

STB

FD-33388

10-17-00

J BUSINESS



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

78-33388

October 17, 2000

Mr. Bruno Maestri
Vice President - Public Affairs
Norfolk Southern Corp.
1500 K Street, NW
Suite 375
Washington, D.C. 20005

Dear Mr. Maestri:

Thank you for your letter of October 3, 2000, which was also signed by Mr. Michael J. Ruehling, Vice President for State relations at CSX Corp.. In that letter, you recognize the continuing concern of certain communities with respect to environmental issues related to the Conrail transaction, and the Board's continuing interest in the appropriate resolution of those issues.

In this regard, I am pleased to hear that you intend to pursue further consultation with affected communities in an effort to address concerns that have been raised. As you know, I continue to believe that private-sector negotiations provide the most effective way of resolving such matters.

I appreciate your keeping me informed on a quarterly basis as to the progress in addressing these environmental issues. As with all such material that we receive, I will have your letter and my response made a part of the public docket for the Conrail acquisition proceeding.

Sincerely,

Linda J. Morgan
Linda J. Morgan



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

October 17, 2000

Mr. Michael J. Ruehling
Vice President
State Relations
CSX Corporation
One James Center
Richmond, VA 23219

Dear Mr. Ruehling:

Thank you for your letter of October 3, 2000, which was also signed by Mr. Bruno Maestri, Vice President for Public Affairs at Norfolk Southern. In that letter, you recognize the continuing concern of certain communities with respect to environmental issues related to the Conrail transaction, and the Board's continuing interest in the appropriate resolution of those issues.

In this regard, I am pleased to hear that you intend to pursue further consultation with affected communities in an effort to address concerns that have been raised. As you know, I continue to believe that private-sector negotiations provide the most effective way of resolving such matters.

I appreciate your keeping me informed on a quarterly basis as to the progress in addressing these environmental issues. As with all such material that we receive, I will have your letter and my response made a part of the public docket for the Conrail acquisition proceeding.

Sincerely,

Linda J. Morgan

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U.S. DEPARTMENT OF
TRANSPORTATION
CHIEF OF
LINDA J. MORGAN



October 3, 2000

FILE IN DOCKET

The Honorable Linda J. Morgan
Chairman
Surface Transportation Board
1925 K Street, N.W., Suite 820
Washington, D.C. 20423-0001

Dear Chairman Morgan:

We are aware of the Board's continuing interest in assuring that environmental issues associated with the Conrail transaction are appropriately addressed. This letter reflects the Board's interest in this matter and addresses the efforts of Norfolk Southern and CSX with regard to these issues.

More specifically, in the Conrail Oversight proceeding there were a number of communities that raised concerns over the impacts of Norfolk Southern and CSX train operations on local conditions, especially as to highway crossings. In the Oversight proceeding, we sought to respond to the issues raised by reporting on our compliance with the Board's environmental conditions and our efforts to date to resolve local issues. Although we believe that these efforts have been substantial and beneficial to many communities, it is also clear from the proceeding that several communities continue to remain unsatisfied.

In order to work toward a further resolution of community concerns, NS and CSX are planning to undertake a renewed consultation process with the various communities that raised concerns in the Oversight proceeding. We are hopeful that this outreach by the carriers will improve mutual understanding of what the carriers have accomplished to date and what additional initiatives may be explored by the carriers and the communities to further address those concerns.

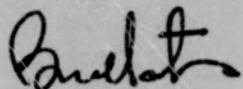
We recognize the Board's concern for certain issues raised by the parties and its interest in an enduring resolution of the issues, and therefore, as part of this consultation process, the carriers would like to keep the Board apprised of our activities. To that end we will provide a quarterly report on our consultation program to you and the other Board members and provide

The Honorable Linda J. Morgan
October 3, 2000
Page 2

relevant portions of that report to the interested communities. We plan to submit our initial report by October 30.

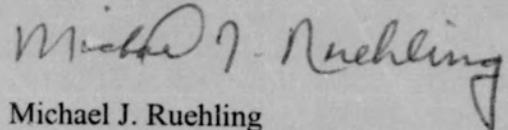
Very truly yours,

Norfolk Southern Corporation



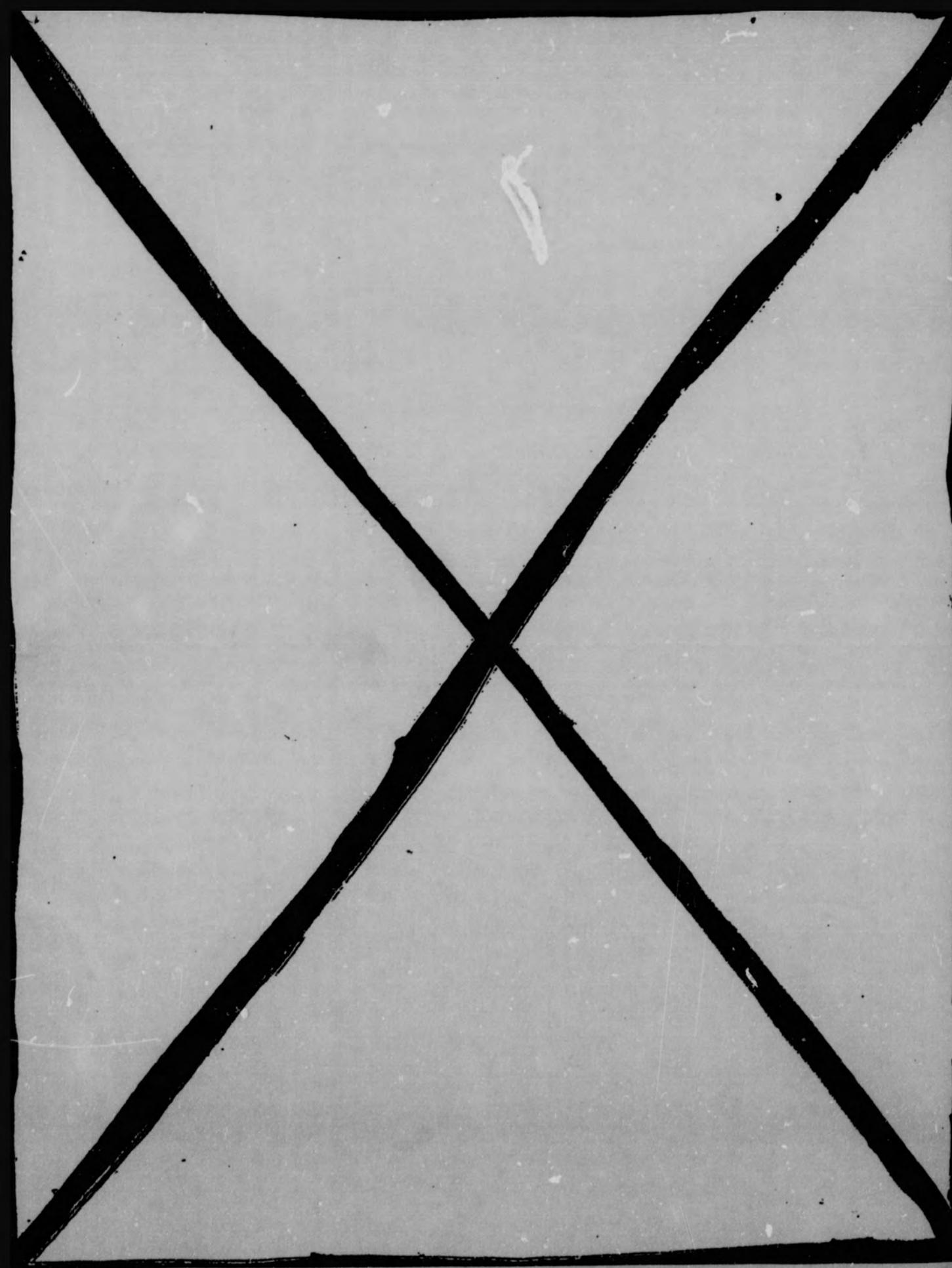
Bruno Maestri
Vice President - Public Affairs

CSX Corporation



Michael J. Ruehling
Vice President - State Relations

cc: The Honorable William Clyburn, Jr.
The Honorable Wayne O. Burkes



STB - - FD-33388

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UNION

10-16-00



Surface Transportation Board
Washington, D.C. 20423-0001

Office of the Chairman

FILE IN DOCKET

FD-33388

October 16, 2000

Mr. James J. Miglets
V.P. Local 1365
133 Massachusetts
Poland, OH 44514

Dear Mr. Miglets:

Thank you for sending me a copy of your September 14, 2000 letter to Mr. Gregory Edwards, Assistant Director of Labor Relations at Norfolk Southern (NS).

In your letter, you appeal a denial by NS of your claim for benefits made under the New York Dock labor protective conditions imposed by the Surface Transportation Board (Board) as part of its approval of the Conrail acquisition transaction. The New York Dock process must be followed, and I assure you that the Board expects the parties to comply fully with those conditions and the Conrail acquisition transaction to be implemented fairly and promptly with regard to affected employees.

I appreciate your concerns, and I will have your letter and my response made a part of the public docket in the Conrail proceeding.

Sincerely,

Linda J. Morgan
Linda J. Morgan

cc: Mr. Gregory Edwards
Norfolk Southern

Sept. 14, 2000

133 Massachusetts
Poland, Oh 44514

Mr. Gregory Edwards
Asst. Dir. Labor Relations
Norfolk Southern RR
223 East City Hall
Norfolk, VA 23510-1728

FILE IN DOCKET

Dear Sir:

I recently received my 100% denial for my July 2000 claim that was submitted as per agreement under the New York Dock.

In reviewing your denial, at lease I presume it was your denial, I have noted several discrepancies that you have failed to address.

To begin with, no one from the carrier had the time or insight to sign the denial claim. Was this just an oversight or is this standard protocol on the part of Norfolk Southern Railroad so that no one has to accept responsibility for what they say or write?

Also there is the matter of why, how, and for what reasons my claim was denied. As I am sure you are aware these reasons, if there were any valid ones, were conveniently omitted.

Also, as you know, the vast majority of agreement men and women were given a protective wage benefit afforded under the New York Dock when the Norfolk Southern Railroad feverishly sought to buy Conrail and succeeded. Also please note that the Surface Transportation allowed this purchase in part because your carrier, the Norfolk Southern, was to honor the New York Dock agreement which was to afford protection to Conrail employees. Now, when the protection and payments are due, you and your associates always seem to find a way to either negate or delay these payments.

As a matter of protocol and perhaps a little common sense, it is imperative that your office afford our members the reasons for denying these claims, as well as what individual from the carrier denied the claim and on what basis, so we have accurate records and someone can be accountable.

If individuals and/or jobs are held against one another, please explain what jobs we should be on and what the procedure for qualifying on these jobs is. Also what jobs are overtime. One month they might work, next month maybe not. Perhaps the freedom to bump daily is in order.

As information I have recently discovered that employee J.W. Fleece, who works the Youngstown yard extra list, was used against me on my protective benefit allowance. You should know that Mr. J.W. Fleece made more money in July only because he was covering a vacation vacancy. I am not permitted to take vacation vacancies at will and why would I take a job for only two or four weeks out of the year then have you deny my other eleven months?

As you well know there are many variable situations that come into play under the New York Dock agreements and the carriers blatant denial of all claims is totally unacceptable.

Under your scenario employees would be working everywhere except where they are qualified, and that would ultimately result in increased accidents, train derailments, and last but not least, poor and inadequate service to our customers.

As it is sir we, as employees, expect you and your pals in Roanoke and Norfolk Virginia to live up to all our agreements, not just the New York Dock.

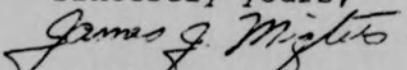
By virtue of this letter I am hereby appealing your denial of my July 2000 claim under the New York Dock agreement and will expect payment of same as soon as possible. My claim is good and should not have been denied.

It should also be noted that several of our employees have called your office, or that of Mr. Wilkerson's, only to be treated disrespectfully or, in some cases, even had the telephone hung up on them. Please review and have this matter attended to as it is unacceptable for good labor management relations.

You have acquired an excellent work force in the purchase of Conrail and we expect to be treated in a just and fair manner.

In closing please reply to my inquiries regarding my July 2000 claim and its' denial as well as all other matters discussed. Thanking you in advance for your time and consideration in this matter.

Sincerely yours,



James J. Miglets
V.P. Local 1365

CC: Ms. Linda J. Morgan (as information)
Chairman Surface Trans. Bd.

Mr. G. Strunk
Gen. Chairman UTU

Mr. Paul Kerr
Local Chairman

Mr. T.R. Drummond
Pres. Local 1365



STB

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FD-33388

10-10-00

BUSINESS

SURFACE TRANSPORTATION BOARD

Memorandum



DATE: October 10, 2000

TO : Ellen Keys, Assistant Secretary
Section of Publications/Records
Office of the Secretary

FROM : Mel Clemens, Director
Office of Compliance and Enforcement

SUBJECT : STB FINANCE DOCKET NO. 33388 - OPERATIONAL MONITORING DATA

Attached are the original and two copies of the latest monthly reports provided to this office by CSX and Norfolk Southern as required in the above proceeding, which are to be committed to the docket for public reference. As requested, I am providing the three paper copies to Ron Douglas, two for the docket and one for Da To Da Office Solutions. If there are any questions, please don't hesitate to contact me or Jim Greene.

Attachments

cc: Chairman Morgan
Vice Chairman Burkes
Commissioner Clyburn
Richard Armstrong
Ron Dougias
Charles Renninger

Maquiling B. Parkerson
Assistant General Attorney

(757) 533-4939
fax (757) 533-4872
E-mail: maqui.parkerson@nscorp.com

October 6, 2000

Melvin F. Clemens, Jr.
Director, Office of Compliance and Enforcement
Surface Transportation Board
1925 K Street, NW
Washington, D.C. 20423-0001

Dear Mr. Clemens,

Enclosed is Norfolk Southern's Monitoring Report dated September 30, 2000. NS continues to make progress on the projects targeted for completion in the fourth quarter of 2000 that are listed in the Construction and Other Capital Projects section of the Report.

Please let me know if you need any further information.

Sincerely,

Enclosure

Norfolk Southern Corporation

STB Operational Monitoring Report

As of September 30, 2000

Reporting Requirement	Page
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Note: Bold print indicates changes from previous report.

* To be disclosed under a different cover or in a later report.

Surface Transportation Board Operational Monitoring Report

As of September 30, 2000

LABOR

Labor Implementing Agreements

All of the Labor Implementing Agreements have been reached, concluding our reporting requirement, as provided in Paragraphs 1 and 14, on pages 162 and 165, respectively, of STB Decision No. 89 issued in Finance Docket No. 33388.

Labor-Management Task Forces

All implementing agreements became effective on June 1, 1999. A continuing dialogue has taken place between labor and NS management on a daily or as-needed basis concerning implementation and safety issues. Labor organization cooperation has been a key element in assuring the safe implementation of the Conrail transaction. This interaction will continue as the parties work through issues of mutual concern.

Note: Bold print indicates changes from previous report.

Surface Transportation Board Operational Monitoring Report
As of September 30, 2000

CONSTRUCTION AND OTHER CAPITAL PROJECTS

Location	Project	Dept	Phase	Status
Alexandria	IN Construct track connection Estimated Completion Date: Complete	Track	Design Grading Const	Complete Complete Complete
		Signal	Design Const	Complete Complete
Allentown - Reading	PA Traffic Control System PA Estimated Completion Date: 4Q01	Signal	Design Const	In progress
Angola	NY Upgrade existing siding, construct new siding Estimated Completion Date: Complete	Track Bridge Sigual	Design Grading Const Design Const Design Const	Complete Complete Complete Complete Complete Complete
Ashtabula	OH Construct connection track Estimated Completion Date: Complete	Track Signal	Design Const Const	Complete Complete Complete
Attica	IN Extend siding 4,580 track feet Estimated Completion Date: Complete	Track Signal	Design Grading Const Design Const	Complete Complete Complete Complete Complete
Boundbrook	NJ Extend siding 15,000 track feet Estimated Completion Date: Undetermined	Track Signal	Design Grading Const Design Const	Project being defined.
Bristol	VA Extend siding 14,255 track feet Estimated Completion Date: Complete	Track Bridge Signal	Design Grading Const Design Const	Complete Complete Complete Complete Complete
Bucyrus	OH Construct track connection Estimated Completion Date: Complete	Land Track Signal	Design Grading Const Design Const	Complete Complete Complete Complete Complete
Buffalo - Cleveland	NY Traffic control system and remove pole line. OH Estimated Completion Date: Complete	Signal	Design Const	Complete Complete
Buffalo	NY Rehabilitate tracks in sub-leased BPRR yard Estimated Completion Date: Complete	Track	Const	Complete
Buffalo	NY Construct connection to BPRR yard Estimated Completion Date: Complete	Track Signal	Design Grading Const Design Const	Complete Complete Complete Complete Complete

Surface Transportation Board Operational Monitoring Report
As of September 30, 2000

CONSTRUCTION AND OTHER CAPITAL PROJECTS

Location		Project	Dept	Phase	Status
Buffalo	NY	Reconstruct portion of Bison Yard Estimated Completion Date: Complete	Track	Design	Complete
				Grading	Complete
			Signal	Const	Complete
				Design	Complete
				Const	Complete
Butler	IN	Construct track connection. Estimated Completion Date: Undetermined	Track	Design	Project being defined.
				Grading	
			Signal	Const	
				Design	
Chicago	IL	Expand and improve 47th St Yard Intermodal Terminal Estimated Completion Date: 4Q00	Track	Design	Complete
				Grade/Pave	In progress
Cloggsville	OH	Track Rehabilitation Estimated Completion Date: Complete	Track	Design	Complete
				Const	Complete
Cloggsville	OH	Construct second main Estimated Completion Date: 4Q00	Track	Design	Complete
				Grading	Complete
				Const	In progress
			Bridge	Design	Complete
				Const	Complete
			Signal	Design	Complete
				Const	In progress
Columbus	OH	Construct track connection Estimated Completion Date: Complete	Track	Design	Complete
				Grading	Complete
			Signal	Const	Complete
				Design	Complete
				Const	Complete
Crockett	VA	Construct 9,100 foot new siding Estimated Completion Date: Complete	Land Track	Design	Complete
				Grading	Complete
				Const	Complete
			Bridge	Design	Complete
				Const	Complete
				Design	Complete
Croxton	NJ	Expand and improve intermodal terminal Estimated Completion Date: Complete	Track	Design	Complete
				Grade/Pave	Complete
E-Rail	NJ	Expand and improve intermodal terminal Estimated Completion Date: 2Q01	Track	Design	In progress
				Grade/Pave	
Eric	PA	Erie Track Realign Project Estimated Completion Date: 4Q01	Track	Design	Complete
				Grading	In progress
			Signal	Const	In progress
				Design	Complete
				Const	In progress

Surface Transportation Board Operational Monitoring Report
As of September 30, 2000

CONSTRUCTION AND OTHER CAPITAL PROJECTS

Location	Project	Dept	Phase	Status
Flemington NJ	Construct 12,500 foot siding Estimated Completion Date: Undetermined	Track	Design Grading Const	Project being defined.
		Signal	Design Const	
Hadley Jct (Ft Wayne) IN	Double tracking Estimated Completion Date: Undetermined	Track	Design Grading Const	Project being defined.
		Signal	Design Const	
Hagerstown Sec PA (Greencastle)	Construct siding Estimated Completion Date: Complete	Track	Design Grading Const	Complete Complete Complete
		Signal	Design Const	Complete Complete
Hagerstown Sec PA	Traffic Control Estimated Completion Date: 4Q00	Signal	Design Const	Complete In progress
Harrisburg PA	Construct double track Estimated Completion Date: 4Q00	Land Track	Design Grading Const	In progress Complete Complete
		Signal	Design Const	In progress Complete
Harrisburg PA (Rutherford)	Construct intermodal terminal Estimated Completion Date: Complete	Track	Design Grade/Pave	Complete Complete
Harrisburg - Reading PA	Traffic Control System and remove pole line Estimated Completion Date: 4Q00	Signal	Design Const	Complete In progress
KD Tower - Cumberland Falls KY	Extending double track 40,120 feet Estimated Completion Date: Complete	Track	Design Grading Const	Complete Complete Complete
		Signal	Design Const	Complete Complete
Knoxville - Chattanooga TN	Double Stack Clearances Estimated Completion Date: Complete	Track Bridge	Design Const Design	Complete Complete Complete
Marshfield IN	Upgrade and extend siding 7,908 feet Estimated Completion Date: Complete	Land Track Bridge Signal	Design Grading Const Design Const	Complete Complete Complete Complete Complete
Oak Harbor OH	Construct track connection Estimated Completion Date: Complete	Land Track Signal	Design Grading Const Design Const	Complete Complete Complete Complete Complete

