

BYLAWS

For the Government

of the

JOINT PROTECTIVE BOARD

and

MEMBERS

of the

CONRAIL SYSTEM FEDERATION

Comprising of members on the Consolidated Rail Corporation

and any other railroad which becomes affiliated with the

Conrail System Federation

of the

BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES DIVISION

OF THE

INTERNATIONAL BROTHERHOOD OF TEAMSTERS

As Adopted at the

Founding Convention

Held on March 22, 2022

In Trenton, New Jersey

PREAMBLE

We, the Conrail System Federation (CSF), realize that the struggle to better our working conditions is in vain unless we are united to protect ourselves collectively against the organized forces of the employers. We form an organization, which unites all workers with rank and file control, regardless of classification, age, sex, sexual preference, nationality, race, creed or political beliefs, and pursue at all times a policy of aggressive struggle to improve our conditions.

We pledge ourselves to unite labor for the principles herein set forth, to perpetuate our union and work diligently with other labor organizations to bring about a higher standard of living of the workers.

All of which we propose to consummate by conducting our affairs in an honorable and professional manner, in accordance with the provisions incorporated in these Bylaws which are the governing laws of our Conrail System Federation, consistent with and subject to the provisions of the National Division Bylaws and the IBT Constitution.

ARTICLE I ORGANIZATION

Section 1. This body shall be known as the Conrail System Federation of the Brotherhood of Maintenance of Way Employees Division (the "Federation") and shall have jurisdiction over all Maintenance of Way employees employed by the Consolidated Rail Corporation and any other railroads that may hereafter become affiliated with the Federation in accordance with the provisions of Section 2 of this Article.

Section 2. (a) Any System Division, Federation or Maintenance of Way employees of any railroad, 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 on such railroad) to the General Chairperson of the Federation. If the General Chairperson feels the affiliation to be advisable, he/she shall immediately advise the members of the Federation Joint Protective Board of such application for affiliation. The Joint Protective Board 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 Federation. If a majority of the Joint Protective Board members approve such affiliation, the General Chairperson will proceed to carry out such affiliation, providing the conditions of affiliation meet with the approval of the National Division President.

(b) Should the General Chairperson fail to achieve an affiliation and he/she deems such affiliation still advisable in the interest of the Federation, he/she may call into session the members of the Joint Protective Board in order to carry out such affiliation.

(c) Should the General Chairperson deem it advisable to affiliate the Federation with any other Federation, he/she shall present the terms of the affiliation to the Federation Joint Protective Board, and they shall by majority vote approve or disapprove the proposed affiliation.

(d) Affiliation. Any employees who desire to become represented by a labor organization or employees, who are represented by a labor organization, may seek representation by this Federation by invitation of the Federation or by written petition to the General Chairperson of the Federation. The General Chairperson will endeavor to make such agreements or arrangements as may be necessary to attain such affiliation, subject to the approval of the Federation Joint Protective Board and the National Division President. Any employees may be assigned to the Federation by the National Division President, subject to the approval of the Federation Joint Protective Board.

**ARTICLE II
GOVERNING BODY
CONVENTIONS
JOINT PROTECTIVE BOARD MEETINGS**

Section 1. (a) The supreme body of the Federation shall be the Joint Protective Board and duly elected delegates assembled at the Federation's Regular Quadrennial Convention. Said Convention shall be the true and legitimate source of all authority pertaining to all matters under the jurisdiction of the Federation. It shall enact legislation, which is not contrary to, or in conflict with, any of the provisions of the Bylaws of the Brotherhood of Maintenance of Way Employes Division (BMWED), the Merger Agreement between Brotherhood of Maintenance of Way Employes (BMWE) and International Brotherhood of Teamsters (IBT), or with any rules, law or decision of the National Division. Except as provided for in Article III, Section 1, of these Bylaws, there is no power vested in any Officer, Committee, or body of members under its jurisdiction to repeal, alter or change its laws during the interim between Regular Quadrennial Conventions.

The Joint Protective Board will be the governing body during the interim between Regular Quadrennial Conventions and shall be empowered to enact legislation as prescribed in these Bylaws. It shall meet semi-annually in the months of April and October. Any other meeting shall be subject to call by the General Chairperson or upon written request by a majority of the Joint Protective Board through the National Division President or by the National Division President. At least ten (10) days' advance notice of such meetings shall be given in writing and such notice shall specify the date, time, place, and purpose of the meeting. A majority vote of the members of the Joint Protective Board shall be required for the determination of all matters properly before the Board. At the discretion of the General Chairperson, meetings may be held in person or via video conferencing. All enactments shall be approved by the National Division President before becoming operative.

