 5.”

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|-----|---|----|--------------------------------|
| 17. | Article VII, New Section | 13 | REJECTED |
| | "Requires salaries and expenses of Grand Lodge officers and appointees be published in Journal once a year." | | |
| 18. | Article VII, Sec. 2 | 77 | REJECTED |
| | "Pay salaries of vice chairmen on annual basis with semi-monthly installments." | | |
| 19. | Article VII, Sec. 3 | 33 | REJECTED |
| | "Prohibits payment of system wages, except for vacation pay, while drawing a wage as Grand Lodge Executive Board member or trustee." | | |
| 20. | Article VII, Sec. 4 | 34 | REJECTED |
| | "Requires frequent flyer miles or similar promotion programs earned by Grand Lodge officers and representatives be used only for Brotherhood business." | | |
| 21. | Article XII, New Section | 57 | REJECTED |
| | "Require a Legislative report be printed in the BMW Journal every edition." | | |
| 22. | Article XIII | 52 | <u>ADOPTED</u> |
| | "Adds functions, changes name of Research Department and adds responsibilities to department head and assistant." | | |
| 23. | Article XV | 15 | REJECTED |
| | "To include consolidation, realignment of systems and locals as work of the Organizing Department." | | |
| 24. | Article XIX, Sec. 2 | 67 | <u>ADOPTED</u>
(as amended) |
| | "Realigns the distribution of initiation fees." | | |
| 25. | Article XIX, Sec. 3 | 64 | <u>ADOPTED</u> |
| | "Requires all Local Secretary-Treasurers to pay monthly dues." | | |

26. Article XIX, Sec. 3 55 ADOPTED

“Provide for a dues increase in 1999 and each succeeding year by increasing the average hourly rate percentage in 1999 from 1.05 to 1.35 and increase the Legislative reserve allocation from \$.80 per month to \$1.75 per month and eliminate the \$8.00 assessment. Out of each month’s Legislative reserve allocation \$.65 will be placed in an account to be used for legislative activities within the state or province where the funds are collected (on a per capita basis).”

27. Article XIX, Sec. 3 10 REJECTED

“Adjust dues rates for roads with lower pay rates which result from 10901 or similar short line sales and where the pay rate is 15% or more lower than the average national wage.”

28. Article XIX, Sec. 3 43 REJECTED

“Raises dues from 1.2% to 1.3% times the average hourly rate and updates proviso from A-300 to NRLC.”

29. Article XIX, Sec. 3 78 REJECTED

“Increases dues from 1.2% to 3.5% times the average rate - \$3.00. Increase dues from \$19.00 to \$53.00. \$56.00 - \$3.00 = \$53.00.”

30. Article XIX, Sec. 3 17 REJECTED

“Eliminates the \$8.00 legislative assessment, increases the \$.80 legislative allocation to \$1.75 and change name from State and Provincial to U.S. and Canadian.”

31. Article XIX, Sec. 3 20 REJECTED

“Eliminates the \$8.00 legislative assessment. Increases the \$.80 legislative allocation to \$2.00. Eliminates “back to the state” provision.”

32. Article XIX, Sec. 3 23 REJECTED

“Increases the \$8.00 legislative yearly assessment to \$1.00 per month and reverts any unused state money to Legislative Department.”

- | | | | |
|-----|---|----|--------------------------------|
| 33. | Article XIX, Sec. 3 | 37 | REJECTED |
| | “Increases \$.80 legislative allocation to \$1.75 and converts \$.29 of the \$1.75 legislative allocation into special contract-bargaining fund. Eliminates the \$8.00 legislative assessment.” | | |
| 34. | Article XIX, Sec. 3 | 44 | REJECTED |
| | “Increase the \$.80 legislative allocation to \$1.75. Change name to Unites States and Canadian Funds. Eliminates the \$8.00 legislative assessment. Reserves \$.70 from \$1.75 back to state. Any unused funds at year end reverts to general legislative fund.” | | |
| 35. | Article XIX, Sec. 3 | 51 | REJECTED |
| | “Converts and increases \$.80 legislative allocation and the \$8.00 legislative assessment to 9% of Grand Lodge dues. Eliminates “back to state” provision. Increases Grand Lodge dues \$.67 8/1/98.” | | |
| 36. | Article XIX, Sec. 3 | 61 | REJECTED |
| | “Converts and increases \$.80 legislative allocation and the \$8.00 legislative assessment to 9% of Grand Lodge dues. Eliminates “back to state” provision. Increases Grand Lodge dues \$.67 8/1/98.” | | |
| 37. | Article XIX, Sec. 3 | 63 | CONSOLIDATED
(PROPOSAL #55) |
| | “Clarify language to remove “and”.” | | |
| 38. | Article XIX, Sec. 3 | 68 | REJECTED |
| | “Increase \$.80 legislative allocation to \$1.75. Eliminates the \$8.00 legislative assessment. \$.29 of \$1.75 into a Legislative reserve to contract negotiations and reserves 35% of the \$1.75 back to the State or Provincial Director (on per capita).” | | |
| 39. | Article XIX, Sec. 3 | 69 | REJECTED |
| | “Keeps \$.80 legislative allocation and \$8.00 legislative assessment, prohibit reduction of “back to state” money below the previous year’s expenditures of state. Allows the President and Executive Board to reallocate if it accumulates to 150% or more.” | | |

40. Article XIX, Sec. 4 48 REJECTED
"Require rank and file vote on dues increases."
41. Article XIX, Sec. 4 81 REJECTED
"Initiation fee can be increased by convention. Grand Lodge and system dues increases must have rank and file vote."
42. Article XIX, Sec. 5 53 REJECTED
"Requires a 10% service charge per month for each month's delinquent dues payment."
43. Article XX, Sec. 2 35 REJECTED
"This proposal as written would allow a member employed in an official capacity by a railway to retain membership without paying fees or dues."
44. Article XX, Sec. 4 56 ADOPTED
"Language change - no substantive effect. Clarifies intent of article."
45. Article XXI, New Section 59 REJECTED
"Requires Grand Lodge to issue monthly receipts showing membership status."
46. Article XXI, Sec. 4(a) 36 REJECTED
"Eliminates right of a member employed in an official capacity by a railway to apply for a BMW withdrawal card."
47. Article XXI, Sec. 4(a) 54 REJECTED
"Limits a member employed in an official capacity by a railway rights to accumulate seniority to a maximum period of five years."
48. Article XXI, Sec. 4(b)(III) 11 ADOPTED
(combined-No.19)
"Adds right of a retiree who pays full dues and assessments or has a life membership to participate in Brotherhood business and adds Legislative Reps/Directors as offices for which a retiree can run."

- 49. Article XXI, Sec. 4(b)(III) 19 ADOPTED
(combined-No.11)
“Adds right of a retiree who pays full dues and assessments or has a life membership to participate in Brotherhood business and adds Legislative Reps/Directors as offices for which a retiree can run.”
- 50. Article XXI, Sec. 8 58 REJECTED
“Eliminate requirement to prove membership in good standing in order to attend another lodge meeting.”
- 51. Article XXII, et al 62 ADOPTED
“Changes all references in Grand Lodge Constitution and Bylaws from Subordinate Lodge to Local Lodge.”
- 52. Article XXII, Sec. 1 38 REJECTED
“Reduces minimum number of members required to form a new lodge from 25 to 15.”
- 53. Article XXII, Sec. 6 60 REJECTED
“Allow any member to attend any lodge meeting including participation in and voting on matters coming before lodge meetings.”
- 54. Article XXII, Sec. 9 70 ADOPTED
“Increases terms of office from 3 to 4 years for Canadian lodge officers.”
- 55. Article XXII, Sec. 14 27 REJECTED
“Establish Grand Lodge convention delegate funding mechanism.”
- 56. Article XXII, Sec. 14 65 REJECTED
“Establish Grand Lodge convention delegate funding mechanism.”
- 57. Article XXII, Sec. 14 40 ADOPTED
“Distribute Grand Lodge credentials prior to delegate elections.”

- 58. Article XXIII, New Section 26 ADOPTED
(AS AMENDED)
"Permits monies in excess of 15 million dollars in the strike fund to be used to defray regular lost wages and expenses of rank-and-file members attending BMW- sponsored educational programs and other activities when approved by the President and the Executive Board."
- 59. Article XXIII, Sec. 1 75 REJECTED
"Dissolve systems divisions/federations into regional divisions of the Grand Lodge."
- 60. Article XXIII, Sec. 1 50 REJECTED
"Mandates establishment of Metra System."
- 61. Article XXIII, Sec. 5 4 REJECTED
"Eliminates option to elect system officers by delegate process."
- 62. Article XXIII, Sec. 5 79 REJECTED
"Dissolve systems divisions/federations into regional divisions of the Grand Lodge."
- 63. Article XXIII, Sec. 14 8 REJECTED
"Excludes appointees as members of the International Association."
- 64. Article XXIII, Sec. 14 41 ADOPTED
"Eliminate the right of appointees to vote at I.A. meetings."
- 65. Article XXIII, Sec. 14 7 REJECTED
"Eliminates the Western Region and its positions of Vice President and Executive Board member."
- 66. Article XXIII, Sec. 14 73 REJECTED
"Realigns U.S. Regional Associations."

67. Article XXIII, Sec. 22 16 REJECTED
“Mandates consolidation of systems divisions/federations in the event of railway mergers and requires rank-and-file nomination and election of officers.”
68. Article XXIII, Sec. 22 80 REJECTED
“Dissolve systems divisions/federations into regional divisions of the Grand Lodge.”
69. Article XXIII, Sec. 22 24 REJECTED
“Empower members to effectuate merger of system division/federations.”
70. Article XXIV, New Section 30 REJECTED
“Make all Legislative Directors ex officio delegates to Grand Lodge convention.”
71. Article XXIV, Sec. 1, 3, 4, 6, 8, 13, 14, 16 18 ADOPTED
(AS AMENDED)
“Reforms Legislative Department.”
72. Article XXIV, Sec. 3 22 ADOPTED
(COMBINED-NO.18)
“Changes year of state and provincial legislative convention.”
73. Article XXIV, Sec. 3 29 REJECTED
“Requires state and provincial legislative board meetings annually paid for by Grand Lodge.”
74. Article XXIV, Sec. 6 3 REJECTED
“Adds the Secretary-Treasurer’s eligibility requirements to that of the state and provincial legislative director thereby permitting retirees to be elected to such positions.”
75. Article XXIV, Sec. 6 1 ADOPTED
(COMBINED-NO.18)
“Adds the Secretary-Treasurer’s eligibility requirements to that of the state and provincial legislative director thereby permitting retirees to be elected to such positions.”

76. Article XXIV, Sec. 8 9 REJECTED
(FAVOR NO. 18)

“Provides for appointments of temporary vacancies within the state and provincial legislative department.”

77. Article XXIV, Sec. 11 32 REJECTED

“Allows for solicitation from lodges systems and members, contributions for expenses and salaries incurred by the state or provincial legislative board.”

78. Article XXIV, Sec. 13 31 REJECTED

“Provides for payment of salaries and expenses of lodge legislative delegates by the Grand Lodge Legislative Department.”

79. Article XXIV, Sec. 14 12 REJECTED

“Requires approval of Grand Lodge President or head of Legislative Department prior to any legislative endorsements.”

80. Article XXIV, Sec. 14 42 REJECTED

“Establishes state PACs.”

81. Article XXVI, Sec. 1 28 REJECTED

“Treats resolutions with same force and effect and in the same manner as constitution and bylaws.”

Mac A. Fleming
President



William E. LaRue
Secretary-Treasurer

Brotherhood of Maintenance of Way Employees

Affiliated with the A.F.L.-C.I.O. and C.L.C.

May 15, 1998

To All System Division and
Federation Officers and Delegates
to the Forty-Third Grand Lodge Convention

Re: Quadrennial Financial Report - 1994 - 1998

Dear Sirs and Brothers:

The financial report of the Brotherhood of Maintenance of Way Employees for the fiscal year ended March 31, 1998, will be published in the June issue of the Brotherhood's JOURNAL. The enclosed reports (Comparative Balance Sheet and Statement of Income and Expenditures) are a primary review of the financial report for the upcoming Grand Lodge Convention. Also enclosed are an analysis of the Strike Fund Trust, the Emergency Fund, the State and Provincial Legislative Fund and the Relief Disaster Fund.

As everyone knows, the future is very hard to predict. Prior to the 1994 Grand Lodge Convention, the Delegates were provided with this same type of preview of the financial status of the Grand Lodge. At that time, we projected a loss of \$856,600.

Many factors must be considered when predicting the future financial status of an organization, such as this. One of the first items to consider is the past. Over the past four (4) years, expenses exceeded income by \$1,103,960. The membership declined at an average of 1.78% a year. This was a much smaller decline than what was predicted four years ago. By having a lower decline in membership, more income was produced than we projected and therefore allowed the Brotherhood to fund the litigation costs in defense of PEB 219 and to have one of our most successful rounds of negotiations in PEB 229.

We have also been fortunate over the last four years to reap the benefits of a very strong investment market. It is because of the above increases in income that we have been able to keep our losses very close to what was projected four (4) years ago.

You must also look at the past when projecting expenses. One item to consider is inflation, which has averaged 2.5% per year over the last four (4) years. Another area is the allocations provided in the Grand Lodge Constitution and Bylaws that are to be placed in the State and Provincial Legislative Fund and the Emergency Fund from every full dues payment received at Grand Lodge.

We direct your attention to Attachments 1 and 2. Attachment 1 shows projected income and expense with no changes to the current dues structure. Attachment 2 provides the bylaws changes submitted by Grand Lodge.

Since the above-mentioned allocations are based on membership, they have been subtracted from the overall expense from the past four (4) years. The net average of expenses are then adjusted for inflation for

(Over)

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Suite 200
26555 Evergreen Road
Southfield, Mi 48076-4225
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Secretary-Treasurer's Dept.
FAX 810-948-9140

-2-

the next four (4) years. Please keep in mind that the average figure includes the cost of the last round of negotiations, as well as all other programs and services provided by Grand Lodge.

In the last round of negotiations, a concerted lobbying of Congress was initiated. This effort played a big part in the success, as well as the cost of the round. The State and Provincial Legislative Funds has been in a deficit since June, 1994. At the last Grand Lodge Convention, a once a year assessment of \$8.00 was enacted to fund individual State and Provincial Legislative Funds. The individual State and Provincial Legislative Funds are ear marked for use by the Legislative Representatives of that particular State or Province, because of this restriction, General Fund monies were approved by the Grand Lodge Executive Board to enable us to lobby Congress for our right to a fair and decent contract. An additional 29¢ per member, per month was spent out of the General Fund over and above the 80¢ monthly allocation and the \$8.00 annual assessment.

Therefore, to help provide the current services which are presently offered by Grand Lodge, a dues increase as well as an increase in the State and Provincial Legislative Fund allocation are being recommended at the upcoming Grand Lodge Convention. The submitted changes to Article XIX, Section 3, of the Grand Lodge Constitution and Bylaws are to increase the multiplier of 1.2 to 1.35 of the average straight time hourly rate of pay, along with the increase in the allocation of 80¢ to \$1.75 to the State and Provincial Legislative Fund of which 65¢ of the \$1.75 will be allocated to the individual states and provinces on a per capita basis. This will eliminate the \$8.00 annual assessment in August of each year.