Surface Transportation Board Operational Monitoring Report
As of September 30, 2000

CONSTRUCTION AND OTHER CAPITAL PROJECTS

Location		Project	Dept	Phase	Status
Pattenburg	NJ	Clearance-9 Bridges Estimated Completion Date: Complete	Bridge	Design Const	Complete Complete
Pattenburg	NJ	Siding Extensions Estimated Completion Date: Complete	Track	Design Grading Const	Complete Complete Complete
			Signal	Design Const	Complete Complete
Pattenburg	NJ	Tunnel Clearance Estimated Completion Date: Complete	Bridge	Design Const	Complete Complete
Philadelphia	PA	Construct crossover - Zoo Estimated Completion Date: Undetermined	Track	Design Grading Const	Project being defined.
			Signal	Design Const	
Piney Flats	TN	Extend siding 6,610 feet Estimated Completion Date: Complete	Land Track	Design Grading Const	Complete Complete Complete
			Signal	Design Const	Complete Complete
Port Reading	NJ	Chemical Coast Clearance Projects Estimated Completion Date: Complete	Track Bridge	Design Const Design Const	Complete Complete Complete Complete
Rader	TN	Extend siding 5,189 feet Estimated Completion Date: Complete	Land Track Bridge Signal	Design Grading Const Design Const	Complete Complete Complete Complete Complete Complete Complete Complete
Reading - Philadelphia	PA	Traffic Control System and remove pole line Estimated Completion Date: 4Q01	Signal	Design Const	Complete
Riverton Jct - Roanoke	VA	Clearance projects Estimated Completion Date: Complete	Bridge	Design Const	Complete Complete
Sandusky (Bellevue)	OH	Construct Triple Crown Terminal Estimated Completion Date: Complete	Track Building	Design Grade/Pave Const	Complete Complete Complete
Sandusky-Columbus	OH	Double Track: S 13.60 - S 26.00 Estimated Completion Date: Complete	Track Signal	Design Grading Const Design Const	Complete Complete Complete Complete Complete

Surface Transportation Board Operational Monitoring Report
As of September 30, 2000

CONSTRUCTION AND OTHER CAPITAL PROJECTS

Location	Project	Dept	Phase	Status
Sandusky-Columbus	OH Double Track: S 78.10 - S 88.40 Estimated Completion Date: 4Q00	Land Track	Design	In progress
			Grading	Complete
			Const	In progress
		Signal	Design	Complete
			Const	In progress
			Design	Complete
Sandusky-Columbus	OH Double Track: S 88.30 - S 95.60 Estimated Completion Date: Complete	Land Track	Design	Complete
			Grading	Complete
			Const	Complete
		Signal	Design	Complete
			Const	Complete
			Design	Complete
Sidney	IL Construct track connection Estimated Completion Date: Complete	Track	Design	Complete
			Grading	Complete
			Const	Complete
		Signal	Design	Complete
			Const	Complete
			Design	Complete
Sido	MO Double tracking 36,458 track feet Estimated Completion Date: Complete	Track	Design	Complete
			Grading	Complete
			Const	Complete
		Bridge	Design	Complete
			Const	Complete
			Design	Complete
Sloan	IL Exten.l siding 5,027 track feet Estimated Completion Date: Complete	Track	Design	Complete
			Grading	Complete
			Const	Complete
		Signal	Design	Complete
			Const	Complete
			Design	Complete
Southern Tier	NY Southern Tier Rehabilitation Estimated Completion Date: Undetermined	Track Bridge	Const	Project being defined.
			Design	In progress
		Const		
St. Louis (Mitchell)	MO Expand Mitchell Triple Crown Terminal Estimated Completion Date: Complete	Track	Design	Complete
			Grade/Pave	Complete
		Signal	Design	Complete
			Const	Complete
Toledo	OH Intermodal Terminal Estimated Completion Date: Undetermined	Track	Design	Project being defined.
			Grade/Pave	
Tolono	IL Track Connection Estimated Completion Date: Complete	Track	Design	Complete
			Grading	Complete
			Const	Complete
		Signal	Design	Complete
			Const	Complete
			Design	Complete
Vermillion	OH Track Connection Estimated Completion Date: Complete	Land Track	Design	Complete
			Grading	Complete
			Const	Complete
		Signal	Design	Complete
			Const	Complete
			Design	Complete

Surface Transportation Board Operational Monitoring Report
As of September 30, 2000

CONSTRUCTION AND OTHER CAPITAL PROJECTS

Location	Project	Dept	Phase	Status
Wabash	IN Construct connection track Estimated Completion Date: Complete	Track Signal	Const Design	Complete Complete
			Const	Complete

Note: Bold print indicates changes from previous report. If status of project phase is blank, work on that part of the project has not yet begun.

Surface Transportation Board Operational Monitoring Report
As of September 30, 2000

INFORMATION TECHNOLOGY

Systems and Personnel Training

Operating Area	Project	Status
TRANSPORTATION		
Car Management and Movement	Systems – Multiple projects	Implementation Complete. Continue to monitor functionality of systems and make program adjustments where necessary.
Includes Thoroughbred Yard Enterprise System (TYES) and Central Yard Operations (CYO) System	Personnel Training	
	Prepare training materials for TYES and CYO	Complete
	Trainer orientation	Complete
	TYES training at Conrail locations	Complete
Train Dispatching	Systems	Complete
	Personnel Training	
	Prepare computer-based training materials for Norfolk Southern Train Information System (TIS) and Train System Accident Reporting System (TSAR).	Complete
	Train Conrail employees at Dearborn, Pittsburgh, and Mt. Laurel	Complete
Locomotive Management	Systems	Complete
	Personnel Training	
	Prepare training materials; conduct pilot sessions	Complete
	Trainer orientation	Complete
	Train employees at 8 Conrail locations	Complete

Surface Transportation Board Operational Monitoring Report
As of September 30, 2000

INFORMATION TECHNOLOGY

Operating Area	Project	Status
OPERATIONS PERSONNEL		
Crew Management	Systems	Complete
	Personnel Training	
	Prepare training materials	Complete
	Train Conrail employees	Complete
Train and Engine (T&E) Payroll	Personnel Training	
	Prepare training materials; conduct pilot sessions	Complete
	Train T&E crews	Complete
Non-Train and Engine Payroll	Personnel Training	
	Prepare training materials; conduct pilot sessions	Complete
	Trainer orientation	Complete
	Train Conrail employees	Complete
CUSTOMER SERVICE		
Electronic Customer Connectivity	Systems	Complete
	Personnel Training	
	Testing new systems	Complete
	Customer Coordination	
	Information to be distributed to customers	Complete
National Customer Service Center	Personnel Training	
	Prepare training materials	Complete
	Train employees in Pittsburgh and Atlanta	Complete

Note: Bold print indicates changes from previous report.

Note: The Board has asked . . . to report on any IT efforts relative to the Southern Tier and the Buffalo area. Although there are no initiatives tailored to a specific area, NS is putting particular emphasis on IT issues systemwide and continues to address them with the rollout of the Thoroughbred Yard Enterprise System, continued monitoring and refining of the NS data system's interaction with the Shared Assets Area systems, and daily monitoring of information quality. These efforts will improve service throughout the NS network, including of course the Southern Tier and the Buffalo area.

Surface Transportation Board Operational Monitoring Report

As of September 30, 2000

CUSTOMER SERVICE

Transition Process

Transition team members for NS in Philadelphia working in Customer Service were released at the end of February. Call volumes have leveled off as general service levels improve and remain at the approximate levels originally projected. The phone trace system, which is an automated feature of our toll-free line that allows a customer to trace the location of its cars by keying in car numbers on the telephone key pad, continues to work as expected.

Personnel

The implementation of the Thoroughbred Yard Enterprise System in the former Conrail areas has been completed, including the training of field personnel. All supervisory positions have been filled for Data Quality, the Agency Operations Center and Customer Service.

Customer Awareness

NS continues to host customer meetings to evaluate and provide feedback on the Company's planning processes and strategies. NS continues to make numerous meetings and presentations in order to keep our customers informed.

The Customer Resource Guide, distributed to our customers, provides customers with all resources and information necessary for doing business with the new NS.

The Help Desk Directory, also distributed to our customers, lists key phone numbers that connect users to areas that may assist them in answering questions about NS. It is available in three formats: a pocket guide for employees, a list for customers, and an expanded version available for downloading from the Internet.

Note: Bold print indicates changes from previous reports.

500 Water Street (J215)
Jacksonville, FL 32202
(904) 366-4092
FAX: (904) 359-2263

R.J. Haulter
Assistant Vice President-Integration Planning

September 30, 2000

Melvin F. Clemens, Jr.
Director Office of Compliance and Enforcement
Surface Transportation Board
Washington, DC 20423-0001

Dear Mr. Clemens:

Attached to this letter are the Operational Monitoring Reports required in STB Finance Docket No. 33388.

The reports are presented in the following order:

Labor Implementing Agreements	Page 1
Labor Task Force	Page 1
Construction and Other Capital Projects Table	Pages 2-3
Infrastructure Maintenance and Expansion	Page 4
Additional Noteworthy Engineering Projects Table.....	Pages 5-7
Information Technology	Pages 8-11
Customer Service	Page 12
Training.....	Page 13

Note: Italicized information indicates a change or update from the last report.

Please contact Bob Haulter, Assistant Vice President-Integration Planning at CSX Transportation (E-mail: Bob_Haulter@csx.com) if there are any issues that need clarification or explanation. As information, coincident with filing this report with the STB, CSXT has made this report available on our web site (www.csx.com).

Very truly yours,

Bob Haulter

cys: Peter J. Shudtz, Vice President
Law & General Counsel

Paul R. Hitchcock - J150
Senior Counsel

CSX TRANSPORTATION, INC.
STB OPERATIONAL MONITORING REPORT
As of September 30, 2000

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Note: Italicized information indicates a change or update from the last report.

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

LABOR

Labor Implementing Agreements

All of the Labor Implementing Agreements have been reached. Accordingly, the requirement provided for in Paragraph 1 on page 162, of STB Decision No. 89 issued in Finance Docket No. 33388 has concluded.

Labor Management Task Force

CSXT has sent an invitation to each of its unions with which an implementing agreement has been reached and which will continue to represent employees on CSXT to participate in a labor task force similar to the one established with the United Transportation Union. CSXT has held labor task force meetings with a number of its unions. CSXT will hold additional meetings, as the need arises. CSXT also will continue its effort to have frequent communications with its unions to guarantee that problems which may still arise with respect to the implementation of the transaction receive prompt attention.

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

CONSTRUCTION AND OTHER CAPITAL PROJECTS

Location	Project	Status	Expected Completion Date
1) Greenwich, Ohio to Pine Junction, Indiana	Construct 2 nd main track with TCS on B&O including connections.	Complete	4Q 98
2) Quaker to Greenwich, Ohio	Construction by Conrail of 2 nd main track with TCS.	Complete	4Q 98
3) Willard, Ohio	Yard Expansion	Complete	1Q 99
4a) Crestline, Ohio	a) Construct or rehabilitate connection tracks with Indianapolis Line.	a) Complete	2Q 99
4b) Sidney, Ohio	b) Connection Track	b) Complete	4Q 98
4c) Marion, Ohio	c) Rehabilitate Connection Track	c) Complete	1Q 99
5) Carleton, Michigan	Connect track with Conrail	Complete	4Q 98
6a) Alice, Indiana	a) Siding Extension	a) Complete	a) 3Q 98
6b) Harwood, Indiana	b) Siding Extension	b) Complete	b) 4Q 98
7a) Chicago, Illinois	a) Intermodal Expansions	a) Complete	a) 3Q 98
7b) Cleveland, Ohio	b) Intermodal Expansions	b) Complete	b) 1Q 99
7c) Philadelphia, Pennsylvania	c) Intermodal Expansions	c) Underway	c) 4Q 00
7d) Little Ferry, New Jersey	d) Intermodal Expansions	d) Complete	d) 3Q 98
8) Philadelphia, Pennsylvania	Rebuild Eastwick connection track with Conrail.	Complete	4Q 98
9) Hobart, Indiana to Tolleston, Indiana	Restoration of connection and main track between Hobart & Tolleston.	Complete	2Q 99

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

CONSTRUCTION AND OTHER CAPITAL PROJECTS

Location	Project	Status	Expected Completion Date
10) Chicago, Illinois	Chicago area-upgrade connection tracks and other improvements.	Complete	2Q 99
11) Newell & New Castle, Pennsylvania	Upgrade capacity on the Mon. Subdivision	Complete	4Q 98
12) Albany, New York to Bergen, New Jersey	Extend 3 sidings by Conrail on River Line	Complete	4Q 98
13) Little Ferry, New Jersey	Connection track Conrail/NYSW	Complete	2Q 99
14) Dolton, Illinois	Connection track @ Lincoln Avenue CSX/IHB	Complete	2Q 99

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

Infrastructure Maintenance and Expansion Report

CSXT has completed all scheduled construction and other capital projects that we originally identified as being necessary to initially integrate the acquired Conrail lines into the CSXT network (with the exception of the Philadelphia Intermodal Expansions anticipated to be completed in the fourth quarter of 2000). Further projects to improve integration of the former Conrail lines with the CSXT system will be progressed in the future, as they are identified and appear to be needed and cost-justified. In this report, and in later reports, we will be supplementing the Construction and Other Capital Projects section with a discussion of other noteworthy activity related to the maintenance and expansion of the CSXT rail system unrelated to Conrail integration activities, as well as future Conrail integration projects as they may develop.

CSXT continues to address capacity limitations on heavy corridors. *We completed the sidings at Coosa Pines, AL, Wadley, AL, and McDaniel, TN in September.* These projects are all designed to improve capacity on the Nashville – Atlanta – Florida corridor where traffic has strained the line's capacity. The primary benefits will be seen in enhanced reliability of transit times, particularly for the intermodal trains in this corridor. *CSXT has commenced a new passing siding project near Canoe, AL between Mobile and Birmingham. This siding will go into service on 10/1/00. While this will ease congestion on line of road, the most significant effect may well be the expected relief it will provide at the Atlanta and Nashville terminals. In August we began construction on a new connection track at Dearborn, MI. This connection will also be used by the Canadian Pacific. Work continues at Galloway, TN with proposed completion early October.*

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

ADDITIONAL NOTEWORTHY ENGINEERING PROJECTS TABLE

(In some cases these projects may be unrelated to the Conrail integration.)

Location	Project	Under Construction	Estimated Completion
1) Alexandria, VA	AF Interlocking reconstruction (VRE project)	N	06/01/01
2) Aliquippa, PA	Construct 2 industry support tracks	N	06/30/00
3) Baltimore, MD (Bay View YD)	Add crossover BA Tower	N	10/23/00
4) Chicago, IL	Barr SD – TCS – Phase II	Y	12/31/00
5) Chicago, IL	Construct 59 th Street North Lead	Y	06/30/00
6) Chicago, IL	Construct storage tracks & 3 rd Main at Barr Yard	Y	12/31/00
7) Chicago, IL	TCS Blue Island SD to 75 th Street	Y	03/31/01
8) Cleveland, OH	Construct mainline fueling facility at Collinwood Yard	Y	08/30/00
9) Columbus, OH	Scioto Interlocking w/NS (ODOT project)	N	10/31/00
10) Coosa Pines, AL	Construct new 11,200' passing siding	Y	08/29/00
11) East Cleveland, OH	Noise berms, landscaping	Y	06/30/00
12) East Fostoria, OH	Extend yard/connection lead	Y	Deferred
13) Erie, PA	NS relocation project	N	Pending
14) Erie, PA	Replace CSXT bridge decks over B&LE (CSXT work relating to NS relocation project)	N	12/31/00
15) Fall River, MA	MBTA replacement of 4 undergrade bridges	Y	07/31/00

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

ADDITIONAL NOTEWORTHY ENGINEERING PROJECTS TABLE
(In some cases these projects may be unrelated to the Conrail integration.)

Location	Project	Under Construction	Estimated Completion
16) Feltonville, PA	Extend siding to 20,200'	N	10/31/00
17) Franklin, AL	Construct new 11,200' passing siding	Y	09/15/00
18) Frederick, MD	MARC project	Y	03/31/01
19) Ft. Lauderdale, FL	Construct 45 miles of 2 nd main for TriRail	N	Pending
20) Gallaway, TN	Build siding with 10,000' in clear	N	10/1/00
21) Garrett, IN	Construct Randolph St. underpass	Y	08/30/00
22) Gibraltar, MI	Construct crossover between CSXT and CN	Y	09/30/00
23) Greenwood, SC	Construct double-track to Salak	Y	11/06/00
24) Hopkinsville, KY	Install turnouts/signals for new Ft. Campbell lead wye	N	06/30/01
25) Keystone, SC	(Sandpatch to Rockwood, PA)-Upgrade #10 crossovers to power #15's and TCS	N	09/30/00
26) Lacon to Holmes Gap, AL	Add 8 miles of 2 nd main MP 328-MMP336	N	03/30/01
27) Lima, OH	Conrail connection track improvements	Y	05/30/00
28) Louisville, KY	Link Highway Track to Highland Park #2	Y	06/15/00

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

ADDITIONAL NOTEWORTHY ENGINEERING PROJECTS TABLE

(In some cases these projects may be unrelated to the Conrail integration.)