(b) The Joint Protective Board shall consist of a General Chairperson, Vice Chairperson/Secretary-Treasurer, and Executive Board of three (3) members, with a maximum of two (1) Executive Board members of the same Local Lodge.

(c) The Joint Protective Board shall be convened as a Bylaws Committee at least fourteen (14) but no earlier than twenty-one (21) days prior to the Quadrennial Convention for the purpose of considering any proposed changes in the System Division Bylaws. Proposed changes shall be submitted in writing to the General Chairperson not less than thirty (30) days prior thereto.

Section 2.(a) The Federation shall convene in regular convention in August 2025, and quadrennially thereafter in September at a place accessible as determined by the General Chairperson with approval of the remaining members of the Joint Protective Board. Notice thereof shall be issued by the General Chairperson at least ninety (90) days prior thereto.

(b) Each Local Lodge in the Federation shall be entitled to be represented at System Division Conventions by a delegate or alternate.

(c) At least thirty (30) days prior to the regular System Division Convention, each Lodge desiring to be represented shall elect, by secret ballot vote, a delegate and an alternate to attend the Convention. The alternate will take the place of the delegate in case the delegate is unable to serve.

(d) Delegates and alternates must be a Member of the Local Lodge and must satisfy the BMWED National Division Bylaws and the BMW/IBT Merger Agreement's "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 to be in "good "continuous good standing". Provided, however, that for Lodges in existence for less than twenty-four (24) months, the continuous good standing provisions of Article II, Section 4(b) of the IBT Constitution shall apply.

(e) Credentials shall be issued to the Secretary-Treasurers of the Lodges in the System Division at least sixty (60) days in advance of the Convention. All delegates must hold Credentials to be issued as follows: Joint Protective Board members by the General Chairperson; and delegates from Local Lodges by the Lodge they represent. Credentials of delegates from Local Lodges must be signed by either President or the Secretary-Treasurer of the Lodge. All duplicate Credentials shall be forwarded to the General Chairperson's office at least twenty (20) days prior to the Convention date.

(f) Joint Protective Board members and delegates or alternates from Local Lodges must present Credentials to the Credentials Committee before being seated at the Convention. A majority of Joint Protective Board members and delegates shall constitute a quorum at the Regular Quadrennial Convention.

(g) Each properly seated Local Lodge delegate at the regular Quadrennial Convention shall be entitled to cast a weighted vote consisting of all members of the local lodge in good standing as of the last day of the month prior to the month in which the Joint Protective Board meeting is convened.

(h) Each Joint Protective Board member shall be a delegate ex-officio at all regular Quadrennial Conventions with all delegate rights and privileges and will have one (1) vote unless such Joint Protective Board member has been elected as a Local Lodge delegate by secret ballot vote of the members of a Local Lodge.

Section 3.(a) The offices of General Chairperson, Vice Chairperson/Secretary-Treasurer and Executive Board shall be filled by direct rank and file election during the first twenty (20) days of June of every Convention year.

(b) A Nomination period shall commence between April 15 and April 30 of the election year. Any member who is qualified as prescribed in Article II, Section 3(b) of these Bylaws, may declare themselves a candidate for any position by sending a certified letter, return receipt

requested to the System Division Office by April 30 of the Convention year. If April 30 of the Convention year falls on a Saturday or Sunday, then all nominations shall be received by the next business day. Any nomination received after such date shall be ruled invalid.

(c) On or before May 31 of the Convention year, the Federation shall mail to each member in good standing, a ballot listing each position to be voted on and the candidates for each position, together with postage paid, return address envelopes designed to guarantee that the vote is by secret ballot. The election shall be conducted by the American Arbitration Association, Honest Ballot or other balloting services company approved by the Joint Protective Board. Ballots shall be accepted with a postmark up to and including June 20 and counted on the following business day of the election year. If June 20 falls on a Saturday or Sunday, ballots shall be accepted up to and including the first business day following June 20 and counted on the following business day. The Candidate receiving a plurality of votes from the members returning ballots shall be declared the winner of the election. Electronic voting will also be available.