Our projections state that this recommended dues increase will amount to \$2.75, effective January 1, 1999. By eliminating the \$8.00 annual legislative assessment (66¢ per month) the net dues increase is \$2.09. From the \$2.09, the State and Provincial Legislative Fund will receive 29¢. By adding the current 80¢ allocation to the State and Provincial Legislative Fund and the increase of 29¢ and the 66¢ from the assessment, you arrive at the \$1.75 that is being requested for the State and Provincial Legislative Fund.

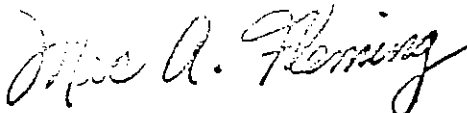
When taking the above into consideration, \$1.80 of the recommended dues increase will be for the General Fund. As you will notice on Attachment 1, with the current dues structure, our projections show a loss of \$2.4 million. The \$1.80 will allow the Brotherhood to keep pace with inflation, as well as face the upcoming rounds of negotiations in the United States and Canada, and maintain our status in the forefront of rail labor.

We are very hopeful following your review of the financial status of your Brotherhood, particularly in light of the progress this Brotherhood has made for the membership over the past four years, you will see, as we have, the necessity of the recommended dues increase.

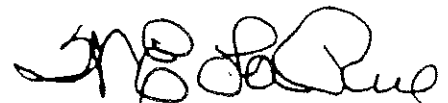
We look forward to seeing you at Convention.

In solidarity, I am

Fraternally yours,



Mac A. Fleming
President



William E. LaRue
Secretary-Treasurer

Attachments

cc: All Vice Presidents
Grand Lodge Executive Board

BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYES
COMPARATIVE BALANCE SHEET
MARCH 31

	1998	1994	Increase (Decrease)
ASSETS			
Cash in banks and on hand	\$1,150,210.85	\$1,168,754.12	(\$18,543.27)
Receivables and accrued interest (net)	1,018,977.20	785,105.59	233,871.61
Investments in securities	23,592,231.84	37,528,406.38	(13,936,174.54)
Property used by Grand Lodge (net)	642,366.69	1,099,946.01	(457,579.32)
Deferred charges	825,696.91	591,389.10	234,307.81
TOTAL ASSETS	\$27,229,483.49	\$41,173,601.20	(\$13,944,117.71)
LIABILITIES			
Accounts payable - Systems	\$2,350,525.10	\$1,781,601.03	\$568,924.07
Accounts payable - Local Lodges	268,638.64	246,291.69	22,346.95
Accrued Payroll, Payroll Taxes, Officers' and Employees' Savings Bonds	262,487.35	640,049.52	(377,562.17)
Maintenance of Way Political League	60.50	30,306.74	(30,246.24)
Miscellaneous	1,478,138.88	467,991.81	1,010,147.07
Total Liabilities	\$4,359,850.47	\$3,166,240.79	\$1,193,609.68
RESERVES			
Strike Fund	\$0.00	\$13,919,802.02	(\$13,919,802.02)
Emergency Fund	6,096,721.32	5,878,744.43	217,976.89
State and Provincial Legislative Fund	(243,064.19)	74,654.43	(317,718.62)
Relief Disaster Fund	74,870.99	89,094.99	(14,224.00)
Total Reserves	\$5,928,528.12	\$19,962,295.87	(\$14,033,767.75)
Total Reserves and Liabilities	\$10,288,378.59	\$23,128,536.66	(\$12,840,158.07)
GENERAL FUND	\$16,941,104.90	\$18,045,064.54	(\$1,103,959.64)
TOTAL LIABILITIES, RESERVES AND FUND	\$27,229,483.49	\$41,173,601.20	(\$13,944,117.71)

BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES
STATEMENT OF INCOME AND EXPENDITURES
FOR THE FOUR YEARS ENDED MARCH 31

	Previous Four Year Period					Total	Increase (Decrease)
	Total	1995	1996	1997	1998		
INCOME							
From members	\$31,676,453.49	\$9,315,297.17	\$9,320,643.34	\$9,231,371.14	\$9,744,506.64	\$37,611,818.29	\$5,935,364.80
Check-off receipts - miscellaneous	589,880.25	125,402.50	132,655.50	99,345.00	125,588.25	482,991.25	(106,889.00)
Sale of Lodge supplies and sundry	16,566.33	3,787.75	6,770.10	4,100.23	6,269.96	20,928.04	4,361.71
Prior years' interest and management fee adjustment	864,878.55	0.00	0.00	0.00	0.00	0.00	(864,878.55)
Purchase discounts and miscellaneous	1,173,175.70	220,649.31	140,989.25	167,779.95	166,946.47	696,364.98	(476,810.72)
From investments	9,473,447.83	1,576,182.33	2,827,146.22	2,016,227.66	1,965,746.23	8,385,302.44	(1,088,145.39)
C R L O income	271,091.36	169,414.37	188,484.58	125,234.13	148,950.92	632,084.00	360,992.64
Lease income - Canadian Building	166,414.40	40,730.28	39,678.63	48,783.04	48,664.22	177,856.17	11,441.77
Total Income	\$44,231,907.91	\$11,451,463.71	\$12,656,367.62	\$11,692,841.15	\$12,206,672.69	\$48,007,345.17	\$3,775,437.26
EXPENDITURES							
Officers' expenses	\$6,165,700.47	\$1,667,014.86	\$1,451,125.28	\$1,557,311.32	\$1,494,094.63	\$6,169,546.09	\$3,845.62
President's Department expenses	6,919,232.34	2,033,676.57	2,398,154.39	2,518,580.53	2,585,831.41	9,536,242.90	2,617,010.56
Secretary-Treasurer's Department expenses	5,919,036.24	1,343,358.96	1,318,745.76	1,438,384.10	1,426,300.94	5,526,789.76	(392,246.48)
Legislative expenses	5,067,248.77	1,091,014.61	822,597.84	765,183.97	708,400.05	3,387,196.47	(1,680,052.30)
Organizing expenses	467,670.91	124,733.98	67,687.48	67,224.38	328,949.03	588,594.87	120,923.96
Miscellaneous Departments' expenses	2,363,877.04	670,703.73	300,286.74	277,572.85	334,632.48	1,583,195.80	(780,681.24)
Journal costs	2,002,752.38	430,370.35	321,179.33	374,632.65	402,902.06	1,529,084.39	(473,667.99)
Emergency Fund	590,678.00	139,766.50	137,039.25	133,953.75	137,742.75	548,502.25	(42,175.75)
Death Benefit Department	2,266,040.80	457,081.54	423,996.62	383,555.45	369,777.34	1,634,410.95	(631,629.85)
General expenses	12,313,243.69	3,996,405.83	4,740,085.00	5,552,821.02	4,318,429.48	18,607,741.33	6,294,497.64
Total Expenditures	\$44,075,480.64	\$11,954,126.93	\$11,980,897.69	\$13,069,220.02	\$12,107,060.17	\$49,111,304.81	\$5,035,824.17
Excess of Expenditures over Income	\$156,427.27	(\$502,663.22)	\$675,469.93	(\$1,376,378.87)	\$99,612.52	(\$1,103,959.64)	(\$1,260,386.91)

**STATEMENT OF STRIKE FUND
FOR THE FOUR YEARS ENDED MARCH 31**

	PREVIOUS FOUR YEARS	1995	1996	1997	1998	Total	Increase (Decrease)
Fund Balance, April 1	\$17,058,105.78	\$13,919,802.02	\$13,849,223.93	\$14,844,452.28	\$15,855,591.89	\$13,919,802.02	(\$3,138,303.76)
Special Assessment:	1,500,592.26	3,036.00	2,345.00	1,368.00	520.00	7,269.00	(1,493,323.26)
Interest income - allocated	3,248,775.22	874,087.40	1,100,116.81	1,052,708.35	1,055,572.92	4,082,485.48	833,710.26
Prior years' management fees adjustment	48,922.21	0.00	0.00	0.00	0.00	0.00	(48,922.21)
	\$4,798,289.69	\$877,123.40	\$1,102,461.81	\$1,054,076.35	\$1,056,092.92	\$4,089,754.48	(\$708,535.21)
Disbursements	1,734,726.26	947,701.49	107,233.46	42,936.74	54,450.05	1,152,321.74	(582,404.52)
Allocated to Emergency Fund	5,288,066.43	0.00	0.00	0.00	0.00	0.00	(5,288,066.43)
Prior years' interest income adjustment	913,800.76	0.00	0.00	0.00	0.00	0.00	(913,800.76)
Ending Balance, March 31	\$13,919,802.02	\$13,849,223.93	\$14,844,452.28	\$15,855,591.89	\$16,857,234.76	\$16,857,234.76	\$2,937,432.74

**STATEMENT OF EMERGENCY FUND
FOR THE FOUR YEARS ENDED MARCH 31**

	PREVIOUS FOUR YEARS	1995	1996	1997	1998	Total	Increase (Decrease)
Fund Balance, April 1	\$17,058,105.78	\$5,878,744.43	\$5,717,110.93	\$5,851,250.18	\$5,958,978.57	\$5,878,744.43	(\$11,179,361.35)
Emergency Fund Allocation	\$590,678.00	\$139,766.50	\$137,039.25	\$133,953.75	\$137,742.75	\$548,502.25	(42,175.75)
Disbursements	0.00	301,400.00	2,900.00	26,225.36	0.00	330,525.36	330,525.36
Allocated to Strkie Fund	11,770,039.35	0.00	0.00	0.00	0.00	0.00	(11,770,039.35)
Ending Balance, March 31	\$5,878,744.43	\$5,717,110.93	\$5,851,250.18	\$5,958,978.57	\$6,096,721.32	\$6,096,721.32	\$217,976.89

**STATEMENT OF STATE AND PROVINCIAL LEGISLATIVE FUND
FOR THE FOUR YEARS ENDED MARCH 31**

	PREVIOUS FOUR YEARS	1995	1996	1997	1998	Total	Increase (Decrease)
Fund Balance, April 1	\$755,066.46	\$74,654.43	(\$142,150.79)	(\$181,045.59)	(\$250,995.28)	\$74,654.43	(\$680,412.03)
Membership Dues Allocated To Fund	\$1,890,290.43	\$447,252.80	\$438,525.60	\$428,652.00	\$440,776.80	\$1,755,207.20	(\$135,083.23)
Disbursements							
Salaries of Representatives & Staff	\$1,179,030.86	\$288,821.04	\$216,952.66	\$280,287.80	\$207,014.27	\$993,075.77	(\$185,955.09)
Expenses of Representatives & Staff	1,060,247.51	221,552.87	209,524.87	206,015.75	110,810.68	747,904.17	(312,343.34)
Other Expenses	331,424.09	153,684.11	50,942.87	12,298.14	\$115,020.76	331,945.88	521.79
Total Disbursements	\$2,570,702.46	\$664,058.02	\$477,420.40	\$498,601.69	\$432,845.71	\$2,072,925.82	(\$497,776.64)
Ending Balance, March 31	\$74,654.43	(\$142,150.79)	(\$181,045.59)	(\$250,995.28)	(\$243,064.19)	(\$243,064.19)	(\$317,718.62)

**STATEMENT OF RELIEF DISASTER FUND
FOR THE FOUR YEARS ENDED MARCH 31**

	PREVIOUS FOUR YEARS	1995	1996	1997	1998	Total	Increase (Decrease)
Fund Balance, April 1	\$95,224.99	\$89,094.99	\$87,470.99	\$85,970.99	\$84,470.99	\$89,094.99	(\$6,130.00)
Contributions from Grand Lodge, Systems, Lodges and Members	\$1,670.00	\$176.00	\$0.00	\$0.00	\$0.00	\$176.00	(\$1,494.00)
Benefits to Members	\$7,800.00	\$1,800.00	\$1,500.00	\$1,500.00	\$9,600.00	\$14,400.00	\$6,600.00
Ending Balance, March 31	\$89,094.99	\$87,470.99	\$85,970.99	\$84,470.99	\$74,870.99	\$74,870.99	(\$14,224.00)

ATTACHMENT I

**PROJECTED INCOME AND EXPENSE
NO CHANGE IN BYLAWS
APRIL 1, 1998 TO MARCH 31, 2002**

THE PAST FOUR YEARS

PROJECTED INCOME 4/1/94 TO 3/31/98	\$46,043,332
PROJECTED EXPENSES 4/1/94 TO 3/31/98	<u>46,899,932</u>
	(\$856,600)
ACTUAL INCOME 4/1/94 TO 3/31/98	\$48,007,345
ACTUAL EXPENSES 4/1/94 TO 3/31/98	<u>49,111,305</u>
	(\$1,103,960)

THE NEXT FOUR YEARS

TOTAL EXPENSES 4/1/94 TO 3/31/98	\$49,111,305
LESS ALLOCATIONS BASED ON MEMBERSHIP	<u>2,493,561</u>
NET EXPENSES 4/1/94 TO 3/31/98	\$46,617,744
NET AVERAGE YEARLY EXPENSES 4/1/94 TO 3/31/98	\$11,654,436

		NET ¹ EXPENSES	ALLOCATION ² EXPENSES	TOTAL EXPENSES
PROJECTED EXPENSES YEAR ENDING	03/31/99	\$11,945,797	\$586,534	\$12,532,331
PROJECTED EXPENSES YEAR ENDING	03/31/2000	12,244,442	576,076	12,820,518
PROJECTED EXPENSES YEAR ENDING	03/31/2001	12,550,553	565,804	13,116,357
PROJECTED EXPENSES YEAR ENDING	03/31/2002	12,864,317	555,714	13,420,031
		<u>\$49,605,109</u>	<u>\$2,284,127</u>	<u>\$51,889,236</u>

		DUES ³ INCOME	OTHER * INCOME	TOTAL INCOME
PROJECTED INCOME YEAR ENDING	03/31/99	\$9,836,731	\$2,572,893	\$12,409,623
PROJECTED INCOME YEAR ENDING	03/31/2000	9,818,492	2,547,164	12,365,655
PROJECTED INCOME YEAR ENDING	03/31/2001	9,862,404	2,521,692	12,384,096
PROJECTED INCOME YEAR ENDING	03/31/2002	9,779,380	2,496,475	12,275,855
		<u>\$39,297,006</u>	<u>\$10,138,225</u>	<u>\$49,435,230</u>

PROJECTED EXCESS INCOME OVER EXPENSE FOR
THE FOUR YEARS ENDING 3/31/2002 (\$2,454,006)

¹ BASED ON 2.5% INFLATION PER YEAR OF THE AVERAGE NET EXPENSES FROM 4/1/94 TO 3/31/98

² ALLOCATION EXPENSES BASED ON PROJECTED MEMBERSHIP DECREASE OF 1.78%
LEGISLATIVE FUND - 80¢
EMERGENCY FUND - 25¢
ORGANIZING - U.S. - 8¢
ORGANIZING - CAN. 12¢

³ DUES INCOME BASED ON PROJECTED MEMBERSHIP DECREASE OF 1.78%
DUES RATE 4/1/98 TO 12/31/98 IS \$19.00
DUES RATE BEGINNING 1/1/99 @ 1.2 TIMES THE AVERAGE HOURLY RATE

	PROJECTED AVG. HOURLY RATE	PROJECTED DUES RATE
DUES RATE 1/1/99	\$16.03	\$19.25
DUES RATE 1/1/2000	\$16.40	\$19.75
DUES RATE 1/1/2001	\$16.59	\$20.00
DUES RATE 1/1/2002	\$16.59	\$20.00

