This year, UPS Peak Season is Friday, November 23 - Sunday, December 23. We look forward to BNSF once again rising to the occasion to deliver another perfect UPS Peak Season. Submit "Good Saves" nominations to: goodsave@bnsf.com.
Our Vision is to realize the tremendous potential of BNSF Railway Company by providing transportation services that consistently meet our customers’ expectations.

EVIDENCES OF SUCCESS
We will know we have succeeded when:
- Our customers find it easy to do business with us, receive 100-percent on-time, damage-free service, accurate and timely information regarding their shipments, and the best value for their transportation dollar.
- Our employees work in a safe environment free of accidents and injuries, are focused on continuous improvement, share the opportunity for personal and professional growth that is available to all members of our diverse work force, and take pride in their association with BNSF.
- Our owners earn financial returns that exceed other railroads and the general market as a result of BNSF’s superior revenue growth and operating ratio, and a return on invested capital that is greater than our cost of capital.
- The communities we serve benefit from our sensibility to their interests and to the environment in general, our adherence to the highest legal and ethical standards, and the participation of our company and our employees in community activities.

BNSF Performance Measures

BNSF Units* Handled
Year-to-date through Nov. 13, 2012

<table>
<thead>
<tr>
<th></th>
<th>2012</th>
<th>2011</th>
</tr>
</thead>
<tbody>
<tr>
<td>Coal</td>
<td>1,882,632</td>
<td>1,981,744</td>
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<tr>
<td>Agricultural Products</td>
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<td>911,979</td>
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<tr>
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<td>1,300,820</td>
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<tr>
<td>System</td>
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<td>8,188,396</td>
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</table>

*Carloads, trailers or containers

BNSF Reportable Injuries
Year-to-date through Nov. 6, 2012

<table>
<thead>
<tr>
<th></th>
<th>2012</th>
<th>2011</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>407</td>
<td>474</td>
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</tbody>
</table>

BNSF Reportable Injuries: Year-to-date through Nov. 6, 2012

2012

Got a story idea?
Send story ideas to: Corporate.Communications@BNSF.com
A message from the Chairman and CEO

2012 demonstrating the strength, resilience of our diverse company

During these final weeks of 2012, it’s important to reflect on the year. Despite considerable difficulties, we can be proud of all we’ve achieved together.

Starting with safety, the steps we are taking continue to show positive results. Our injury-frequency and severity ratios are tracking at best-ever performance. However, we continue to be tragically reminded that while we work in a safe industry and for a safe company overall, our workplace remains very unforgiving. The tragic loss of four co-workers and the six life-altering serious injuries our co-workers suffered this year compel all of us to work harder to prevent these tragedies in the future. This is why it is so important that we approach each other about safety anytime we see at-risk behavior, and each of us ensures our absolute compliance with the rules.

We did a good job of resetting the network in 2012, and we are driving strong service and velocity performance across most of our network. That said, over the past few months, our service across our North Region has been affected by significant capital gang activity, slow orders and the explosive growth of the Bakken crude oil business.

This combination of factors has challenged our ability to provide consistent service to our most service-sensitive customers on this corridor. In response, we have identified several countermeasures and are seeing some gradual improvement, but we still have work to do on the North to deliver the level of service our customers deserve. Driving continuous improvement in service and velocity, while at the same time handling volume growth, is our ultimate goal.

One of the big stories this year was the significant growth in Bakken petroleum. To put this in perspective, we moved our first unit train of petroleum out of the Bakken region less than three years ago. For the month of November, we were on pace to handle 146 unit trains out of the same area. Other business highlights include:

- In Consumer Products, domestic intermodal volumes increased as more highway freight converted to rail. Automotive volumes were also higher due to increased North American auto sales.
- Coal volumes were lower due to decreased demand resulting from low natural gas prices, a mild winter and spring, and rising utility stockpiles.
- Industrial Products volumes increased at a double-digit pace throughout the year, primarily due to the shipments of Bakken petroleum and construction products, principally sand.
- Agricultural Products volumes were lower primarily due to decreased wheat and corn exports, partially offset by higher soybean and domestic corn shipments. The severe drought across the Midwest and Upper Plains this year also affected our agricultural business.

With the growth of the Bakken petroleum business and domestic intermodal and shifts in other areas, our network and mix of traffic are very different today than they were five years ago. This underscores the strength and resilience of our diverse company.

We continue to invest heavily in our network, and our infrastructure has never been in better shape. We will spend about $3.9 billion in 2012 capital commitments, including about $2.1 billion on maintaining our core network and related assets. We also continue investing in our locomotive and rail car fleet, and have spent about $300 million this past year as we continue installing positive train control in response to a federal mandate.

There is still great uncertainty regarding our economy and what the future holds. When this recession is truly over, it will go down in the record books as the greatest recession since the Great Depression. It is imperative that we remain focused on the essentials of our business as we serve our customers. We are making a large bet on the recovery with our capital plans. Our expectation is that the pace of growth over the next several years will be more consistent with a true economic recovery. When that happens, we will be well-positioned to participate and provide enormous value to our country. Until then, we need continued vigilance on our cost and service metrics. Thank you for all you do to contribute to our success and to meet our customers’ expectations.

Matthew K. Rose,
BNSF Chairman and CEO
Operating a railroad requires many moving parts and people in a wide variety of roles. The vital contributions made by BNSF people in jobs across the railroad are the topic of this Railway series.

Whether you’re new to the railroad or a veteran, these “who we are and what we do” stories are designed to bring a greater appreciation of the work and of those doing the work as well as to demonstrate our mutual interdependence.

The railroad is a 24/7, 365-day-a-year business, and no equipment bears more of the load than the locomotive.

BNSF owns and operates nearly 7,000 locomotives, with about three-fourths of these in through-freight service. The over-the-road machines haul freight on average more than 300 miles per day – about 100,000 miles a year. The typical BNSF locomotive has a life of 35 years before being retired. In that time, a locomotive will travel between 3.4 million and 4.8 million miles, equivalent to almost 200 trips around the earth’s equator.
Companies such as General Electric and Electro-Motive Diesel (a subsidiary of Caterpillar Inc.) build these locomotives to last, but given the rigorous workload, they require routine maintenance and repairs, along with periodic overhauls that enhance efficiency and reliability. BNSF employees regularly inspect and test these locomotives, as required by BNSF and by Federal Railroad Administration (FRA) regulations.