(d) In the event of a tie for any of the above offices, a run-off election will be held only for the affected positions. On or before June 30 of the Convention year, ballots, as per the regular election procedure, will be mailed to all members with a postmark of July 15 or, in the event, July 15 falls on a Saturday or Sunday, the first business date following July 15. The procedure for collecting and counting all ballots will be consistent with the above procedures. The candidate receiving a plurality of votes from the members returning ballots shall be declared the winner. In the event of another tie, the members of the Joint Protective Board along with any and all Local Lodge delegates will meet prior to the opening of the Convention to elect an officer for the position(s) in question from the candidate(s) on said ballots. The winner(s) will be announced at the Convention.

(e) Immediately following the election of officer, the newly elected Executive Board will elect a Chairperson, recording secretary of the Committee. The Federation shall notify the Presidents and Secretary-Treasurers of each Local of the outcome of the elections. All elected Officers shall be installed at the Convention and assume office September 1 of the election year.

(f) Unless ineligible by virtue of the provisions of these Bylaws, or the BMWED Bylaws, or applicable law, any member of the Federation of the Brotherhood of Maintenance of Way Employes Division meeting the continuous good standing provisions of Article II, Section 4 of the IBT Constitution, and having at least twenty-four (24) months' railroad service based on at least twenty-four (24) months' seniority rights on some railroad in the departments coming under the jurisdiction of the Federation, and who shall have at least twenty-four (24) months' continuous membership in good standing in the Federation at the time of assuming office, is eligible for election as an Officer of the Joint Protective Board.

(g) Except as provided for in Section 3(d), Article II of these Bylaws, any member who leaves the service of the railway or who transfers to or becomes employed in a department not under the jurisdiction of this System Division, or who is employed in an official capacity by a Carrier, shall not be eligible to hold office or to participate in the transaction of any business of this System Division.

(h) 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 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 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.

(i) The initial election of officers shall be held by a delegate-weighted vote at the founding convention of the Federation. The officers shall be elected in the following order: General Chairperson, Vice Chairperson/Secretary-Treasurer and three (3) Executive Board members. It shall require a majority of the votes cast to be declared the winner. Should no candidate receive a plurality of the votes cast on the first ballot, the candidate with the least votes shall be dropped from the ballot and voting will continue until a candidate receives a majority of the votes cast.

ARTICLE III DUTIES, AUTHORITY AND RESPONSIBILITY OF OFFICERS

Section 1(a). The General Chairperson shall, in addition to the provisions herein provided, discharge on behalf of the Federation, 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 seven (7) years in support of such reports.

(b) He/she shall devote such time as may be required to promote the best interests of the Brotherhood in accordance with the provisions incorporated in these Bylaws. He/she shall devote as much time as administrative duties will permit in going over the lines of the System Division doing general work, visiting Local Lodges, and instructing the Officers thereof in their duties. When grievances are referred to him/her, he/she shall exert every honorable means in conformity with the provisions of the agreement in effect under the laws of the BMWED-IBT toward obtaining satisfactory adjustments, and in a general way work for the upbuilding of the Brotherhood. He/she shall have the authority to request the assistance of any System Division member in handling grievances or other matters.

(c) The Federation funds shall be maintained by the BMWED National Division. All salary and personal expense bills and other legitimate expenditures of the System Division must be approved by the General Chairperson before payment is made.

(d) Upon request from any member in good standing made within the month of January, he/she shall make annual reports of his/her activities for the preceding year, furnishing copies of same to the Secretary of each Local Lodge in the Federation, members of the Joint

Protective Board, the President of National Division and the Vice President of the Region. He/she shall make a comprehensive report to the Quadrennial Convention covering his/her stewardship during the preceding term of office.

(e) The General Chairperson may, when in his/her judgment conditions warrant, submit by mail subject matters requiring the approval of the Joint Protective Board. A question so submitted shall be clearly and distinctly set out and a space provided for the yea or nay vote of the members of the Joint Protective Board. If the majority of the Joint Protective Board votes in favor of such a measure, it will be declared approved and enacted subject to the approval by the National Division President.