	Location	Project	Under Construction	Estimated Completion
29)	Martinsburg, Hobbs, Miller/Cherry Run, W Cumbo, WV	Eliminate manned interlockings, Phase I	N	12/31/01
30)	McDaniel, TN	Siding extension to 10,000' clear	Y	09/1/00
31)	New Boston, MI	Parking lot expansion	Y	06/30/00
32)	Philadelphia, PA	Greenwich Yard Phase I rehabilitation	Y	06/30/00
33)	Philadelphia, PA	Greenwich Yard Phase II expansion	N	12/21/00
34)	Teaneck, NJ	Construct siding CP7-CP10	Y	03/31/00
35)	Union City, GA	Construct connection track	Y	04/15/00
36)	Union City-Tilford, GA	Clearance improvement project	Y	03/15/00
37)	W. Baltimore, MD	Convert #10 HTEL to Power #15	N	09/30/00
38)	Wadley, AL	Extend passing siding to 10,000' clear	Y	09/15/00
39)	Youngstown, OH	Construct Ashtabula Connection for 140 car capacity	Y	07/15/00

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

INFORMATION TECHNOLOGY

Information Technology

The implementation strategy, training plans, and status of the Information Technology (IT) initiatives affecting the following Operating Areas are summarized:

- ❖ Customer Service
 - Electronic Customer Connectivity
- ❖ Operations Personnel
 - Crew Management
- ❖ Transportation
 - Car Management & Movement
 - Locomotive Management
 - Train Dispatching

Operating Area	Implementation Strategy	Status	Training
Customer Service Electronic Customer Connectivity	<p>All inbound (e.g. bill-of-lading) and outbound (e.g. car tracing) electronic communications with existing Conrail customers are to be migrated to CSX and NS. All customers will be informed of their system migration options and have the opportunity to test the replacement electronic connections prior to a transfer of the customer communications links on Day 1.</p> <p>CSX and NS will work with all affected customers and EDI vendors to develop migration plans</p>	<p>Systems testing in process and on schedule</p> <p>A joint letter was distributed to current Conrail customers</p> <p>Existing and new Conrail Electronic Commerce customers have been contacted by CSX in separate mailings</p> <p>Electronic Commerce Certification of Conrail customers acquired by CSX is in progress.</p> <p>Planned customer conversions to CSX Electronic Commerce tools are complete.</p> <p>All EC is complete</p>	<p>All customers will be provided adequate systems documentation and a detailed description of any changes to their current Conrail-provided electronic services</p> <p>All customers targeted for conversion to CSX electronic commerce tools have received information regarding the changes.</p> <p>All customer training and customer conversions are complete.</p>

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

INFORMATION TECHNOLOGY

Operating Area	Implementation Strategy	Status	Training
Operations Personnel Crew Management	<p>Separation of callings desks (CSX, NS, SAC) in Dearborn, MI has been pre-negotiated and is in place. There will be a phased roll-out of eight calling desks to TECS – the CSX Crew Calling System. The first desk will be rolled out 50 days after Day 1.</p> <p>T&E Crews will continue to submit paper time sheets to Dearborn, MI until the TECS desk roll-out is completed. Paperless payroll implementation will take place 2 weeks after each TECS desk implementation. The entire roll-out will take approximately seven months.</p>	<p>Systems development in process and on schedule.</p> <p>The TECS desk roll-out is still on schedule.</p> <p>All desks have been cut Over to TECS.</p> <p>Paperless payroll training was completed Dec. 10, 1999</p> <p>Crew Callers have been moved from Dearborn to Jacksonville – Crew Management is complete.</p>	<p>CSX Payroll officers will train T&E employees on the CSX Payroll system immediately following the implementation of TECS. Local Chairman will participate in the training. Training documents have been prepared and presented to Conrail personnel.</p> <p>Training sessions have been completed.</p>
Transportation Car Management and Movement	<p>Field personnel will continue using Conrail application systems supporting yard inventory, train consisting and work orders after Day 1.</p> <p>Disposition and management of empty cars will occur in Jacksonville using CSX systems after Day 1 to ensure coordinated system wide transportation operations.</p> <p>Customers on the acquired territory will continue to order empty cars and obtain information on order status as they do today.</p> <p>CSX systems will be rolled-out to the acquired Conrail territory in 4 phases after Day 1.</p>	<p>Systems development in process and on schedule.</p> <p>Toledo Stanley Yard was cut-over to CSX systems July 27th.</p> <p>Chunk 1 Field Rollout including Indianapolis was successfully cut-over on Oct 11.</p> <p>Chunk 2 including Cleveland, Collinwood and Columbus, Ohio was successfully cut-over on January 10.</p> <p>Chunk 3 including Buffalo & Syracuse was successfully cut over on March 13, 2000.</p> <p>Chunk 4 including Selkirk & W. Springfield was successfully cutover on May 8, 2000</p> <p>All Car Management is complete</p>	<p>Training sessions have been completed</p>

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

INFORMATION TECHNOLOGY

Operating Area	Implementation Strategy	Status	Training
Transportation Locomotive Management	<p>CSX Locomotive Management System (LMS) will be used to manage locomotives in CSX acquired territory beginning on Day 1. This will occur from the Operations Center in Philadelphia, PA for approximately 180 days after Day 1. The management team in Philadelphia will consist of two locomotive managers and one senior locomotive manager. Dual entry of locomotive assignments will be made to the Conrail Locomotive Distribution System (LDS). Shutdown of Conrail LDS will accompany field roll-out and will be dependent upon other Conrail Systems (TRIMS & TMS) no longer relying on assignments being passed from Conrail LDS.</p> <p>Within 180 days after Day 1, locomotive management for the acquired Conrail territory will be relocated to the Kenneth Dufford Center in Jacksonville. Two CSX Locomotive Managers will manage the acquired territory at that time.</p>	<p>Implementation was completed June 1st.</p> <p>Dual entry into Conrail LDS was discontinued June 15th.</p> <p>The locomotive management of the acquired territory was transitioned to the Kenneth Dufford Center in Jacksonville, FL on July 12, 1999.</p> <p>Locomotive Management is Complete.</p>	Locomotive managers for the acquired Conrail territory have been trained on the CSX Locomotive Management System (LMS). Locomotive Management has conducted training that included cross training of CSX and Conrail cultures.

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

INFORMATION TECHNOLOGY

Operating Area	Implementation Strategy	Status	Training
Transportation Train Dispatching	<p>Train dispatchers will continue to use current Conrail systems. Phase 1 geographic realignments will separate dispatchers into CSX, NS & SAC entities within current division offices. Phase 1 will complete 90-120 days after Day 1.</p> <p>Phase 2 division realignment will move dispatchers to acquiring road's division. CSX Cleveland East dispatcher in Dearborn, MI will move to CSX headquarters in Indianapolis, IN. CSX Chesapeake & Riverline dispatchers in Mt. Laurel, NJ will move to CSX headquarters in Albany, NY. Phase 2 will complete 90-120 days after an implementing agreement has been reached.</p> <p>Phase 2 moves are contingent upon Phase 1 realignment completion for territory being transferred. Also contingent upon an implementing agreement being in place with the ATDD.</p>	<p>Systems development has been completed and implementation is proceeding on schedule.</p> <p>Phase 1 realignments : Albany, Indianapolis & Philadelphia complete.</p> <p>Dearborn Division started.</p> <p>Dearborn will be complete Mid-August 1999.</p> <p>Phase 2 realignments:</p> <p>Two dispatcher desks moved from Indianapolis to Dearborn on 7/27/99.</p> <p>Phase 2 projected to be completed with CSAO dispatcher move from Dearborn to Mt. Laurel on 8/10/99.</p> <p>All phases of the Train Dispatcher Realignment Project have been completed. Implementing agreements are now in place.</p> <p>Train Dispatching is complete.</p>	<p>Dispatchers will be trained on their new territory using the current processes in place at Conrail.</p>

STB OPERATIONAL MONITORING REPORT
As of September 30, 2000

Customer Service Progress Report

During May we completed the rollout of all CSXT systems for the fourth regional area. Cutover took place on May 8, 2000 and went smoothly. Major locations included in the cutover were Selkirk, South Kearney, and Framingham areas.

Personnel

We duplicated our training and mentoring procedures for this last cutover. Classroom training in Pittsburgh was completed prior to the cutover with the remaining personnel trained on all CSXT systems.

Customer Familiarization

The customer familiarization processes used previously were also duplicated. Tariffs have been published and distributed for supplemental billing purposes, and procedures put in place to convert the records for the first 7 days of May from the Conrail to the CSX demurrage system, so that customers will see only one bill for the month. All customers have been notified regarding the up coming changes.

Brochures were customized and distributed to customers by our Electronic Commerce Customer Integration Center to explain our EC offerings and initiatives, with special telephone numbers and other vital data provided. Other customer communications included blast faxes, mailings, and regular interaction with our Electronic Commerce personnel.

STB OPERATIONAL MONITORING REPORT

As of September 30, 2000

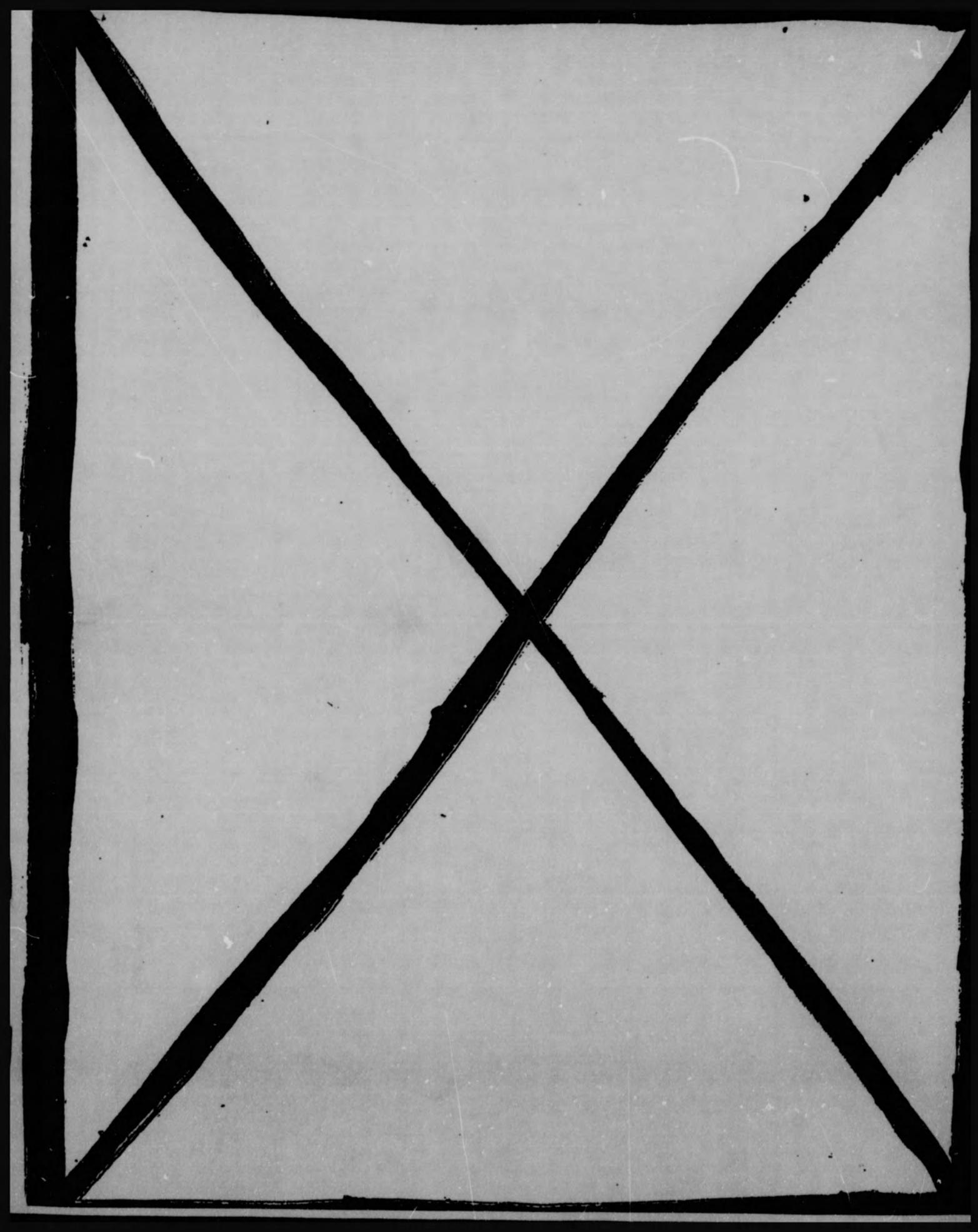
STB Status Submission Report on Training

All remaining training for the acquired territories was completed during the month of May.

Clerical employees received one-on-one training at their work locations on specific job tasks for their jobs. Train & Engine Service employees received instructions in the preparation of work order documents to ensure the correct documentation of placing and pulling of cars from industries. Field transportation officers and yardmasters also received specific training in the use of yard and train management systems. Extensive training was provided for 45 yardmasters and 17 transportation officers.

Coaches were positioned at strategic locations to assist employees during the cutover at all major terminals and crew on-duty locations.

The last cutover completed the training initiatives for this project.



STB

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FD-33388

10-4-00

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MOC



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-33388

October 4, 2000

The Honorable Bill Goodling
U.S. House of Representatives
Washington, DC 20515-3819

Dear Congressman Goodling:

This responds to your letter of September 25, 2000, to Mel Clemens, Director of the Board's Office of Compliance and Enforcement, regarding the concerns of your constituent, Ms. Yvonne A. Whisenant, about the noise and pollution caused by Norfolk Southern Railroad Company (NS) trains left idling near her Camp Hill home.

Director Clemens has been in contact with NS to help formulate a resolution. NS has indicated that it will immediately investigate the situation and will be in contact with Mr. Davidson in your Camp Hill office. In addition, as soon as NS has concluded its inquiry, Director Clemens will have further discussions regarding the complaint, and then I will advise you further.

You may be assured that the Board will continue its active monitoring of the operations of NS as the carrier implements the Conrail acquisition. We appreciate the opportunity to be of assistance, and hope that you will not hesitate to contact me if we can be helpful in the future.

Sincerely,

Linda J. Morgan
Linda J. Morgan

BILL GOODLING
19TH DISTRICT, PENNSYLVANIA

CHAIRMAN:
COMMITTEE ON EDUCATION AND
THE WORKFORCE

COMMITTEE ON
INTERNATIONAL RELATIONS

TOLL FREE DISTRICT NUMBER:
800-632-1811
<http://www.house.gov/goodling/>



ROOM 2107
RAYBURN HOUSE OFFICE BUILDING
TELEPHONE: (202) 225-5836

FILE IN DOCKET

DISTRICT OFFICES:
FEDERAL BUILDING
200 SOUTH GEORGE STREET
HARRISBURG, PA 17405-5999

140 BALTIMORE STREET
ROOM 301
GETTYSBURG, PA 17325-2311

2020 YALE AVENUE
CAMP HILL, PA 17011-5456

Congress of the United States
House of Representatives
Washington, DC 20515-3819
September 25, 2000

Mr. Mel Clemens
Director
Surface Transportation Board
Office Of Compliance and Enforcement
Room 780
1925 K. Street NW
Washington, D.C. 20423

Sep 28 / 51 PH '00
OFFICE OF
CHARLES MORGAN

SURFACE TRANSPORTATION
BOARD

Dear Mr. Clemens:

The attached communication sent to me by Yvonne A. Whisenant has been respectfully referred to you for your review, consideration, and comment.

I ask that you kindly return the enclosed correspondence to Tom Davidson of my staff.

Please mail response to:

Congressman Bill Goodling
2020 Yale Avenue
Camp Hill, PA 17011

If you have any questions, concerning this inquiry, please contact Tom Davidson at 717-782-4526.

Thank you in advance for your assistance.

Sincerely,

BILL GOODLING
Member of Congress

WFG/td

SEP 25 2000

9/22/00

Congressman William Goodling
2020 Yale Avenue
Camp Hill, PA 17011

Dear Congressman Goodling,

I am a resident of Lower Allen Township in Highland Estates; my residence is 1820 Chatham Drive, Camp Hill. Since March 1998, neighbors and I have experienced unnecessary discomfort and hardship since Norfolk Southern purchased and manage the railroad, formerly Conrail.

Railroad traffic has increased threefold; train conductors are blowing whistles long distances before approaching railroad crossings. My sleep is disturbed every hour during the night, and I am now suffering from extreme exhaustion. Norfolk Southern is stacking and staging train engines directly behide my house, causing my house to become engulfed with diesel fuel fumes. Three times the situation was so severe that my pets and I were physically sick and incoherent. I also had to throw away food that was contaminated by the diesel fuel fumes that penetrated my refrigerator.

Since March 1998, I have been registering complaints with Norfolk Southern (1-800-272-0911 Norfolk operator), and their Harrisburg Dispatch 541-2140. The Harrisburg Dispatch has been uncooperative, often been rude and insulting, and once telling me to move. I talked to railroad workers while trains were staging who advised that there are regulations that set limitations on length of trains and whistle blowing; also prohibit staging trains in residential areas. These workers were sympathetic to my problems, and advised that Norfolk Southern is exceeding all regulatory limits and prohibitions.

On 3 June 2000, I experienced another bad diesel fuel incident, and was extremely ill that weekend. I contacted the following agencies to seek assistance.

Health Department (Pagent Burke) 787-8093
DEP Emergency Hotline 787-4343
Waste Management 909-5880
Region (DEP) 705-4703 or 705-4709 Jeff Minskey
EPA - 215-597-9898
Bureau of Rail freight, ports and waterways - 783-8489

Pagent Burke has been doing research but advised that I should write to area representatives. Jeff Minskey advised that townships can pass local ordinances to prohibit railroads from staging trains in residential areas. An inspector for EPA advised the EPA's regulations cover stationary structures, like factories, not moving structures like trains. I argued that when trains are staging they are stationary and releasing diesel fuel fumes, and that someone needs to look at that situation, and do some testing.

On 14 July, Kelly Matty (705-4887) and Fred Heagy (705-4886) of PA-DEP made an investigation and wrote an inspection report. They don't have the authority to do anything else, but will continue to make inspections when there is a diesel fuel incident.

On 8 September, I wrote a similar letter to Representative Jerry L. Nailor, and Lloyd Bucher, Board of Commissioners for Lower Allen Township. Jerry Nailor's secretary called me to advise that the Representative was trying to contact Norfolk Southern. I have not heard from Lower Allen Township.

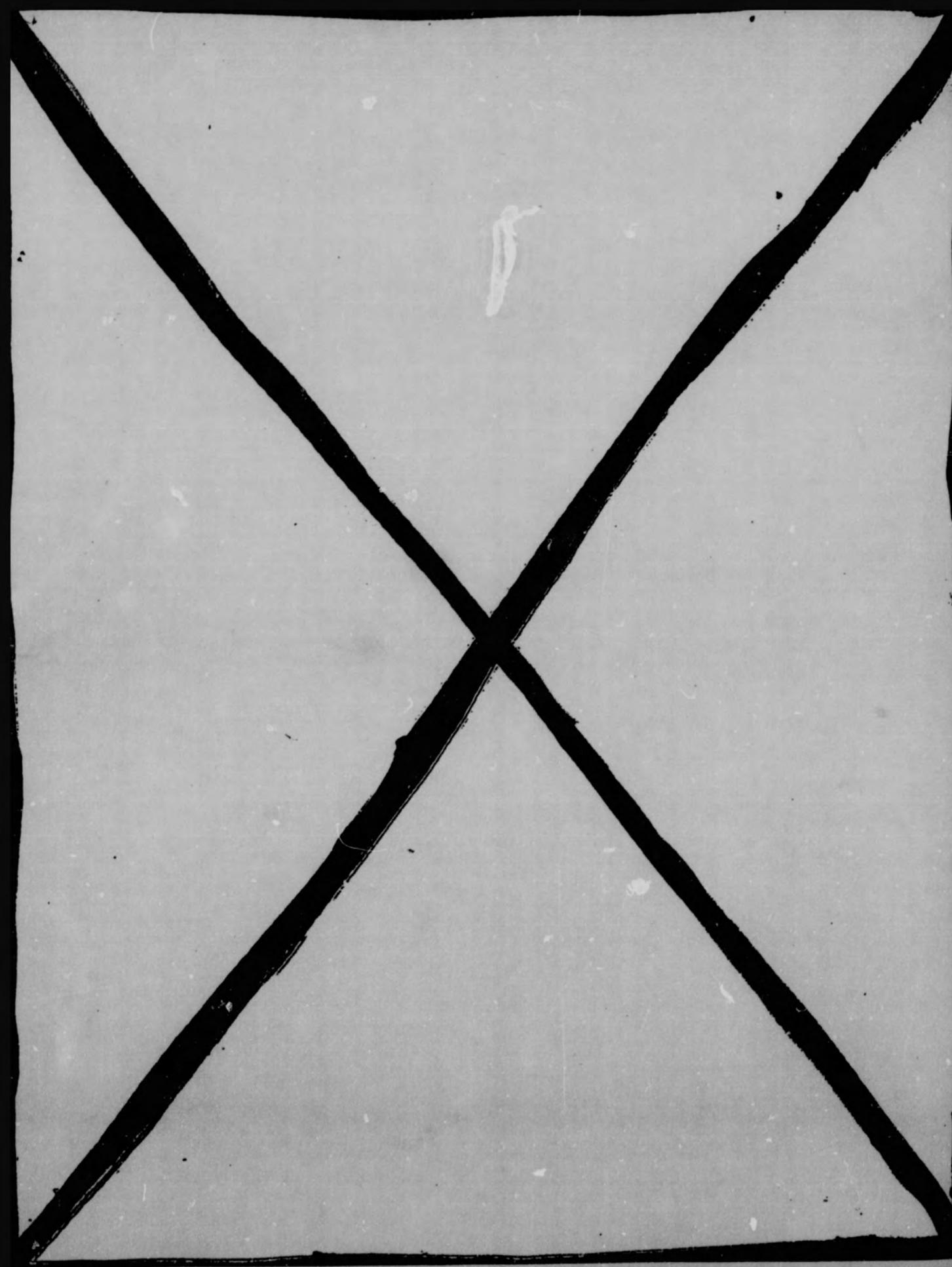
I need some proactive assistance. Some agency willing to research on railroad regulations, and perform investigations and testing. I would like your office to look into this matter as well; perhaps establish some public hearings on this situation, and to negotiate with Norfolk Southern for adequate solutions. Lower Allen Township should establish local ordinances to prohibit Norfolk Southern from staging trains in their residential areas.