BNSF has 11 system locomotive shops; one of these is at Havre, Mont., which helps keep the engines that power trains moving safely and efficiently, thus helping to ensure that customers experience outstanding performance and consumers receive the goods they need.

The town of Havre largely owes its existence – and its name – to BNSF predecessor Great Northern Railway (GN). In 1890, GN founder James J. Hill arrived in what was then the community of Bullhook Bottoms on the Montana plains, halfway between Seattle and St. Paul, Minn. Hill was convinced that this was the ideal location to build a locomotive shop. Within a few years, the area’s population was on the rise, and Hill asked the town’s founding fathers to come up with a more appealing name for the city.

The first name suggested was France. Just 45 miles from the Canadian border, many of the original Bullhook Bottoms homesteaders were French, but they all turned down the suggestion. After much debate (the first meeting ended in a brawl), the original Bullhook Bottoms homesteaders agreed to rename the city Havre after founding father Gus Descelles’ parents’ hometown in France.

Today, Havre is the county seat of Hill County. Many who work at the shop and in the terminal are among a long line of railroaders, with third-, fourth- and even fifth-generation employees working there.

Since the construction of the original GN locomotive shops in the late 1800s, when the shop maintained steam locomotives, technology has dramatically changed locomotive designs and features. Today’s diesel units are more efficient and more reliable than ever before, but equipment still requires service, and the Havre facility makes an important contribution in ensuring that BNSF locomotives are in top condition.
In addition to the daily inspections by train crew members and Mechanical employees, locomotives undergo planned maintenance every 184 days on average. Additionally, FRA inspections are performed as required. Every six to eight years, each road fleet locomotive undergoes a major overhaul that entails replacing the locomotive engine, alternator, traction motors and other worn components. In addition to these scheduled maintenance events, locomotives sometimes require unscheduled repairs.

The Havre facility performs both maintenance and overhauls on thousands of locomotives every year. Locomotives are typically assigned by the service in which they generally work; in Havre, more than 85 percent of the units serviced and repaired are GE-manufactured and can be up to 20 years old. Even though there are some older units in the fleet, BNSF operates, on average, the newest fleet in the industry.

The Havre shop never shuts down, working round the clock in three eight-hour shifts. The 165 Havre shop employees – including machinists, electricians and sheet metal workers – operate much like those who repair and maintain automobiles. It’s just that these engines are bigger – a lot bigger – and more complex, with many more parts and systems to inspect and maintain.

“A locomotive is basically a mobile power plant. One unit has enough electrical output to power a small town,” says Beau Price, shop superintendent.

Employees at the Havre shop take pride in their craft, each in highly specialized roles, says Price. Machinists, for example, are responsible for the engine and mechanical components on diesel locomotives. They may test and repair lube oil pumps, fuel systems, radiators, air compressors, safety appliances and air brake systems as well as replace wheels. Electricians test, inspect and repair the electrical components of locomotive systems, including switches, heaters, air conditioners, DC power systems, event recorder tapes, lights, water coolers, batteries, low- and high-voltage systems, traction motors, cooling fans and fuel pumps. Sheet metal workers repair the plumbing of locomotive systems – air brakes, exhaust systems, lube oil, cooling water, air compressors, radiators and fuel systems. Others supporting the shop – laborers, hostlers and a carman – perform countless roles to help maintain and repair locomotives.

Much of the work at Havre is performed inside the shop’s 17 stalls, which are supplied with support equipment such as overhead cranes. In addition, there are service tracks outside the facility where engines receive fuel and water and are tested after being repaired.

Among the shop’s first-line supervisors is Mechanical Foreman Shawn Bickford. The son of a cattle rancher, Bickford grew up just six miles south of Havre. He joined...
BNSF in May 2005 after working as an HVAC sheet metal installer for 14 years.

“I did some HVAC installs for BNSF before I hired on,” says Bickford. “It was obvious that BNSF was a great company with quality employees. So I got on board and the thing that brought me in — the people — is still my favorite part of the job. Getting to talk with them, getting to know them, there’s great camaraderie on the railroad.”

The biggest adjustment Bickford had when he started working at BNSF was safety protocol, he says. “Everywhere else I’ve worked, you just got things done as fast as you could without putting much thought in about the potential risks. BNSF’s culture and way of thinking is uniquely safety-oriented. I’ve never worked for a safer company that cares so much about the health of its employees.”

Adds Doug Denny, safety assistant and electrician: “BNSF puts safety first. It’s priority No. 1.” Denny spent 22 years with the U.S. Coast Guard before joining the railroad. He was elected to his second term as safety assistant in February. “I wanted to keep improving the safety standards, so I put my hat in the ring. I knew we could do better; there are always opportunities for improvement.”

“We have a large, knowledgeable group here,” Denny says. “Everyone works together to produce a quality product. We turn out locomotives quickly and safely. We want to be sure that when a locomotive comes out of Havre, you know it’s going to run like it should.”

The Havre shop is well-known for its ability to produce reliable locomotives under regularly changing conditions. There can be wide swings in shop volume as locomotives pulling heavy grain and coal trains through the Rocky Mountains encounter challenging seasonal conditions.

Says Dan Walker, machinist: “We come to work with the mindset that we are going to be on top. We want to improve, to innovate and to set the right example.”

For more than 100 years, BNSF has relied on Havre to keep its trains running. Today, the facility is as important to BNSF’s success as ever.
BNSF predecessors helped realize the American dream as they built lines from the Midwest to the West through vastly unpopulated areas. Wherever the railroad went, people — and eventually towns — followed and, in most cases, thrived. Many of these cities became railroad centers. Today, they continue to play an important role for BNSF and are home to generations of railroaders and their families.

Railway will take a look at the connections we’ve made over the years with some of these communities, many of which continue to change and grow along with us. The first of these “railroad town” profiles is Galesburg, Ill.

When the settlement that would become Galesburg was founded in 1836, the initial vision was to establish a community to support a manual labor college and a school for ministers.

The railroad was not part of the dream.