Section 2. It shall be the duty of the Vice Chairperson/Secretary-Treasurer to assist the General Chairperson in the discharge of his/her duties and he/she shall be subject to his instructions when called upon. He/she shall, in addition to the provisions herein provided, 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, but all records to be kept for a period of not less than seven (7) years in support of such reports. He/she shall record the proceedings of the Executive Board and Joint Protective Board meetings and furnish each member thereof a copy of such minutes. He/she shall preserve all books, records and other documents pertaining to the business and history of the System Division and the Brotherhood, which may come into his/her possession and turn same over to his/her successor. In case of a vacancy in the office of General Chairperson, the Vice Chairperson/Secretary-Treasurer shall assume the duties thereof during the unexpired term unless, within thirty (30) days of the date of such vacancy, a meeting of the Joint Protective Board is called by the National Division President or majority of the Joint Protective Board members through the National Division President for the purpose of electing a General Chairperson to fill the unexpired term.

Section 3. Executive Board shall meet with the General Chairperson and the Vice Chairperson/Secretary-Treasurer semi-annually, to examine and audit the accounts of the System Division, subject to the terms of the Merger Agreement between BMWED and IBT.

Section 4. Each of the Officers of the System Division, 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/she knows to be false.

Section 5. Each elected Federation Officer shall remit to the National Division Secretary-Treasurer all collections received by him/her, including initiation fees, at least once each month.

Section 6. In the event of a vacancy in any System Division office set forth in Article II, Section 3(a) of these Bylaws, except as provided in Article III, Section 2(a), the General Chairperson will within fifteen (15) days of such vacancy, call a meeting of the Joint Protective Board to elect, by majority vote, a member in good standing, as per Article II, Section 3(b) of these Bylaws, to fill the remainder of the vacancy.

Section 7.(a) The General Chairperson's, when he/she activates himself/herself or authorizes other officers of the Joint Protective Board to be activated, they will be paid a daily rate equal to the highest rated position on the Consolidated Rail Corporation property multiplied by eight (8) hours. Federation Officers will be allowed necessary expenses in connection with the duties of their offices when authorized by the General Chairperson.

(b) When approved by the General Chairperson, members of the Joint Protective Board shall receive a daily rate of pay equal to their rate of pay on the property and necessary expenses while attending their respective meetings or when summoned by the General Chairperson and such expense will be borne by the Federation. The salaries of employees other than Officers who are otherwise provided for herein shall be set by the General Chairperson, subject to the written approval of the Joint Protective Board.

(c) Joint Protective Board members are expected to receive their benefits from their employer and will ensure that they work sufficient number of days so that these benefits do not expire.

Section 8. When personal automobiles are used by Federation Officers, members, or employees under the instructions of the General Chairperson, they will be allowed to cover all expenses of operation, as governed by the current IRS Code for mileage made in connection with their assigned duties. This allowance will also apply to the General Chairperson when necessary to use his/her automobile in connection with his/her duties as General Chairperson. This mileage will not be allowed when automobiles are used voluntarily where reasonable transportation is available. All Federation Officers, members, and employees using their automobiles in performing Brotherhood duties will be required to carry liability insurance to protect the interest of the Brotherhood on such automobiles.

Section 9. Capital expenditures greater than \$500.00 must be submitted by the General Chairperson and approved by the Joint Protective Board.

ARTICLE IV SALARIES, BENEFITS AND FINANCIAL OBLIGATIONS OF OFFICERS

Section 1. If a majority of the Executive Board recommend the General Chairperson position be established as a full-time position, the General Chairperson shall be paid semi-monthly and will receive an annual salary of \$90,000.00 (ninety thousand dollars).

If a majority of the Executive Board recommend the Vice Chairperson/Secretary-Treasurer position be established on a full-time basis, the Vice Chairperson/Secretary-Treasurer shall be paid semi-monthly and receive an annual salary of \$85,000.00 (eighty-five thousand dollars).

The above contemplated salaries will increase in the same manner as workers under the BMWED/Conrail Agreement from the base salaries established in this section. In the event the BMWED/Conrail Agreement ceases to exist, the General Chairperson with the approval of the Executive Board shall select a suitable regional or national agreement as a replacement.

If the General Chairperson and/or Vice Chairperson/Secretary-Treasurer position(s) is assigned on a full-time basis, the individual(s) assigned shall pay the same health care cost sharing that Metra workers' pay under the BMWED/Metra Agreement.

Section 2. Benefits for full time Federation Officers shall not be less than those benefits received by members working on the various railroads under the jurisdiction of the Federation.

Section 3. In no case will advance payment be made on any salaries from the funds of the Federation.