* 1% DECREASE IN OTHER INCOME PER YEAR

ATTACHMENT 2

**PROJECTED INCOME AND EXPENSE
CHANGE IN BYLAWS - 1.35 TIMES AVG. HOURLY RATE
APRIL 1, 1998 TO MARCH 31, 2002**

THE PAST FOUR YEARS

PROJECTED INCOME 4/1/94 TO 3/31/98	\$46,043,332
PROJECTED EXPENSES 4/1/94 TO 3/31/98	46,899,932
	<u>(\$856,600)</u>
ACTUAL INCOME 4/1/94 TO 3/31/98	\$48,007,345
ACTUAL EXPENSES 4/1/94 TO 3/31/98	49,111,305
	<u>(\$1,103,960)</u>

THE NEXT FOUR YEARS

TOTAL EXPENSES 4/1/94 TO 3/31/98	\$49,111,305
LESS ALLOCATIONS BASED ON MEMBERSHIP	2,493,561
NET EXPENSES 4/1/94 TO 3/31/98	<u>\$46,617,744</u>
NET AVERAGE YEARLY EXPENSES 4/1/94 TO 3/31/98	\$11,654,436

		NET ¹ EXPENSES	ALLOCATION ² EXPENSES	TOTAL EXPENSES
PROJECTED EXPENSES YEAR ENDING	03/31/99	\$11,945,797	\$704,339	\$12,650,136
PROJECTED EXPENSES YEAR ENDING	03/31/2000	12,244,442	1,057,620	13,302,061
PROJECTED EXPENSES YEAR ENDING	03/31/2001	12,550,553	1,038,759	13,589,312
PROJECTED EXPENSES YEAR ENDING	03/31/2002	12,864,317	1,020,235	13,884,551
		<u>\$49,605,109</u>	<u>\$3,820,953</u>	<u>\$53,426,061</u>

		DUES ³ INCOME	OTHER [*] INCOME	TOTAL INCOME
PROJECTED INCOME YEAR ENDING	03/31/99	\$10,146,746	\$2,572,893	\$12,719,638
PROJECTED INCOME YEAR ENDING	03/31/2000	11,085,712	2,547,164	13,632,875
PROJECTED INCOME YEAR ENDING	03/31/2001	11,107,024	2,521,692	13,628,716
PROJECTED INCOME YEAR ENDING	03/31/2002	11,001,803	2,496,475	13,498,278
		<u>\$43,341,283</u>	<u>\$10,138,225</u>	<u>\$53,479,508</u>

PROJECTED EXCESS INCOME OVER EXPENSE FOR
THE FOUR YEARS ENDING 3/31/2002 \$53,446

¹ BASED ON 2.5% INFLATION PER YEAR OF THE AVERAGE NET EXPENSES FROM 4/1/94 TO 3/31/98

² ALLOCATION EXPENSES BASED ON PROJECTED MEMBERSHIP DECREASE OF 1.78%
LEGISLATIVE FUND - 80¢ 4/1/98 TO 12/31/98 & \$1.75 1/1/99 TO 3/31/2002
EMERGENCY FUND - 25¢
ORGANIZING - U.S. - 8¢
ORGANIZING - CAN. 12¢

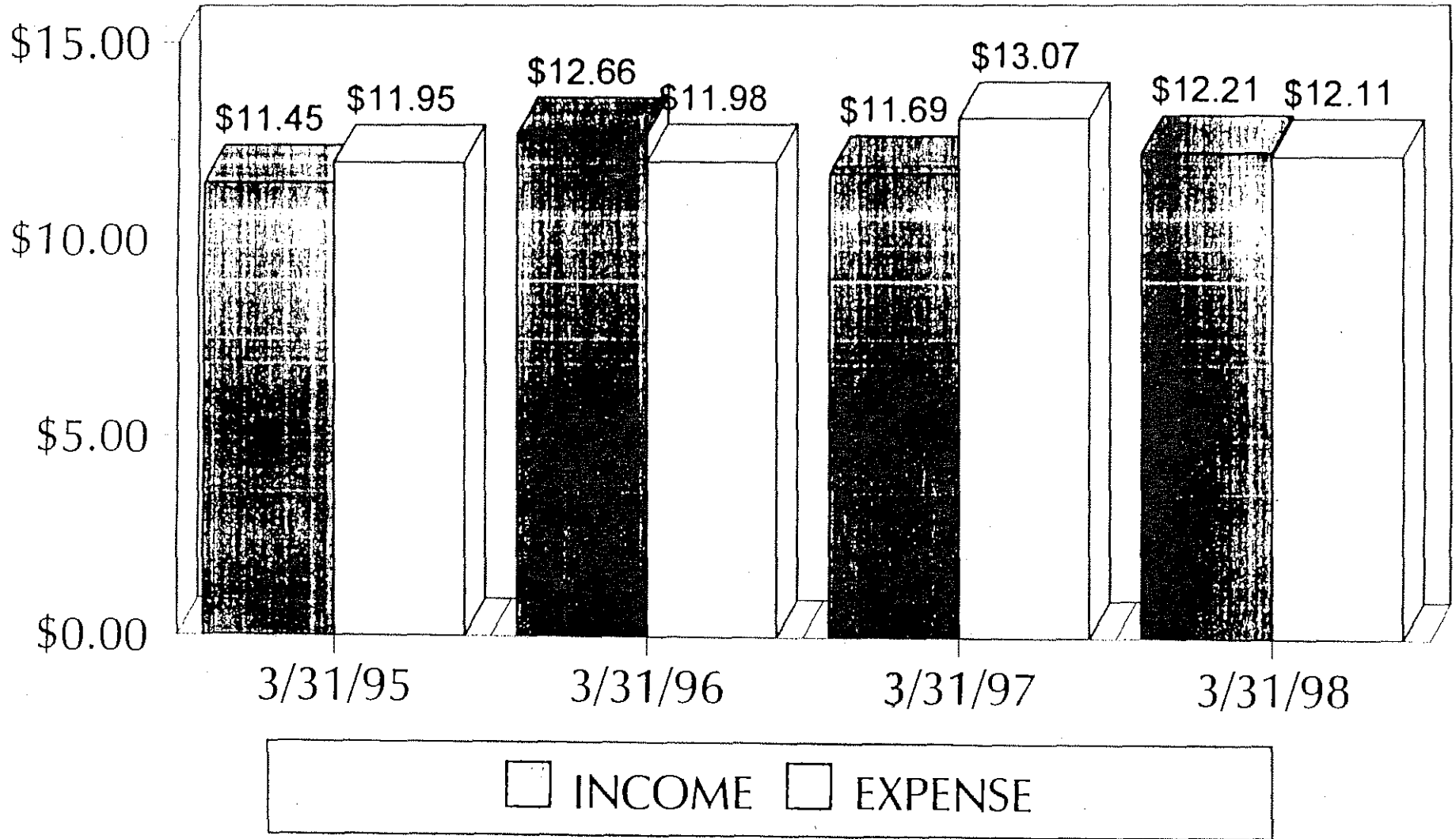
³ DUES INCOME BASED ON PROJECTED MEMBERSHIP DECREASE OF 1.78%
DUES RATE 4/1/98 TO 12/31/98 IS \$19.00
DUES RATE BEGINNING 1/1/99 @ 1.35 TIMES THE AVERAGE HOURLY RATE

	PROJECTED AVG. HOURLY RATE	PROJECTED DUES RATE
DUES RATE 1/1/99	\$16.03	\$21.75
DUES RATE 1/1/2000	\$16.40	\$22.25
DUES RATE 1/1/2001	\$16.59	\$22.50
DUES RATE 1/1/2002	\$16.59	\$22.50

^{*} 1% DECREASE IN OTHER INCOME PER YEAR

INCOME vs. EXPENSE

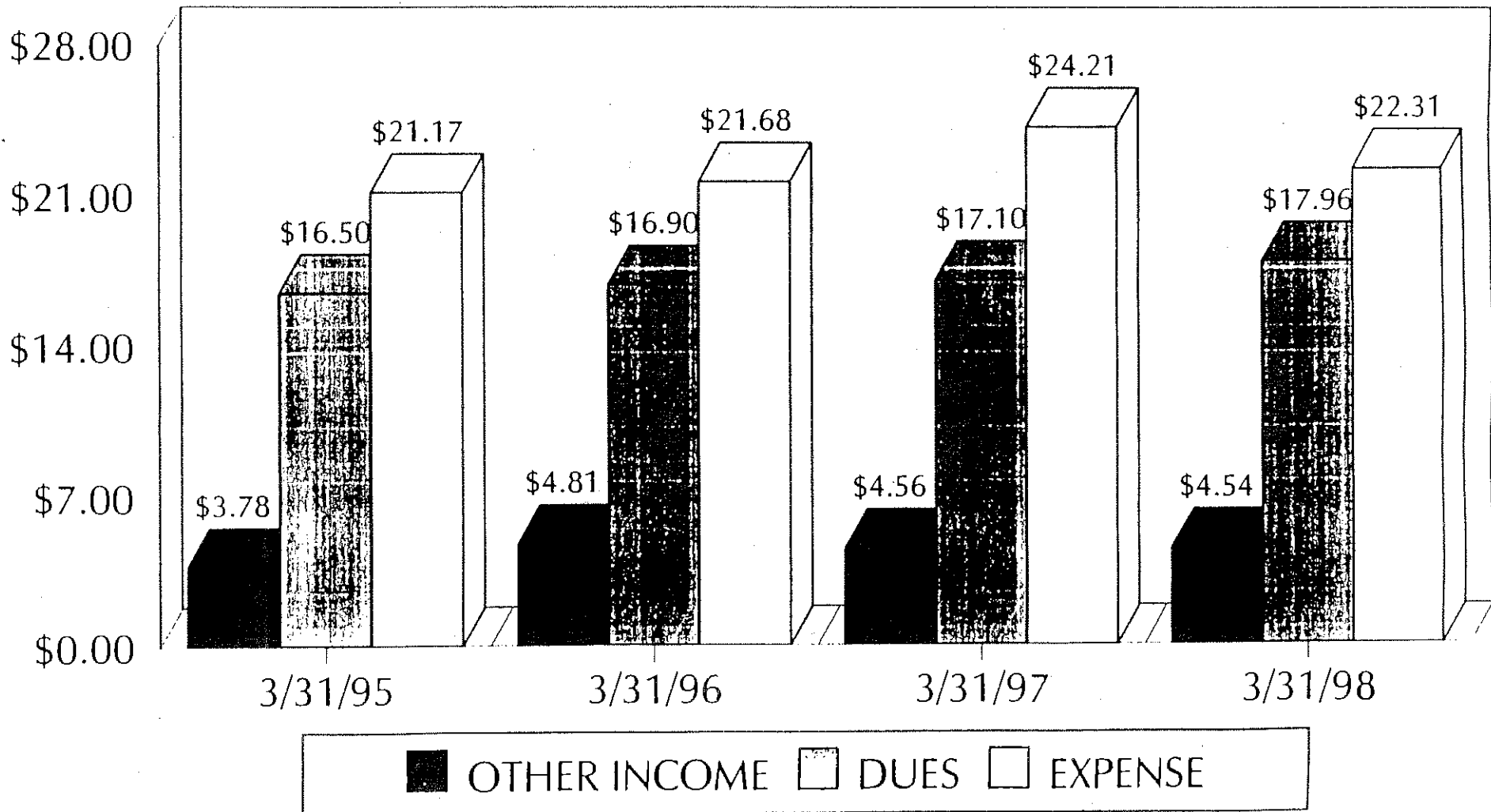
IN MILLIONS



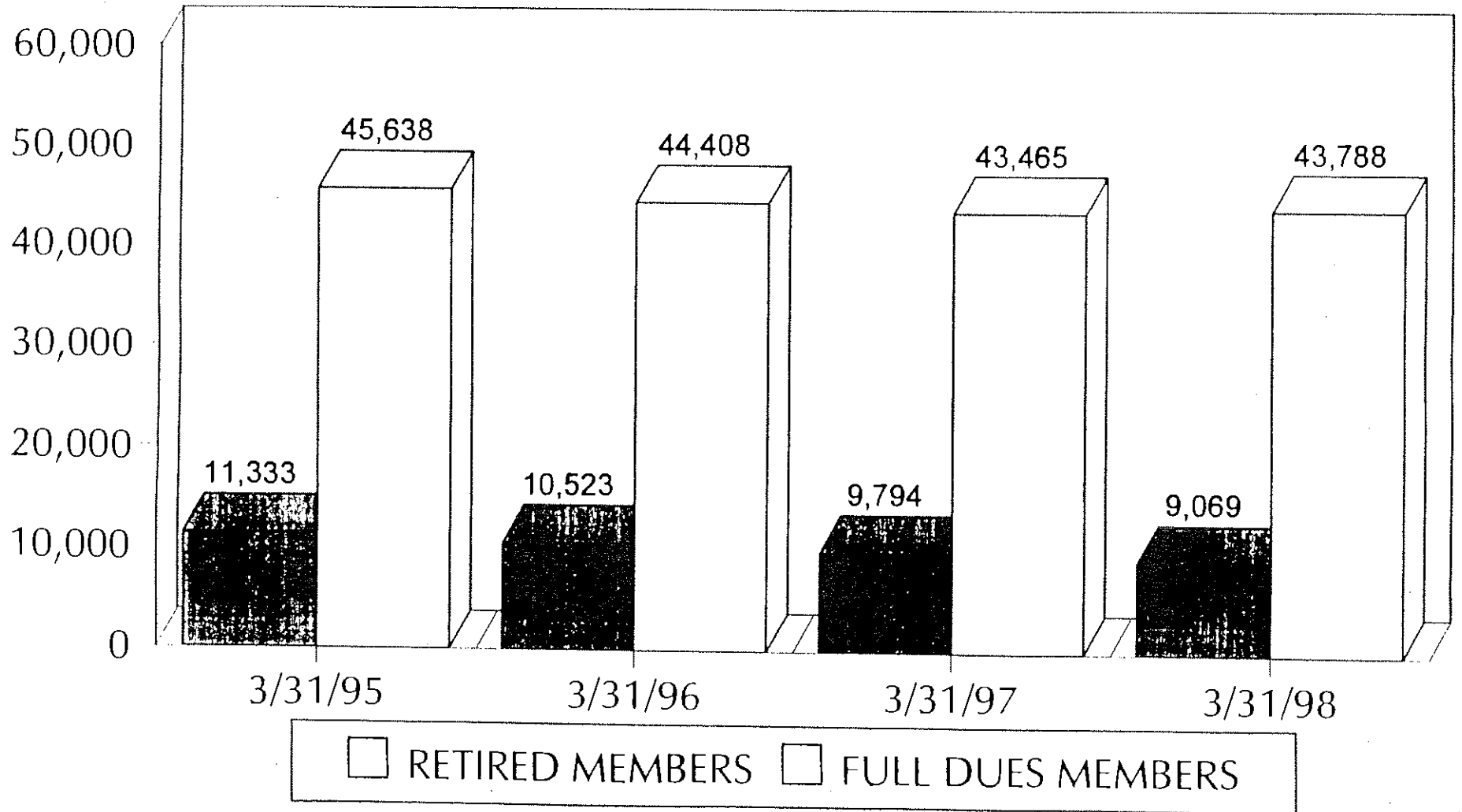
MONTHLY EXPENSE PER MEMBER

VS.