“The city fathers didn’t want to build a college near the railroad, because they didn’t want that ‘seedy element’ of the railroad interspersed with the students,” says Mike Godsil, retired locomotive engineer and former president of the Galesburg Railroad Museum.

It did not take long for citizens to recognize the vital link the railroad could provide between their produce and the marketplace, so their views shifted quickly. Soon, the city’s fathers were traveling to
Washington, D.C., to solicit legislation – and donations – to bring the railroad to Galesburg.

About 45 miles east of the Mississippi River and 200 miles southwest of Chicago, Galesburg became a key railroad center within a few years after the first train rumbled through town in 1854.

By the time Galesburg incorporated on Feb. 14, 1857, the town’s population had swelled to 9,200, thanks in part to the Chicago, Burlington and Quincy Railroad’s (CB&Q) line that bisected the town.

Galesburg’s rich history also includes something for political buffs. The fifth of the seven famed Lincoln-Douglas debates, between incumbent Illinois U.S. Sen. Stephen Douglas and rising star Abraham Lincoln, took place at Knox College. Plaques mark the site where the two men verbally sparred about the country’s future on Oct. 7, 1858.

Ironically, while Douglas came to town aboard a train, Lincoln – the visionary behind America’s future transcontinental railroad – arrived in a horse-drawn buggy.

The town’s most famous resident was Pulitzer Prize-winning author and Lincoln biographer Carl Sandburg, whose father worked as a railroader for the nearby Burlington, Iowa, shops.

**Chicago Division’s ‘town square’**

Today, 1,100 BNSF employees call Galesburg home – one-third of the BNSF employees in Illinois. Twenty percent of the city’s 33,000 residents either work for the railroad or are related to someone who does.

For BNSF, the location is vital. Galesburg is a major junction for seven subdivisions – Barstow, Brookfield, Chillicothe, Peoria and Mendota (on the Chicago Division), Ottumwa (on the Nebraska Division) and Beardstown (on the Springfield Division). The company has recently invested more than $30 million in capital to enhance local infrastructure.

The 48-track Galesburg Yard is second on the system in bowl capacity behind Argentine Yard in Kansas City, Kan. About two dozen trains terminate daily at the yard, and another 20 to 25 originate. On average, 120 BNSF trains and eight Amtrak trains pass through the city every day.

Galesburg also features a locomotive facility, which daily services – fuel, water and sand – about 55 locomotives on the service tracks, and processes – maintenance and repair – about 12 locomotives a day through the shop. Car department employees here also inspect thousands of cars every year.

“This location is extremely dynamic,” says Tony Fulton, assistant terminal superintendent. “You name it on the Chicago Division, and it has to come through Galesburg. We are the town square of the division.”

Fulton has worked the past two years of his 11-year BNSF career in Galesburg. “You have your college towns out there – well, this is a railroad town. We live, breathe, eat, drink and sleep railroad.”

John Abrahamson, terminal superintendent, agrees.

“From a community perspective, Galesburg is the most railroad-friendly town that I’ve ever been exposed to,” he says.

Galesburg Yard has even become a tourist attraction of sorts. During one week in mid-October, Tedd Van Vleck, terminal manager, gave three tours of the facility.

“You don’t see that [level of community interest] just anywhere,” he says.

Something else of note is Galesburg’s impressive production numbers. On Oct. 14, yard employees set a record with 2,249 inbound cars during one 24-hour period.

Safe production remains the main focus. The 164 locomotive shop employees reached the 900-day milestone of reportable injury-
Thanks in part to Andersen’s persistent collaboration with local educators, the National Academy of Railroad Sciences is considering establishing a secondary training site at Galesburg’s Carl Sandburg College to supplement BNSF’s Technical Training Center at Johnson County Community College in Overland Park, Kan.

BNSF is working to secure a donation of equipment from the closed shop in Burlington for the college’s proposed training facility. Andersen also continues to work with administrators at Spoon River College in nearby Canton, Ill., which offers a diesel technology program.

While Sandburg and Spoon River are about 40 miles apart, their goals for area students are much closer. Thanks to Sandburg’s new Center for Manufacturing Excellence, an aggressive timetable calls for a diesel technology curriculum beginning fall semester 2013.

So far, the biggest obstacles have been obtaining the hardware and training the instructors. Support has come from the BNSF Foundation, as well as from state and local officials, such as Don Moffitt, the 74th District’s representative in the Illinois Legislature.

“You have to eat the elephant one bite at a time,” Andersen says. “There is a lot happening behind the scenes to make this happen, but they are really jumping on it.”

Galesburg Mayor Sal Garza is optimistic about the project.

“The Overland Park facility is impressive, and a satellite training facility here would be beneficial for everyone,” he says.

**Strong bonds**

Local enthusiasm like this is not unusual. When BNSF led a job fair in Galesburg, there were 2,000 quality applicants for BNSF positions.

“We have a strong, long-term relationship with BNSF,” Garza says. “They have been wonderful partners, financially and in other ways, and the railroad’s support for our community is second to none.”

Garza’s connection to the city and the railroad has spanned most of his life. Originally from Coahuila, Mexico, Garza immigrated to the United States with his family when he was 5. His father went to work for BNSF predecessor Burlington Northern Railroad in Galesburg.

“I grew up hearing the railroad stories, so I have a deep appreciation for what the railroad has done for this community,” Garza says. “The railroad is part of our fabric and everything we do, so when we look to the future, that future always includes the railroad.”

Galesburg Mayor Sal Garza
Prosperous longevity

Over the years, one indelible mark left on Galesburg by railroad families is their career longevity and multigenerational tradition of railroad careers.

One example is Locomotive Engineer KC Hill, whom other employees seek out with questions and career advice. Hill’s railroad career began in September 1957 with the CB&Q and has spanned the steam and diesel eras. After starting in the wheel shop, Hill left the railroad, returning in July 1959 as a steam engine fireman, which required shoveling coal into the locomotive’s furnace. He has worked in Galesburg since becoming a locomotive engineer in October 1965.

The job and the city have been a good fit for Hill, whose brother, Larry, also worked for the railroad.