Over the past spent twelve years I have spent over \$64,000 remodeling my property. I built a patio that I cannot enjoy because of the noise and fumes. This two block residential area was a peaceful, enjoyable place to live since the 1950's. Moving to another location would cause an emotional and financial hardship on most residents, including myself. Norfolk Southern should not be allowed to disrupt this loyal, pleasant community; they should build a solid barrier to ensure the safety and well being of this small, but significant community.

Respectfully,

Yvonne A. Whisenant
Yvonne A. Whisenant
Home Phone (717-737-7385)
Work Phone (717-605-5152)

(railroad1)



STB -

FD-33388

J

10-2-00

UNION



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-33388

October 2, 2000

Mr. James M. Brunkenhoefer
National Legislative Director
United Transportation Union
304 Pennsylvania Avenue, S.E.
Washington, DC 20003-1130

Re: Proposed SEPTA operations

Dear Mr. Brunkenhoefer:

This responds to your letter of September 20th, and your views about the approach that the Southeast Pennsylvania Transportation Authority (SEPTA) has taken in addressing issues related to its proposed operation of commuter service over the Norfolk Southern Railroad Company's (NS) rail right-of-way between Reading and Philadelphia, Pennsylvania. I certainly understand your concerns.

I particularly share your concern about any commuter rail proposal that would not make safety its cornerstone. As you noted, the Board has been diligent in requiring merging freight railroads to engage in the development of safety integration plans to ensure the safe implementation of Board-approved transactions. Otherwise, the public and the employees would be put in jeopardy.

As you know, the Board has no role in funding decisions or the disbursal of funds appropriated for rail projects. Moreover, the Board would not be directly involved in authorizing additional commuter operations by SEPTA. Authority would have to be sought, however, if a transfer of property or a grant of operating rights by NS to SEPTA affected NS's ability to continue to meet its common carrier obligation both now and in the future. Such a filing would afford the Board an opportunity to address any concerns raised relative to the transaction.

I appreciated hearing from you, and hope that you will keep me informed of your interests as this process evolves.

Sincerely,

Linda J. Morgan
Linda J. Morgan

CHARLES L. LITTLE
International President

BYRON A. BOYD, JR.
Assistant President

PAUL C. THOMPSON
General Secretary and Treasurer

J. M. BRUNKENHOFER
National Legislative Director

**united
transportation
union**

WASHINGTON OFFICE
NATIONAL LEGISLATIVE DEPARTMENT

304 PENNSYLVANIA AVENUE, S.E.
WASHINGTON, D.C. 20003-1130
(202) 543-7714
FAX: (202) 543-0015
E-MAIL: UTUNLD@aol.com

SEP 22 1 11 PM '00
Linda J. Morgan
Chairperson
Surface Transportation Board

FILE IN DOCKET

September 20, 2000

Linda J. Morgan, Chairperson
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

Dear Chairperson Morgan:

It is with a great deal of disappointment that I feel obligated to write this letter. Unfortunately it has become obvious that the Southeast Pennsylvania Transportation Authority (SEPTA) has literally declared war on the membership of the United Transportation Union (UTU).

The UTU enjoys a long and successful history of working cooperatively with our employers in numerous areas. Two areas of which we are very proud are the areas of safety and working with our employers to secure funding for their operational projects. We have tremendous successes in both these and other areas.

SEPTA is interested in expanding their service from Philadelphia to Reading, Pennsylvania. It appears that they wish to use the Norfolk Southern right-of-way in order to move their trains. This concept, in and of itself, conjures up serious safety concerns. Recently, we witnessed changes in operations between Conrail and the Norfolk Southern. Those changes required the involvement of both the Federal Railroad Administration and the Surface Transportation Board to develop a safety integration plan. It also took a great deal of cooperation with this Union and all other parties involved to assure that the integrated plan would culminate in a safe operation.

SEPTA decided that instead of first meeting with us and trying to gain the support of this Union on safety, funding and contract issues, they initiated a series of public meetings to gain public support for their operation. At these public meetings, our members heard for the first time that as soon as the 80% federal funding for the project was secured, SEPTA intended to eliminate all the positions historically held by these members. At the public meetings, SEPTA's hired project consultant admitted having no knowledge of railroad operations, yet he criticized the federal agencies charged with safety oversight of rail and transit operations in the United States. SEPTA has shown that it is willing to sacrifice safety in exchange for lowering the cost of what is currently estimated to be a \$1.4 billion project.

Linda J. Morgan, Chairperson
September 20, 2000
Page 2

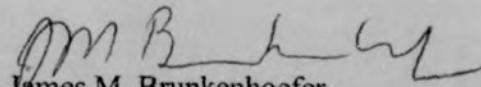
This is as close to a declaration of war that I have ever experienced in the 13 years that I have held this position in Washington, D.C. It is apparent that SEPTA has more interest in poisoning labor relations and alienating any support that organized labor may have to offer in their efforts. Obviously, their approach is the total opposite of the approach taken by almost every other agency in public transportation when approaching the federal government to attain funding.

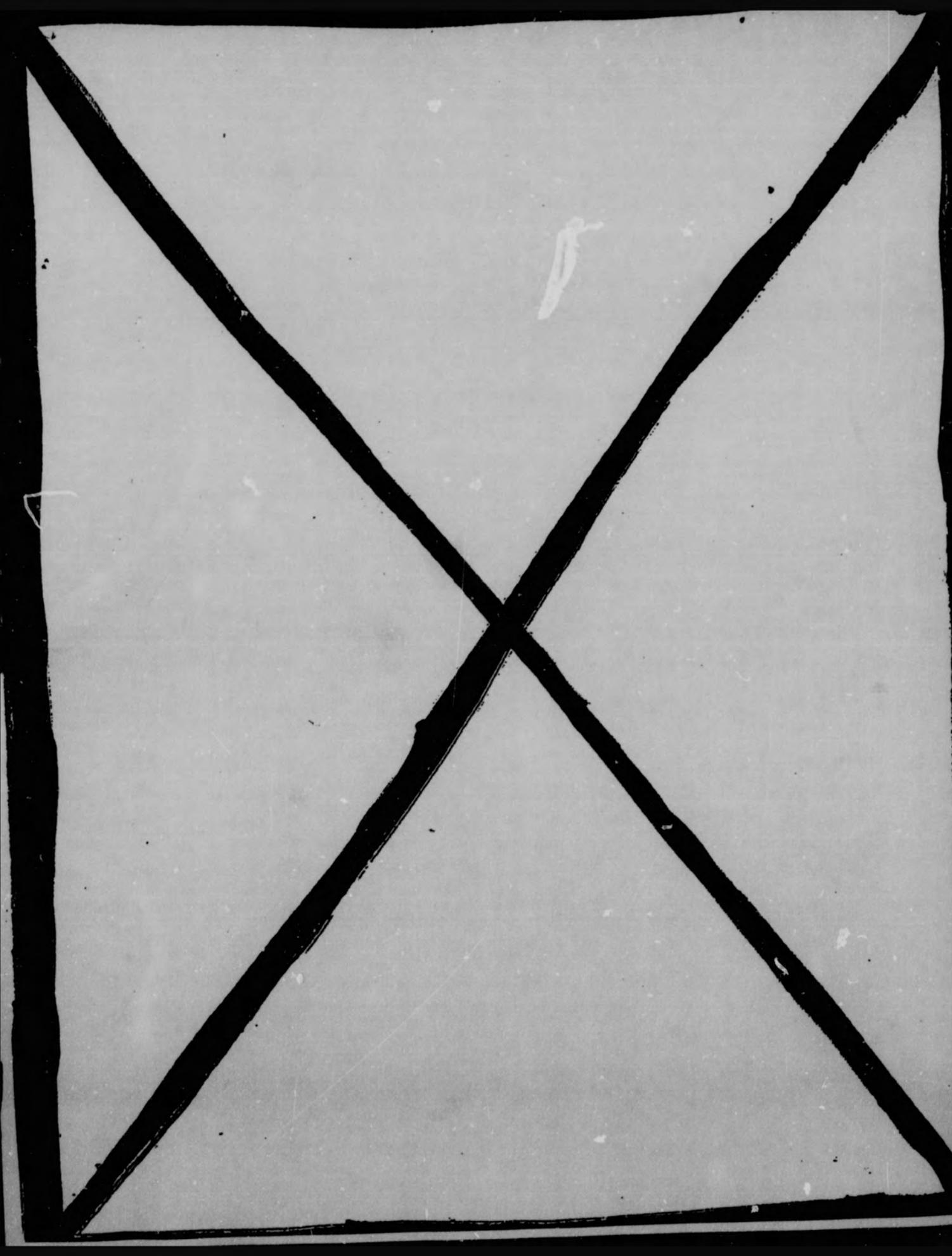
Unless, and until SEPTA decides to rebuild a relationship that more closely mirrors what is considered to be the norm in this industry, it is our hope that there will be no funds made available for SEPTA's Philadelphia/Reading operation. We would hope that until we are made partners and our voice is heard on safety issues, that they not gain the necessary funds or the authority from the Surface Transportation Board for operation on NS right-of-way. It is also our hope that because of SEPTA's lack of concern for a safe operation, that the Norfolk Southern will resist allowing them to operate on their right-of-way. Until SEPTA demonstrates a tangible interest in safety, the FRA should deny any efforts by SEPTA to operate the proposed service. It is only through the joint efforts of management, and those that perform the service, that a positive pro-safety attitude can be developed. Until SEPTA changes their attitude, the FRA should move all other applications for federal funding received from people who follow the norm ahead of any applications from SEPTA.

It is unbelievable that SEPTA would choose a public forum to release the information that they were out to eliminate the jobs of their employees without so much as a courtesy call to the employee's representatives. I find it even more unbelievable for them to expect that we would not engage in any activity that might be helpful to their stated purpose.

If you have any questions regarding this matter please feel free to give me a call at 202-543-7714.

Sincerely yours,


James M. Brunkenhoefer
National Legislative Director



STB

FD-33388

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9-28-00

BUSINESS

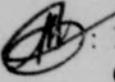
SURFACE TRANSPORTATION BOARD

Memorandum



DATE: September 28, 2000

TO : Ellen Keys, Assistant Secretary
Section of Publications/Records
Office of the Secretary

FROM  : Mel Clemens, Director
Office of Compliance and Enforcement

SUBJECT : STB FINANCE DOCKET NO. 33388 - OPERATIONAL MONITORING DATA

Attached are the original and two copies of the latest weekly public data files provided to this office by CSX and Norfolk Southern as required in the above proceeding, which are to be committed to the docket for public reference. As requested, I am providing the three paper copies to Ron Douglas, two for the docket and one for Da To Da Office Solutions. If there are any questions, please don't hesitate to contact me or Jim Greene.

PLEASE NOTE: Due to technical difficulties mentioned in the attached cover letters from Mr.  spatore and Mr. Ingram, certain NS Public data was not available for current distribution.

Attachments

cc: Chairman Morgan
Vice Chairman Burkes
Commissioner Clyburn
Richard Armstrong
Ron Douglas
Charles Renninger



500 Water Street (J407)
Jacksonville, FL 32202
Phone (904) 366-4134
Fax (904) 359-1571

T. J. Stephenson
Assistant Vice President -
Service Measurements

September 27, 2000

Mr. Melvin F. Clemens, Jr.
Director, Office of Compliance and Enforcement
Surface Transportation Board
The Mercury Building
1925 K Street, NW, Suite 780
Washington, DC 20423

Dear Mr. Clemens:

Enclosed with this transmittal letter are CSX Transportation's operational monitoring reports to the Board for the week ending Friday, September 22nd.

Railroad performance last week was relatively flat versus the prior week, but the railroad is still in a healthy state in advance of the expected increase in traffic. Cars on-line moved up slightly from 249,062 to 249,590. Overall train velocity decreased from the record high of 20.6 to 19.7 miles-per-hour. Terminal dwell moved up slightly from 26.7 to 26.9 hours.

We would offer the following observations and interpretations regarding the data CSXT provides the STB, Conrail Transaction Council, and the AAR:

Chicago Gateway Operations

During this reporting week, the on-time-to-two-hours-late measure of deliveries to western carriers through Chicago moved unfavorably by six percentage points to 70%. The greater-than-six-hours-late category moved unfavorably by six percentage points as well to 10%.

Yards and Terminals

Car volumes and dwell times showed general improvement at most terminals across the network. Six of the 14 measured yards showed an improvement in dwell time from the prior week.

Corridor Performance

Three of the six corridors showed an improvement compared to the prior week. The best performance in the on-time-to-two-hours-late category was the I-95 corridor. Overall, the on-time-to-two-hours-late category moved unfavorably by six percentage points compared to last week, and the percent of trains in the greater-than-six-hours-late category moved unfavorably by four percentage points.

Shared Areas

Daily average on hand cars decreased slightly at Oak Island, while increasing at Detroit North Yard and Pavonia. Overall terminal dwell time was 24.2 hours, compared to 27.7 hours last week. For the week, there were a total of 89 trains delayed for CSXT and NS: 59 for crew, 12 for power, and 18 for late arrivals by CSX and NS.

Additional Measurements

Train Delay Metric: For 785 train starts, daily Train Delay totaled 135 hours for Power and 93 hours for Crew. Delays for both Crew and Power were up from the prior week.

Train Crew Delay Metric: The percent of crews not departing within two hours of the on-duty time averaged 24.6% for the week, up from 23.0% reported last week.

Daily Crew Availability Percentage: Crew Availability Percentage was 81%, same as the prior week.

Daily Number of Recrews Required: Of 1913 crew starts, 42 (2%) were recrews, same as the prior week.

Shared Asset Areas Train Delay Metric: SAA Train Delays averaged two trains per day for Detroit, four trains for South Jersey, and seven trains for North Jersey.

Locomotives: Gross Locomotives = 4164, Average Available = 3770, and Out-of-Service Ratio = 5.4%, a favorable move of 0.2 percentage points from the prior week.

Cars Offered in Interchange: averaged 225 cars daily, of which 38 were allocated to Norfolk Southern. Daily average and the NS average increased from the prior week.

On-time performance, passenger trains through Brunswick, MD: 40% for 10 AMTRAK trains (Pittsburgh – Washington) and 96% for 90 MARC trains (West Virginia – Washington). Amtrak delays were mostly attributed to slow orders.

Buffalo Customer Service (Hot-Line): the customer service center received no hot-line calls seeking assistance in tracing cars.

CSXT continues to work with our customers at this time of year to provide stable service levels and a continuation of the improvements that have been evident since April. Train operations are being adjusted around the scheduled maintenance work programs going on throughout the network in order to provide more efficient windows of work.

CSXT continues to achieve the majority of the service reliability goals established for the first seven weeks of the fall peak period. Last week, CSXT met targets for 13 of the 18 goals. We met the goals for cars on-line, train velocity (overall and merchandise), crew duty days, re-crews, crew delay hours, car dwell, right connection, on-time originations, 30-hour cars, locomotive setback hours, leased locomotive out-of-service ratio, and locomotive terminal dwell. As reported last week, the overall health of the rail network is very good, with little evidence of stress as the annual fall surge in traffic begins.

Sincerely,

T. J. Stephenson
Assistant Vice President
Service Measurements

Surface Transportation Board

Performance Measures

For the week ending: **09/22/00**

Yard Performance

(Composite of NS/CSX Traffic)

Location	Measure	Monday 09/18/00	Tuesday 09/19/00	Wednesday 09/20/00	Thursday 09/21/00	Friday 09/22/00
Oak Island, NJ	Fluid Capacity	1200	1200	1200	1200	1200
	Cars On Hand - Loaded	363	360	458	402	289
	Cars On Hand - Empty	363	408	545	532	551
	Cars On Hand - Total	726	768	1003	934	840
	Cars Handled	358	647	733	727	543
	Dwell Hours	26.0	36.8	24.4	30.1	28.5
Pavonia, NJ	Fluid Capacity	900	900	900	900	900
	Cars On Hand - Loaded	190	228	243	270	239
	Cars On Hand - Empty	367	233	403	501	407
	Cars On Hand - Total	457	461	646	771	646
	Cars Handled	393	373	451	696	495
	Dwell Hours	40.4	23.5	15.5	14.9	21.2
North Yard, MI	Fluid Capacity	850	850	850	850	850
	Cars On Hand - Loaded	168	205	275	278	158
	Cars On Hand - Empty	93	127	107	236	140
	Cars On Hand - Total	261	332	382	514	298
	Cars Handled	302	213	388	388	331
	Dwell Hours	12.5	26.9	17.7	19.2	15.9

CSX Comments: Daily average on hand cars decreased slightly at Oak Island while increasing at North Yard and Pavonia. Overall terminal dwell time was 24.2 hours, down from 27.7 hours the prior week.

Surface Transportation Board

Performance Measures

Train Originations

(Composite of NS/CSX Traffic)

		Monday	Tuesday	Wednesday	Thursday	Friday
Location	Measure	09/18/00	09/19/00	09/20/00	09/21/00	09/22/00
North Jersey SAA	Number of Originations	7	15	15	14	15
	% Ontaxe	13%	20%	21%	36%	25%
	% Late 0-2 Hours	38%	40%	14%	14%	13%
	% Late 2-4 Hours	25%	13%	36%	7%	13%
	% Late 4-6 Hours	0%	7%	7%	7%	6%
	% Late GT 6 Hours	25%	20%	21%	36%	44%
South Jersey SAA	Number of Originations	2	6	7	5	5
	% Ontaxe	33%	43%	40%	40%	20%
	% Late 0-2 Hours	33%	0%	20%	20%	20%
	% Late 2-4 Hours	0%	14%	20%	20%	40%
	% Late 4-6 Hours	0%	29%	0%	0%	0%
	% Late GT 6 Hours	33%	14%	20%	20%	20%
Detroit SAA	Number of Originations	6	6	6	6	7
	% Ontaxe	29%	33%	29%	17%	43%
	% Late 0-2 Hours	57%	67%	57%	33%	43%
	% Late 2-4 Hours	14%	0%	0%	33%	14%
	% Late 4-6 Hours	0%	0%	14%	17%	0%
	% Late GT 6 Hours	0%	0%	0%	0%	0%

CSX Comments: Total road train delays were 89 trains. Crew delays were 59 trains for 282 hours; power 12 trains for 75 hours; originating trains 18 for 77 hours, due to late connections.

Surface Transportation Board

Performance Measures

CSXT Cars Offered in Interchange but not Accepted

(Snapshot at Midnight for Day Measured)

Measure	Railroad Offered To	Monday	Tuesday	Wednesday	Thursday	Friday	Daily
Cars Offered	NS	5	55	131	0	0	38
	All Other	275	278	181	93	108	187
	Total	280	333	312	93	108	225

Measures all cars in offered interchange status on acquired Conrail territory only. Volumes are listed by cars offered to NS (Norfolk Southern) and All Other Railroads.

CSXT On Time Passenger Train Performance

"Brunswick Line"

Between West Virginia/Washington, DC

		Monday	Tuesday	Wednesday	Thursday	Friday	Weekly
Service	Measure	09/18/00	09/19/00	09/20/00	09/21/00	09/22/00	Totals
AMTK	Trains	2	2	2	2	2	10
	% On Time	0%	50%	50%	50%	50%	40%
MARC	Trains	18	18	18	18	18	90
	% On Time	100%	100%	100%	78%	100%	96%

AMTK measured according to contract with CSXT.