DUES & OTHER INCOME



AVERAGE MONTHLY MEMBERSHIP



**PROPOSED CONSTITUTION & BY-LAWS
CHANGES THAT INCREASE OR DECREASE
GRAND LODGE EXPENSES**

ARTICLE I, SECTION 3 - 1 LESS U.S. VICE PRESIDENT AND 1 LESS U.S. EXECUTIVE BOARD MEMBER

PROPOSAL #5

SUBMITTED BY LODGE 732

AVERAGE ANNUAL U.S. VICE PRESIDENT SALARY & BENEFITS	\$110,404
AVERAGE ANNUAL U.S. VICE PRESIDENT TRAVEL EXPENSE	40,552
AVERAGE ANNUAL U.S. VICE PRESIDENT OFFICE EXPENSE	40,532
	\$191,488
AVERAGE ANNUAL U.S. EXECUTIVE BOARD MEMBER SALARY & BENEFITS	\$15,073
AVERAGE ANNUAL U.S. EXECUTIVE BOARD MEMBER TRAVEL EXPENSES	4,223
	\$19,296
ESTIMATED SAVINGS PER YEAR	\$210,784

ARTICLE I, SECTION 4 - 1 LESS U.S. VICE PRESIDENT AND 1 LESS U.S. EXECUTIVE BOARD MEMBER

PROPOSAL #9

SUBMITTED BY LODGE 732

SEE ARTICLE I - SECTION 3

ARTICLE I, SECTION 3 - DIRECT ELECTIONS

PROPOSAL #25 & 76

SUBMITTED BY PENNSYLVANIA FEDERATION & LODGES 3008, 3023, 3062, 3073 & 3094

	1 PAGE JOURNAL	2 PAGES JOURNAL	3 PAGES JOURNAL	4 PAGES JOURNAL
JOURNAL	\$1,500	\$3,000	\$4,500	\$6,000
POSTAGE	32,000	32,000	32,000	32,000
PRINTING BALLOTS & ENVELOPES	10,000	10,000	10,000	10,000
BALLOT COUNTING	8,000	8,000	8,000	8,000
	\$51,500	\$53,000	\$54,500	\$56,000

ARTICLE I, SECTION 3 - CANDIDATES IN JOURNAL

PROPOSAL #66

SUBMITTED BY LODGE 1302

	1 PAGE JOURNAL	2 PAGES JOURNAL	3 PAGES JOURNAL	4 PAGES JOURNAL
JOURNAL	\$1,500	\$3,000	\$4,500	\$6,000

ARTICLE III, SECTION 4 - LISTING OF SALARIES AND APPOINTMENTS IN JOURNAL

PROPOSAL #14

SUBMITTED BY LODGE 1012

SINCE MOST APPOINTMENTS ARE ALREADY ANNOUNCED IN THE JOURNAL TO LIST THE SALARY OF THE POSITION WOULD NOT ADD ANY FURTHER COST TO THE JOURNAL.

ARTICLE III, SECTION 16 - RATIFICATION OF AGREEMENTS

PROPOSAL #39

SUBMITTED BY LODGE 3075

THE COST OF THIS PROPOSAL WOULD BE DEPENDENT UPON THE SIZE OF THE SYSTEMS THAT ARE RATIFYING AN AGREEMENT. THE EXTRA COST TO GRAND LODGE WOULD BE THE PRINTING, MAILING AND BALLOT COUNTING WHICH IS ESTIMATED TO COST AN AVERAGE OF \$1.00 PER MEMBER.

ARTICLE III, NEW SECTION - PRESIDENT VISITING 5% OF LODGES

PROPOSAL #45

SUBMITTED BY LODGE 306

THE AMOUNT OF EXPENSE THIS WOULD GENERATE IS UNDETERMINABLE.

ARTICLE IV, SECTION 3 - VICE PRESIDENT TO VISIT ALL LODGES IN REGION PER TERM.

PROPOSAL #46

SUBMITTED BY LODGE 306

THE AMOUNT OF EXPENSE THIS WOULD GENERATE IS UNDETERMINABLE.

ARTICLE IV, SECTION 3 - 1 LESS US, VICE PRESIDENT AND 1 LESS U.S. EXECUTIVE BOARD MEMBER

PROPOSAL #6

SUBMITTED BY LODGE 732

SEE ARTICLE I - SECTION 3

ARTICLE V, NEW SECTION - SECRETARY - TREASURER VISITING 5% OF LODGES

PROPOSAL #47

SUBMITTED BY LODGE 306

THE AMOUNT OF EXPENSE THIS WOULD GENERATE IS UNDETERMINABLE.

ARTICLE V, SECTION 17- FURNISH LEGISLATIVE DEPT. MAILING LIST OF RETIREES

PROPOSAL #2

SUBMITTED BY LODGES 144, 397, 662, 706, 928, 1488, 1662 & 1879

THE ONLY COST WOULD BE TO PROCESS AND SHIP MAILING LABELS AS THE INFORMATION THIS PROPOSAL SUGGESTS IS ALREADY MAINTAINED IN OUR DATABASES. - COST - MINIMAL.

ARTICLE VII, NEW SECTION - LISTING OF SALARIES AND EXPENSES IN JOURNAL

PROPOSAL #13

SUBMITTED BY LODGE 1012

THE AVERAGE COST OF A PAGE IN THE JOURNAL IS \$1,500. THIS INFORMATION COULD BE PLACED ON A 1/2 PAGE. COST - \$750.

ARTICLE VII, SECTION 2 - VICE CHAIRMAN ON GRAND LODGE PAYROLL

PROPOSAL #77

SUBMITTED BY LODGES 3008, 3023, 3062, 3073 & 3094

THE AMOUNT OF EXPENSE THIS WOULD GENERATE IS UNDETERMINABLE.

ARTICLE VII, SECTION 5 - TRAVEL REWARD PROGRAMS

PROPOSAL #34

SUBMITTED BY LODGE 1055

THE AMOUNT OF SAVINGS THIS WOULD GENERATE IS UNDETERMINABLE.

ARTICLE XII, NEW SECTION - LEGISLATIVE REPORT IN JOURNAL

PROPOSAL #57

SUBMITTED BY LODGE 104

THE AVERAGE COST OF A PAGE IN THE JOURNAL IS \$1,500. THIS INFORMATION COULD BE PLACED ON A 1/2 PAGE. COST - \$750.

ARTICLE XIX, SECTION 2 - REALLOCATION OF INITIATION FEES

PROPOSAL #67

SUBMITTED BY LODGE 1662

NO EFFECT ON GRAND LODGE AS IT VERY SELDOM, IF EVER, RECEIVES THE MAJOR PORTION OF AN INITIATION FEE.

ARTICLE XIX, SECTION 3 - DUES RATE 1.3 TIMES THE AVG. STRAIGHT TIME HOURLY RATE

PROPOSAL #43

SUBMITTED BY LODGE 509

SEE ATTACHMENT 1

ARTICLE XIX, SECTION 3 - \$1.75 STATE & PROVINCIAL ALLOCATION & ELIMINATE THE \$8.00 ASSESSMENT

PROPOSAL #17

SUBMITTED BY BMW STATE LEGISLATIVE DEPARTMENT

PROJECTED 80¢ ALLOCATION 4/1/98 TO 3/31/2002	\$1,607,837
PROJECTED \$8.00 ASSESSMENT 4/1/98 TO 3/31/2002	1,386,592
	<u>\$2,994,429</u>
PROJECTED 80¢ ALLOCATION 4/1/98 TO 12/31/98	\$313,668
PROJECTED \$1.75 ALLOCATION 1/1/99 TO 3/31/2002	2,830,994
	<u>\$3,144,662</u>
COST OF PROPOSAL	\$150,233

ARTICLE XIX, SECTION 3 - CHANGE THE \$8.00 ANNUAL ASSESSMENT TO A \$1.00 MONTHLY ASSESSMENT

PROPOSAL #23

SUBMITTED BY PENNSYLVANIA FEDERATION

PROJECTED \$8.00 ASSESSMENT 4/1/98 TO 3/31/2002	\$1,386,592
PROJECTED \$8.00 ASSESSMENT 4/1/98 TO 12/31/98	\$356,064
PROJECTED \$1.00 MONTHLY ASSESSMENT 1/1/99 TO 3/31/2002	1,587,711
	<u>\$1,943,775</u>
ADDITIONAL FUNDS TO THE INDIVIDUAL STATES & PROVINCES	\$557,183

ARTICLE XIX, SECTION 3 - \$1.75 STATE & PROVINCIAL ALLOCATION W/ 29¢ TO NEGOTIATION FUND AND ELIMINATE THE \$8.00 ASSESSMENT

PROPOSAL #37

SUBMITTED BY LODGE 1488

PROJECTED 80¢ ALLOCATION 4/1/98 TO 3/31/2002	\$1,607,837
PROJECTED \$8.00 ASSESSMENT 4/1/98 TO 3/31/2002	1,386,592
	<u>\$2,994,429</u>
PROJECTED 80¢ ALLOCATION 4/1/98 TO 12/31/98	\$313,668
PROJECTED \$1.75 ALLOCATION 1/1/99 TO 3/31/2002	2,830,994
	<u>\$3,144,662</u>
COST OF PROPOSAL	\$150,233

THE 29¢ PORTION PROJECTS TO \$469,136 TO BE PLACED IN A NEGOTIATION FUND.

ARTICLE XIX, SECTION 3 - \$1.75 STATE & PROVINCIAL ALLOCATION W/ 70¢ TO INDIVIDUAL STATE AND PROVINCIAL FUNDS AND ELIMINATE THE \$8.00 ASSESSMENT

PROPOSAL #44

SUBMITTED BY LODGE 509

PROJECTED 80¢ ALLOCATION 4/1/98 TO 3/31/2002	\$1,607,837
PROJECTED \$8.00 ASSESSMENT 4/1/98 TO 3/31/2002	1,386,592
	<u>\$2,994,429</u>
PROJECTED 80¢ ALLOCATION 4/1/98 TO 12/31/98	\$313,668
PROJECTED \$1.75 ALLOCATION 1/1/99 TO 3/31/2002	2,830,994
	<u>\$3,144,662</u>
COST OF PROPOSAL	\$150,233

THE 70¢ PORTION PROJECTS TO \$1,132,397 TO BE PLACED IN A INDIVIDUAL STATE & PROVINCE FUNDS.

ARTICLE XIX, SECTION 3 - 9% STATE & PROVINCIAL ALLOCATION AND ELIMINATION OF THE 80¢ ALLOCATION AND THE \$8.00 ASSESSMENT AND A 67¢ DUES INCREASE

PROPOSAL #51

SUBMITTED BY THE PROVINCIAL LEGISLATIVE DEPARTMENT

PROJECTED 80¢ ALLOCATION 4/1/98 TO 3/31/2002	\$1,607,837
PROJECTED \$8.00 ASSESSMENT 4/1/98 TO 3/31/2002	1,386,592
	<u>\$2,994,429</u>
PROJECTED 80¢ ALLOCATION 4/1/98 TO 7/31/98	\$135,484
PROJECTED 9% ALLOCATION 8/1/98 TO 3/31/2002	3,357,537
	<u>\$3,493,021</u>
COST OF PROPOSAL	\$498,592
DUES INCOME GENERATED - 8/1/98 TO 3/31/2002 (67¢)	\$1,233,095

ARTICLE XIX, SECTION 3 - DUES CALCULATED @ 1.35 TIMES AVG. HRLY RATE & \$1.75 STATE & PROVINCIAL ALLOCATION W/ 65¢ TO INDIVIDUAL STATE AND PROVINCIAL FUNDS AND ELIMINATE THE \$8.00 ASSESSMENT

PROPOSAL #55

SUBMITTED BY GRAND LODGE

SEE ATTACHMENT 2

ARTICLE XIX, SECTION 3 - 10% STATE & PROVINCIAL ALLOCATION AND ELIMINATION OF THE 80¢ ALLOCATION AND THE \$8.00 ASSESSMENT

PROPOSAL #61

SUBMITTED BY LODGE 144

PROJECTED 80¢ ALLOCATION 4/1/98 TO 3/31/2002	\$1,607,837
PROJECTED \$8.00 ASSESSMENT 4/1/98 TO 3/31/2002	1,386,592
	<u>\$2,994,429</u>
PROJECTED 80¢ ALLOCATION 4/1/98 TO 7/31/98	\$135,484
PROJECTED 10% ALLOCATION 8/1/98 TO 3/31/2002	3,612,972
	<u>\$3,748,456</u>
COST OF PROPOSAL	\$754,027

ARTICLE XIX, SECTION 3 - \$1.75 STATE & PROVINCIAL ALLOCATION & ELIMINATE THE \$8.00 ASSESSMENT WITH 29¢ ON RESERVE FOR NATIONAL CONTRACT LEGISLATION

PROPOSAL #68

SUBMITTED BY LODGE 1662

PROJECTED 80¢ ALLOCATION 4/1/98 TO 3/31/2002	\$1,607,837
PROJECTED \$8.00 ASSESSMENT 4/1/98 TO 3/31/2002	1,386,592
	<hr/> \$2,994,429
PROJECTED 80¢ ALLOCATION 4/1/98 TO 12/31/98	\$313,668
PROJECTED \$1.75 ALLOCATION 1/1/99 TO 3/31/2002	2,830,994
	<hr/> \$3,144,662
COST OF PROPOSAL	\$150,233

\$469,136 WOULD BE AVAILABLE FRO NATIONAL CONTRACT LEGISLATION

ARTICLE XIX, SECTION 3 - STATE & PROVINCIAL LEGISLATIVE BUDGETS

PROPOSAL #69

SUBMITTED BY LODGE 1710

NO COST EFFECT

ARTICLE XIX, SECTION 3 - EMERGENCY FUND

PROPOSAL #63

SUBMITTED BY LODGE 144

NO CHANGE IN CURRENT COSTS

ARTICLE XIX, SECTION 3 - LODGE SECRETARY-TREASURERS PAYING DUES

PROPOSAL #64

SUBMITTED BY NORTHEASTERN SYS FED JOINT PROTECTIVE BOARD

765 LODGES @ \$19 PER LODGE 8/1/98 TO 12/31/98	72,675
765 LODGES @ \$19.25 PER LODGE 1/1/99 TO 12/31/99	176,715
765 LODGES @ \$19.75 PER LODGE 1/1/2000 TO 12/31/2000	181,305
765 LODGES @ \$20.00 PER LODGE 1/1/2001 TO 3/31/2002	229,500
	<hr/> 229,500
TOTAL INCREASE	660,195

ARTICLE XIX, SECTION 3 - CONSOLIDATION OF SYSTEMS INTO GRAND LODGE

PROPOSAL #78

SUBMITTED BY LODGES 3008, 3023, 3062, 3073 & 3094

THE AMOUNT OF INCOME THIS WOULD GENERATE IS UNDETERMINABLE.

ARTICLE XIX, SECTION 4 - DUES INCREASE VOTED ON BY RANK AND FILE MEMBERSHIP.

PROPOSAL #48 & 81

SUBMITTED BY LODGE 306 & 1296

THE EXTRA COST TO GRAND LODGE WOULD BE THE PRINTING, MAILING AND BALLOT COUNTING WHICH IS ESTIMATED TO COST AN AVERAGE OF \$1.00 PER MEMBER.

