

YRC

This Change of Operations

- Includes zip code realignment
- Includes terminal closures
- Includes the reduction of EOL drivers
- Includes the elimination of certain overlays
- Includes reversal of road primaries
- Includes elimination of sleeper domiciles
- Will be implemented as soon as practical
- Allows YRC to effectively consolidate areas where customer service can be improved given the economic situation

Change of Operations (Article 8, Section 6)

November 2010

November 12, 2010

Mr. James P. Haffa
General President, IBT
25 Louisiana Ave., NW
Washington, DC 20001-2198

Mr. David Smith
President, TMI
7614 Oakview Lane
Lenexa, KS 66216

Gentlemen,

YRC is requesting a special Multi-Region Change of Operations hearing as soon as possible in accordance with Article 8 Section 6 of the current NMFA. This Change of Operations request is in response to the economic conditions we are currently experiencing which reduces the need for duplicate terminals in some areas. This proposed Change of Operations is in compliance with the provisions of the current NMFA, applicable supplements and agreements and involves the Central, Eastern, Southern and Western Regions. This change is a continuation of the Cut Over change of operations - MR-CO-01-01/2009.

Company representatives have discussed this proposed change with National Freight Director Tyson Johnson and have had numerous telephone conversations with him concerning issues and concerns about this proposed Change of Operations.

Sincerely,

Lamar Beinhowe
YRC
VP Labor Relations
Southern Region

CC
Mr. Tyson Johnson
IBT VP, National Freight Director
1007 Jonelle St.
Dallas, TX 75217

Mr. Gordon Sweeton
IBT
1601 South Maiden Lane
PO Box 1299
Joplin, MO 64801

Mr. Robert Paffenroth
Western Region of Teamsters
379 W. Valley BLVD
Kialto, CA 92376

Mr. Ernie Sochl
Eastern Region of Teamsters
25 Louisiana Ave., NW
Washington, DC 20001-2198

Mr. WC Smith
25 Louisiana Ave., NW
Washington, DC 20001-2198

Mr. Ken Bryant
Southern Region of Teamsters
1007 Jonelle St.
Dallas, TX 75217

GENERAL OPERATING STATEMENT

Based on the extended poor economic conditions, it is imperative that operations within YRC terminals continue to be consolidated as quickly as possible thus eliminating inefficiency within the network. In addition, numerous overlay and minor primaries are being eliminated and returned to the main primary operation within the linehaul network.

As a result, the following terminals will be consolidated in this change of operations to further strengthen the overall network and reduce operating costs.

Central Region Closures

Aberdeen, SD; Dover, OH; Iola, KS; Jackson, MN; La Salle, IL; London, KY;
Ottumwa, IA; Pine City, MN; Rolla, MO; St Joseph, MO; Topeka, KS; West Plains,
MO; Zanesville, OH;

Eastern Region Closures

Allentown, PA; Asheville, NC; Binghamton, NY; Brockton, MA; Camden, NJ;
Danville, VA; Hickory, NC; Lancaster, PA; Queens, NY;

Southern Region Closures

Atlanta South, GA; Brownsville, TX; Cookeville, TN; El Dorado, AR; Grenada, MS;
Harrison, AR; Jonesboro, AR; Meridian, MS; Tallahassee, FL;

Western Region Consolidations

NONE

This change of operations is filed in accordance with Article 8 section 6 of the NMFA with a requested effective date as soon as practical. All employees will be dovetailed in accordance with their present bidding seniority. Any disputes regarding seniority will be handled by the change of operations committee.

The Company agrees that nothing in this proposed Change of Operations is intended to violate and/or alter the provisions of the NMFA or the applicable supplemental agreements. The Company will operate in accordance with DOT rules and regulations and current hours of service provisions.

Where applicable, an employee that transfers under this Change will not lose earned vacation, in accordance with the letter of understanding entered into by the Southern Region OTR Negotiating Committee dated July 27, 1999.