Surface Transportation Board

Performance Measures

CSXT Train Crew Delay

Terminal	Causes of Delay	Saturday	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Weekly Total
	Trains / Hours	09/16/00	09/17/00	09/18/00	09/19/00	09/20/00	09/21/00	09/22/00	
Baltimore	Train Crew Starts	23	13	15	21	18	24	18	132
	Crews Delayed +2 Hours	11	5	3	12	6	10	9	56
	% Delayed +2 Hours	48%	38%	20%	57%	33%	42%	50%	42%
Buffalo	Train Crew Starts	46	37	28	42	46	41	40	280
	Crews Delayed +2 Hours	1	2	5	10	8	8	7	41
	% Delayed +2 Hours	2%	5%	18%	24%	17%	20%	18%	15%
Chicago	Train Crew Starts	21	23	25	24	24	25	27	169
	Crews Delayed +2 Hours	7	10	7	9	10	7	9	59
	% Delayed +2 Hours	33%	43%	28%	38%	42%	28%	33%	35%
Cincinnati	Train Crew Starts	38	40	36	36	31	38	37	256
	Crews Delayed +2 Hours	3	1	2	1	2	3	2	14
	% Delayed +2 Hours	8%	3%	6%	3%	6%	8%	5%	5%
Cleveland	Train Crew Starts	23	28	26	29	30	26	21	183
	Crews Delayed +2 Hours	6	10	6	12	9	14	7	61
	% Delayed +2 Hours	26%	36%	23%	41%	20%	54%	33%	33%
Cumberland	Train Crew Starts	31	28	29	38	37	35	36	234
	Crews Delayed +2 Hours	1	8	5	5	7	7	7	40
	% Delayed +2 Hours	3%	29%	17%	13%	19%	20%	19%	17%
Detroit	Train Crew Starts	5	3	7	6	7	6	6	40
	Crews Delayed +2 Hours	0	0	3	2	2	4	1	12
	% Delayed +2 Hours	0%	0%	43%	33%	29%	67%	17%	30%
Philadelphia	Train Crew Starts	14	10	11	11	9	9	12	76
	Crews Delayed +2 Hours	3	3	2	2	2	3	6	21
	% Delayed +2 Hours	21%	30%	18%	18%	22%	33%	50%	28%
Selkirk	Train Crew Starts	45	38	23	39	41	46	47	279
	Crews Delayed +2 Hours	12	15	6	7	15	9	7	71
	% Delayed +2 Hours	27%	39%	26%	18%	37%	20%	15%	25%
Toledo	Train Crew Starts	27	30	34	31	29	27	29	207
	Crews Delayed +2 Hours	10	13	12	12	4	9	4	64
	% Delayed +2 Hours	37%	43%	35%	39%	14%	33%	14%	31%
Willard	Train Crew Starts	51	43	35	42	41	46	45	303
	Crews Delayed +2 Hours	3	9	8	11	6	14	3	54
	% Delayed +2 Hours	6%	21%	23%	26%	15%	30%	7%	18%

Daily number of train crew starts from selected yards or terminals and the number of those originating train crews that were delayed in those yards or terminals for two hours or more after going on-duty. The percentage of those delayed starts.

Surface Transportation Board

Performance Measures

CSXT Train Delay - Northern Region Lines

Measure	Cause of Delay	Saturday	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Weekly
Measure	Trains / Hours	09/16/00	09/17/00	09/18/00	09/19/00	09/20/00	09/21/00	09/22/00	Total
Train Delay	Originating Train Starts	110	111	99	100	122	118	125	785
	Delayed Hours - Power	12	0	0	0	25	54	44	135
	Delayed Hours - Crews	12	9	12	33	19	0	8	93

Daily number of originating train starts on the Northern Region and the hours delayed due to lack of power and crew of those originating train crews. The delayed train starts will be broken down between power and crew delayed hours.

Daily Crew Availability Percentage - Northern Region Lines

Measure		Saturday	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Daily
Measure	Crew Availability	09/16/00	09/17/00	09/18/00	09/19/00	09/20/00	09/21/00	09/22/00	Average
Crew Availability	% Available	80%	79%	80%	80%	83%	83%	81%	81%

Daily percentage of CSXT road train crews that are available for work on the Northern Region Lines.

Daily Number of Train Crew Starts and Recrewws Required

Measure		Saturday	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Weekly
Measure	Crew/Recrews	09/16/00	09/17/00	09/18/00	09/19/00	09/20/00	09/21/00	09/22/00	Total
Crews/Recrews	Train Crew Starts	279	266	228	276	301	290	273	1913
	Recrews	7	4	0	5	17	4	5	42
	% Recrewed	3%	2%	0%	2%	6%	1%	2%	2%

Daily number of CSXT road train crew starts, the number of recrewws and percentage of recrewws for the Northern Region Lines.

Surface Transportation Board

Performance Measures

CSXT Locomotive Fleet Condition

Measure		Saturday	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Daily
Locomotives	Locomotives	09/16/00	09/17/00	09/18/00	09/19/00	09/20/00	09/21/00	09/22/00	Average
Locomotives	Gross Fleet Size	4135	4139	4182	4173	4187	4158	4175	4164
	Avg. Number Available	3742	3732	3783	3781	3790	3781	3783	3770
	OOS Ratio	5.5	5.6	5.5	5.4	5.4	5.2	5.2	5.4

The measure for Gross Fleet will consist of CSX owned, leased, and foreign locomotives on-line. The Average Number Available will be the number of net fleet available to move traffic. The Out-of-Service Ratio (OOS) is the ratio of CSXT owned locomotives not available.

Shared Asset Areas Train Delay

Measure		Saturday	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Daily
Train Delay	Shared Area	09/16/00	09/17/00	09/18/00	09/19/00	09/20/00	09/21/00	09/22/00	Average
Train Delay	Philadelphia/South Jersey	3	4	3	6	2	2	5	4
	North Jersey	6	10	4	8	7	7	5	7
	Detroit	5	3	0	3	2	0	4	2

Daily number of outbound trains ready for departure that are held for line haul carriers in each of the shared asset areas for more than one hour after notification. The measure will be a composite of CSX and NS trains.

George A. Aspatore
General Solicitor

(757) 629-2657
(757) 533-4872
E-mail gaaspato@nscorp.com

September 27, 2000

Mr. Melvin F. Clemens, Jr.
Director, Office of Compliance and Enforcement
Surface Transportation Board
1925 K Street, NW
Washington, D.C. 20423-0001

Dear Mr. Clemens:

Pursuant to Decision No. 89 issued in STB Finance Docket No. 33388, for the week ending September 22, 2000, enclosed are schedules reporting Train Origination Performance, Yard Performance, and Trains Held in the Shared Assets Areas. Also enclosed is a schedule showing a daily snapshot of NS Cars Offered in Interchange but not Accepted and our Locomotive Fleet Statistics. This schedule also includes NS Northern Region Train Starts and Delays that are not limited to a snapshot period.

Ordinarily, this transmittal would include another schedule showing NS Crew Starts and Delays, NS Northern Region Daily Crew Availability Percentage, and NS Northern Region Crew Starts and Recrews. Due to technical difficulties, NS is unable to provide these metrics in the report filed today. We expect to resolve the problem shortly and will provide this information to the STB as soon as we retrieve the data from our databases.

This transmittal includes confidential reports containing performance statistics for NS's Chicago Gateway Interchange Operations, Corridor Train Performance and Yard Performance. In an effort to provide you with more detailed information regarding delays, I have included two schedules supporting NS's Chicago Gateway and Corridor Train Performance reports, which identify the number and total time for delays due to crew, power, or other issues. I also have supplied the Public Reporting Measures that we provide to the Conrail Transaction Council and the AAR.

Mr. Melvin F. Clemens, Jr.
September 27, 2000
Page 2

As always, I am including a letter written by Tony L. Ingram, Vice President Transportation – Operations, which discusses delays in our rail operations. If you have any questions or need additional information, please call me.

Sincerely,

George A. Aspatore
General Solicitor

Enclosures

September 27, 2000

Mr. Melvin F. Clemens, Jr.
Director, Office of Compliance and Enforcement
Surface Transportation Board
1925 K Street, NW
Washington, D.C. 20423-0001

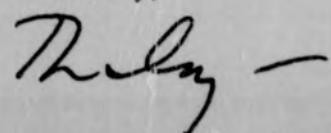
Dear Mr. Clemens:

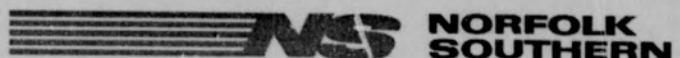
Norfolk Southern's performance metrics changed insignificantly from the prior week and remained within normal operating range. The number of cars on line increased; the average train speed decreased; and the average terminal dwell increased. On the monitored corridors and Chicago gateway operations, 57 trains were held for terminal congestion, 18 trains were held for crews, and 14 trains were held for power.

In the Shared Assets Areas, daily average on-hand car volume decreased slightly at Oak Island, while increasing at North Yard and Pavonia. All volume counts were within expected operating norms. Overall average terminal dwell time decreased. Reported road train delays for crews and power increased from the prior week: 59 trains were delayed 282 hours for lack of crews and 12 trains were delayed for 75 hours awaiting power. Eighteen originating trains were delayed a total of 77 hours due to late arrivals from CSXT and/or NS. Together, these delays accounted for 65% of the delay hours reported in the SAAs.

Ordinarily, this transmittal would include a schedule showing NS Crew Starts and Delays, NS Northern Region Daily Crew Availability Percentage, and NS Northern Region Crew Starts and Recrews. Due to technical difficulties, NS is unable to provide these metrics in the report filed today. We are in the process of resolving the problem and will provide this information to the STB as soon as we retrieve the data from our databases.

Sincerely,





For the week ending 9/22/00

Shared Asset Area - Yard Performance

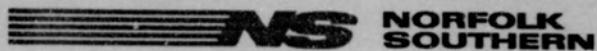
Yard	date	Fluid Capacity	On hand -Empty	On hand - Loaded	On hand - Total	Cars handled	Average dwell
North Yard MI	9/18/00	850	93	168	261	302	12.5
	9/19/00	850	127	205	332	213	26.9
	9/20/00	850	107	275	382	388	17.7
	9/21/00	850	236	278	514	388	19.2
	9/22/00	850	140	158	298	331	15.9
North Yard MI Average		850	141	217	357	324	17.9
Oak Island NJ	9/18/00	1200	363	363	726	358	26.0
	9/19/00	1200	408	360	768	647	36.8
	9/20/00	1200	545	458	1003	733	24.4
	9/21/00	1200	532	402	934	727	30.1
	9/22/00	1200	551	289	840	543	28.5
Oak Island NJ Average		1200	480	374	854	602	29.4
Pavonia NJ	9/18/00	900	267	190	457	393	40.4
	9/19/00	900	233	228	461	373	23.5
	9/20/00	900	403	243	646	451	15.5
	9/21/00	900	501	270	771	696	14.9
	9/22/00	900	407	239	646	495	21.2
Pavonia Average		900	362	234	596	482	21.8



For the week ending 9/22/00

Shared Asset Train Origination Performance

location	date	Trains	On time	0-2 hours late	2-4 hours late	4-6 hours late	6+ hours late
Detroit Total	18-Sep	7	29%	57%	14%	0%	0%
	19-Sep	6	33%	67%	0%	0%	0%
	20-Sep	7	29%	57%	0%	14%	0%
	21-Sep	6	17%	33%	33%	17%	0%
	22-Sep	7	43%	43%	14%	0%	0%
Detroit Total		33	30%	52%	12%	6%	0%
North Jersey Total	18-Sep	8	13%	38%	25%	0%	25%
	19-Sep	15	20%	40%	13%	7%	20%
	20-Sep	14	21%	14%	36%	7%	21%
	21-Sep	14	36%	14%	7%	7%	36%
	22-Sep	16	25%	13%	13%	6%	44%
North Jersey Total		67	24%	22%	18%	6%	30%
South Jersey Total	18-Sep	3	33%	33%	0%	0%	33%
	19-Sep	7	43%	0%	14%	29%	14%
	20-Sep	5	40%	20%	20%	0%	20%
	21-Sep	5	40%	20%	20%	0%	20%
	22-Sep	5	20%	20%	40%	0%	20%
South Jersey Total		25	36%	16%	20%	8%	20%
Grand Total		125	28%	29%	17%	6%	20%



For the week ending 9/22/00

Shared Asset Area Trains Held

area	Sat 16-Sep	Sun 17-Sep	Mon 18-Sep	Tue 19-Sep	Wed 20-Sep	Thu 21-Sep	Fri 22-Sep	Grand Total
North Jersey	6	10	4	8	7	7	5	47
South Jersey	3	4	3	6	2	2	5	25
Detroit	5	3	0	3	2	0	4	17

Daily number of outbound trains ready for departure that are held for line haul carriers in each of the shared asset areas for more than one hour after notification.



NS Cars Offered in Interchange but not Accepted

offered	Monday	Tuesday	Wednesday	Thursday	Friday	Total
CSX	0	0	0	55	0	55
other	27	11	163	47	80	328
Total	27	11	163	102	80	383

Snapshot taken between 2:00 and 3:00 each day
NS acquired territory only

NS Northern Region Train Starts and Delays

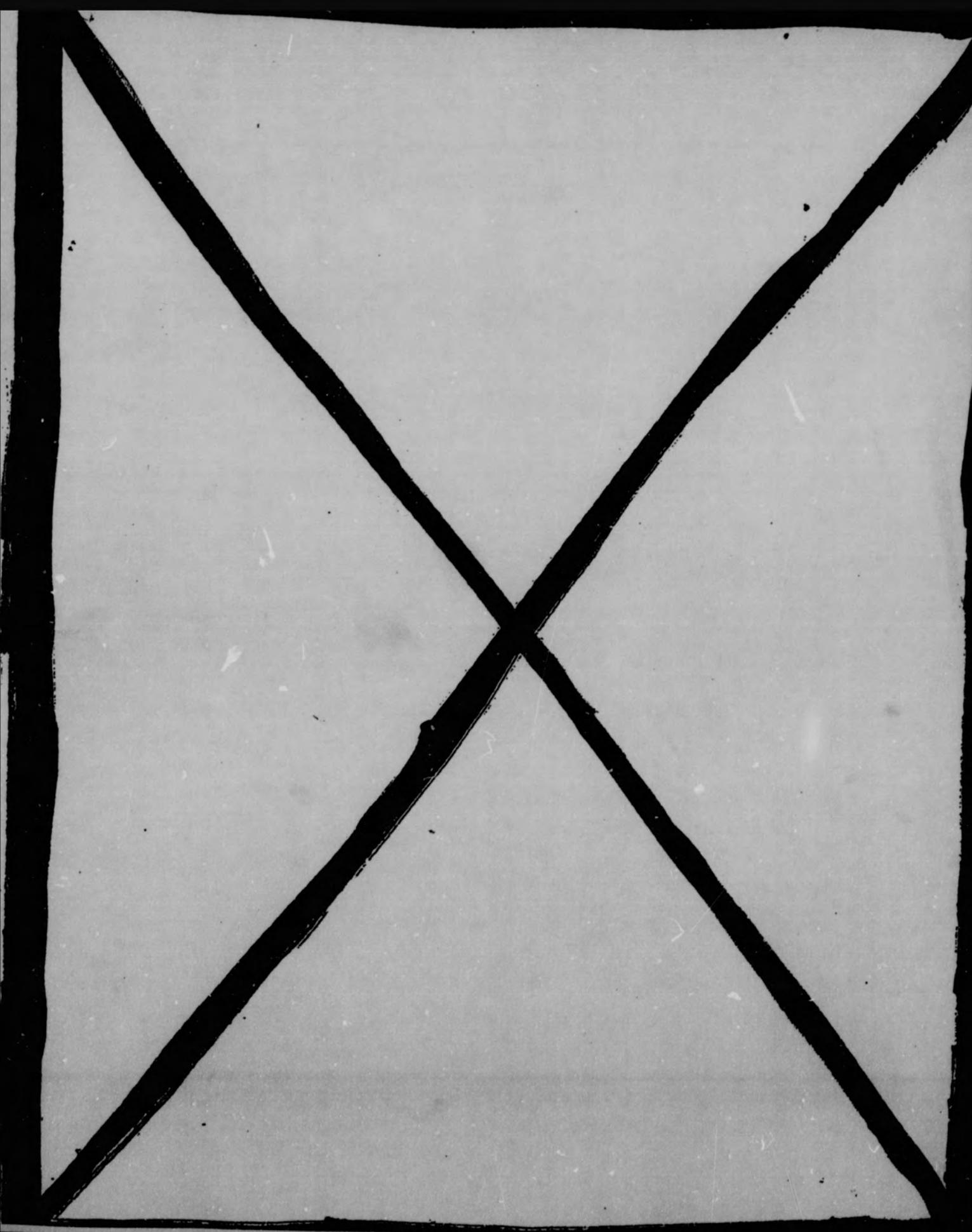
	Saturday 16-Sep	Sunday 17-Sep	Monday 18-Sep	Tuesday 19-Sep	Wednesday 20-Sep	Thursday 21-Sep	Friday 22-Sep	Grand Total
# of Train Starts	318	222	303	237	236	290	240	1846
Delay Cause								
Crew Delays (hrs)	5.0	0.0	0.0	0.0	5.4	7.5	0.0	17.9
Power Delays (hrs)	20.3	10.0	0.0	4.6	3.5	18.5	21.8	78.7

The delay numbers are expressed in hours

Locomotive Fleet Statistics

	Saturday 16-Sep	Sunday 17-Sep	Monday 18-Sep	Tuesday 19-Sep	Wednesday 20-Sep	Thursday 21-Sep	Friday 22-Sep	average
Fleet Size	3590	3544	3566	3536	3520	3535	3571	3552
available	3424	3350	3386	3353	3329	3355	3414	3373
out of service %	4.6%	5.5%	5.0%	5.2%	5.4%	5.1%	4.4%	5.0%

Snapshot taken at midnight
Fleet size is all locomotives on line. Includes owned, leased and foreign.



STB

FD-33388

J

8-30-00

PUBLIC



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-33388

August 30, 2000

Mr. Randy P. Tondola
434 Blue Ridge Drive
Blue Ridge, VA 24064

Dear Mr. Tondola:

Thank you for your recent letter regarding the closure of the Roanoke Car Shops by the Norfolk Southern (NS). You explain the hardship on you and your family and on the other employees and their families that will result from the closure, and blame the action on the Conrail acquisition transaction. I have received similar correspondence from other individuals regarding this matter.

In response to other correspondence, I asked NS to reply, and recently received an answer from Mr. David Goode, Chairman, President and Chief Executive Officer of NS. For your information, I am enclosing Mr. Goode's answer, which addresses concerns similar to those expressed in your letter. Because this matter may come before the Surface Transportation Board (Board) formally for a decision in the future, it would be inappropriate for me to comment on the merits of the dispute.

I appreciate hearing about your concerns. I will have your letter, Mr. Goode's reply, and this response made a part of the public docket for the Conrail proceeding.

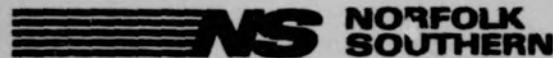
Sincerely,

Linda J. Morgan

Linda J. Morgan

Enclosure

cc: Mr. David Goode



FILE IN DOCKET

Norfolk Southern Corporation
Three Commercial Place
Norfolk, Virginia 23510-2191
Telephone (757) 629-2610
Facsimile (757) 629-2306

David R. Goode
Chairman, President and
Chief Executive Officer

August 21, 2000

Ms. Linda J. Morgan, Chairman
Surface Transportation Board
1925 K Street, NW, Room 715
Washington, DC 20423-0001

Linda
Dear Ms. Morgan:

I am responding to your letter of July 27, 2000, regarding the concerns expressed by Ms. Valerie Smelser of Blue Ridge, Virginia over the recent furloughs at the Roanoke Car Shop.

On June 1, 2000, NS served notice under the Worker Adjustment Retraining and Notification (WARN) Act that beginning August 4, 2000, the positions of the employees assigned to the carbody rebuilding program at Roanoke Car Shop in Roanoke, Virginia would be abolished. While our WARN notice indicated 214 positions would be abolished, the actual number of employees furloughed is 195. Unfortunately, this did in fact impact many long-term employees.