ARTICLE XX, SECTION 2 - NO WITHDRAWAL CARD FOR OFFICIALS

PROPOSAL #35

SUBMITTED BY LODGE 986

NO MONETARY VALUE.

ARTICLE XXI, SECTION 4 - NO WITHDRAWAL CARD FOR OFFICIALS

PROPOSAL #36

SUBMITTED BY LODGE 986

NO MONETARY VALUE.

ARTICLE XXI, NEW SECTION - MONTHLY RECEIPTS

PROPOSAL #59

SUBMITTED BY LODGE 104

55,000 MEMBERS	MONTHLY	YEARLY
MAILING @ 18¢	9,900	118,800
RECEIPT STOCK @ 5¢	2,750	33,000
LABOR	750	9,000
	<u>13,400</u>	<u>160,800</u>

ARTICLE XXII, SECTION 9 - LODGE ELECTION EVERY 4 YEARS IN CANADA

PROPOSAL #70

SUBMITTED BY CANADIAN SYSTEM FEDERATION

NO COST EFFECT

ARTICLE XXII, SECTION 14 - \$1.00 ASSESSMENT FOR CONVENTION FUND

PROPOSAL #27 & 65

SUBMITTED BY LODGE 1055 & 1302

PROJECTED DUES PAYMENTS 1-1-99 TO 3-31-99	124,006	
TIMES	\$1.00	
TOTAL ASSESSMENTS COLLECTED		\$124,006.00
PROJECTED DUES PAYMENTS 4-1-99 TO 3-31-2000	506,888	
TIMES	\$1.00	
TOTAL ASSESSMENTS COLLECTED		\$506,888.00
PROJECTED DUES PAYMENTS 4-1-2000 TO 3-31-2001	497,848	
TIMES	\$1.00	
TOTAL ASSESSMENTS COLLECTED		\$497,848.00
PROJECTED DUES PAYMENTS 4-1-2001 TO 3-31-2002	488,969	
TIMES	\$1.00	
TOTAL ASSESSMENTS COLLECTED		\$488,969.00
FOUR YEAR TOTAL		\$1,617,711.00
500 DELEGATES @ \$3,000 PER		\$1,500,000.00
LEFT IN FUND		\$117,711.00

NOTE: TOTAL DUES PAYMENTS DECREASED 1.78% EACH YEAR.

ARTICLE XXIII, SECTION 1 - NEW SYSTEM

PROPOSAL #50

SUBMITTED BY LODGE 469

THE COST OF THIS PROPOSAL WOULD BE DEPENDENT UPON THE SIZE OF THE LODGES THAT ARE CONSIDERING THE PROPOSAL. THE EXTRA COST TO GRAND LODGE WOULD BE THE PRINTING, MAILING AND BALLOT COUNTING WHICH IS ESTIMATED TO COST AN AVERAGE OF \$1.00 PER MEMBER.

ARTICLE XXIII, SECTION 2 - CONSOLIDATION OF SYSTEMS INTO GRAND LODGE

PROPOSAL #79

SUBMITTED BY LODGES 3008, 3023, 3062, 3073 & 3094

THE AMOUNT OF INCOME & EXPENSE THIS WOULD GENERATE IS UNDETERMINABLE.

ARTICLE XXIII, SECTION 22 - SYSTEM MERGERS

PROPOSAL #24

SUBMITTED BY PENNSYLVANIA FEDERATION

THE COST OF THIS PROPOSAL WOULD BE DEPENDENT UPON THE SIZE OF THE SYSTEMS THAT ARE CONSIDERING THE MERGER. THE EXTRA COST TO GRAND LODGE WOULD BE THE PRINTING, MAILING AND BALLOT COUNTING WHICH IS ESTIMATED TO COST AN AVERAGE OF \$1.00 PER MEMBER.

ARTICLE XXIII, SECTION 22 - CONSOLIDATION OF SYSTEMS INTO GRAND LODGE

PROPOSAL #80

SUBMITTED BY LODGES 3008, 3023, 3062, 3073 & 3094

THE AMOUNT OF INCOME & EXPENSE THIS WOULD GENERATE IS UNDETERMINABLE.

ARTICLE XXIII, NEW SECTION - STRIKE FUND

PROPOSAL #26

SUBMITTED BY PENNSYLVANIA FEDERATION

THE STRIKE FUND HAS AN ESTIMATED \$17 MILLION AT THE PRESENT. THIS PROPOSAL WOULD ALLOW CERTAIN GENERAL FUND EXPENSE TO BE OFFSET BY AN ESTIMATED \$2 MILLION.

ARTICLE XXIV, NEW SECTION - STATE & PROVINCIAL DIRECTORS - EX-OFFICIO AT G.L. CONVENTION

PROPOSAL #30

SUBMITTED BY LODGE 1055

THIS PROPOSAL DOES NOT DESCRIBE AS TO WHO IS TO BEAR THE COST OF THESE EX-OFFICIO DELEGATES. IF THE INTENT IS THAT GRAND LODGE IS TO BEAR THE COST THE ESTIMATE IS 60 DELEGATES @ \$3,000 FOR A TOTAL COST OF \$180,000

ARTICLE XXIV, SECTIONS 3 & 13 - GRAND LODGE TO COVER COSTS OF YEARLY STATE & PROVINCIAL LEGISLATIVE MEETING AND QUADRENNIAL CONVENTIONS

PROPOSALS #29 & #31

SUBMITTED BY LODGE 1055

ESTIMATED COST PER YEAR	\$400,000.00
ESTIMATED FOUR YEAR COST	\$1,600,000.00

ARTICLE XXIV, SECTION 11 - SOLICITING CONTRIBUTIONS

PROPOSALS #32

SUBMITTED BY LODGE 1055

THE AMOUNT OF FUNDS THIS WOULD GENERATE IS UNDETERMINABLE.

ATTACHMENT 1

**PROJECTED INCOME AND EXPENSE
CHANGE IN BYLAWS - 1.3 TIMES AVG. HOURLY RATE
APRIL 1, 1998 TO MARCH 31, 2002**

THE PAST FOUR YEARS

PROJECTED INCOME 4/1/94 TO 3/31/98	\$46,043,332
PROJECTED EXPENSES 4/1/94 TO 3/31/98	<u>46,899,932</u>
	(\$856,600)
ACTUAL INCOME 4/1/94 TO 3/31/98	\$48,007,345
ACTUAL EXPENSES 4/1/94 TO 3/31/98	<u>49,111,305</u>
	(\$1,103,960)

THE NEXT FOUR YEARS

TOTAL EXPENSES 4/1/94 TO 3/31/98	\$49,111,305
LESS ALLOCATIONS BASED ON MEMBERSHIP	<u>2,493,561</u>
NET EXPENSES 4/1/94 TO 3/31/98	\$46,617,744
NET AVERAGE YEARLY EXPENSES 4/1/94 TO 3/31/98	\$11,654,436

		NET ¹ EXPENSES	ALLOCATION ² EXPENSES	TOTAL EXPENSES
PROJECTED EXPENSES YEAR ENDING	03/31/99	\$11,945,797	\$704,339	\$12,650,136
PROJECTED EXPENSES YEAR ENDING	03/31/2000	12,244,442	1,057,620	13,302,061
PROJECTED EXPENSES YEAR ENDING	03/31/2001	12,550,553	1,038,759	13,589,312
PROJECTED EXPENSES YEAR ENDING	03/31/2002	<u>12,864,317</u>	<u>1,020,235</u>	<u>13,884,551</u>
		\$49,605,109	\$3,820,953	\$53,426,061

		DUES ³ INCOME	OTHER * INCOME	TOTAL INCOME
PROJECTED INCOME YEAR ENDING	03/31/99	\$10,022,740	\$2,572,893	\$12,595,632
PROJECTED INCOME YEAR ENDING	03/31/2000	10,578,824	2,547,164	13,125,987
PROJECTED INCOME YEAR ENDING	03/31/2001	10,609,176	2,521,692	13,130,868
PROJECTED INCOME YEAR ENDING	03/31/2002	<u>10,512,834</u>	<u>2,496,475</u>	<u>13,009,309</u>
		\$41,723,572	\$10,138,225	\$51,861,797

PROJECTED EXCESS INCOME OVER EXPENSE FOR
THE FOUR YEARS ENDING 3/31/2002 (\$1,564,265)

¹ BASED ON 2.5% INFLATION PER YEAR OF THE AVERAGE NET EXPENSES FROM 4/1/94 TO 3/31/98

² ALLOCATION EXPENSES BASED ON PROJECTED MEMBERSHIP DECREASE OF 1.78%
LEGISLATIVE FUND - 80¢ 4/1/98 TO 12/31/98 & \$1.75 1/1/99 TO 3/31/2002
EMERGENCY FUND - 25¢
ORGANIZING - U.S. - 8¢
ORGANIZING - CAN. 12¢

³ DUES INCOME BASED ON PROJECTED MEMBERSHIP DECREASE OF 1.78%
DUES RATE 4/1/98 TO 12/31/98 IS \$19.00
DUES RATE BEGINNING 1/1/99 @ 1.3 TIMES THE AVERAGE HOURLY RATE

	PROJECTED AVG. HOURLY. RATE	PROJECTED DUES RATE
DUES RATE 1/1/99	\$16.03	\$20.75
DUES RATE 1/1/2000	\$16.40	\$21.25
DUES RATE 1/1/2001	\$16.59	\$21.50
DUES RATE 1/1/2002	\$16.59	\$21.50

* 1% DECREASE IN OTHER INCOME PER YEAR

ATTACHMENT 2

**PROJECTED INCOME AND EXPENSE
CHANGE IN BYLAWS - 1.35 TIMES AVG. HOURLY RATE
APRIL 1, 1998 TO MARCH 31, 2002**

THE PAST FOUR YEARS

PROJECTED INCOME 4/1/94 TO 3/31/98	\$46,043,332
PROJECTED EXPENSES 4/1/94 TO 3/31/98	<u>46,899,932</u>
	(\$856,600)
ACTUAL INCOME 4/1/94 TO 3/31/98	\$48,007,345
ACTUAL EXPENSES 4/1/94 TO 3/31/98	<u>49,111,305</u>
	(\$1,103,960)

THE NEXT FOUR YEARS

TOTAL EXPENSES 4/1/94 TO 3/31/98	\$49,111,305
LESS ALLOCATIONS BASED ON MEMBERSHIP	<u>2,493,561</u>
NET EXPENSES 4/1/94 TO 3/31/98	\$46,617,744
NET AVERAGE YEARLY EXPENSES 4/1/94 TO 3/31/98	\$11,654,436

		NET ¹ EXPENSES	ALLOCATION ² EXPENSES	TOTAL EXPENSES
PROJECTED EXPENSES YEAR ENDING	03/31/99	\$11,945,797	\$704,339	\$12,650,136
PROJECTED EXPENSES YEAR ENDING	03/31/2000	12,244,442	1,057,620	13,302,061
PROJECTED EXPENSES YEAR ENDING	03/31/2001	12,550,553	1,038,759	13,589,312
PROJECTED EXPENSES YEAR ENDING	03/31/2002	12,864,317	1,020,235	13,884,551
		<u>\$49,605,109</u>	<u>\$3,820,953</u>	<u>\$53,426,061</u>

		DUES ³ INCOME	OTHER * INCOME	TOTAL INCOME
PROJECTED INCOME YEAR ENDING	03/31/99	\$10,146,746	\$2,572,893	\$12,719,638
PROJECTED INCOME YEAR ENDING	03/31/2000	11,085,712	2,547,164	13,632,875
PROJECTED INCOME YEAR ENDING	03/31/2001	11,107,024	2,521,692	13,628,716
PROJECTED INCOME YEAR ENDING	03/31/2002	11,001,803	2,496,475	13,498,278
		<u>\$43,341,283</u>	<u>\$10,138,225</u>	<u>\$53,479,508</u>

PROJECTED EXCESS INCOME OVER EXPENSE FOR
THE FOUR YEARS ENDING 3/31/2002 \$53,446

¹ BASED ON 2.5% INFLATION PER YEAR OF THE AVERAGE NET EXPENSES FROM 4/1/94 TO 3/31/98

² ALLOCATION EXPENSES BASED ON PROJECTED MEMBERSHIP DECREASE OF 1.78%
LEGISLATIVE FUND - 80¢ 4/1/98 TO 12/31/98 & \$1.75 1/1/99 TO 3/31/2002
EMERGENCY FUND - 25¢
ORGANIZING - U.S. - 8¢
ORGANIZING - CAN. 12¢

³ DUES INCOME BASED ON PROJECTED MEMBERSHIP DECREASE OF 1.78%
DUES RATE 4/1/98 TO 12/31/98 IS \$19.00
DUES RATE BEGINNING 1/1/99 @ 1.35 TIMES THE AVERAGE HOURLY RATE

	PROJECTED AVG. HOURLY RATE	PROJECTED DUES RATE
DUES RATE 1/1/99	\$16.03	\$21.75
DUES RATE 1/1/2000	\$16.40	\$22.25
DUES RATE 1/1/2001	\$16.59	\$22.50
DUES RATE 1/1/2002	\$16.59	\$22.50

* 1% DECREASE IN OTHER INCOME PER YEAR

LEGISLATIVE REFORM PROPOSALS

ARTICLE XXIV

United States (U.S.) and Canadian Legislative Departments
Amend Title (from Proposal #18)

Sec. 1. Purpose. To protect the interest and advance the quality of life of its membership and their families with respect to legislation, the Brotherhood of Maintenance of Way Employes, shall maintain a Legislative Department which will operate in accordance with the provisions of this Constitution and Bylaws.

Sec. 2. NO CHANGE

Sec. 3. Organization of State and Provincial Boards. Each Subordinate Lodge shall, at a regular or special meeting held between January 1 and June 30 in the year following a Grand Lodge Convention, (from Proposal #22) elect by secret ballot a local Legislative Representative to serve as a member on the State and Provincial Legislative Boards, and in addition they shall elect a Vice Legislative Representative who shall serve in the event the Legislative Representative is unable to carry out the prescribed duties. The Secretary-Treasurer of each Subordinate Lodge shall report immediately to the Grand Lodge President the results of the election, giving the name of the persons elected as Legislative Representative and Vice Legislative Representative together with any other personal data pertaining thereto. After June 30 in the year following a regular Grand Lodge Convention, (FROM Proposal #22) the Grand Lodge President or the head of the appropriate legislative department will direct the incumbent Director of the State or Provincial Legislative Board to convene the members elect at some convenient location within the State or Province for a Legislative Convention for the purpose of reviewing its work and achievements, and to elect Officers. An accurate record of the proceedings of the State or Provincial Convention shall be forwarded to the head of the respective Legislative Department, within 30 days after the State or Provincial Convention.

Sec. 4. Subordinate Lodge Legislative Representatives shall be given at least fifteen (15) days advance notice in writing at their last known home address of the time, date, and place at which elections will be held.