Any relocation of employees will be handled in accordance with the contract.

CENTRAL REGION LOCAL UNIONS -- 39 locals

Teamster Local Union No. 7 3330 Miller Road, P.O. Box 2047 Kalamazoo, MI 49003	Teamster Local Union No. 24 727 Grant Street Akron, OH 44311
Teamster Local Union No. 40 200 Wilmar Avenue Mansfield, OH 44907	Teamster Local Union No. 41 4501 Emanuel Cleaver II Boulevard Kansas City, MO 64130
Teamster Local Union No. 50 1609 North Illinois P.O. Box 140 Belleville, IL 62222	Teamster Local Union No. 89 3813 Taylor Boulevard Louisville, KY 40215
Teamster Local Union No. 92 1127 Ninth Street SW Canton, OH 44707	Teamster Local Union No. 100 2100 Oak Road Cincinnati, OH 45241
Teamster Local Union No. 120 9422 Ulysses Street, N.E., Suite 120 Blaine, MN 55434	Teamster Local Union No. 135 1233 Shelby Street Indianapolis, IN 46203
Teamster Local Union No. 160 11 4th Street, SE Rochester, MN 55904	Teamster Local Union No. 179 1000 NE Frontage Road Joliet, IL 60431
Teamster Local Union No. 215 825 Walnut Street, P.O. Box 1040 Evansville, IN 47713	Teamster Local Union No. 236 P.O. Box 7454 Paducah, KY 42002
Teamster Local Union No. 238 5000 J Street SW, P.O. Box 909 Cedar Rapids, IA 52406	Teamster Local Union No. 245 1850 East Division Springfield, MO 65803
Teamster Local Union No. 301 36990 North Greenbay Road Waukegan, IL 60087	Teamster Local Union No. 346 2802 West First Street Duluth, MN 55806
Teamster Local Union No. 371 7909 42nd Street W Rock Island, IL 61201	Teamster Local Union No. 377 1223 Teamsters Drive Youngstown, OH 44502
Teamster Local Union No. 407 3320 Superior Avenue Cleveland, OH 44114	Teamster Local Union No. 413 555 East Rich Street Columbus, OH 43215
Teamster Local Union No. 554 4349 South 90th Street Omaha, NE 68127	Teamster Local Union No. 600 161 Weldon Parkway Maryland Heights, MO 63043
Teamster Local Union No. 627 7101 North Allen Road Peoria, IL 61614	Teamster Local Union No. 637 P.O. Box 2746 Zanesville, OH 43702
Teamster Local Union No. 651 100 Blue Sky Parkway Lexington, KY 40509	Teamster Local Union No. 673 1050 Roosevelt Road West Chicago, IL 60185
Teamster Local Union No. 682 5730 Elizabeth Avenue St. Louis, MO 63110	Teamster Local Union No. 695 1314 North Stoughton Road Madison, WI 53714
Teamster Local Union No. 696 3600 NE Sardon Avenue, Bldg 2 Topeka, KS 66608	Teamster Local Union No. 705 1645 West Jackson Blvd., Suite 700 Chicago, IL 60612

<p>Teamster Local Union No. 710 4217 South Halsted Street Chicago, IL 60609</p>	<p>Teamster Local Union No. 722 344 North 30th Road La Salle, IL 61301</p>
<p>Teamster Local Union No. 749 105 North Conklin Sioux Falls, SD 57103</p>	<p>Teamster Local Union No. 823 1601 Maiden Lane, P.O. Box 1299 Joplin, MO 64802</p>
<p>Teamster Local Union No. 833 230 West Dunklin Jefferson City, MO 65101</p>	<p>Teamster Local Union No. 955 4501 Emanuel Cleaver II Boulevard Kansas City, MO 64130</p>
<p>Teamster Local Union No. 957 P.O. box 13357 Dayton, OH 45413</p>	