We regretted taking this action, but with the completion of the planned rebody work at this shop and a smaller export coal market, NS no longer needs additional coal hoppers. NS has not, however, closed Roanoke Car Shop, as Ms. Smelser apparently believes. A reduced number of employees are still employed at the shop to carry out some remaining functions. Moreover, we are actively exploring opportunities with outside entities that might bring additional work to the Shop, but as yet, we have not been successful in those efforts.

Finally, I am aware that many employees believe that any reductions in force across the NS system are a result of the Conrail transaction. While it is understandable that they might feel that way, the Roanoke Car Shop furloughs are due to the other circumstances described above.

Very truly yours,

Randy P. Tondola

434 Blue Ridge Drive
Blue Ridge, VA 24064
Home Phone 977-3606

FILE IN DOCKET

August 02, 2000

Surface Transportation Board
1925 K Street N.W.
Washington, D.C. 24023
c/o Linda J. Morgan or Wayne O. Burkes

SURFACE TRANSPORTATION BOARD

Dear Board Members,

My name is Randy P. Tondola. I work for Norfolk Southern Railroad in Roanoke, VA, in the east end car shop. I am a professional Railroader. I've done a lot of different jobs on the railroad. I am a Car Man and have been for THIRTY years. I'm 49 years old. I have children that, for the most part, are grown up. The oldest will be twenty-six and has some brain damage due to a car accident; followed by four more down to seventeen years old and I still help them out financially with cars or extra money, etc. I am a grandfather of one and another on the way. I am just an average "Joe" with an average job that had benefits. For the most part, I enjoy my job and I work hard (always have) no matter what the job is-Railroad or non-railroad. When I was a young boy (9-13 years old) I earned money by shoveling snow in the winter and mowing grass in the summer. What am I getting at; you ask? It's simple; I want my job back!!! The Surface Transportation Board members took away my job along with hundreds of other employees that work for Norfolk Southern. Before it's all over, it could be even more. I work with these people; I see the sadness in their faces, the anger and the hurt. I wish you could see it too, but why would you? You all still have your jobs and good ones too, I might add. Do you see what you have done by okaying the acquisitions of Norfolk Southern and Conrail? For some reason CSX doesn't seem to have all these layoffs, maybe you all can explain this. Maybe they have more respect for their employees and their Vice President doesn't give themselves a 12% raise before ordering mass layoffs. Norfolk Southern fought hard to get 58% of Conrail. Now that they got it, the layoffs began. They began last fall with over 500 NS workers being laid off. Think about it! 500 people had good paying jobs and the snowball keeps getting bigger. I've been through this once before and had to move 400 miles if I wanted to keep my job with Norfolk Southern, and I did! But only this time nobody has an option. I am the 10th oldest carman in the shop where I work and will be laid off! THIRTY years of my life down the drain!! The next time you all okay a merger, do so with respect of the employees, not only if the Railroad can operate safely and effectively and cost efficient. The mergers in this country are getting out of hand. Pretty soon there will be all Big Boys and no little ones. The competition will be gone and the prices will be set by the Big Boys. We all know what I mean, don't we?

As far as I'm concerned, my federal government and the Surface Transportation Board caused this mess. So, what are you all going to do about it? I am not a politician and don't have a politician in my pocket and I don't use fancy words to mislead people. I am straight forward and to the point. I'm a nice guy with Christian values. So please do the right thing, do what you have to do to get my job back! It's all I've got, my pride left me years ago. This will be the 8th time that I've been laid off. The last time was in '82 when Norfolk & Western merged with the Southern Railroad. It was for 18 months. Please help!

Sincerely,

Randy P. Tondola

Randy P. Tondola



STB

FD-33388

J

8-30-00

PUBLIC



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-33388

August 30, 2000

Ms. Valerie Smelser
P.O. Box 396
Blue Ridge, VA 24064

Dear Mrs. Smelser:

Thank you for your follow-up letter enclosing an article from the Roanoke Times regarding the recent furloughs by Norfolk Southern (NS) at the Roanoke Car Shops. And, as I said I would do in response to your first letter regarding this matter, I am getting back in touch with you, as I have now received a reply from Mr. David Goode, Chairman, President and Chief Executive Officer of NS.

For your information, I am enclosing Mr. Goode's response addressing your concerns. Because this matter may come before the Surface Transportation Board (Board) formally for a decision in the future, it would be inappropriate for me to comment on the merits of the dispute.

I appreciate your continued interest in this matter. As before, I will have your letters, Mr. Goode's reply, and this response made a part of the public docket for the Conrail proceeding.

Sincerely,

Linda J. Morgan
Linda J. Morgan

Enclosure

cc: Mr. David Goode



Norfolk Southern Corporation
Three Commercial Place
Norfolk, Virginia 23510-2191
Telephone (757) 629-2610
Facsimile (757) 629-2306

David R. Goode
Chairman, President and
Chief Executive Officer

FILE IN DOCKET

August 21, 2000

Ms. Linda J. Morgan, Chairman
Surface Transportation Board
1925 K Street, NW, Room 715
Washington, DC 20423-0001

Dear Ms. Linda Morgan:

I am responding to your letter of July 27, 2000, regarding the concerns expressed by Ms. Valerie Smelser of Blue Ridge, Virginia over the recent furloughs at the Roanoke Car Shop.

On June 1, 2000, NS served notice under the Worker Adjustment Retraining and Notification (WARN) Act that beginning August 4, 2000, the positions of the employees assigned to the carbody rebuilding program at Roanoke Car Shop in Roanoke, Virginia would be abolished. While our WARN notice indicated 214 positions would be abolished, the actual number of employees furloughed is 195. Unfortunately, this did in fact impact many long-term employees.

We regretted taking this action, but with the completion of the planned rebody work at this shop and a smaller export coal market, NS no longer needs additional coal hoppers. NS has not, however, closed Roanoke Car Shop, as Ms. Smelser apparently believes. A reduced number of employees are still employed at the shop to carry out some remaining functions. Moreover, we are actively exploring opportunities with outside entities that might bring additional work to the Shop, but as yet, we have not been successful in those efforts.

Finally, I am aware that many employees believe that any reductions in force across the NS system are a result of the Conrail transaction. While it is understandable that they might feel that way, the Roanoke Car Shop furloughs are due to the other circumstances described above.

Very truly yours,

SURFACE TRANSPORTATION BOARD
RECEIVED
MS. 139700
AUG 28 2000
LINDA J. MORGAN



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

July 27, 2000

Mr. David Goode
Chairman, President and
Chief Executive Officer
Norfolk Southern Corporation
3 Commercial Place
Norfolk, VA, VA 23510-2191

Dear Mr. Goode:

Enclosed is a letter that I received from Ms. Valerie Smelser of Blue Ridge, Virginia. She expresses concern about the hardship that your employees and their families are facing due to the decision by Norfolk Southern (NS) to close the Roanoke Car Shops. She believes that NS is taking this action as a result of the Conrail acquisition transaction, and not because of a downturn in export coal.

I have advised Ms. Smelser that I would be asking you to respond to the concerns that she has raised. Please assist the Board by responding to us as soon as possible.

Thank you for your cooperation and prompt attention to this matter.

Sincerely,

Linda J. Morgan
Linda J. Morgan

Enclosure



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

July 27, 2000

Ms. Valerie Smelser
P.O. Box 396
Blue Ridge, VA 24064

Dear Mrs. Smelser:

Thank you for your recent letter regarding the proposed closure of the Roanoke Car Shops by the Norfolk Southern (NS). You explain the hardship on the employees and their families that will result from the closure, and blame the action on the Conrail acquisition transaction.

I have forwarded your letter to Mr. David Goode, Chairman, President, and Chief Executive Officer of NS. I will be back in touch with you after I have received his response.

I understand your concerns. I will have your letter, my response, and any response I receive from Mr. Goode made a part of the public docket for the Conrail proceeding.

Sincerely,

Linda J. Morgan
Linda J. Morgan

FILE IN DOCKET

Valerie Smelser
P.O. Box 396
Blue Ridge, Virginia 24064

July 04, 2000

Chairperson
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Madam,,

I am writing to you in reference to the 250 families that are being affected by the upcoming "lay offs" at the Norfolk Southern Car Shops in Roanoke, Virginia. The reason the workers are being given for this action is because coal exports are down.

We believe the real reason for the upcoming "lay off" is due to the merger of Norfolk Southern and Conrail railroads. In fact I have written a letter to President Clinton requesting information on the actual status of coal exports, as it is my understanding that coal exports are actually on the increase.

It is apparent that there is no other reason for these "lay offs" as the workers in the Roanoke Shops not only build coal cars but have also worked on Auto Racks, Covered Hoppers, Gondolas, Depressed Flat Cars, Box Cars, Double Stack Cars and just about any kind of car made. The closing of the Roanoke Shops would only make sense if the entire Norfolk Southern Railroad was folding and coming to a halt.

I know that 250 families may not mean a great deal to someone in your position. Apparently it means nothing to the Norfolk Southern Officials who lied to our Congressman Goodlate when they assured him in the beginning of the merger negotiations that the Roanoke Shops would continue to operate. Most of these workers have been loyal employees for most of their lives. One worker has been employed by Norfolk Southern for 37 years and is 3 years away from retirement. Because of this merger, and the need for the higher paid officials to keep their jobs this one worker who has been loyal for 37 years, and who has no other experience will find it virtually impossible to find another job, let alone health insurance. Please understand that we are facing the prospect of losing our homes and everything we have worked for all of our lives due to this "merger".

I am writing to you to request any kind of assistance in this matter. The men and women being affected by this simply want to be able to work and support their families. Any assistance you could give in this matter would be greatly appreciated.

Sincerely,

Valerie Smelser

Valerie Smelser

RECEIVED
SURFACE TRANSPORTATION
BOARD

FILE IN DOCKET

Valerie Smelser
P.O. Box 396
Blue Ridge, Virginia 24064

July 31, 2000

Linda J. Morgan, Chairperson
Surface Transportation Board
1925 K Street, N.W.
Washington DC 20423-0001

Dear Ms. Morgan,

Thank you for taking the time to respond to my letter concerning the closure of the Roanoke Car Shops by the Norfolk Southern (NS).

Enclosed you will find a copy of the headlines of the Roanoke Times dated Thursday July 27, 2000. I apologize that it was necessary to run (2) copies of the headline, but I thought it was important for you to be able to see the date this issue was printed.

The Roanoke workers were specifically initially told that the furloughs were necessary due to the decline in coal exports. I believe this article helps add credibility to the conclusion that the furloughs are due more to the acquisition of Conrail by Norfolk Southern and the desire to quickly increase profits, than the explanation of a decrease in coal exports.

Thank you for your concern and any help that you could offer.

Sincerely,

Valerie Smelser

Valerie Smelser

Enclosure

RECEIVED
SURFACE TRANSPORTATION
BOARD

JULY 4 1 00 PM '00
DRAFT OF
CHAIRMAN MORGAN

THE ROANOKE TIME

ROANOKE, VIRGINIA

www.roanoke.com

THURSDAY

JULY 27, 2000

EXTRA



Bob Rotanz

The Mac and Bob's owner is
that you don't need to be

Norfolk Southern will still lay off 228 Roanoke workers Aug. 9

NS earnings soar 51%

The railroad said a strong export coal market helped increase its second-quarter net income.

By LOIS CALJRI
THE ROANOKE TIMES

Norfolk Southern reported a 51 percent increase in second-quarter earnings Wednesday, its first increase since it took over Conrail June 1 last year.

NS, which recently

announced it would lay off 228 workers at Roanoke's East End shops because of a weak export coal market, said Wednesday that a stronger export coal market contributed to its increased revenues. However, the company said it will still lay

off the union workers Aug. 9 — five days later than previously planned.

Susan Terpay, spokeswoman for NS, said the railroad can't build additional cars not knowing what may happen the rest of the year. Union officials, however, have insisted the layoffs are because of problems related to the Conrail

acquisition.

Increased traffic in former Conrail territory and \$17 million gain from the sale of its oil and gas properties in Virginia, West Virginia and Kentucky also drove profits said.

The company's

PLEASE SEE R

THE ROANOKE TIMES

www.roanoke.com

SINGLE COPY 50¢

Norfolk Southern will still lay off 228 Roanoke workers Aug. 9

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Increased traffic in the former Conrail territory and a \$17 million gain from the sale of its oil and gas properties in Virginia, West Virginia and Kentucky also drove profits, NS said.

The company's \$116

PLEASE SEE RAIL/A3

NORFOLK SOUTHERN CORP

2nd QUARTER
(ended June 30)

	2000	1999	Change
Revenue (billions)	\$1.57	\$1.19	32%
Net income (millions)	\$116	\$77	51%
Per share	\$3.30	\$2.20	50%

RAILWAY REVENUE	2000	1999	Change
Coal, iron ore (millions)	\$377	\$298	27%
Merchandise (millions)	\$934	\$723	29%
Other* (millions)	\$267	\$173	54%
Total (billions)	\$1.57	\$1.19	32%

*Shipment of containers and trailers from rail to truck, barge or ship.

SOURCE: Norfolk Southern

THE ROANOKE TIMES

Rail

million net income, or 30 cents per share for the second quarter, exceeded the 23 cents per share expected by analysts surveyed by First Call/Thomson Financial. NS stock closed Wednesday at \$17.56, up from \$15.63.

"The second-quarter results reflect our success at improving the operation of our service network and bringing business back to the railroad," said David Goode, NS chief executive officer. But, he added, "There's still a lot to be done. We have a long way to go to bring service to NS' standards."

The railroad has made a turnaround, said analyst Robert Banks of R.L. Banks & Associates Inc., a rail consulting firm in Washington, D.C. But it has a long way to go, he added.

Prior to the Conrail acquisition, NS and its competitor, CSX, promised the Surface Transportation Board that they would take trucks off the highways. But that hasn't happened, Banks said.

"I think NS has a big credibility problem," he said.

The shipment of goods from train to truck, barge or ship, however, was NS' success story for the second quarter. For the quarter, NS posted a 35 percent increase in container traffic.

NS also opened a terminal in Harrisburg, Pa., that will transfer containers from trucks to rail as well as between trains.

NS officials said the railroad recouped close to 90 percent of the traffic it lost to trucks when customers couldn't rely on the railroad last year because of misrouted trains, scheduling snafus and computer problems that plagued the railroad following its acquisition of Conrail.

Operations, train speed and the length of time cars sit in rail yards have improved, Goode said.

Also, marked increases in several NS commodity groups — automotive, metals and coal — contributed to increased revenue, which reached \$1.57 billion in the second quarter.

Coal reached its highest quarter ever with revenues of \$377 million, despite sluggish

utility shipments during the spring because of power plant repairs and outages, said L.I. Prillaman, chief marketing officer for NS.

Export coal tonnage totaled 4.7 million for the quarter, an increase of 800,000 tons from this time last year.

This is a sharp departure from a weak export coal market that has been hurting the railroad industry.

NS, in its first quarter report, said the amount of export coal dumped at Lamberts Point in Norfolk declined as overseas buyers continued to take cheaper coal from Australia, Canada and Poland.

"I'm not sure the export coal market [for the second quarter] is all good news," said Frank Brown, spokesman for NS. "None of this occurred in a vacuum. You still have high diesel fuel prices."

Diesel fuel expenses are up \$58 million, or 121 percent.

Although coal shipments increased for the quarter, overall export traffic remains depressed, said NS spokeswoman Terpay.

"We went from 27.9 million tons in export coal in 1997 to 17.1 million tons in 1999. There are signs we are recovering, but there's still a way to go."

She said NS' existing fleet of cars can handle the increased coal business.

Employees at Roanoke's car shop are not building cars for the export coal market. They've been rebuilding 700 coal hoppers to handle increased business in hauling coke, a type of coal used as industrial fuel, Terpay said.

That work should be completed by Aug. 9, the day 228 carmen are laid off.

The carmen's union views the acquisition of Conrail and some bad management decisions as the reason for the layoffs, said Marvin Napier, assistant general president of the carmen's division, Transportation Communications International Union.

The railroad's first attempt to improve income is to defer maintenance, Napier said. "Roanoke's car shop is the first to suffer the consequences."



STB

FD-33388 J

BUSINESS 8-28-00

LAW OFFICES
JACKSON & JESSUP, P.C.
3426 NORTH WASHINGTON BOULEVARD
POST OFFICE BOX 1240
ARLINGTON, VIRGINIA 22210
(703) 525-4050
TELECOPIER
(703) 525-4054
INTERNET
WPJ@TRANSLAW.COM

WILLIAM P. JACKSON, JR.



GERALD E. JESSUP
(1911-1994)

August 23, 2000

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Re: CSX Corporation and CSX
Transportation, Inc., Norfolk
Southern Corporation and Norfolk
Southern Railway Company-
Control and Operating
Leases/Agreements- Conrail Inc.
And Consolidated Rail Corp.
STB Finance Docket No. 33388

Dear Mr. Williams:

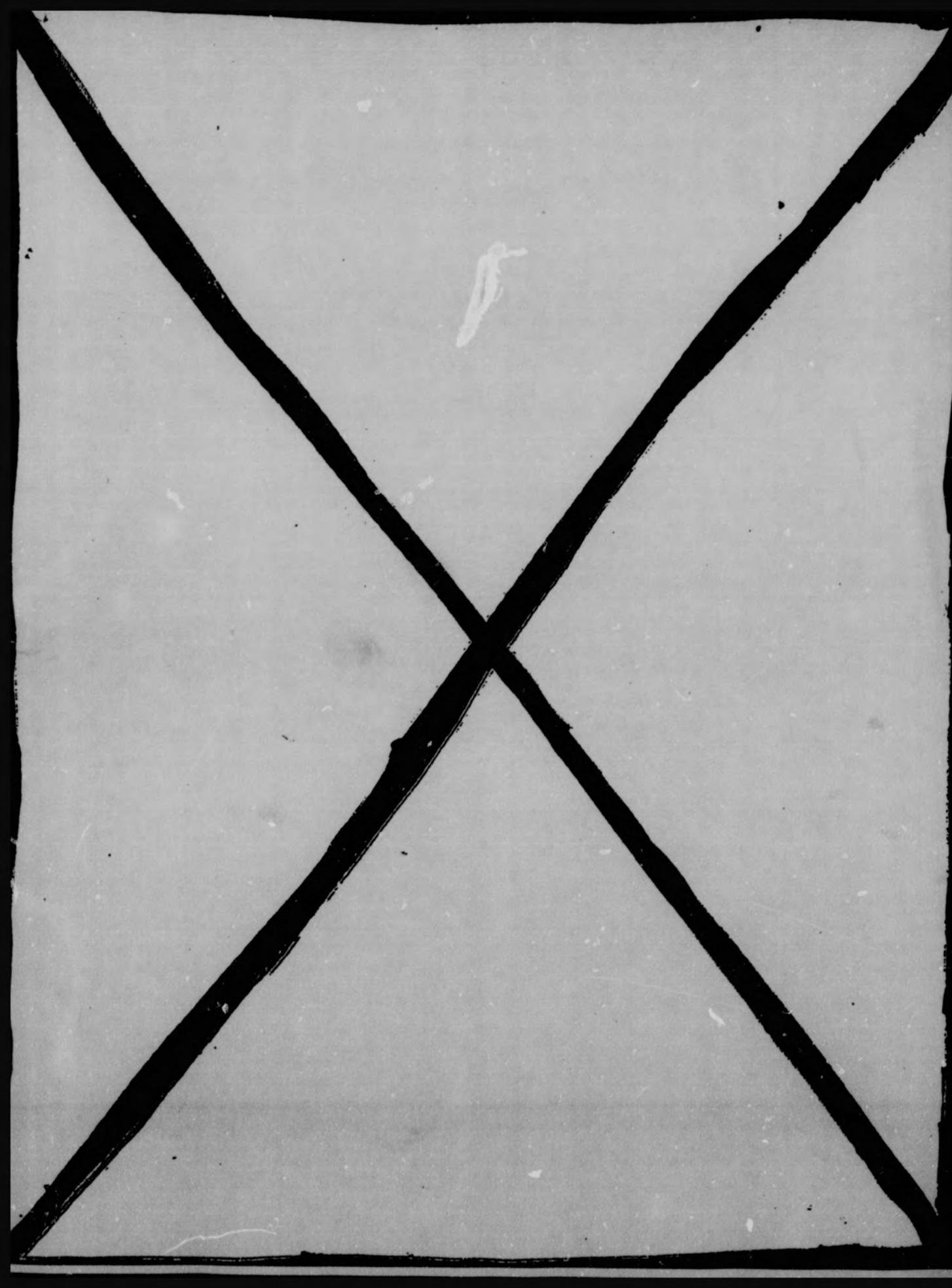
Please remove my name from the service list in the above proceeding. The name of William P. Jackson, Jr., of this firm is currently on the service list, and should remain there.