Sec. 5. NO CHANGE

Sec. 6. Eligibility Requirements. Any member who at the time of nomination for the position of Local Legislative Representative or Vice Legislative Representative, must be a resident and registered and/or qualified voter of the State or Province from which elected to serve and meet the eligibility requirements set forth in Article XXII, Section 9, Paragraph 2 of these Constitution and By-Laws. These requirements shall also apply to the position of Legislative Director and Assistant Legislative Director at the time of nomination to the position. Local Legislative Representatives, Local Vice Legislative Representatives, State or Provincial Legislative Directors and Assistant State or Provincial Legislative Directors who, upon retirement or upon the receipt of an annuity, continue to pay full dues and assessments or have received a life membership, shall be eligible for election or re-election to positions authorized under this Article except as otherwise provided in this Section. (From Proposal #1)

Sec. 7. NO CHANGE

Sec. 8. Duties. (Amended by committee) It shall be the duty of the Legislative Directors when authorized by the Grand Lodge President, or the head of the respective Legislative Department, to carry out the Department's Legislative program to promote legislation that will advance the wages, hours and working conditions and improve the quality of life for the membership and their families and to oppose legislation deemed detrimental.

The Legislative Directors will preside at all meetings of their respective State or Provincial (Amended by committee) Legislative Board and cast the tie breaking vote.

The Legislative Directors shall comply with all applicable Lobbying Laws and cooperate with the Legislative Department in the filing of reports required thereunder.

The Legislative Directors shall render appropriate bills for salary and expenses and a written report outlining their legislative activities to the Grand Lodge President and the head of the respective Legislative Department not later than the 1st and 15th days of each month.

Should any of the (Proposal #18 as amended by committee) Legislative Directors, for any reason, be unable to attend

to their duties, they shall at once notify the Grand Lodge President, who will instruct the Assistant Legislative Director of that state or provincial legislative board (Proposal #18 amended by committee) to serve as Director until the incumbent Legislative Director is able to resume duties or until the end of the term, whichever the case may be. If for any reason the Assistant Legislative Director is unable to serve, the Grand Lodge President or the head of the respective legislative department may appoint a Subordinate Lodge Legislative Representative recommended by the Legislative Director to perform necessary duties of the Legislative Director until the Legislative Director and/or Assistant Legislative Director is able to resume duty. (Proposal #18 as amended by committee)

The Legislative Directors shall attend legislative meetings in their home state or provincial districts as directed by the respective legislative department head, (Proposal #18 as amended by committee) keep informed on pertinent Legislation, and in every way possible advance the interests of the Brotherhood. The Legislative Director will work with the Subordinate Lodges and oversee the formation of a working COPE and Legislative Action Committee in each of the electoral Districts in their state or province and to increase participation in the MWPL in the United States. (Proposal #18 as amended by committee)

The Legislative Directors shall, at the direction of the respective legislative department head, establish appropriate legislative action committee(s), develop and implement corresponding training in their respective districts, and perform lobbying activity). The directors shall also endeavor to increase participation in the COPE program and MWPL. (Proposal #18 as amended by committee)

The Legislative Director shall represent the Brotherhood of Maintenance of Way Employes on various advisory committees of State and Provincial Government. Upon authorization of the Grand Lodge President or the head of the respective Legislative Department, he shall seek membership in various state and Provincial labor and interest groups that share in the Brotherhood ideology. (Proposal #18 as amended by committee)

The Legislative Director shall represent the Brotherhood before regulatory agencies that have authority over railroads for the

purpose of disposing of questions that arise concerning safe, health and sanitary conditions that directly affect the membership. (Proposal #18 as amended by committee)

Sec. 9. NO CHANGE

Sec. 10. NO CHANGE

Sec. 11. NO CHANGE

Sec. 12. NO CHANGE

Sec. 13. Salary and Expenses. The salary and expenses of Officers of State or Provincial Legislative Boards will be fixed by the Grand Lodge President with the approval of the Executive Board. The salary and expenses of Subordinate Lodge Legislative Delegates attending State or Provincial Legislative Conventions as provided for in Section 3 of Article XXIV, will be borne by the respective Subordinate Lodges.

Sec. 14. Endorsing Candidates for Public Office. Legislative Directors, after consulting the appropriate COPE committees, if in place, may submit to the Grand Lodge President, for approval, recommendations with respect to the endorsements of candidates for any public office. Prior to the COPE committee or Legislative Director making any recommendation, they shall advise the subordinate lodges in that electoral district of the proposed endorsement. Under no circumstances shall any member of the Brotherhood issue or publicize endorsements of any kind utilizing the Brotherhood's name in any form, for any candidate to any public office without the written approval of the Grand Lodge President.

(Proposal #18 as amended by committee)

Sec. 15. NO CHANGE

Sec. 16. The Officers of the System Divisions or Federations and Subordinate Lodges of this Brotherhood should fully cooperate in actively supporting all legislative programs and, if possible, such Officers should furnish the Legislative Director information requested by him or the Grand Lodge President for the purpose of carrying out the legislative agenda.

refer to original language

"An Injury To One Is An Injury To All"

Pennsylvania Federation

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Office of the General Chairman
Jed Dodd

May 1, 1998

To: All Federation Committees
From: Jed Dodd, General Chairman
Re: Grand Lodge Convention
July 1998

Dear Brothers and Sisters:

In July 1998 delegates from over 800 Lodges and 45 System Divisions and Federations from the United States and Canada will assemble to elect Grand Lodge Officers to serve our Brotherhood for the next four years, reform our internal structures and by-laws and to chart a program to guide us for the next four years. In this mailing you will find proposals from the Northeast Regional Association (an association of the system officers from all of the Federations in the Northeast), the Grand Lodge Officers and the Pennsylvania Federation Joint Protective Board that will be considered by the Convention in July 1998. You are urged to participate in this debate and your consideration and the consideration of your elected delegate of these proposals would be greatly appreciated.

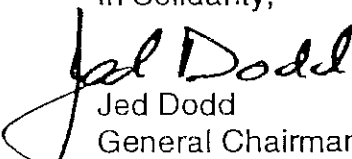
Enclosed you will find the following:

1. **Labor Party:** A resolution from the Northeast Regional Association for continued endorsement of the Labor Party from the Grand Lodge.
2. **General Transportation Strike:** A resolution from the Grand Lodge Officers asking the convention to support a strategy to begin to organize for a general strike of transportation unions in defiance of the United States Government for the fundamental collective bargaining rights that should be enjoyed by workers in a free and democratic society.

3. **By-Law Reforms:** Four proposals to change our Grand Lodge By-Laws submitted by the Joint Protective Board of the Pennsylvania Federation which are:
 - A. **Strike Fund Reform:** A proposal to use any monies in excess of 15 million dollars in the strike fund to reimburse lost wages and expenses for rank and file members (not officers) to attend educational programs designed to promote trade unionism;
 - B. **Direct Election of Grand Lodge Officers:** A proposal to eliminate the delegate method of voting for Grand Lodge Officers and to have these officers selected directly by the membership in a one man one vote election process;
 - C. **Consolidating System Divisions and Federations:** A proposal whereby the membership of System Divisions or Federations could move to consolidate System Divisions or Federations if they see a need to merge and the System Officers fail to merge the Federations;
 - D. **Legislative Assessment Change:** A proposal to change the \$8.00 August assessment into a \$1.00 every month assessment and some administrative changes to make using the money where it is needed less cumbersome.

There is a real need to begin to chart a new course for our Union. This is obvious if we are going to survive. These proposals will help to frame the debate on what this Union should be focused upon in the next four years to ensure our survival and our future as a trade union.

If you have any questions or wish to discuss these issues please do not hesitate to contact me.

In Solidarity,

Jed Dodd
General Chairman

cc All General Chairmen in the Northeast
All Federation Officers

Northeast Regional Association

Labor Party Resolution

Whereas, organized management and the rich have the Republican and Democratic parties to represent their interests in the political process and these two parties will not promote and champion the rights of American working people. In the last twenty years these two parties of the bosses have governed over the single greatest transfer of wealth from the working people to the rich in recent history; and

Whereas, working people have responded to this clear need for an independent political party to promote and defend our interests with the founding Convention of the Labor Party in June of 1996 which was attended by more than 1400 delegates from hundreds of unions and other supporters in 45 states and Washington DC. The BMW E was well represented at this historic convention and made substantial contributions to ensure that this founding Convention would be a success; and

Whereas the founding Convention was a good beginning to create a valid political expression for working people it is understood by all that this was only a beginning and only through sustained efforts over a long period of time will our hard work begin to bear the results necessary to ensure our political futures; therefore

Be it resolved, that the BMW E continue our affiliation with the Labor Party and call upon the Grand Lodge President to ensure that our Union is adequately represented at the first Constitutional Convention of the Labor Party and successive Conventions of the Labor Party; and

Be it further resolved that this support from the BMW E be shown by using the Journal to frequently report on the activities of the Labor Party, to encourage Grand Lodge Officers, System Officers, Lodge Officers and members to join the Labor Party and to encourage speakers from the Labor Party to address various meetings and functions of the BMW E and that we encourage and promote the Labor Party generally within the trade union movement.

NATIONAL TRANSPORTATION STRIKE FOR COLLECTIVE BARGAINING RIGHTS AND JUSTICE FOR TRANSPORTATION WORKERS

Whereas, the right of American transportation workers to organize unions, bargain collectively and to engage in concerted action is severely restricted, and at times forbidden by the laws of the Government of the United States and the various judicial and legislative bodies, and that the current imbalance in labor law which favors organized management needs to be corrected and reversed; and

Whereas, this imbalance in the labor law serves to deny workers the right to join unions and further serves to restrict the ability of unions to bargain for our fair share of the tremendous value which we produce; and

Whereas, there is a willingness among our elected politicians and Judges at all levels of government to function as the servants of organized management and to insure that the laws function in a manner to preserve and enlarge the wealth of our employers at the expense of our jobs, working conditions and standard of living to the extent that if the present laws are not sufficient to protect the money of organized management these same political servants will pass new legislation, or issue new injunctions, to insure that strikes are broken and that the transfer of the value produced by our labor is continued without interruption into the accounts of our employers; therefore be it

Resolved, that a committee be established to draft legislation that will insure the right of workers to organize and be represented by a Union and that this right includes, but is not limited, to card check recognition and the right to submit first contracts to binding arbitration when so requested by the Union, the banning of all scabbing and the use of replacement workers, that no worker may be discharged without just cause, repeal of the Taft-Hartley law, criminal sanctions for employers who engage in unfair labor practices and mandatory imprisonment for those individuals who implement such illegal policies, an unrestricted right to strike and other such protections that emerge from our discussions on these topics with our sister organizations; and be it further

Resolved, that the Grand Lodge Officers of the Brotherhood of Maintenance of Way Employees support a general strike of all transportation workers in the United States until such time as this new legislation is made law and that the collective bargaining rights of American transportation workers are protected and ensured; and be it further

Resolved, that this resolution be submitted to the assembled delegates at the Grand Lodge Convention in Montreal in July 1998 for their support and that this resolution be sent to each System, Federation and Lodge in the BMW for their endorsement and that Grand Lodge shall present this resolution for endorsement and

support to the following groups and organizations: our sister Unions in the rail industry, the Transportation Trades Department of the AFL-CIO, International and National Transportation Unions, the AFL-CIO Convention, and all State and Central Labor Councils with whom the BMW is affiliated; and be it further

Resolved, that the Grand Lodge President appoint a standing committee to monitor the progress of this work and to report back periodically to the Grand Lodge President, Grand Lodge Officers, General Chairmen and System Officers assembled at a meeting of the International Association and that the Journal report to the membership on a regular basis on the progress of this resolution; and be it further

Resolved, that when a critical mass of organized transportation labor and their allies in the rest of the labor movement and the country have endorsed the need for a general strike, to insure that legislation is passed to protect the rights of transportation workers to join unions, negotiate first contracts, engage in collective bargaining and effective contract enforcement and strike without restriction, that upon due notice to all concerned, all transportation workers will engage in a National Transportation Strike until the proposed legislation becomes law; and be it further

Resolved, that this strike be maintained despite any order of any agency or department of the government or the judiciary to the contrary until such time as it is resolved with satisfactory legislation; and be it further

Resolved, that in the event that any Court and/or Executive Agency interprets the law in a manner that conflicts with the clear language of the proposed legislation as interpreted by Organized Labor, or Congress in any way amends or repeals the law without the specific approval of Organized Labor, that the National Transportation Strike will resume until the conflict is resolved.

SUPPORT PRESIDENT FLEMING'S CALL TO DEFY THE GOVERNMENT

Resolved that the Grand Lodge Officers reaffirm our support for Resolution 42 passed at the 1994 Grand Lodge Convention and that we urge that it be submitted to the delegates assembled at the Grand Lodge Convention in 1998 for their support and approval.

"An Injury To One Is An Injury To All"

Pennsylvania Federation

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**Office of the General Chairman
Jed Dodd**

March 26, 1998

Overnight Mail

Brotherhood of Maintenance of Way Employees
Mac Fleming, President
26555 Evergreen Road - Ste 200
Southfield, MI 48076

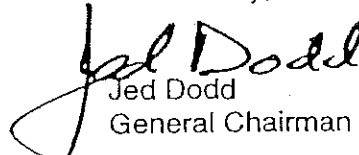
Dear President Fleming:

The Joint Protective Board of the Pennsylvania Federation proposes the following changes to the Grand Lodge Constitution and By-Laws to be published in the Journal and for the consideration of the delegates attending the 43rd Quadrennial Grand Lodge Convention in Montreal, Canada.

1. Strike Fund - new section to Article 23
2. Direct Election of Grand Lodge Officers - revision to Article 1, Section 4
3. Consolidation of System Divisions or Federations - add additional language to existing Article 23, Section 22
4. Legislative Assessment Change - revision to Article XIX, Section 3, Paragraph 7

The language which we propose to reflect the foregoing issues is attached. If you have any questions please do not hesitate to contact me.

In Solidarity,


Jed Dodd
General Chairman

cc Pennsylvania Federation Joint Protective Board

Article 23, New Section

Strike Fund

Monies in excess of fifteen million dollars in the current strike fund may be used at the discretion of the President, with the approval of the Grand Lodge Executive Board, to defray lost straight time wages, overnight lodging, meals, travel or other expenses incurred by rank and file members and/or Lodge officers who are attending BMW sponsored education seminars and activities designed to defend our collective bargaining agreements and rights, expand our Union and grow our power or to generally advance and promote the interests of the trade union movement. Should the strike fund fall below fifteen million dollars then no monies may be used from the strike fund, other than to pay strike benefits, until such time as the fund again exceeds fifteen million dollars.

Direct Election of Grand Lodge Officers

First paragraph of current Article 1, Section 4 reads as follows:

Sec. 4. The foregoing Grand Lodge Officers shall be nominated and elected at the regular quadrennial Conventions of the Grand Lodge by a representative majority vote of the duly accredited delegates elected by secret ballot as hereafter provided in this Constitution and By-Laws; provided, however, that the two (2) Vice Presidents and the member of the Executive Board from Canada shall be nominated and elected by delegates from Canadian System Federations and the five (5) Vice Presidents and the five (5) members of the Executive Board from the United States shall be nominated and elected by delegates from United States System Divisions or Federations. Each of the five (5) Vice Presidents and five (5) members of the Executive Board from the United States shall be from a System Division or Federation in his respective region and shall be nominated and elected by delegates from his respective region. Provided further, that the Grand Lodge President and Grand Lodge Secretary-Treasurer shall be nominated and elected by a representative majority vote of the delegates from both Canada and the United States. Grand Lodge Officers shall serve for a term of four (4) years unless removed by death, resignation or for cause, and shall be eligible for re-election. They shall be installed during the session of Grand Lodge in which they are elected, their installation and term of office to be effective commencing September 1 following election except in the case of filling an unexpired term, when such Officer shall take charge of his office immediately upon being elected and he shall serve for the remainder of the term; provided, however, that the term of office of any temporary Grand Lodge Officer will expire immediately upon the election and installation of his successor.