“As one time, most of the crossings at Galesburg were at-grade, and it was not unusual to have cars and trucks waiting on trains. Rep. Moffitt worked tirelessly to bring in various federal and state officials to see the railroad and the need for three grade separations so the community and BNSF could grow,” Danielson recalls. “At meetings, Don would proudly say that he was stopped at the crossing, watching a train pass. ‘We want the trains, bring them on, BNSF. More trains mean our economy is moving and more great jobs.’”

Making history

Like most Americans, citizens of Galesburg observe Dec. 7 with reverence, remembering the 1941 attack on Pearl Harbor. However, that date marks another more positive anniversary for local residents: Dec. 7, 1854, was the day the first train pulled into Galesburg.

For rail fans, Dec. 7 — 150 years later, in 2004 — also was the day the Galesburg Railroad Museum opened its doors.

The museum, which attracts about 900 visitors a month during its April-through-September season, is filled with all things railroad, from old timetables, lanterns and railroad uniforms, to desks, typewriters, pins and countless other items. Even the old Galesburg Depot sign is now displayed in the museum.

As Galesburg and BNSF rumble into the future, the longstanding partnership continues.

“Every time a train goes through, that represents jobs and investments to us,” Garza says. “The livelihood and futures of the community and the railroad are tied together. We consider BNSF part of the family.”

The new Main Street overpass is one of five infrastructure projects under way in Galesburg.

KC Hill’s railroad career started in 1957.

Jim Nelson is the Chicago Division’s Safety Coordinator for the BLET.

The Galesburg Railroad Museum opened in 2004.

RAILWAY | FALL 2012 11
Catching ZZZs:
Better sleep a solution to living safely, productively

In today’s round-the-clock society, getting enough quality sleep can be difficult given the demands of home, work and family. BNSF is making multiple resources available to employees regarding quality sleep, fatigue countermeasures and sleep disorders. We want to help our employees learn how to get quality sleep and stay alert, so that they can live and work safely and productively.

Sweet dreams

Three printed Wellness Guides related to sleep will be available. One guide provides tips for getting better sleep. (See box.) A second describes common sleep disorders, such as insomnia. A third looks at the factors that increase the risk of developing obstructive sleep apnea. (See sidebar.) Other topics will follow.

For online support, there is a dedicated Sleep Better section on the Online Wellness Center (on employee.bnsf.com>employee tab>wellness subtab). The Sleep Better section also contains other tips and tools for improving sleep.

Another resource is BNSF’s web-based training, “The Science of Sleep and Fatigue,” that covers the causes of fatigue, sleep requirements,
alertness strategies and sleep disorders. This training was initiated for TY&E (train, yard and engine) employees in July of 2012 and will continue throughout this year.

**Not just a job, a lifestyle**

There’s another important source of support: people. Experienced employees who work irregular hours – either shift work, such as dispatchers or shop employees, or those “on call” like TY&E employees have developed methods to get better sleep. They can share tips they’ve put into practice with the newer employees, especially ways to get quality sleep during the daytime. In addition, Wellness and Medical managers are available to make presentations on strategies to improve sleep and combat fatigue.

There are various causes for fatigue, but the most basic and direct cause is lack of quality sleep. Here are some tips to ensure you get good quality sleep:

**Avoid Common “Sleep Disruptors”**

- **Alcohol** – Although it may help you fall asleep, alcohol often diminishes the length and quality of sleep. If you drink, stop at least six hours before sleeping.
- **Medications** – Some prescription and over-the-counter medications can interfere with sleep. Ask your doctor or pharmacist about the effects of medication.
- **Caffeine** – While this can be an effective alertness strategy, when possible avoid these beverages at least six hours before bedtime.
- **Nicotine** – Acts as a stimulant. Some tobacco users find that the body craves nicotine while they sleep and wakes them up.
- **Too many liquids before bed** – Increases the likelihood that you will awaken to go to the restroom.
- **Big meals** – Digesting a full stomach of food while trying to sleep causes restlessness. When you can, avoid heavy foods at least four hours before bedtime.

**Create an Ideal Sleep Environment**

- **Seek absolute darkness** – Use thick curtains or wear eye shades, which are available at many pharmacies.
- **Block out noise** – Wear earplugs, disconnect the phone when not subject to call and turn off other electronic devices or create “white noise” such as a fan running at low speed to mask other sounds.
- **Keep cool** – Make sure your bedroom doesn’t get too warm and that air circulates freely. Experts recommend a room temperature of 65 to 67 degrees for deep sleep.

**Lifestyle Changes that Can Help You Sleep Better**

- **Use naps** – Naps have shown to be nearly as restorative as traditional sleep. TY&E and Maintenance of Way employees have operating rules in place that allow for up to a 45-minute nap. Be familiar with this rule to be sure your circumstances qualify for an Opportunity Nap.
- **Exercise** – Regular exercise will help you fall asleep faster, stay asleep longer and get better quality sleep. But to wind down for sleep, you may need to complete your exercise at least four hours before bedtime.

**New online resource for improving sleep, reducing fatigue**

The new Sleep Better section of the BNSF Online Wellness Center contains downloadable guides and articles to help you improve your quality of sleep, learn about sleep disorders such as sleep apnea, and reduce physical and mental fatigue. Go to employee.bnsf.com > Employee tab > Wellness subtab.
Mike* was tired of being tired, especially because no matter how much sleep he got, he couldn’t shake the constant grogginess. The 57-year-old yardmaster excused his condition as having too much on his plate. In addition to working nights for the railroad, he was also in the middle of a home building project.

So at work, Mike would overcaffeinate to keep going. At home, he’d fall into bed exhausted and then wake up tired. The cycle was taking a toll, on Mike and on his wife. “My snoring would drive her to another bedroom,” he says. “And she told me I was acting dazed all the time and couldn’t focus.”

Then, during a routine screening earlier this year, Mike’s doctor discovered an irregular heartbeat. He called for tests, including a sleep study. The results showed Mike’s heart was fine; the root of the problem was sleep apnea, a serious sleep disorder that, if left untreated, could contribute to worsening health. The abnormal heart rhythms Mike was experiencing was one of these health impacts.