EASTERN REGION LOCAL UNIONS - 31 locals

Teamster Local Union No. 22 97 Belmont Street P.O. Box 368 Collinsville, VA 24078	Teamster Local Union No. 61 45 Sardis Road Asheville, NC 28806
Teamster Local Union No. 71 P.O. Box 560248 Charlotte, NC 28256	Teamster Local Union No. 107 2845 Southampton Road Philadelphia, PA 19154
Teamster Local Union No. 171 2550 West Main Street Salem, VA 24153	Teamster Local Union No. 175 267 Staunton Avenue, S.W. South Charleston, WV 25303
Teamster Local Union No. 249 4701 Butler Street Pittsburgh, PA 15201	Teamster Local Union No. 251 121 Brightbridge Avenue East Providence, RI 02914
Teamster Local Union No. 294 890 Third Street, Labor Temple Albany, NY 12206	Teamster Local Union No. 317 566 Spencer Street P.O. Box 11037, Franklin Square Station Syracuse, NY 13218
Teamster Local Union No. 326 451 East New Churchmans Road New Castle, DE 19720	Teamster Local Union No. 355 1030 South Dukeland Street Baltimore, MD 21223
Teamster Local Union No. 384 2910 Hannah Avenue Norristown, PA 19401	Teamster Local Union No. 391 P.O. Box 35405 Greensboro, NC 27425
Teamster Local Union No. 401 260 South Washington Street Wilkes-Barre, PA 18703	Teamster Local Union No. 449 2175 William Street Buffalo, NY 14206
Teamster Local Union No. 509 1213 State Street Cayce, SC 29033	Teamster Local Union No. 529 129 East Chemung Place Elmira, NY 14904
Teamster Local Union No. 597 149 Quarry Hill Road P.O. Box 277 South Barre, VT 05670	Teamster Local Union No. 639 3100 Ames Place NE Washington, DC 20018
Teamster Local Union No. 641 714 Rahway Avenue Union, NJ 07083	Teamster Local Union No. 653 4 A Hampden Drive South Easton, MA 02375
Teamster Local Union No. 671 22 Britton Drive Bloomfield, CT 06002	Teamster Local Union No. 677 1871 Baldwin Street Waterbury, CT 06706
Teamster Local Union No. 693 41 Howard Avenue Binghamton, NY 13904	Teamster Local Union No. 701 2003 US Route 130, Suite B North Brunswick, NJ 08902
Teamster Local Union No. 707 14 Front Street Hempstead, NY 11550	Teamster Local Union No. 771 1025 North Duke Street Lancaster, PA 17602
Teamster Local Union No. 773 1345 Hamilton Street Allentown, PA 18102	Teamster Local Union No. 776 2552 Jefferson Street Harrisburg, PA 17110
Teamster Local Union No. 992 10312 Remington Drive Hagerstown, MD 21740	

SOUTHERN REGION LOCAL UNIONS – 16 locals

Teamster Local Union No. 217 Hamilton Hills Shopping Center Jackson, TN 38305	Teamster Local Union No. 402 2206 E. 2 nd Street Muscle Shoals, AL 35661
Teamster Local Union No. 480 P.O. Box 100230 Nashville, TN 37224	Teamster Local Union No. 512 1210 Lane Avenue North Jacksonville, FL 32254
Teamster Local Union No. 519 2306 Montclair Avenue Knoxville, TN 37917	Teamster Local Union No. 528 2540 Lakewood Avenue SW Atlanta, GA 30315
Teamster Local Union No. 568 920 Grinnett Drive P.O. Box 7805 Shreveport, LA 71107	Teamster Local Union No. 657 8214 Roughrider San Antonio, TX 78239
Teamster Local Union No. 667 796 East Brooks Road Memphis, TN 38116	Teamster Local Union No. 728 2540 Lakewood Avenue SW Atlanta, GA 30315
Teamster Local Union No. 745 1007 Jonelle Street Dallas, TX 75217	Teamster Local Union No. 769 12365 West Dixie Highway North Miami, FL 33161
Teamster Local Union No. 878 6000 Patterson Avenue P.O. Box 190070 Little Rock, AR 72209	Teamster Local Union No. 886 3528 West Reno Oklahoma City, OK 73107
Teamster Local Union No. 891 2560 Valley Street Jackson, MS 39204	Teamster Local Union No. 991 112 South Broad Street Mobile, AL 36602