The proposal is to change current Article 1, Section 4 as follows:

Sec. 4. The foregoing Grand Lodge Officers shall be *elected by secret ballot rank and file mail in ballot*, ~~nominated and elected at the regular quadrennial Conventions of the Grand Lodge by a representative majority vote of the duly accredited delegates elected by secret ballot as hereafter provided in this Constitution and By-Laws;~~ provided, however, that the two (2) Vice Presidents and the member of the Executive Board from Canada shall be nominated and elected *by the rank and file* ~~delegates~~ from Canadian System Federations and the five (5) Vice Presidents and the five (5) members of the Executive Board from the United States shall be nominated and elected by the rank and file ~~delegates~~ from United States System Divisions or Federations. Each of the five (5) Vice Presidents and five (5) members of the Executive Board from the United States shall be from a System Division or Federation in his respective region and shall be nominated and elected by *the rank and file* ~~delegates~~ from his respective region. Provided further, that the Grand Lodge President and Grand Lodge Secretary-Treasurer shall be nominated and elected by *the rank and file* ~~a representative majority vote of the delegates~~ from both Canada and the United States. Grand Lodge Officers shall serve for a term of four (4) years unless removed by death, resignation or for cause, and shall be eligible for re-election. They shall be installed during the session of Grand Lodge *following their election* ~~in which they are elected, their installation and term of office to be effective commencing September 1 following election except in the case of filling an unexpired term,~~

when such Officer shall take charge of his office immediately upon being elected and he shall serve for the remainder of the term; provided, however, that the term of office of any temporary Grand Lodge Officer will expire immediately upon the election and installation of his successor.

Add additional language to Article 1, Section 4 first paragraph as follows:

In 2002 and each successive four years election of Grand Lodge officers shall be done by mail ballot rank and file vote of the members in good standing in the following manner:

1. *Candidates for office shall mail their declaration for office via certified mail, return receipt requested, into the Grand Lodge Secretary Treasurer between January 1 and January 31 of the year of the election and declare for the office they are seeking. A candidate may only declare his/her candidacy for one Grand Lodge office in any election year.*
2. *In the March issue of the Brotherhood Journal or similar monthly Brotherhood publication that is mailed by Grand Lodge to each member in good standing, the Brotherhood shall print information in a uniform format for each candidate: candidates's picture; position they are seeking; age; current position in the brotherhood; railroad occupation(s); home railroad, lodge, and System Division; previous positions(s) held in the Brotherhood; educational background; and other positions held in the Trade Union movement. Candidates shall provide this information via certified mail to the Journal's Associate Editor complying with reasonable time limits established by the Associate Editor.*
3. *The Brotherhood Journal or similar publication shall print statements provided by each candidate in each issue for the months of March, April and May as follows:*
 - A. *1000 words or less in each of the March, April and May issues of the Journal or similar monthly publication, written by each candidate for Grand Lodge President and Grand Lodge Secretary Treasurer.*
 - B. *750 words or less in each of the March, April and May issues of the Journal or similar monthly publication, written by each candidate for Grand Lodge Vice President.*
 - C. *500 words or less in each of the March, April and May issues of the Journal or similar monthly publication, written by each candidate for Grand Lodge Executive Board.*

Candidates shall provide these written positions via certified mail to the Journal's Associated Editor complying with reasonable time limits

established by the Associate Editor. Each candidate shall have the right under this provision to provide three different statements for publication, one for each issue of the Journal or similar publication for the months of March, April and May. Each candidate shall be treated equally with respect to this section.

- 4. The election shall be supervised by an honest ballot counting association such as the American Arbitration Association or other generally recognized honest ballot counting association. The ballot counting association shall be selected by the Grand Lodge President and approved by a vote of the International Association Meeting at the regularly scheduled meeting in the year prior to the election.*
- 5. Ballots shall be mailed on June 1 of the election year and each member shall be provided with a prepaid return envelope in which to mail their ballots back to the Honest Ballot counting association. Ballots shall be counted on June 25 at 6:00 PM. If June 25 is a Saturday, Sunday or national holiday the ballots shall be counted at 6:00 PM on the next regular business day following June 25. The candidate receiving the most votes in each category shall be declared the winner.*
- 6. The winners shall be installed at the Grand Lodge convention to assume office on September 1 of the election year. Winners who are not incumbents shall be compensated as if they were already assuming office for their positions during the interim month August and the departing officer shall cooperate fully with the winner during the interim month of office to insure an orderly transition.*
- 7. The President and Secretary Treasurer shall be elected at large in the general membership. Other Grand Lodge officers shall be elected by the members in the regions for which they are seeking election.*
- 8. This new procedure will take effect immediately following the close of the 1998 Grand Lodge Convention and any language in the By-Laws which are in conflict with this new language will be amended to reflect the meaning and substance of this new language.*

Consolidation of System Divisions or Federations

Article 23, Section 22

Sec. 22. Consolidation of System Divisions or Federations. When two or more Systems of Railways are consolidated and operated as one unit, the Joint Protective Boards on such Systems of Railways may consolidate or federate in order to facilitate the representation of the members thereon, in the following manner.

When two or more Systems of Railways of approximately equal mileage and importance are consolidated, the Joint Protective Boards on such Systems may meet in joint session. At such joint session, existing Constitutions and/or By-Laws shall be suspended and all Officers' positions declared vacant, and a new Constitution and/or By-Laws suitable for the government of the Consolidated System Division or Federation shall be adopted and new Officers elected.

Where a small System of Railway is being consolidated or absorbed by a large System of Railway, the System Organization on such small absorbed System may become affiliated with the System Organization on the large absorbing System and shall be governed by the Constitution and/or By-Laws in effect on such larger System with respect to representation and otherwise.

In all cases of consolidations of two (2) or more System Divisions or Federations, the funds of those which consolidate shall revert to the System Division or Federation in which they are consolidated; however, all records shall become the property of and be returned to Grand Lodge for such distribution as may be appropriate.

In all cases of abandonment of a System Division or Federation, the funds and records shall be returned to Grand Lodge in accordance with the procedure hereinbefore provided in Article XXII, Section 2, for dissolution of Subordinate Lodges.

Add New Paragraph to this Section that reads as follows:

In the event the membership of the System Division or Federation would like to initiate a merger of their System Division or Federation with another System Division or Federation the following procedure shall be used:

- 1. A petition must be signed by 30% of the membership in good standing of each System Division or Federation stating that it is the desire of those signing the petition that the respective System Divisions or Federations be merged under the appropriate procedure that is provided for in Article 23, Section 22 of these by-laws.*
- 2. The petition shall be presented to the Grand Lodge President who shall promptly forward it to the General Chairmen of the System Divisions or*

Federations involved. The Grand Lodge President shall ensure that at least 30% of the membership in good standing of each involved System Division or Federation has signed the petition. The Grand Lodge President shall present his/her written decision to the General Chairmen of the System Division and Federations involved and those members of the BMW of America that presented the petition that the petition is valid or not valid. If the determination is found that the petition is not valid an explanation shall be provided as to why it is not valid. The Grand Lodge President must present his/her findings as to the validity of the petition within thirty days of receipt of the petition for merger.

3. *Within 30 days of the validation of the petition, the Grand Lodge President shall initiate a secret mail ballot to be sent to each member in good standing of the involved System Divisions or Federations to determine whether a voting majority of each System Division or Federation shall approve of the proposal to merge the involved System Division or Federation. The Grand Lodge President shall use an honest ballot counting company to conduct this ballot. Ballots must be counted on the 25th day following the day they are sent if the 25th day is a business day or the next business day following the 25th day that they are sent to the membership if the 25th day is not a business day.*
4. *A majority of those voting in each System Division or Federation must approve of the proposal to merge the System Division or Federations. If a majority of those voting in each System Division or Federation do not approve to merge the System Division or Federations then the matter will be dropped and this procedure may not be used for the next two years.*
5. *If a majority of those voting in each System Division or Federation approve of the proposal to merge then steps must be taken using the procedures in this section to merge the System Division or Federations. The System Divisions or Federations must be merged within sixty days of the day that the ballots are counted which approved the merger.*

Legislative Assessment Change

Proposed Revision to Article XIX, Section 3, Paragraph 7

Existing Text:

For each monthly dues payment received by Grand Lodge, the Grand Lodge Secretary-Treasurer shall set aside the sum of eighty cents (80¢), as well as a assessment of \$8.00 in August of each year, to be placed in the State and Provincial Legislative Department Fund. The annual \$8.00 assessment shall be re-distributed to the State and Provincial Legislative Department on a per capita of dues paying members residing in that State and Provincial Legislative Department for the use and purposes of the State and Provincial Legislative Department; and twenty-five cents (25¢) will be set aside and placed in an Emergency Fund and the President will have the authority to pay strike benefits.

Proposed Revision:

For each monthly dues payment received by Grand Lodge, the Grand Lodge Secretary-Treasurer shall set aside the sum of eighty cents (80¢), as well as a *monthly* assessment of *\$1.00 (one dollar)* ~~\$8.00 in August of each year~~, to be placed in the State and Provincial Legislative Department Fund. The *monthly \$1.00 (one dollar)* ~~annual \$8.00~~ assessment shall be re-distributed to the State and Provincial Legislative Department on a per capita of dues paying members residing in that State and Provincial Legislative Department for the use and purposes of the State and Provincial Legislative Department; and twenty-five cents (25¢) will be set aside and placed in an Emergency Fund and the President will have the authority to pay strike benefits. *On January 1 or each year any unused monies from the \$1.00 (one dollar) monthly assessment in the individual accounts of the States and Provinces shall revert back to the State and Provincial Legislative Department Fund.*

CONSTITUTION AND BY-LAWS

1994 PROPOSAL NO. 58

SUBMITTED BY PENNSYLVANIA FEDERATION
JOINT PROTECTIVE BOARD

ARTICLE XX, SECTION 22:

Sec. 22. Consolidation of System Divisions or Federations. When two or more Systems of Railways are consolidated and operated as one unit, the Joint Protective Boards on such Systems of Railways may consolidate or federate in order to facilitate the representation of the members thereon, in the following manner.

When two or more Systems of Railways of approximately equal mileage and importance are consolidated, the Joint Protective Boards on such Systems may meet in joint session. At such joint session, existing Constitutions and/or By-Laws shall be suspended and all Officers' positions declared vacant, and a new Constitution and/or By-Laws suitable for the government of the Consolidated System Division or Federation shall be adopted and new Officers elected.

Where a small System of Railway is being consolidated or absorbed by a large System of Railway, the System Organization on such small absorbed System may become affiliated with the System Organization on the large absorbing System and shall be governed by the Constitution and/or By-Laws in effect on such larger System with respect to representation and otherwise.

In all cases of consolidations of two (2) or more System Divisions or Federations, the funds of those which consolidate shall revert to the System Division or Federation in which they are consolidated; however, all records shall become the property of and be returned to Grand Lodge for such distribution as may be appropriate.

In all cases of abandonment of a System Division or Federation, the funds and records shall be returned to Grand Lodge in accordance with the procedure hereinbefore provided in Article XIX, Section 2, for dissolution of Subordinate Lodges.

ARTICLE XX, SECTION 22:

BE AMENDED TO ADD NEW PARAGRAPHS:

Sec. 22. Consolidation of System Divisions or Federations. When two or more

Systems of Railways are consolidated and operated as one unit, the Joint Protective Boards on such Systems of Railways may consolidate or federate in order to facilitate the representation of the members thereon, in the following manner.

When two or more Systems of Railways of approximately equal mileage and importance are consolidated, the Joint Protective Boards on such Systems may meet in joint session. At such joint session, existing Constitutions and/or By-Laws shall be suspended and all Officers' positions declared vacant, and a new Constitution and/or By-Laws suitable for the government of the Consolidated System Division or Federation shall be adopted and new Officers elected.

Where a small System of Railway is being consolidated or absorbed by a large System of Railway, the System Organization on such small absorbed System may become affiliated with the System Organization on the large absorbing System and shall be governed by the Constitution and/or By-Laws in effect on such larger System with respect to representation and otherwise.

In all cases of consolidations of two (2) or more System Divisions or Federations, the funds of those which consolidate shall revert to the System Division or Federation in which they are consolidated; however, all records shall become the property of and be returned to Grand Lodge for such distribution as may be appropriate.

In all cases of abandonment of a System Division or Federation, the funds and records shall be returned to Grand Lodge in accordance with the procedure hereinbefore provided in Article XIX, Section 2, for dissolution of Subordinate Lodges.

A Federation General Chairman, in conjunction with the Federation Secretary-Treasurer and a majority vote of the Federation Joint Protective Board may petition the Grand Lodge President to merge their system with an adjoining system when the following conditions are met:

1. The Systems are signatories to the same basic work rule agreement on the same railroad; and

2. The Systems have representation which overlaps on common maintenance seniority rosters to the extent that both systems represent 20% or more of the common maintenance seniority roster.

When a System petitions the Grand Lodge President to merge with another System the Grand Lodge President shall immediately forward the petition to the other involved System. Within thirty days the Grand Lodge President shall determine whether or not the conditions set forth in 1 and 2 above have been met.

If they have not been met the Grand Lodge President shall decline the petition and state why the requirements have not been met.

If the requirements have been met, the Grand Lodge President, shall within the next sixty days put a mail ballot out to the membership in good standing of the two involved System Divisions to determine whether or not the membership desires that the systems be merged. The ballot shall state very simply whether or not the Systems should be merged and the member shall be asked to check yes if merger is supported or check no if merger is not supported. The Grand Lodge President shall contract with an independent ballot counting company to conduct the election. Postage shall be prepaid on the ballot.

If a majority of those voting support the merger the Grand Lodge President shall order a merger to take place in accordance with the other procedures in these By-Laws. If a majority of those voting do not support the merger then the Grand Lodge President shall decline the petition to merge.

Wednesday, July 13, 1994

Morning Session

PRESIDENT FLEMING: Yes, continue.

BROTHER KNIGHT: Article XX, Section 22, the committee recommends no change.

PRESIDENT FLEMING: Microphone No. 1.

BROTHER ROBERT LARRABEE, Lodge 362: I propose an amendment to the committee report of Article XX, Section 22, of the Grand Lodge Constitution and Bylaws. This amendment is identified as Proposal No. 58 as properly published in the Brotherhood's Journal. This amendment called for the consolidation of the systems, divisions and federations.

PRESIDENT FLEMING: Yes, microphone No. 1.

BROTHER JIM MORRIS, Lodge 3050: I second it.

PRESIDENT FLEMING: Thank you, Brother Morris. Brother, would you like to speak on your motion?

BROTHER LARRABEE: Yes, I would. Brothers and Sisters, I'm a vehicle operator from the Conrail system. I'm not a union official. I work out on the track every day. We have a unique situation on the Conrail System. I am represented by the Northeast System Federation on my property, the Consolidated Rail System Division on my property and the Pennsylvania Federation on my property.

When we go to ask for a ruling, we get three different rulings from three different people. And the carrier is always winning. I'm a grievance person, I represent people that come to work in New York state from Ohio, I represent my Brothers that come in from New England and I represent the people that live in my area. But what I'm constantly getting up against is when I ask for a ruling, they go home and they call their representative, I call my representative, and the other guy calls his representative, and the carrier seems to take the one that's in their favor.