Very truly yours,

A handwritten signature in black ink, appearing to read "Jennifer M. Braun".

Jennifer M. Braun

WPJ/jmb



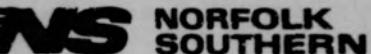
STB

FD-33388

J

BUSINESS

8-24-00



Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-9241

Writer's Direct Dial Number

(757) 533-4939
fax (757) 533-4872
E-mail: maqui.parkerson@nscorp.com



Maquiling B. Parkerson
Assistant General Attorney

August 22, 2000

Via overnight mail

Ms. Alice Cheng
Director, Intermodal Planning
New York City Economic Development Corp.
110 Williams Street
New York, NY 10038

Re: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company --Control and Operating Leases/Agreements – Conrail Inc. and Consolidated Rail Corporation – George Washington Bridge Reports

Dear Ms. Cheng:

Enclosed are six reports that NS has submitted to date to the Surface Transportation Board pursuant to Ordering Paragraph No. 22 at page 177 of Decision No. 89 in the above proceeding. These reports cover the quarterly periods between January 1999 and June 2000 and reflect the origins, destinations, and routings for the truck traffic at Norfolk Southern's intermodal terminal at Croxton, New Jersey, which was allocated to NS pursuant to the Conrail transaction. In the future, I will copy you on all such reports submitted to the STB.

Please let me know if you need anything further relating to these reports.

Sincerely,

Enclosures

CC (w/ enclosures): Charles A. Sputnik, Esquire
McLeod, Watkinson & Miller
One Massachusetts Ave., N.W.
Washington, D.C. 20001-1401

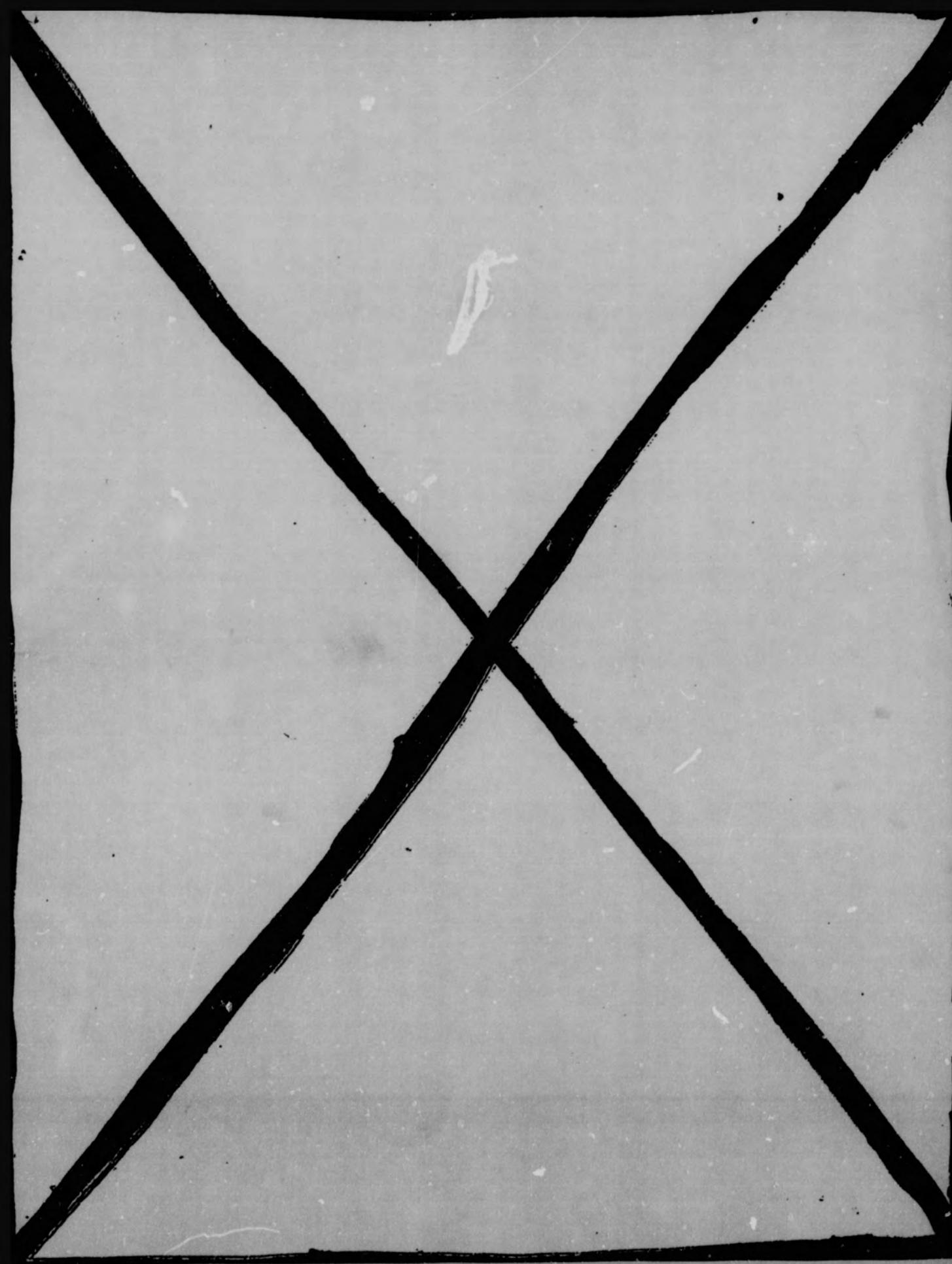
Ms. Alice Cheng
August 22, 2000
Page 2

CC (w/o enclosures):

Melvin F. Clemens, Jr.
Director, Office of Compliance and Enforcement
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

David H. Coburn, Esquire
Steptoe & Johnson LLP
1330 Connecticut Ave., N.W.
Washington, D.C. 20036-1795

Richard A. Allen, Esquire
Zuckert, Scoutt & Rasenbuerger, LLP
888 Seventeenth Street, N.W.
Suite 600
Washington, D.C. 20006



STB

J

FD-33388

8-15-00

CITY



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-33388

August 15, 2000

The Honorable Thomas M.. Johnson, Jr.
Council Member
Town of Cheektowaga
Town Hall
3301 Broadway Street
Cheektowaga, New York 14227-1088

Re: Complaints of residents about Bison Yard operations

Dear Councilman Johnson:

This responds to your recent letter to Senator Schumer and Congressman Quinn, which was copied to this office, expressing concerns about the complaints of residents whose homes adjoin Norfolk Southern Railway Company's (NS) Bison Yard right-of-way regarding noise levels from that operation. Specifically, you have indicated concern about the noise from NS's switching operation and parked locomotives; glare from hi-beam construction lights; and construction noise and odors.

In an effort to obtain more specific information and to determine any area in which the Board might be of assistance, I requested Melvin Clemens, Director of the Board's Office of Compliance and Enforcement, to contact you about this matter. I also asked that Director Clemens discuss the matter with NS officials. Enclosed is a response from Richard Timmons, NS's Resident Vice President for Public Affairs, addressing the issues that you have raised. NS indicates that you have been very conscientious in communicating your community's concerns and that meetings have occurred to discuss those issues. NS indicates also that it believes that certain of the concerns have been addressed in recent months.

While NS's response may not provide you with all the answers that you have sought in terms of reducing or eliminating the operations at Bison Yard or constructing noise barriers, it does appear that there is continuing dialogue that should help to resolve those issues that can be reasonably addressed. In this regard, it is important to keep in mind a discussion that you had with Director Clemens regarding the emphasis being placed by Erie and Niagara Counties, Buffalo, and the New York Congressional Delegation on the need to improve and expand the existing rail infrastructure in the Buffalo/Niagara area in the interest of economic development in the region.

I can assure you that, in addition to being aware of the issues that you have raised, we are also concerned and will continue to work with NS in whatever way possible to yield a benefit both to the economic well being of the region and to an improved environment for residents. I hope that you will not hesitate to contact me if we can be helpful in the future.

Sincerely,

Linda J. Morgan
Linda J. Morgan

Enclosure



**NORFOLK
SOUTHERN**

Norfolk Southern Corporation
4600 Deer Path Road, Suite 202
Harrisburg, PA 17110
717 541-2250
717 541-2420 FAX

rftimmon@nscorp.com

Richard F. Timmons
Resident Vice President
Public Affairs

FILE IN DOCKET

August 8, 2000

Mr. Melvin F. Clemens
Director, Office of Compliance and Enforcement
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

RECEIVED
SURFACE TRANSPORTATION
BOARD

AUG 14 12 40 PM '00

OFFICE OF COMPLIANCE AND ENFORCEMENT
DIRECTOR OF POLICY

Dear Mr. Clemens:

In response to your inquiry, this letter and attachments are intended to advise you of the current situation in Cheektowaga Township, Buffalo, New York. This Township is located adjacent to Norfolk Southern's newly rejuvenated Bison Yards, a 14 track flat switching yard designed to improve service and reduce congestion in and around the Buffalo area. Norfolk Southern, responding to service problems and requests from Buffalo shippers and local officials, spent \$13,000,000 in the fall of 1999 to enhance capacity in this yard. This coupled with a modest intermodal yard, general freight yard and auto yard now comprises the backbone of Norfolk Southern freight operations in Buffalo.

Sandy Lane, a $\frac{1}{4}$ mile street of approximately twelve homes in Cheektowaga Township, abuts Bison Yard. The back yards of these homes terminate at the Norfolk Southern right-of-way. Since the summer of 1999, the community has complained of excessive noise, idling locomotives, diesel fumes and yard lighting. To address these concerns, I met with Sandy Lane homeowners and Cheektowaga community officials on May 17, 2000. The attached memo records those events.

To further complicate this issue is a planned macadam bike/hike trail (Sloan Trail) programmed for construction next year using \$500,000 of ISTEA funding. This recreational path would be constructed on an old railroad right-of-way between Bison Yard and the back yards of the Sandy Lane residents.

Councilman Tom Johnson, speaking on behalf of the community, believes that Norfolk Southern should mitigate the Bison Yard noise (idling locomotives, diesel fumes and yard lighting have diminished with improved operations in recent months) by constructing a

Mr. Melvin F. Clemens

August 8, 2000

Page 2

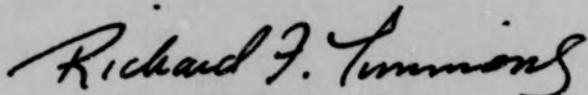
landscaped berm and noise wall. These enhancements would be placed between the bike/hike path and the Bison Yard. (See map enclosure)

In a planned teleconference on June 14, 2000, I explained to Mr. Johnson that Norfolk Southern intended no further action in relation to funding noise barriers, berms or landscaping adjacent to the proposed bike/hike trail. This decision is based on FRA noise testing in April and May of 2000 that concluded that our operations in the Bison Yard did not exceed the FRA 65db level. In fact, the FRA analysts reported that nearby Buffalo Airport significantly exceeded acceptable noise levels for this community. I did say that if Norfolk Southern expanded the yard in the future, a measure that local shippers, economic developers and short line operators endorse, that we would reconsider this position in light of another evaluation. A follow-on meeting scheduled for June 28, 2000 was cancelled by Mr. Johnson as no additional information was available to warrant further discussions. Since that time, Mr. Johnson has been conscientious in providing to Norfolk Southern all of those complaints voiced by the residents of Sandy Lane concerning Bison Yard operations.

While this is an unfortunate situation, Norfolk Southern can see no compelling reason to fund noise barrier walls, berms or vegetation along the right-of-way. The community should, however, seriously consider fencing along the proposed bike/hike trail as a safety measure to deter individuals and pets from easily accessing Bison Yard.

If I may be of further assistance, please contact me at (717) 541-2250.

Sincerely,



Richard F. Timmons

Resident Vice President - Public Affairs

RFT/sz
Enclosures

Councilman

Thomas M. Johnson, Jr.

Council Office: 686-3445

Residence: 171 Meadowlawn Road
Cheektowaga, NY 14225
685-3123

Chairman:

- * Environmental Review / Conservation
- * Traffic Safety / Transportation Planning
- * Drainage & Sewer System Management

Growing In A New Direction



FILE IN DOCKET

TOWN OF CHEEKTOWAGA
Erie County, New York

July 13, 2000

THIS COPY IS SENT TO KEEP
YOU INFORMED OF DEVELOP-
MENTS IN THIS MATTER.

Senator Charles E. Schumer
111 W. Huron Street - Room 620
Buffalo, New York 14202

Congressman Jack Quinn
403 Main Street
Brisbane Building - Room 240
Buffalo, New York 14203

Senator William Stachowski
2030 Clinton Street
Buffalo, New York 14206

Assemblyman Paul Tokasz
General Donovan State Office Building
125 Main Street
Buffalo, New York 14203

Jul 24 1 34 PM '00

UNPAID
OFFICE OF
CHAIRMAN MORGAN

RECEIVED
SURFACE TRANSPORTATION
BOARD

*RE: Norfolk-Southern's Occupation of the Former
Bison Yards in Cheektowaga*

Dear Sirs:

Since the Norfolk-Southern Railroad Company acquired the former Bison Yards from Conrail and began the development of a new multi-line switching yard, we have received numerous complaints from nearby residents, primarily along Sandy Lane. The complaints have been, and continue to be, as follows:

- 1) Car humping and switching noise at all hours, particularly disturbing in the early a.m.
- 2) Continuous running of parked diesel engines.
- 3) Glare from hi-beam construction lights.
- 4) Construction noise and odors (e.g., tar, asphalt).

Page 2

Town staff and I have met with residents, representatives from the offices of Congressman Quinn and Assemblyman Tokasz, officials from Norfolk-Southern, as well as the Federal Railroad Administration. During the various face-to-face meetings and one teleconference, Norfolk-Southern has taken the position that they meet all standards and cannot expend funds to mitigate the foregoing complaints.

The distance between the rear yards of properties on the north of Sandy Lane and the nearest active rail line is only 100 feet. Fortunately, the Town has an intervening easement within which security fencing, noise barriers and/or landscape berms and plantings could be installed. However, we have no source of funding to do so. We had hoped to receive funding to supplement a rails-to-historic trails bikeway with such protection for the residential properties on Sandy Lane.

Consequently, I am writing you to ask your assistance in securing the financing to insulate this Cheektowaga neighborhood from both the current and projected activity in the Norfolk-Southern switching yard. I very strongly feel that the residents must be accommodated if Norfolk-Southern is to continue in their rush to advance rail services in Western New York. Someone clearly forgot the impact this would have on the quality of life in an adjoining neighborhood like Sandy Lane. If this rail yard project was any other project undertaken by a public or private entity, State Environmental Quality Review Act procedures would be in force and mitigation measures would be required as part of the project financing and planning.

As a public official and local councilman, I am deeply disappointed in the way this project was instigated without a thought to the local community. Cheektowaga was not involved in any way, manner or form in the decisions and we were left without any means to resolve the complaints of our constituents. I am enclosing some background information for your review, and I would hope that you take deep interest in our plight and assist this neighborhood in every way possible. The involvement of Congressman Quinn and Assemblyman Tokasz to date has been much appreciated.

Very truly yours,

Thomas M. Johnson, Jr.
Councilmember

TMJ:jk
Encs.

TOWN OF CHEEKTOWAGA COUNCIL OFFICE

COMPLAINT

Norfolk-Southern Railyard * Sandy Lane

DATE: July 10, 2000
TO: Councilmember Tom Johnson
COMPLAINANT: Greg Long
ADDRESS: 23 Sandy Lane
PHONE: 894-4893
COMPLAINT TAKEN BY: Juli Krzemien - Council Secretary

Mr. Long called the Council Office concerning a "stench" coming from the rail yard. Mr. Long wondered if rail ties were being put in or if "they were dumping something". Mr. Long stated "it smells like tar or creosote". According to Mr. Long, he noticed the smell today, and it does seem to be a familiar smell.

ACTION TAKEN:

REFERRED TO:

Mr. Les Fiorenzo, Federal Railroad Administration
Mr. Ronald Marx, F.R.A.
Mr. Michael Ziolkowski, F.R.A.
Mr. Rich Timmons, Norfolk-Southern
Mr. Randy Fannon, Norfolk-Southern
Congressman Jack Quinn
Assemblyman Paul Tokasz

COMPLAINT

Norfolk-Southern Railyard * Sandy Lane

Cheektowaga Council Office

DATE: June 29, 2000
TO: Councilman Tom Johnson
COMPLAINANT: Mr. Gerald Stroh
ADDRESS: 17 Sandy Lane
PHONE: 897-3923
COMPLAINT
TAKEN BY: Karen Waldron
Legislative Assistant

Mr. Stroh called to complain about the excessive noise from the Norfolk-Southern Railyard, especially during the night, i.e., whistles blowing after 11:00 P.M., rail cars banging together. These types of disturbances occur throughout every night, at different times.

ACTION TAKEN:

REFERRED TO:

Mr. Les Fiorenzo, Federal Railroad Administration
Mr. Ronald Marx, F.R.A.
Mr. Michael Ziolkowski, F.R.A.
Mr. Rich Timmons, Norfolk-Southern
Mr. Randy Fannon, Norfolk-Southern
Congressman Jack Quinn
Assemblyman Paul Tokasz

TOWN OF CHEEKTOWAGA COUNCIL OFFICE

COMPLAINT

Norfolk-Southern Railyard * Sandy Lane

DATE: June 29, 2000
TO: Councilmember Tom Johnson
COMPLAINANT: Wayne Seifert
ADDRESS: 24 Sandy Lane
PHONE: 894-9133
COMPLAINT TAKEN BY: Juli Krzemien - Council Secretary

Mr. Seifert called the Council Office to complain about the excessive noise from the trains, specifically last Sunday (June 25) between 4 p.m. and 6 p.m. Mr. Seifert also stated there is noise every evening of the diesel locomotives idling back and forth.

ACTION TAKEN:

REFERRED TO:

**Mr. Les Fiorenzo, Federal Railroad Administration
Mr. Ronald Marx, F.R.A.
Mr. Michael Ziolkowski, F.R.A.
Mr. Rich Timmons, Norfolk-Southern
Mr. Randy Fannon, Norfolk-Southern
Congressman Jack Quinn
Assemblyman Paul Tokasz**

TOWN OF CHEEKTOWAGA COUNCIL OFFICE

COMPLAINT

DATE: June 26, 2000
TO: Councilman Tom Johnson
COMPLAINANT: Stephanie Shannon
ADDRESS: 9 Sandy Lane
PHONE: 897-2191
COMPLAINT TAKEN BY: Juli Krzemien - Council Secretary

"This situation is totally ridiculous." Ms. Shannon stated that she had her 7 month old nephew at her house and he was "shaking" from the noise from the tracks. According to Ms. Shannon, the noise was "worse than thunder". The "trains jumped together at 2:36 p.m., 2:41 p.m. and again at 2:45 p.m. this afternoon". Ms. Shannon was not home in the morning and didn't know if this happened at all earlier.

I did tell Ms. Shannon that she would be receiving correspondence from you in her mail tomorrow.

ACTION TAKEN:

TOWN OF CHEEKTOWAGA COUNCIL OFFICE

COMPLAINT

DATE: April 18, 2000
TO: Councilmember Tom Johnson
COMPLAINANT: Richard Korczynski
ADDRESS: 83 Fairoaks Lane
PHONE: 893-8861
COMPLAINT TAKEN BY: Juli Krzemien - Council Secretary

Mr. Korczynski called to advise you that on Monday, April 17th, his car "from the hood, trunk and top of car was loaded with white powder", which he feels is from the Quarry. Mr. Korczynski stated he washed his "Burgundy-colored car on Saturday; Sunday there was nothing". Then on Monday, "it was covered from front to back". According to Mr. Korczynski, this has happened "several times" but "(he) didn't know (he) could be calling and letting you know".