Section 4. All Federation Officers while attending meetings, engaged in work or traveling in the interest of the Federation, other than at their headquarters, shall be allowed actual expenses, to be paid out of the funds of the Federation, when approved by the General Chairperson.

Section 5. Itemized Receipts, when obtainable, for all bills for which reimbursements are requested must be attached to bills for expenses.

Section 6. Bonding. The Officers and employees of the Federation will be bonded as prescribed in the National Division Bylaws. The premium of said bonds shall be paid from the Federation funds and the bonds shall be held in custody by the Secretary-Treasurer of the BMWED National Division.

Section 7. Financial Obligations. The Federation shall not contract, agree or be obligated in any way to pay salary and expenses to any person or Officer, or to incur any obligations of any kind with members or others beyond the extent of Federation funds and current income, 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 Federation or National Division beyond the extent of available funds in the Federation treasury.

Section 8. The System Division fiscal year shall end March 31 of each year.

Section 9. The Federation shall reimburse reasonable expenses and lost time for delegates of local lodges under the jurisdiction of the Federation to attend the National Division quadrennial convention.

ARTICLE V
CHARGES, TRIALS, AND APPEALS PROCEDURES OF
SYSTEM DIVISION OFFICERS
AND JOINT PROTECTIVE BOARD MEMBERS

Charges against any 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 BMW-IBT Merger Agreement.

Appeals from the decision of the Trial Board shall be in accordance with Paragraph 4.12 of the BMWED-IBT Merger Agreement.

Any expense incurred in connection with the hearing of charges against any member of the Joint Protective Board, conducted as prescribed in this Article, will be paid from System Division funds. Vacancies created by sustained charges will be filled as provided in these Bylaws.

ARTICLE VI
CHARGES, TRIALS, AND APPEALS 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.

Any expenses incurred with the hearing of charges against a member, conducted as prescribed in this Article, will be paid from System Division funds.

ARTICLE VII
MEMBERSHIP

Any Maintenance of Way employee or any individual for whom the Brotherhood is seeking representation rights for, covered by such agreements on the railroad(s) within the jurisdiction of the Federation, is eligible for membership in the Brotherhood.

Anyone who has gained admission to the Brotherhood under false pretenses shall be subject to expulsion from membership after written charges and a trial as provided for in the Federation and BMWED National Division Bylaws.

ARTICLE VIII
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 amount 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 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 Division when approved by the duly constituted Officer as herein provided.

Section 2.(a) Effective with the payment of dues for the month of April 2022, and thereafter, each member shall, in addition to National Division dues and assessments, as set forth in Article XV, Section 3, of the BMWED National Division Bylaws, pay monthly in advance, or on the first day of each month, Federation dues. System Division dues will reflect **1.77 Subject to approval from the Bylaws Committees (Current National Average \$31.06 = \$54.98 per month)** of the average straight time hourly rate of pay rounded to the nearest twenty-five cents (\$.25), based on information reflected in Interstate Commerce Statement No. A-300 for Maintenance of Way employees for the most current published year. Said amount will be adjusted in January of each succeeding year to reflect the most current Interstate Commerce Statement No. A-300. In the event that the Interstate Commerce Commission ceases to publish Statement No. A-300 on an annual basis, or alters it materially, the annual statement published by the National Railway Labor Conference will be used as an alternative equivalent formula. 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 increase in rates of pay provided for under the National Agreements during the appropriate measurement period.

NOTE: The report used by the National Division in determining the appropriate dues structure will be the report used in determining the Federation dues structure.

(b) System Division dues, together with any and all assessments levied in accordance with the BMWED National Division Bylaws and System Division Bylaws, shall be used to defray expenses of the System Division.

(c) Members shall pay, in addition to the above, Local Lodge dues. Local Lodge dues on the Federation shall be three dollars (\$4.00) Subject to approval of the Bylaws Committee per member, per month.

(d) The Joint Protective Board may, pursuant to the provisions of Section 1 of Article II of these Bylaws, make adjustments in Federation dues during the interim between Regular Quadrennial Conventions when deemed necessary to protect the interest of the Federation.

**ARTICLE IX
HEADQUARTERS**

The General Chairperson may locate the Federation Headquarters at or near his/her point of primary residence subject to approval of the Joint Protective Board.