We met a couple years ago at a joint union meeting. There were approximately 100 of us there from the different federations. We at that time asked in the Albany region of New York state if we could have one federation represent us. We were told no. So, we pursued this with this bylaw change that we would like to have one federation represent us so we do not have the carrier winning every time we put a proposal or an argument before them.

I don't know how else to say it. I guess we're stuck in a situation back there where we're constantly losing every battle

that we bring before the carrier.

I do ask for your support. That's the best I can do from here on in. People, I'm not a union man, I'm a worker. All I'm asking for is one federation to represent us on the property. It says "Unified" and that's all we want. I tell you people, I polled 400 men that I work with before I came out here. These 400 men represents the three that I'm talking about. All we're asking for is a chance that we have one federation represent us instead of three federations represent us so we can possibly go after the carrier and win. Thank you.

...Applause...

PRESIDENT FLEMING: With the body's indulgence, I would ask Brother Knight, would you begin, Brother Knight, by first explaining exactly what this motion would do and then give the rationale of the committee's rejection.

BROTHER KNIGHT: I think I can explain that in the rationale, President Fleming.

PRESIDENT FLEMING: Microphone No. 7.

UNIDENTIFIED SPEAKER: The Brother spoke on his motion, but I don't believe that there was a second to that motion, was there?

PRESIDENT FLEMING: Yes, it was seconded, Brother. Brother Knight.

BROTHER KNIGHT: President Fleming, the committee felt that this proposal promotes the idea of hostile takeovers of small systems by larger systems which ignores the basic concept of the present bylaws to base mergers on the desires of the parties involved.

The proposal indicates that if a majority of those voting support the merger, the Grand Lodge President shall order a merger. The committee felt that this was inappropriate, and instead the determination should be made by a majority vote of the membership of each system as opposed to a majority of those voting. The proposal does not address a system that represents less than 20 percent of a common maintenance seniority roster. It was also felt that the proposal gave the President too much power, with all due respect.

Finally, the proposal suggests that a merger must be ordered to eliminate an inherent problem for the members who are involved in a common maintenance seniority roster when that simply may not be the case. The members may not be experiencing problems in that connection. For these reasons,

Wednesday, July 13, 1994

Morning Session

Wednes

the committee recommended the rejection of the proposal.

PRESIDENT FLEMING: Thank you, Brother Knight. Microphone No. 7, state your inquiry.

BROTHER JIM SCOTT, Lodge 3060: What I'd like to bring up on this here federation, let's get a view from the federations' General Chairmen, their point of view on this.

PRESIDENT FLEMING: Brother, are you asking an inquiry or are you speaking on the motion?

BROTHER SCOTT: An inquiry on the expense to our union members being represented by three different and we all pay different union dues.

PRESIDENT FLEMING: Brother, I think that's what we're doing. We're getting opinions now. You're free to go to the microphone.

BROTHER SCOTT: I'd like to get an opinion from our General Chairmen of the federations, get their point of view, their reasons.

PRESIDENT FLEMING: Brother, there are 12 of them up here at this table and that is somewhat a point of view.

BROTHER SCOTT: But the three that represents Conrail.

PRESIDENT FLEMING: I'm sorry. Brother, they're free to go to the microphone. Microphone No. 1, continue, Brother Morris.

BROTHER JIM MORRIS, Lodge 3050: Under the current bylaws, the joint protective boards of the federations have to meet and vote. I don't know any federation official that's going to vote his own job out. It's going to have to be the members to change it.

Right now, as it stands, mergers have been attempted and joint protective boards of federations have rejected mergers for the sole reason of protecting their own ass and not wanting to lose their jobs.

...Applause...

I would also request that the minority of the Bylaws Committee speak.

BROTHER KNIGHT: I believe he's coming up right now.

...Applause...

PRESIDENT FLEMING: Microphone No. 6.

BROTHER BILL GLISSON, Lodge 2655: I come off a territory where we just had a merger, it looked like we were going to try to pull a three-way merger, but our members didn't like the idea and it came back again to federation business. My members did not like the situation. They voted against it. They told me what to do as a committee member of that team. And we did not go through with the merger. Under this proposal, you will force my members to join that operation. And this is steady federation business, does not need to be here at Grand Lodge.

...Applause...

PRESIDENT FLEMING: Microphone No. 5.

BROTHER CARL MILLER, Lodge 3063: This proposal here I stand for. It does create unity among the men, that's what we're here for. It's a terrible thing when you go out on the property, everybody's paying different dues structure, getting different men on the same location and different representatives.

This proposal here would solve a lot of problems and create a lot better unity on the property where we're at. By the way, it wouldn't create a loss of jobs in the union. I think it would basically be better for our members. Thank you.

...Applause...

PRESIDENT FLEMING: Microphone No. 8, Brother Dodd.

BROTHER BRAD FLUCK, Lodge 1055: I was trying to look at all those different ones, and the one we're talking about, 58 right now, I guess I'm a little lost. But if I understand it right, this would allow the rank and file to decide if they want to merge; is that correct?

PRESIDENT FLEMING: Brother Knight.

BROTHER KNIGHT: That was not the committee's understanding. I'll refer to subcommittee number two. Rick Wehrli.

BROTHER RICK WEHRLI: When we looked at this, we noticed that the proposal indicates a majority of those voting, not a majority of the membership of each system, and that's one of the main problems we had with the proposal. The larger system could consume the smaller system every time by just getting out their vote.

Wednesday, July 13, 1994

Morning Session

BROTHER FLUCK: The maker of this proposal, could they say what their intent is on that? I'd like to see what their intent is, please.

PRESIDENT FLEMING: Brother Knight.

BROTHER KNIGHT: President Fleming, it was submitted by the entire Penn Federation.

PRESIDENT FLEMING: Brother Dodd, would you be in a position to answer that question before you speak on the motion? Would you like to go ahead, Brother?

BROTHER JED DODD, Lodge 3068: The way I understand the question is does it go back to the membership for a final decision about whether the federation should merge? And this proposal, our proposal, does require that, and it requires the majority of those voting to determine, if you belong to a particular bargaining unit, whether you should belong to the same federation. And it returns the entire question to the membership. And the way the Bylaws Committee, my esteemed colleagues, have basically kind of twisted it around that it doesn't require a majority of the entire membership.

It requires that opportunity is provided to the entire membership to have a voice in whether or not they want the federations to merge. Whether a member elects not to take that opportunity is his or her decision, but it certainly provides that opportunity in a democratic process. Thank you.

PRESIDENT FLEMING: Thank you, Brother Dodd. Microphone No. 2. Brother Cassese.

BROTHER JIM CASSESE, LODGE 305: Oh, I was sleeping. I was so engrossed in what Brother Dodd was saying, you know. It seems ironic to me that an organization that has been espousing democracy all over the place, that the members have a right to do this and the members have a right to do that, yet, they want a resolution to adopt a motion that would impose a hostile takeover and, pure and simple, that's what it is. It's a hostile takeover.

Now, when an organization is going to merge with another, you go to the leadership of that organization. You don't go right down to the bottom of the rank and file, because they really don't know.

(Chorus of boos.)

Thanks, Penn Fed. But the object of the thing is that it's more than what they are claiming it to be. It's just a power takeover. You know, I'm the only one in the Northeast now that

creates some sort of a balance of the whole situation, and there is no balance. If they are permitted to do this and if they get their vote passed the way they say, then the thing is that they could call the shots any way they want to. And that's the only motivation to this thing. As far as democracy for the membership, forget it. It's the same old crap in a new package.

...Applause...

PRESIDENT FLEMING: We have an inquiry at No. 8. State your inquiry.

BROTHER WILLIAM BAHRKE, Lodge 1105: My question was when these ballots are taken, are they counted separately per federation or system?

PRESIDENT FLEMING: Brother Knight.

BROTHER KNIGHT: It's my understanding that it would be a collective ballot. It would not be per individual system. Correct me if I'm wrong, Brother Dodd.

BROTHER BAHRKE: Could I have Jed Dodd answer that?

PRESIDENT FLEMING: Brother Dodd, No. 1.

BROTHER JED DODD: It would not be an individual vote of the systems. It would be a collective vote of the membership affected.

PRESIDENT FLEMING: Okay, Brother. Microphone No. 6.

BROTHER W. L. GLISSON, Lodge 2655: Call for the question.

...Applause...

PRESIDENT FLEMING: Question has been called for, Brothers. Microphone No. 7.

BROTHER JOHN KRUK, Lodge 244: I just needed some clarification. I believe here we're talking about Conrail and having three systems on this railway; is that correct?

PRESIDENT FLEMING: Brother Knight, would you like to answer?

BROTHER KNIGHT: Yeah, if I understand this bylaw correctly, this encompasses the entire Brotherhood, not just Conrail.

BROTHER KRUK: No, but in the instant case that we're speaking about on the floor here.

BROTHER KNIGHT: I'm sure there are other federations that are being affected. My federation in particular has an agreement that is signatory by other federations. So, I'm sure there is a number in this room that are being affected.

PRESIDENT FLEMING: This could apply anywhere, Brother Kruk.

BROTHER KRUK: Does the Penn Fed represent members on Conrail? And there's two other systems that represent members on Conrail?

PRESIDENT FLEMING: That's correct.

BROTHER KRUK: Is the Pennsylvania Fed the largest of the three?

PRESIDENT FLEMING: I don't know the answer to that. Who is largest? Brother Dodd, can you answer that?

BROTHER DODD: Our federation is larger.

PRESIDENT FLEMING: Did I answer your question, Brother Kruk?

...Laughter...

BROTHER KRUK: So, in effect, if there was a vote, Pennsylvania Fed would come out the winner?

...Applause...

PRESIDENT FLEMING: Microphone No. 7.

BROTHER MIKE BESSETTE, Lodge 228: Earlier it was asked for the opinion of the three General Chairmen that were affected, and we only heard from two of them. Could we hear from the third General Chairman, please?

PRESIDENT FLEMING: No, we have rules, Brother Bessette. There's been three speak for this motion already, and only two speak against. So, we have to go to the against, and that will be —

BROTHER BESSETTE: Excuse me, but we don't know if they're for or against, do we?

PRESIDENT FLEMING: Well, we do. We keep track up here who has spoken for and against the motion, and by the

rules we've had three for, two against and, as soon as we clear up all of the immediate questions, we are going to one of the against microphones, okay? Microphone No. 7.

BROTHER JOHN SELF, Lodge 1099: Just a point of information. Is not this the same thing that the carriers have been trying to enforce upon us for years to force us to have one General Chairman on any railroad that's owned by any one railroad?

...Applause...

PRESIDENT FLEMING: Microphone No. 7. State your inquiry, Brother.

BROTHER JOHN M. BASSO, Lodge 3097: I would like to hear from Mr. Davison on his opinion as to whether he feels this is in the form of hostile takeover, which Mr. Cassese stated.

PRESIDENT FLEMING: That's already been requested, Brother. We've got to go to microphone No. 2.

BROTHER JEROME MOWKA, Lodge 1037: The way I understood Mr. Dodd's statement, I'm against this if — hypothetically, my federation, if it has, say, 5,000 members and they all vote against the takeover and the other federation has 10,000 members and they vote for it, then that would completely go against the one federation's majority, and to me that's unfair. That's not democratic.

...Applause...

PRESIDENT FLEMING: We've had three for and three against. Question has been called for. Are we ready to move the question? All in favor of moving the question, let it be known by saying aye. All opposed, say no. The ayes have it. Brothers, we're on the question. Article XX, Section 22.

BROTHER KNIGHT: Proposed Change No. 58.

PRESIDENT FLEMING: Proposal No. 58. Brother at No. 7.

BROTHER JIM SCOTT, Lodge 3060: I asked an immediate question earlier for all three federation representatives to speak, and I only heard two.

PRESIDENT FLEMING: Brother, we give everybody an opportunity that gets to the microphone. It's up to them to come to the microphone.

BROTHER SCOTT: Well, the other one might have been

Wednesday, July 14, 2021

...out of the hall at the time.

PRESIDENT FLEMING: No, no. Sorry, Brother.

UNIDENTIFIED SPEAKER: He was up at a microphone and he got shut off. He can come back. He was here.

PRESIDENT FLEMING: Brothers, there were three for, three against. Spoken. The question was called for. The question was called for under the rules, properly called for.

I understand, but the question was called for, Brother. Under the rules we have to proceed with the vote. We're on the question, Article XX, Section 22. You're voting on the motion whether to adopt the additional paragraph. Microphone No. 8.

BROTHER MARK WIMMER, Lodge 1906: Could you clarify for the delegates exactly what we're voting on now, President Fleming?

PRESIDENT FLEMING: We're voting on whether to add the new paragraph to Article XX, Section 22, that would provide—in order to properly explain it, we might have to just review it, but it will be, if you'll look in your book at Proposal No. 58 that's on the screen and you can see the paragraph. There's quite a bit of verbiage there, but it would provide for consolidation or mergers as provided under that Proposal 58. Is everybody clear on what they're voting for? No. 7.

UNIDENTIFIED SPEAKER: Sir, could I ask for a show of hands on this vote?

PRESIDENT FLEMING: Show of hands will be granted. No. 8.

BROTHER LOUIS BELOW, Lodge 914: We were referring to Proposal 37, not 58, when we initially discussed this.

PRESIDENT FLEMING: No, Brother, it's been 58 all along. Question has been called for. All those in favor of adding the paragraph, the new procedures, let it be known by raising your right hand. Down hands. All opposed, raise your right hand. The opposeds have it, Brothers.

...Applause...

Brother Knight, did we have an additional proposal on Article XX?

BROTHER KNIGHT: Article XX, Section 23, the committee recommends no change.

PRESIDENT FLEMING: Okay.

BROTHER KNIGHT: President Fleming, there were no other proposed amendments received under Article XX.

PRESIDENT FLEMING: Microphone No. 8.

BROTHER LARRY ZIRBES, Lodge 1296: I'd like to have the committee explain.

PRESIDENT FLEMING: Explain what, Brother?

BROTHER ZIRBES: Explain why they rejected this.

PRESIDENT FLEMING: Which one, Brother?

BROTHER ZIRBES: Proposal 77.

BROTHER KNIGHT: It's under Section 23, President Fleming.

PRESIDENT FLEMING: Go ahead, Brother Knight.

BROTHER KNIGHT: All right. I will turn to my distinguished colleague, Brother Wehrli.

BROTHER WEHRLI: Thank you. The committee felt that this was a policy matter and, therefore, did not appropriately belong in the bylaws. Further, it was felt that an ultimate paragraph of current Resolution No. 7 more adequately addressed the issue. That portion reads: Be it further resolved, that it shall be the policy of this Brotherhood to represent to the best of our ability and means any member of our Brotherhood who has been subjected to any disciplinary action by a carrier as a direct result of having voluntarily honored a union's picket line.

For these reasons the committee recommended rejection of the proposal.

PRESIDENT FLEMING: Are there any other amendments to be offered to Article XX? There being none, Article XX is closed for further consideration. Brother Knight, would you continue with Article XXI?

BROTHER KNIGHT: Thank you, President Fleming. Article XXI, Section 3. The committee recommends, and I move, that Article XXI, Section 3, be amended by adding a new sentence at the end as follows: An accurate record of the proceedings of the state or provincial convention shall be forwarded to the head of the respective legislative department within 30 days after the state or provincial convention.