Obstructive sleep apnea (OSA) is the most common type of sleep apnea. OSA is a medical condition that results when muscles in the back of the throat relax to a degree that the airway becomes blocked. The brain, sensing that breathing has stopped, briefly wakes the sleeper to reopen the airway. These brief awakenings are usually not noticed by the sleeper, but the disruptions, which can range from five to more than 100 every hour, keep the sleeper from getting deep, quality sleep.

Mike had no idea he had sleep apnea, which is not unusual for people with this condition. He also fell into the at-risk group: middle-aged, male, with high blood pressure and overweight. The condition probably started years ago and had eventually progressed to the point that it was seriously compromising his health.

His treatment called for continuous positive airway pressure, or CPAP, a machine that pushes air into the upper airway passages through a mask placed over the nose. The flow of air keeps passages open and prevents snoring and OSA.

While Mike admits it was hard to get used to the machine, he knew it was for his own good. Today, even if he only gets five hours of sleep, it feels like eight – and the sleep is deep and restorative. His heart rhythms are back to normal and he has energy.

“My CPAP is portable so I take it with me wherever I go, and wearing it is no big deal,” he says. In addition to feeling rested, he also now has the energy to play basketball with his 9-year-old grandson or to work outside on his acreage.

“Best of all,” he says, “My family is happier.”

*Not his real name

BNSF works with hotels to employ strategies to create better sleep environments. This includes having blackout blinds, assigning BNSF employee rooms close together to minimize disruption from other guests, and asking housekeeping to honor “do not disturb” signs and to be especially sensitive to employees who may sleep during the day.

Educating yourself and your family members on the importance of sleep, understanding how to get good sleep, and working with one another on best practices are ways you can make positive changes.

How much is enough?

In general, adults need about 7-9 hours of sleep in a 24-hour period. The average adult in the United States gets 6 hours, 57 minutes of sleep during the week, and 7 hours, 31 minutes on weekends. Older people do not need less sleep, but they do sleep differently. With age, our ability to obtain a consolidated and continuous period of nocturnal sleep decreases. These changes can begin to occur as early as age 50.

With a decrease in nocturnal sleep, napping can be an effective way to accumulate the sleep you need. (TY&E and Maintenance of Way employees have operating rules in place that allow for up to a 45-minute nap. Be familiar with this rule to be sure your circumstances qualify for an Opportunity Nap.)

Sleep apnea: One railroader’s wake-up call
BNSF is expanding its Safety Recognition Program to include a wider variety of award options for employees who work injury-free in 2012. Employees can still choose to receive the collectible annual Safety Plate but will have other options as well. This change is based, in part, on feedback from employees.

“Many employees enjoy the limited-edition Safety Plate each year featuring BNSF photos or artwork, but other employees indicate they’d prefer a different type of gift item,” says Mark Schulze, vice president, Safety, Training and Operations Support. “We hope everyone will be pleased with the variety of options now available to them.”

The new program will offer a variety of award choices to each employee who meets eligibility requirements for 2012. These requirements remain unchanged from prior years; to be eligible, an employee must have worked injury-free and must have worked at least three consecutive months during the award year.

Eligible employees will be contacted in early February regarding their award. Notifications will be sent by both mail and email, with instructions for accessing the new Safety Recognition Program website. Employees are strongly encouraged to select their preference on the website, but gifts can also be ordered by phone or mail.

The program will offer employees three award categories: the limited-edition Safety Plate, an alternative BNSF gift item or a charitable contribution. If employees prefer, they can “bank” their award for future use to combine multiple injury-free years.

For the charitable contribution option, 16 nonprofit organizations will be listed, reflecting the most popular national organizations identified by employees through BNSF’s Matching Gift program. Employees who prefer not to receive a safety recognition gift will have the ability to designate one of the qualified 501(c)3 nonprofit organizations from the list to receive a donation equivalent to the value of the gift.

Employees who wish to select the Safety Plate or a charitable contribution will have a limited time to notify BNSF about their award selection. There is no deadline to select other BNSF gift items, and any awards will automatically roll over to the next year if no selection is made.

So what do you need to do?

- Make sure your mailing address is up-to-date in BNSF’s personnel files. Notifications will be mailed to your address on file; it will also be the default shipping address if you select the Safety Plate or other award.
- Watch your mailbox and BNSF email account in February for communications about the program, including the deadline to order.
- Act promptly to make your gift selection.

The 2012 Safety Plate will feature a loaded coal train traveling through Firth Cut south of Lincoln, Neb. The image, which appears in the 2013 photo calendar, was taken by Scott Schrage, a welder at Havelock, Neb.

Some of the gift options will include a long-sleeve T-shirt embroidered with the BNSF logo; a deluxe cover and stand for tablet computers; and a Verve sports bag.
We all have excuses – too tired, too busy, too many other priorities – when it comes to working out. While there is no quick-and-easy fix to making time to fit fitness into a daily routine, experts suggest viewing it as a necessity for a happy and healthy life. BNSF employees share how they make time for fitness – no matter what happens in a day.

**Variety and flexibility**

Some people enjoy working out at the same time and days each week. Ryan Gill, a train dispatcher in Fort Worth, Texas, can’t be that regimented due to his work schedule. Instead, he has built variety and flexibility into his workouts.

Gill, who works on the extra board, tries to exercise at least four times a week, usually in two-hour blocks. This schedule helps him achieve his fitness goals while making sure he gets adequate rest between shifts.

His current fitness routine began after participating in BNSF’s Step Challenge. He did the challenge last May to regain the fitness level he had during his time in the Marine Corps. He lost 17 pounds in the challenge and is now dedicated to working out regularly.

He chooses from running, riding his bike and playing disc golf, which is similar to regular golf, but with discs instead of golf balls.

“It’s a lot of fun and after you buy the disc, you can play for free,” says Gill. He and several other BNSF dispatchers play disc golf several times a week at their local course. Sometimes his wife and their two dogs will tag along and walk on the trail during their game. He also enjoys listening to the radio while he works out and uses a fitness application on his phone to track his mileage.

Gill recommends setting individual goals to provide extra motivation and create a more challenging workout. “You can do anything you set your mind to,” he says.
Finding time to exercise can be difficult, but Gill believes it is important to make it a priority. He and his wife are expecting their first child – a boy – in April, and he plans on spending as many years as possible with his family and friends.