**ARTICLE X
GRIEVANCES**

It shall be the duty of a Local Chairperson to review grievance matters referred to him/her by any member of his/her Local Lodge or member of the System Division working on the territory he/she represents and to handle those grievances involving violations of the working agreement with the appropriate Officers of the Carrier, as directed by the General Chairperson. Failing to obtain a satisfactory settlement on a claim or grievance submitted to a Carrier Officer, the Local Chairperson shall promptly refer the unsettled claim or grievance to the General Chairperson, together with all pertinent facts relating thereto.

The General Chairperson 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 attain an amicable settlement of the matter in dispute. A settlement reached between the appropriate officer of the railway and the General Chairperson will dispose of the matter at issue.

The General Chairperson, Vice Chairperson/Secretary-Treasurer or the Local Chairperson, in the handling of grievances, may request the assistance of any member of the Federation within their respective areas of jurisdiction. The aggrieved member will be notified of the final decision rendered.

**ARTICLE XI
NEGOTIATIONS**

(a) A general negotiating committee shall be composed of the General Chairperson and the Vice Chairperson/Secretary-Treasurer. If the General Chairperson determines the negotiating committee should be expanded, he/she may appoint other members for the purpose of negotiations. The General Chairperson is hereby authorized to meet the management of the railroad on any general revision in working conditions or rates of pay that may be necessary or appropriate from time to time. Local Lodges, at their expense, may also add any of their Local Officers to the negotiating committee. When necessary, the General Chairperson may request the services of National Division Officers or any member of the Federation to assist the committee. Any such general revisions shall be approved by the National Division President or his/her designated representative in accordance with Article XIX, Section 9, of the BMWED National Division Bylaws prior to becoming effective.

Upon tentative acceptance of any general revisions of working conditions and rates of pay and/or health and welfare benefits, the General Chairperson shall submit a summary of such revisions to all affected active members of the Federation for its ratification or rejection by a majority of those voting. The AAA, Honest Ballot or other balloting services company shall be used for this purpose.

(b) Other agreements that affect only a portion of the bargaining unit shall be ratified by the affected membership before becoming effective and at the General Chairperson's discretion; he/she may employ other methods for ratification such as going to the tool house of the affected members and placing the ballots in a box to be counted. At all times, the affected members must be given an advance copy of the proposal and the method of ratification used must be approved by the Joint Protective Board.

ARTICLE XII DISCRIMINATION

It is the intention of this System Division that any reference to race, religion, or gender of members of the Federation is made in a nondiscriminatory manner. It is the intention of the Federation to consider all members equally, and all referral in the body of the Bylaws to gender of its membership is done so without prejudice.

ARTICLE XIV FEDERATION WEBSITE

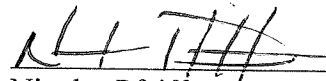
In the event the majority of the Joint Protective Board determines a Federation website a necessity, the website will be under the editorial supervision of the General Chairperson. If a website is established, it will have contact information for each of the Federation officers, documents such as collective bargaining agreements, constitution and bylaws of the governing organization and other relevant material that can be accessed by the membership. The website will also have an email sign up function or other electronic information distribution system so that those who sign up can receive timely and relevant updates of the business of the Federation. All members will be strongly and periodically encouraged to sign up for this list.

The General Chairperson may appoint a member of the Federation, with the approval of the Joint Protective Board, to be the web administrator and that person shall be paid a daily rate when approved by the General Chairperson. The web administrator will work at the direction of the General Chairperson.

**ARTICLE XV
BYLAWS**

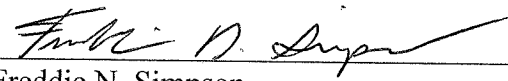
These Bylaws may be repealed, altered or amended by the majority of delegates at the Regular Quadrennial Convention; provided, that in cases where it is necessary to protect the best interests of the Federation during the interim between Regular Quadrennial Conventions, any part thereof may be altered, amended, or suspended by a majority vote of the members of the Joint Protective Board, assembled in a meeting of the Joint Protective Board called for the specific purpose pursuant to Article II, Section 1(a) of these Bylaws or by majority referendum vote. These Bylaws, when approved by the National Division President, shall supersede all other Bylaws governing systems under the jurisdiction of the Federation.

SIGNED:



Nicolas Pfeiffer
General Chairperson

APPROVED:



Freddie N. Simpson
National Division President

Date: 04/11/2022