WESTERN REGION LOCAL UNIONS – 4 locals

Teamster Local Union No. 63 845 Oak Park Road Covina, CA 91724	Teamster Local Union No. 222 2641 South 3270 W Salt Lake City, UT 84119
Teamster Local Union No. 492 4269 Balloon Park Road NE Albuquerque, NM 87109	Teamster Local Union No. 961 10 Lakeside Lane, Suite 2C Denver, CO 80212

FACILITY CLOSINGS

PRESENT OPERATION

YRC currently operates as previously integrated in approved changes of operation.

PROPOSED OPERATION

- As a result of the terminal closures shown below, the zip codes serviced by these terminals will be realigned as described in the attached exhibits.
- Transfer opportunity will be afforded for road, local cartage, office, and mechanic as described in the attached exhibits.

Central Region Closures

Aberdeen, SD; Dover, OH; Iola, KS; Jackson, MN; La Salle, IL; London, KY; Ottumwa, IA; Pine City, MN; Rolla, MO; St Joseph, MO; Topeka, KS; West Plains, MO; Zanesville, OH;

Eastern Region Closures

Allentown, PA; Asheville, NC; Binghamton, NY; Brockton, MA; Camden, NJ; Danville, VA; Hickory, NC; Lancaster, PA; Queens, NY;

Southern Region Closures

Atlanta South, GA; Brownsville, TX; Cookeville, TN; El Dorado, AR; Grenada, MS; Harrison, AR; Jonesboro, AR; Meridian, MS; Tallahassee, FL;

Western Region Closures

None

ZIP CODE REALIGNMENTS

PRESENT OPERATION

YRC currently operates as previously integrated in approved changes of operation.

PROPOSED OPERATION

- As a result of the terminal realignments/relocations shown below, the zip codes serviced by these terminals will be realigned as described in the attached exhibits.
- Transfer opportunity will be afforded for local cartage as described in the attached exhibits.

Central Region Zip Code Realignment

Chicago, IL; Dayton, OH; Evansville, IN; Lexington, KY; Louisville, KY; Paducah, KY; Quincy, IL;

Eastern Region Zip Code Realignment

Baltimore, MD; Carlstadt, NJ; Long Island, NY; Winston-Salem, NC;

Southern Region Zip Code Realignment

Shelbyville, TN; Nashville, TN;

Western Region Zip Code Realignment

None

The following minor primaries and overlays will be eliminated and the EOL domiciled drivers will be removed:

180*-205
188-205
218-135
292-422
303-422
304-422
316-324 overlay
318-241
318-621
343*-324
409-402 overlay
555*-511 overlay
730-455

*Road domicile (at 180, 343, 555) will be eliminated

The following sleeper lanes will be modified as noted:

As a result of the elimination of the Salinas, UT single man operation, system sleeper teams from Salt Lake City, Kansas City, Chicago, and Dallas will handle traffic between 640 & 878 and 890 and triple as needed.

859 – sleeper domicile eliminated with through freight moving with San Bernardino, CA and Memphis, TN domiciled drivers.

455 – sleeper domicile eliminated to allow the Florida freight to move through the single man operation.

347 – sleeper domicile eliminated with that work primarily moving with Kansas, City, MO or Chicago, IL drivers. Teams from these domiciles may run on a VIA to clear overflow.

The following road driver primaries will be reversed:

Chicago – Nashville
Bolingbrook - Nashville
Atlanta – Cincinnati
Lawrenceville – Cincinnati
Miami – Valdosta
West Palm Beach – Valdosta (closes road board at 757)
St Louis - Bolingbrook

The R67 Portage, WI relay will be closed.