**Getting her fix**

Exercising is daily sustenance to many, including Kim Shelby, customer integration manager, Industrial Products Sales, Fort Worth, who makes sure she gets her fix almost daily.

“I work out Monday, Wednesday and Friday during lunch at the gym,” says Shelby. “I used to go after work, but something would always come up. Now I get it done during the workday, and then eat a quick lunch at my desk while working.”

Shelby notes that finding motivation to get to the gym becomes easier over time. “Exercise has become a routine. It’s almost like if I don’t go, then it feels like I haven’t eaten. I like to maintain my strength and stamina, and you miss it when it’s not there.”

Besides the physical benefits, Shelby likes the mental rewards of an active lifestyle, using exercise as a mood booster. “All the endorphins that start to flow when working out rejuvenate me,” she says. “It gives me energy for the second half of the day.”

While Shelby enjoys the satisfaction of achieving personal goals, she also appreciates the social environment. “A group of co-workers and I get together for ‘crunch group.’ We grab a spot on the floor to do a variety of exercises that target our core,” she explains. “Interacting with co-workers in a different way or having new people join our group can be a fun way to stay healthy.”

**Blocking and planning**

Missie Niles, locomotive engineer, Gillette, Wyo., knows that having an exercise routine can be a challenge when on call 24/7.

“While it’s nearly impossible to have a set time to work out, I always make time to fit in a quick run or other activity,” says Niles. “I have at least 10½ hours of rest before working another shift, so I know that I have a block of time to plan.”

Niles has found a workout facility in Gillette that provides the wide variety of activities she relishes, including an indoor track, lazy river, basketball court, rock climbing wall, spin class and racquetball court. “I usually exercise alone, but lifting weights with the gals is probably my favorite activity and is motivating because I always work harder when someone’s looking,” she says.

At 53, Niles sees countless reasons to maintain her healthy lifestyle. “My husband and I both belong to a bicycle team for multiple sclerosis called Old Spokes. Talk about motivation, that’s motivation! I’m lucky to be healthy, and I never want to take that for granted. You can’t wait for retirement before you do the things you enjoy. You never know what tomorrow will bring.”

The benefits of exercise are multidimensional, she says. “I exercise in order to spend time with my husband, work in my garden and to give my daughter-in-law a break from my 14-month-old twin granddaughters. Energy creates energy, and I need all the energy I can get in order to keep up with them. That’s really important to me.”

**Slowly but surely**

Building endurance can be a slow process, but Timothy Silkwood has learned that the rewards justify the commitment and hard work.

At the beginning of the year, Silkwood, a rapid responder in Brookfield, Mo., decided he wanted to lose weight. He began by walking short distances and increased the length of his route as his stamina improved.

“I started out just doing a mile. I walked most of it, and then I got to where I was able to jog the whole distance,” says Silkwood.

Since January, Silkwood has lost more than 40 pounds and continues to live a healthier lifestyle by jogging and eating well. He now looks forward to his runs and has developed different routes according to what his work shifts will allow. Currently he works the day shift one month, then nights the following month. Regardless of the shift, he prefers working out in the morning.
Ray Brennan, section foreman, Lincoln, Neb., understands the value of hard work both on and off the job. “I’ve always admired the quote ‘hard work brings good things,’” says Brennan, explaining that the line is from one of the most revered coaches in football history, Tom Osborne of the University of Nebraska.

Brennan now realizes that this quote applies to all aspects of his life. “I used to smoke, be heavy and just didn’t feel well. And then I spent four days in the hospital with a ton of problems,” he says. “That was my motivator to quit smoking and get going. I’m 57 going on 58, and I want to be able to enjoy retirement.”

Today, Brennan makes time for his health, despite the erratic demands that accompany his duties. “I work in Hobson Yard and get called out quite often. So weekends or nights, if I work late, I still go running. I make a rule that I don’t miss more than three days.”

When balancing family and exercise, Brennan enjoys combining the two. “My wife and I like to go to state parks and take long sightseeing walks. At home, if weather doesn’t allow me to run outside, she and I will work out in our basement together using the treadmill and stationary bike.”

Brennan also enjoys participating in various running events.

Approaching retirement, Brennan is proud of the hard work that he puts into both his health and his job. “I get huge benefits at work from having a healthy lifestyle,” he says. “Being a section foreman is a physical job, and I’ve enjoyed my job and the ability to do it well. I’m looking forward to saying I retired after 41 years at BNSF.”

NOTE: Consult a physician before beginning any exercise or fitness program. Always seek the advice of your physician or other qualified health care provider with any questions you may have regarding a medical condition. (See sidebar.) And visit the Online Wellness Center for tips and resources on starting an exercise program at employee.bnsf.com>employee>wellness.
The Friends of BNSF website’s membership has grown to more than 37,000 people – a group that includes many BNSF employees and retirees as well as community rail advocates, rail enthusiasts, media representatives and others. The site recently added some new interactive features for its members.

**Member Photos gallery:** Members can now upload their best BNSF train photos to the website and display them in the Member Photos gallery. As on Flickr and other photo-sharing websites, the gallery enables members to rate and comment on each other’s photos.

**E-cards:** Members can now send e-cards with photos of BNSF trains to friends and associates. Just choose a train photo, type in a personal message, provide the recipient’s email address and hit Send. The e-card gallery has several options, including holiday cards.

**Profile page:** Members can tell other members about themselves by opting to display information about their hometown, industry and interests.

**Profile badges:** The website will now recognize members for their support by awarding points for specific activities on the website. These points will earn badges that will display on members’ profile pages and alongside any comment they post. Badges include Top Commenter, Top Voter and Photo Contributor. Members who are especially active on the site can move up through the ranks to Active Member, Star Member and, finally, Golden Spike.

To check out these new features, visit the Friends website at [www.friendsofbnsf.com](http://www.friendsofbnsf.com).

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**Congratulations to Robert Lee of Los Angeles, the first-prize winner in the Friends of BNSF website’s First Anniversary Essay Contest.**

Entrants were asked to submit an essay about “the importance of freight rail to my community’s future.” Here’s an excerpt from Lee’s winning entry:

*Freighters packed with shipping containers and tankers full of petroleum sail to the largest port in the United States, the Port of Los Angeles, from all parts of the world. These massive ships are unloaded and the goods packed in shipping containers travel onward to other parts of this great nation via the BNSF Railway.*

*The auto carriers hold brand new cars, while the tankers hold fuel produced by the refineries...to be used in the new cars that the train will bring to a neighborhood near you. Jobs are created by the train. People with jobs help contribute to the community. The community thrives.*

Lee is the winner of a solid pewter locomotive model. The four second-prize winners received a realistic HO-scale locomotive model. Everyone who entered will receive a 2013 BNSF photo calendar.
It’s time for high school seniors to apply for college scholarships, including those offered through the BNSF Foundation Scholarship Program. Once again, the Foundation will award up to 40 scholarships for the 2013-2014 college year.

Applicants will need to go online to fill out an application request. (Details included below.) In a slight change this year, the program deadlines are earlier.

Here are answers to the most frequently asked questions.

**Who is eligible?**

The program is available to current high school seniors who are the dependent sons, daughters or stepchildren of full-time BNSF employees or of retired, furloughed, disabled or deceased employees of BNSF or its predecessor companies. Full-time employees must have at least two years of service as of Dec. 3, 2012, and must still be employed by BNSF when winners are selected in May. Retired, furloughed, disabled or deceased employees must have completed the two-year requirement prior to ending their service with BNSF. Eligible students must have taken the SAT in their junior year.

**When may students begin the application process?**

The online application process may be accessed beginning Dec. 3, 2012, by going directly to the International Scholarship and Tuition Services (ISTS) link: [https://aim.applyists.net/BNSF](https://aim.applyists.net/BNSF)

**When are submissions due?**

Completed applications must be submitted no later than March 1, 2013. The student or applicant is responsible for making sure their application is complete, including all required documentation. Since the Foundation is not able to keep track of students' progress or the completeness of an application, applicants should follow up with ISTS. ISTS may not contact students who have incomplete submissions as there are many more applications than scholarships available. An accurate and complete submission is part of the competition for the awards.

**How many scholarships are available?**

Up to 40 scholarships of at least $2,500 each will be awarded to full-time students enrolled in accredited four-year colleges/universities in the United States. Of these, up to 10 scholarships, at $5,000 each, are available through the National Merit Scholarship Corporation (NMSC). If not all 10 NMSC scholarships are awarded, the balance will be converted to ISTS scholarships at $2,500 each. All the scholarships are renewable for three additional years, with satisfactory academic progress. The BNSF Foundation National Merit winners are selected by the NMSC and neither BNSF nor the Foundation has input in the selection of winners.

**Who is eligible for National Merit Scholarships?**

To be eligible, students must have taken the PSAT in their junior year. The NMSC then notifies sponsors, such as BNSF, about award acceptances and provides scholarship certificates for presentation to winners. Neither BNSF Railway nor BNSF Foundation has any input in the selection of winners.

**How are winners selected?**

For the scholarships handled by ISTS, winners are selected largely on the basis of academic merit, with consideration for past academic performance, leadership of and participation in school and community activities, and an essay. ACT or SAT scores are acceptable. Guidance counselors routinely supply the required test scores on the high school records accompanying the applications.

As mandated by federal law, neither BNSF Railway nor BNSF Foundation has any input in the selection of winners. All winners are screened, reviewed and selected by independent parties through ISTS or NMSC. The Foundation is unaware of who has applied until a preliminary list of winners is sent to the Foundation for confirmation of eligibility based on the parent’s employment status as described in the “Who is Eligible” question above.

**Can more than one scholarship be awarded to an individual?**

No. A student cannot win more than one scholarship funded by the BNSF Foundation. Since neither award is guaranteed, it is recommended that National Merit Finalists apply for the scholarships handled by ISTS. Students who win a National Merit scholarship are automatically withdrawn from consideration for scholarships handled by ISTS.

**How do I get an application?**

ISTS no longer accepts or uses paper applications. To apply for a scholarship, go directly to the ISTS website through this link – [https://aim.applyists.net/BNSF](https://aim.applyists.net/BNSF) – and follow the instructions. If you are asked to enter an access key, please use BNSF.

**What is the contact information for ISTS?**

- **Mail:** BNSF College Scholarship Program c/o ISTS P.O. Box 23737 Nashville, TN 37202-3737
- **Phone:** 615-777-3750
- **Fax:** 615-320-3151
- **Website:** [https://aim.applyists.net/BNSF](https://aim.applyists.net/BNSF)
- **E-mail:** contactus@applyists.com
As a community of 40,000 members, each of us can make a significant difference in the places where we live and work. Giving back – with our time, our donations and our talents – not only improves our collective community, it models the way for others to follow. Here are some of the stories of BNSF people who are doing the right thing and setting an example for all of us.

Modeling The Way

Fort Worth team makes strides for Heart Walk

Team BNSF raised approximately $20,000 to help American Heart Association research during the recent 2012 Heart Walk in Fort Worth. Numerous BNSF teams from a variety of departments participated in the annual Heart Walk. These walkers, including family members, were supported by many more BNSF contributors. The money raised may help save lives as it will go toward research and development on coronary health and cures for diseases.

Employees share knowledge with young fishermen

Current and former BNSF employees shared their love and knowledge of fishing and the outdoors with children at the Pfizer Fishing is Fun! Kids Clinic in Lincoln, Neb.

The clinic – hosted by the Nebraska Walleye Association, BNSF and other sponsors – taught live bait handling, casting, fish identification, knot tying and water safety to area children.

“Getting some kid involved in fishing and outdoors who has never had a chance to is the rewarding part,” says Tim White, machine operator.

Jerry Edmunds, general clerk, remembers a little girl who caught a master angler bluegill during the first clinic. On her second cast she reeled in the 1-pound-plus fish with a little help from volunteers.

“Hopefully everybody catches one fish,” Edmunds says.

Running for a cure

As part of a national team for the Crohn’s & Colitis Foundation of America, Temple, Texas, Terminal Manager Miguel Rivera ran the Napa-to-Sonoma Wine Country Half Marathon earlier this year.