The St Paul – Winnipeg primary will be run primarily by St Paul single man.

The Middletown, CT terminal will relocate to Cheshire, CT.

The Wal-Mart DC in Smyrna, DE will be served with 135 linehaul power.

Exhibit – Linehaul Driver

Term	Name	ST	Gains	Term	Name	ST	Loss
108	Providence	RI	8	117	Brockton	MA	-8
116	Deer Park	NY	0	124	Camden	NJ	-2
123	Maybrook	NY	1	147	Lancaster	PA	-13
135	Harrisburg	PA	4	155	Baltimore	MD	0
143	Lansdale	PA	2	158	Allentown	PA	-7
152	Philadelphia	PA	5	170	Queens	NY	-8
178	Scranton	PA	7	180	Bellow Falls	VT	-4
187	Brooklyn	NY	4	188	Burlington	VT	-2
205	Buffalo	NY	4	211	Akron	OH	-6
241	Cincinnati	OH	11	218	Cleveland	OH	-8
274	Coldwater	MI	0	292	Charleston	WV	-0
309	Chicago	IL	11	303	Chicago North	IL	-2
324	Indianapolis	IN	3	304	Chicago West	IL	-2
326	Kansas City	MO	37	316	Libertyville	IL	-1
422	Nashville	TN	11	318	Bolingbrook	IL	-3
431	Memphis	TN	27	343	Columbia	MO	-2
511	Dallas	TX	5	347	St. Paul	MIN	-18
621	St. Louis	MO	0	358	La Salle	IL	-2
671	Winston-Salem	NC	0	386	Ottumwa	IA	-1
682	Greenville	SC	2	402	Atlanta	GA	-7
705	Valdosta	GA	32	405	Lawrenceville	GA	-1
857	Columbus	OH	0	409	Decatur	AL	-1
881	Salt Lake City	UT	6	411	Atlanta South	GA	-2
R07	North Lima	OH	2	455	Jackson	MS	-2
				531	Oklahoma City	OK	-13
				555	San Antonio	TX	-1
				570	West Plains	MO	-1
				584	Harrison	AR	-1
				586	El Dorado	AR	-1
				640	San Bernardino	CA	-5
				653	Charlotte	NC	0
				673	Asheville	NC	-2
				730	Jacksonville	FL	-2
				740	Miami	FL	-15
				757	West Palm Beach	FL	-12
				859	Albuquerque	NM	-16
				890	Denver	CO	-9
				R67	Portage Relay	WI	-3
Total			182				-186