“The fundraising event has changed my life in so many ways,” Rivera says. “I have met some amazing people who suffer through these diseases daily, but they live their lives to the fullest – day in and day out.”

The marathon was a test of endurance for Rivera and it paid off. He completed the 13.1-mile event, establishing a personal best time of one hour, 54 minutes and 49 seconds.

Rivera used the BNSF’s Employee Matching Gift Program, where the BNSF Foundation matches employee donations dollar for dollar up to $20,000 per year; he raised $2,515.

Boy Scouts earn railroading merit badges

Boy Scouts of America troops came from throughout the Mississippi Valley Council region for the annual River Valley Fort Days this fall in Fort Madison, Iowa. Approximately 50 Boy Scouts learned about several facets of railroading, such as locomotive power, timetables and safety.

The scouts earned a railroading merit badge by participating in the event.

Clifford Brown, fourth from left, assisted Troop 61 from Oquawka, Ill., which was led by Conductor/Scoutmaster Scott Ray, right.
Several BNSF employees volunteered their time as counselors, including Galesburg, Ill., Carman Leroy Dobson and Fort Madison, Iowa, conductors Chad Hocker and Scott Ray.

“These boys are the future of our communities, and the examples of leadership and self-sacrifice these men showed by willingly giving their time and energy to their development is more than worth the effort,” says Fort Madison Superintendent Operations Clifford Brown.

Employees support neighborhood

After a donation of water to keep children hydrated this summer, the leaders at a local church called Birmingham, Ala., employees “World Changers.” The church organized a program to clean up a local neighborhood and asked the community to donate whatever they could to help.

Terminal Manager Brian Hauber decided water was a good donation to keep the youths hydrated. Trainmaster Dave Nickles delivered the water to the church.

Cleanup volunteers picked up trash, cut weeds and grass, and trimmed bushes and tree limbs.

Twin Cities employees pitch in for United Way

Employees in St. Paul and Minneapolis put their best foot forward in the community recently during the Twin Cities Division’s United Way campaign.

As part of a Day of Caring, employees from both locations volunteered to spend a Saturday planting nearly 100 trees and shrubs and laying sod and mulch to benefit the Tubman Center East, a new location for a women’s shelter near St. Paul. The center provided the trees and other materials.

In addition, the BNSF St. Paul office held numerous lunches, bake sales and drawings, and Minneapolis locations held employee feeds and “speed volunteering” events where employees filled healthy snack bags later delivered to underserved school kids. Other community events were also held.

BNSF and the community celebrated the completion of a renovated railroad bridge over the Mississippi River at Burlington, Iowa, on Oct. 18.

“Rebuilding the railroad bridge here in Burlington provides long-term benefits to our customers, to our country and to Iowa,” said BNSF CEO Matt Rose. “It is a great example of a public-private partnership.”

The new bridge is 2,146 feet long and increases capacity for rail and maritime traffic. The old railroad bridge’s swing span, which allowed the passage of commercial tug and barge traffic, was replaced with a new vertical-lift span. The lift span more than doubles the width of the navigation channel to more than 322 feet, and shortens the time the bridge is closed to train traffic. Under the second phase of the project, the approach spans on either side of the lift span were replaced. Construction took place from 2009 to 2012.

U.S. Sen. Tom Harkin, U.S. Rep. Dave Loebback and Burlington Mayor Jim Davidson joined BNSF at the event, as did employees, contractors, subcontractors and members of the community.

At the event, Rose presented the mayor with a $10,000 check from the BNSF Railway Foundation for the city’s Parks and Recreation Department in recognition of the city’s relationship with the railroad.
Kids: Get ready, get set, draw! The Labor Relations and Safety departments are again sponsoring the annual safety drawing contest. Entries will be judged and prizes awarded for the grand prize winner and for each age category. Age should be as of Jan. 16, 2013. The key message is “Why is it important to make time for safety?” with the slogan “Take Time for Safety.” The age categories are as follows:

- 3 and younger
- 4-6
- 7-9
- 10-12
- 13-15
- 16-18

**Prizes**

$100 gift card for grand prize winner; $50 gift card for category winners

**Rules**

1. Open to children and grandchildren of BNSF employees and retirees; relatives in the immediate household of employees and retirees are also eligible.
2. All entrants must be 18 years of age or younger.
3. The artwork must be drawn or painted by hand using crayons or other art tools.
5. One entry per child on the template printed out on an 8½ x 11-inch sheet of paper. The entry should include the following information clearly printed on the back:
   - Child’s name, age and home address.
   - BNSF parent or grandparent’s name, plus title and BNSF employee number (for retirees, use most recent title and employee number).
   - Signature of parent, grandparent or guardian.
   - Full work address and 10-digit phone number(s) of BNSF parent/grandparent. Email is optional.
   - Employee’s division, if applicable.

**Deadline for entries**

The deadline for entry is Jan. 16, 2013. Please mail entries to:

Attn: Roxie Coffer – Safety Department  
2600 Lou Menk Drive, OOB-1  
Fort Worth, TX 76131

**Note:** By signing the submitted drawing, the parent, grandparent or guardian agrees that BNSF assumes non-exclusive use of the entry for any use the company deems appropriate.

For the BNSF family member: Help your child or relative understand the importance of safety at BNSF.

**Bob Boileau, assistant vice president, Structures, explained that during construction employees had to face significant flooding and cold weather events, complicating efforts.**

“BNSF Engineering teams and outside contractors overcame many challenges during construction and built the bridge on schedule and under budget,” he said. “The project was very well planned and coordinated, and I would like to recognize all involved for a job very well done.”

The Burlington Bridge is one of the largest of the more than 13,000 bridges across BNSF’s network. Combined end to end, they would span more than 300 miles.

In July 2012, Burlington Bridge was awarded the National Steel Bridge Alliance Prize Bridge Award, in the movable span category, one of 18 bridges honored nationwide.

More than 30 trains a day use the bridge, including two Amtrak trains. The bridge opens about 300 times per month for river traffic.
This year, UPS Peak Season is
Friday, November 23 - Sunday, December 23.

We look forward to BNSF once again rising to the occasion
to deliver another perfect UPS Peak Season.

Submit “Good Saves” nominations to: goodsave@bnsf.com.