Exhibit – Local Cartage – Dock / Switch / P&D / Shuttle

Term	Name	ST	Gains	Term	Name	ST	Loss
104	Albany	NY	1	117	Brockton	MA	-21
108	Providence	RI	21	124	Camden	NJ	-20
112	Trenton	NJ	1	126	Carlstadt	NJ	-2
116	Deer Park	NY	4	147	Lancaster	PA	-43
123	Maybrook	NY	0	155	Baltimore	MD	-10
132	Long Island	NY	5	158	Allentown	PA	-20
135	Harrisburg	PA	33	170	Queens	NY	-40
143	Lansdale	PA	15	184	Wilmington	DE	-1
150	Mount Vernon	NY	11	199	Binghamton	NY	-6
152	Philadelphia	PA	21	226	Dover	OH	-4
153	Hagerstown	MD	2	243	Dayton	OH	-1
178	Scranton	PA	17	244	Louisville	KY	-0
183	Washington	DC	8	295	Zanesville	OH	-4
187	Brocklyn	NY	23	309	Chicago	IL	-4
198	Elmira	NY	5	322	Evansville	IN	-0
202	Bowling Green	KY	0	333	Pine City	MN	-2
211	Akron	OH	5	340	St. Joseph	MO	-4
213	Pittsburgh	PA	0	344	Quincy	IL	-0
216	Cincinnati	OH	1	348	Paducah	KY	-1
217	Mansfield	NY	0	352	Topeka	KS	-5
245	Lexington	KY	1	358	La Salle	IL	-10
266	Syracuse	NY	1	386	Ottumwa	IA	-2
290	Parkersburg	WV	0	436	Jackson	MN	-2
304	Chicago West	IL	5	445	Cookeville	TN	-6
314	Peoria	IL	5	447	Shelbyville	TN	-1
324	Indianapolis	IN	0	450	Grenada	MS	-5
326	Kansas City	MO	9	457	Meridian	MS	-6
327	Lafayette	IN	4	553	Rolla	MO	-2
335	Granite Falls	MN	0	554	Brownsville	TX	-4
343	Columbia	MO	0	563	Iola	KS	-2
345	Poplar Bluff	MO	1	570	West Plains	MO	-1
346	St. Cloud	MN	0	573	Jonesboro	AR	-6
347	St. Paul	MN	2	584	Harrison	AR	-3
367	Salina	KS	3	586	Ei Dorado	AR	-2
371	Rock Island	IL	1	667	Danville	VA	-4
375	Des Moines	IA	2	673	Asheville	NC	-5
377	Cedar Rapids	IA	0	676	Hickory	NC	-7
388	Owatonna	MN	1	737	Tallahassee	FL	-3
389	Mason City	IA	0	802	Aberdeen	SD	-1
409	Decatur	AL	1	862	London	KY	-2
414	Macon	GA	0				
422	Nashville	TN	4				
431	Memphis	TN	8				
432	Knoxville	TN	4				
435	Jackson	TN	0				
452	Greenville	MS	2				
455	Jackson	MS	7				
461	Hattiesburg	MS	0				
462	Tupelo	MS	1				
480	Monroe	LA	0				
490	Dothan	AL	1				
547	Springfield	MO	3				
548	Baxter Springs	MO	1				
556	McAllen	TX	4				
572	Texarkana	TX	1				
580	Little Rock	AR	1				
581	Springdale	AR	2				

612	Salem	IL	1
616	Raleigh	NC	1
617	Roanoke	VA	0
621	St. Louis	MO	2
646	Wytheville	VA	0
653	Charlotte	NC	7
668	Watertown	SC	1
671	Winston-Salem	NC	2
682	Greenville	SC	6
705	Valdosta	GA	2
857	Columbus	OH	6
860	Sioux City	IA	1
861	Sioux Falls	IA	0
864	Fargo	ND	0

402	Atlanta	GA	(from 411)	411	Atlanta South	GA	(to 402/405)
405	Lawrenceville	GA	(from 411)				
Atlanta Metro Area Master Seniority List							

TOTAL **277** **-261**

Exhibit – Clerical

Term Name	ST	Gains	Term Name	ST	Loss
116 Deer Park	NY	1	170 Queens	NY	-4
187 Brooklyn	NY	3	457 Meridian	MS	-2
455 Jackson	MS	2	554 Brownsville	TX	-1
556 McAllen	TX	1			

402	Atlanta	GA	(from 411)	411	Atlanta South	GA	(to 402)
Atlanta Metro Area Master Seniority List							

TOTAL **7** **-7**

Exhibit – Mechanics

Term Name	ST	Gains	Term Name	ST	Loss
150 Mount Vernon	NY	1	170 Queens	NY	-3
187 Brooklyn	NY	2	457 Meridian	MS	-1
455 Jackson	MS	1	G97 Lancaster	PA	-2
G57 Harrisburg	PA	2			

G85	Atlanta	GA	(from G85)	G86	Atlanta South	GA	(to G85)
Atlanta Metro Area Master Seniority List							

TOTAL **6** **-6**

Exhibit – Janitors

Term Name	ST	Gains	Term Name	ST	Loss
402 Atlanta	GA	(from 411)	411 Atlanta South	GA	(to 402)
Atlanta Metro Area Master Seniority List					