Also, Mr. Korczynski has called in the past concerning the noise from the railroad behind his home and was interested in any information you might have.

Councilmen Thomas Johnson
Town Hall
3301 Broadway Street
Cheektowaga, N.Y. 14227-1088

Re: Norfolk-Southern R.R.

Dear Councilmen Johnson:

Since the arrival of the above mentioned railroad we began to have a problem, specifically - Noise plus POLLUTION! There does not seem to be in control of their equipment.

On March 23, we had these:
the noisy bumping and banging which was the of supposed to be,
the coupling of the train's. I believe we have a law in the town regarding excessive noise. This occurred at 12:40 around lunchtime.

On March 24, at 1:00 P.M. there was this horrible noise. It was as if a very heavy object was dropped virtually shaking the entire area on Sandy Lane and I felt it

in my home while I was having lunch.

On April 2nd at 11:30 PM (this was Sunday) the engine were running and, it seems they run for long periods of time and again the coupling of the cars which seem to be done with complete abandon.

On April 3rd at 12:30 a.m. (this was Monday morning) we had a repetition of the same noise.

I have lived here 42 years with the former owners of the railroad and some of neighbors have lived here 30 years and more without incident. We are not anti railroad, we are very upset and this community would like your assistance in this matter.

Sincerely

Helen A. Miller
5 Sonny Lane
Cheektowaga, N.Y. 14227

TOWN OF CHEEKTOWAGA COUNCIL OFFICE

COMPLAINT

DATE: April 5, 2000
TO: Councilmember Tom Johnson
COMPLAINANT: Richard Korczynski
ADDRESS: 83 Fairoaks
PHONE: 893-8861
COMPLAINT TAKEN BY: Juli Krzemien - Council Secretary

Mr. Korczynski called the Council Office to find out if you knew what the noise may have been that he heard all through the night from Saturday, April 6th thru Sunday, April 7th, then again Sunday morning while he was attending 10:30 a.m. mass at Resurrection Church. According to Mr. Korczynski, he was hearing "banging" and what he thought may have been thunder "by the railroad". This was not the "normal stuff" that Mr. Korczynski usually hears from the railroad.

Mr. Korczynski asked if you would give him a call.

ACTION TAKEN:

16 Sandy Lane
Cheektowaga, New York 14227
March 24, 2000

Mr. Thomas M. Johnson Jr.
Cheektowaga Town Councilman
Cheektowaga Town Hall
Cheektowaga, New York 14225
Dear Mr. Johnson:

It's spring and we have nice weather that lets us get outdoors and work on our property. We also begin to see our neighbors visit and have conversations about life in general.

Last week I was outdoors saw my neighbors who live across the street from me and I went to have a getfest with them. Somehow we got on the subject of the noise and banging around on the railroad tracks behind their house. I told them how my husband and I are woken out of a sound sleep many many times. My husband told me that what was happening was what is called "humping". Then I mentioned how our house shakes when the trains are going by our area. These neighbors said if you think the noise and vibrations are bad, you should live on our side of the street.

I am very concerned because if we hear this noise and feel the vibrations

now when we have our windows and doors closed what will it be like when the doors and windows are open? That means our quiet and peaceful neighborhood is gone. We just went through the problem of the quarry blasting and the effects that had on our home structures, I wonder what will all this rolling freight do to our house structures over time.

My husband and I moved to Sandy Lane seventeen years ago to be near his job. We loved the quiet, peaceful atmosphere, away from traffic and noise yet so close to many facilities. In fact we used to joke about looking out our windows when an automobile went by and how we took our sidewalks in at night. That's quiet or at least we were.

Now my husband is retired and we would like the peace and quiet to continue and we also don't want to see the market value of our homes go down because of this problem.

Since moving to Chelkowaga my husband has observed your politics and always said he voted for you because he felt, "you were always a stand up guy" for your constituents. Right now we the people of Sandy Lane need your help sincerely,

Charlotte and Earl McDonald

TOWN OF CHEEKTOWAGA COUNCIL OFFICE

COMPLAINT

DATE: March 24, 2000
TO: Councilmember Tom Johnson
COMPLAINANT: Stephanie Shannon
ADDRESS: 9 Sandy Lane
PHONE: 897-2191
COMPLAINT TAKEN BY: Juli Krzemien - Council Secretary

Ms. Shannon called concerning the trains. Ms. Shannon stated there were "an awful lot of trains" and that they "just stand there and are kept running". Ms. Shannon has asthma and she advises that it is "getting worse because of the fuel from the trains". Ms. Shannon further advises that this is a "24-hour a day problem, which is totally ridiculous". She is making an appointment with her doctor to get a "stronger" inhaler for her asthma. "Why do the trains have to be kept running?"

ACTION TAKEN:

TOWN OF CHEEKTOWAGA COUNCIL OFFICE

COMPLAINT

DATE: March 21, 2000
TO: Councilmember Tom Johnson
COMPLAINANT: Wayne Seifert
ADDRESS: 24 Sandy Lane
PHONE: 894-9133
COMPLAINT TAKEN BY: Juli Krzemien - Council Secretary

Mr. Seifert called the Council Office to complain about the "excessive noise" from the trains, "especially between the hours of midnight and 6 a.m.". "Last night was just ridiculous." Mr. Seifert asked that you call him in the evenings. I gave him your home telephone number, too.

ACTION TAKEN:

March 20, 2000

Mr. Thomas M. Johnson, Jr
c/o Town Hall
3301 Broadway St.
Cheektowaga, NY 14227-1088

Dear Mr. Johnson:

I am writing this letter in regard to the Railroad yard that has recently become active behind my residence at 23 Sandy Lane. Since this has happened the noise and foul odor from the engine sitting and idling all day behind our house has really become a problem their not moving cars their just sitting there, if their not moving cars why cant they sit and idle down behind the factory's between Harlem and the thruway not behind our homes. This is really going to be a problem this summer when we will be opening our windows for the fresh air and the only smell we get is diesel fuel. Due to the foul odors, load noise and vibrations that go through my house I feel this has and will continue to decrease my property value and I feel my taxes should reflect the decrease.

I don't know what if anything you can do, but I do know it is a problem that needs to be addressed. I know you have been in contact with other people on this matter and I would appreciate any input on your part.

Thank You in Advance

Mr. & Ms. Gregory P. Long
23 Sandy Lane
Cheektowaga, NY 14227

March 20, 2000

Mr. Thomas M. Johnson, Jr.
Cheektowaga Town Councilman
Cheektowaga Town Hall
3301 Broadway
Cheektowaga, NY 14225-1088

Subject: Norfolk & Southern Bison Yard Operations

Dear Mr. Johnson:

Thank you for sending us copies of your correspondence with Congressman Jack Quinn regarding the subject matter. We have not, however, had any word on action to be taken.

We are very disturbed with the situation - the noise, pollution and terrible vibrations that wake us in the night and annoy us during the day. Pictures and mirrors are always askew and knickknacks have fallen off shelves. We are also concerned about the fact that wildlife that made their home in the wooded area adjacent to the tracks have been displaced and are now roaming and feeding in our yards, destroying shrubs, young trees and plants. They run back and forth across Sandy Lane, and there is bound to be an accident because of them.

My husband and I retired 5 years ago, built a lovely addition to our home, put in a new driveway and have done considerable landscaping with the hope of living on Sandy Lane for the rest of our lives - the Good Lord willing. I have lived here for 33 years and do not want to move. I am wondering how long I will continue to feel that way. Neighbors all around us are also very upset with the situation caused by the constant disturbance, and several have said they do not want to stay here now. This has always been a desirable area of Cheektowaga, but I feel, that homes will not sell as quickly nor will they go for what they are worth, and I would hate to see the neighborhood change.

Mr. Johnson, I worked with you on the building project of Lord of Life Church so I know you have a concern for the residents of Cheektowaga, and I am confident you can help us in this matter.

Please keep us updated on the situation and let us know what we can do to hasten a resolution.

Thank you very much.

Janet E. Derk
Janet E. Derk
25 Sandy Lane
Cheektowaga, NY 14227

894-3212

To Congressman Quinn
To Ken Kopala regarding December 17, 1999
the playground area at Raymond Street Park.

To: Mr. Kevin Gawron, /Times Tribune.

My name is Wayne Seifert and I own property at 24 Sandy Lane in Cheektowaga. Over the past few weeks my family and neighbors have been woken up multiple times in the night by the loading of trains in the new Bison Yard expansion. In addition, a fowl odor is now present when the wind blows from that area. I am aware that federal regulations allowed for this without any citizen or town involvement. Sandy lane before the Bison Yard expansion was a quiet residential neighborhood, which recently turned into a noisy commercial area not lending itself to a family environment. I am requesting a review of my current property taxes to be lowered to a level that reflects the recent changes in the quality life imposed upon my family by the Bison Development. My taxes are approximately 4000.00 a year, an amount I would rather pay to a community that has vision and insight to control unwanted situations in a residential area. In addition, the deterioration of Raymond Park should also be figured into the property tax reduction. We have contacted many town officials with little or no action. I regret that this seems to be a town with little or no concern for its people. I expect a response and to be informed of any additional developments with the Bison yard. I am confident that the town will do the right thing in this matter. I am absolutely sure that if a politician lived in the neighborhood, a little bit more attention would have been paid to this matter. I look forward to sitting down with you in person to discuss the situations identified. Please disseminate this letter to the town board

Regards,

Wayne Seifert
Wayne Seifert
894-9133

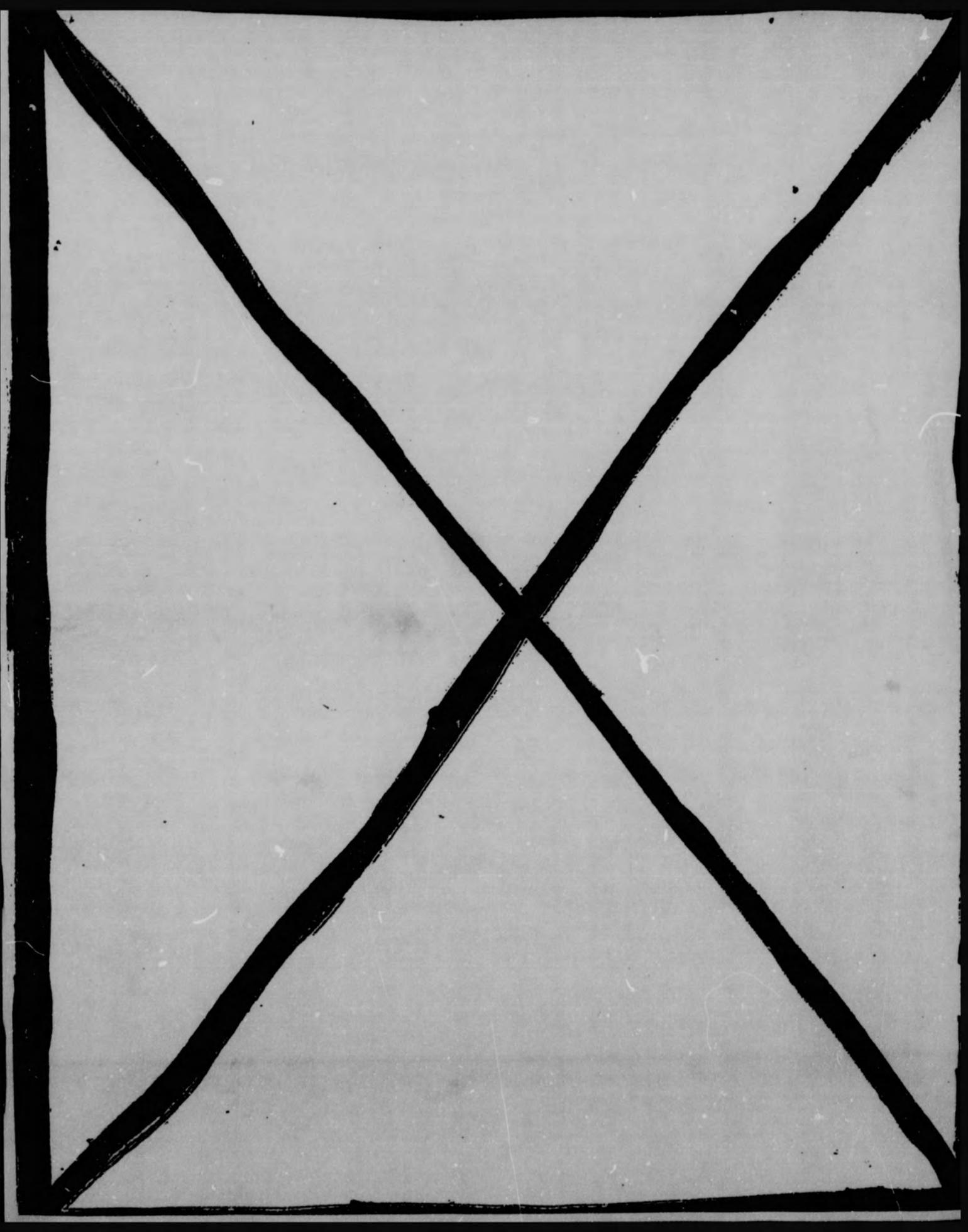
TOWN OF CHEEKTOWAGA COUNCIL OFFICE

COMPLAINT

DATE: December 7, 1999
TO: Councilmember Tom Johnson
COMPLAINANT: Wayne Seifert
ADDRESS: 24 Sandy Lane
PHONE: 894-9133
COMPLAINT TAKEN BY: Juli Krzemien - Council Secretary

Mr. Seifert called the Council Office concerning the train tracks along side his home that have "started up again" - all night long and are very annoying.

ACTION TAKEN:



STB FD . 33388 5-5-98 BUSINESS

**COLLINWOOD AND NOTTINGHAM VILLAGES
DEVELOPMENT CORPORATION**

April 16, 1998



Surface Transportation Board
Washington, DC 20423

Re: Finance Docket #33388 CSX/Norfolk and Southern Control and Acquisition

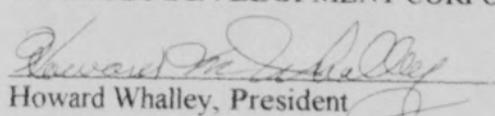
Dear Board Members:

The Collinwood and Nottingham Villages Development Corporation of Cleveland, Ohio, a neighborhood non-profit development corporation, is requesting the Surface Transportation Board to require Norfolk and Southern Railroads to construct grade separations and/or underpasses at London Rd. and at Nottingham/Dille Rd. in the city of Cleveland, as the Surface Transportation Board will be reviewing the Norfolk and Southern/CSX acquisition of Conrail.

It is the feeling of the general community that congested traffic in these areas has been affecting local commerce, the safety of our school children, and the movement of safety vehicles such as EMS, fire department, and police. Safety considerations have made these grade separations extremely important. These issues are vital to the quality of life in the Collinwood community. Please advise if further information is needed.

Yours very truly,

**COLLINWOOD AND NOTTINGHAM
VILLAGES DEVELOPMENT CORPORATION**


Howard Whalley, President

cc: Councilman Michael Polensek, Ward 11

STB FD

J . 33388

CITY 5-5-98



The City of Fort Wayne

Paul Helmke, Mayor



April 28, 1998

Rick Crawford, Special Assistant
Office of the Chairman
Norfolk Southern Corporation
Three Commercial Place
Norfolk, Virginia 23510-2191

Re: Proposed Acquisition of Conrail Assets

Dear Mr. Crawford:

Thank you for meeting with my Chief of Staff and Senior Urban Designer so that we could relate our community's concerns about the increase in rail traffic through Fort Wayne as a result of the acquisition of Conrail's assets by NS and CSX. We have received your response letter of April 6, 1998 and have had the opportunity to review it with our staff. It is encouraging to know that NS intends to take the safety-related steps noted in your letter. The City stands ready to participate in training and other safety activities to reduce risk for this community. We are pleased to know that you agree that there is a need to upgrade safety devices at Anthony Boulevard and Engle Road as a result of this acquisition.

Noise Impact/ Environmental Justice

The City believes that there is still the issue of noise impact on the residential areas along the routes receiving heavier rail traffic than at present. These neighborhoods contain some of the lowest income and highest concentrations of minority residents in the city. The SEA acknowledged these impacts in their environmental assessment, but treated mitigation thresholds independently, rather than cumulatively. The reality is that neighborhoods near affected rail lines will bear the heaviest burden of the increased noise and hazard, and these are citizens who are least able to mitigate these effects on their own.

While we acknowledge that the current rules do not allow exemptions for train whistle silencing at grade crossings, we hope NS will support changes allowing exemptions in cases where safety standards can be met. With these rule changes in place, we would then expect NS to make the changes at crossings near residential areas to allow train whistle silencing, as enumerated in our letter to the STB on January 30, 1998.

Rick Crawford
April 28, 1998
Page 2

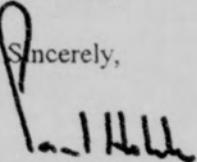
Safety Equipment Upgrades

As the SEA has noted in their environmental impact report, it is the increase in rail travel, directly attributed to this acquisition of Conrail assets, which is driving the need for additional safety equipment at Anthony Boulevard and Engle Road. We do not find it appropriate for the taxpayers to fund safety improvements that are required as the result of private commercial actions. We request that these equipment upgrades, recommended as mitigation by the SEA, be made with the cost borne by NS.

Similarly, the increase in hazardous material loads through the city will place additional burdens on the taxpayer-supported Fort Wayne Fire Department. Again, we request NS participation in the cost of additional testing and computer equipment needed to manage these additional burdens and to be able to implement the software you have offered.

Thank you for the opportunity to continue this dialogue about protecting the safety and convenience of our citizens. Please contact us with your proposed actions to address these issues at your earliest opportunity. We look forward to working out an equitable solution with Norfolk Southern.

Sincerely,



Paul Helmke
Mayor

PH/tc

cc: Elaine K. Kaiser, Surface Transportation Board ✓

STB FD

5-5-98 J.

CITY 33388



CITY OF GENEVA, OHIO

City Manager's Office
44 North Forest Street
Geneva, Ohio 44041

Phone (216) 466-4675
FAX (216) 466-5027
Email CZinsmgr@NCweb.com

April 30, 1998

Office of the Secretary
Case Control Unit
Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N. W.
Washington, D. C. 20423-001



RE: Grade Separation Request
For Austin Road

To Whom It May Concern:

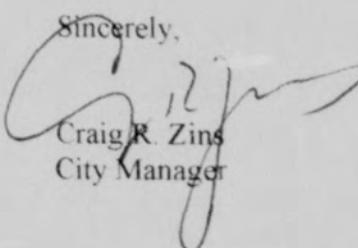
The proposed acquisition of Conrail, Inc., assets jointly by CSX Corporation and Norfolk Southern Corporation, if successful, will create additional traffic flow problems in the City of Geneva. Within the City's boundaries there are no grade separations applicable to the CSX train tracks.

For this reason, the City is requesting funding assistance to construct a grade separation where the CSX tracks cross Austin Road. This location provides a direct route to Lake Erie and would divert traffic utilizing SR 534.

The support of the Surface Transportation Board for project would be appreciated.

If additional information is needed please do not hesitate to contact me.

Sincerely,


Craig R. Zins
City Manager

Faxed: 4/30/98
Mailed

C: Letter 1/22/98



CITY OF GENEVA, OHIO

City Manager's Office
44 North Forest Street
Geneva, Ohio 44041

Phone (216) 466-4675
FAX (216) 466-5027
Email CZinsmgr@NCweb.com

January 22, 1998

Office of the Secretary
Case Control Unit
Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N. W.
Washington, D.C. 20423-0001

To Whom It May Concern:

The proposed acquisition of Conrail, Inc. assets jointly by CSX Corporation and Norfolk Southern Corporation is unacceptable to the City of Geneva and surrounding communities given the current conditions and projected increase in traffic. Currently, vehicle traffic is stopped at the Norfolk Southern and CSX tracks an average of 18 times daily. This delay in traffic flow is a threat to public safety and has increased the cost of providing public services.

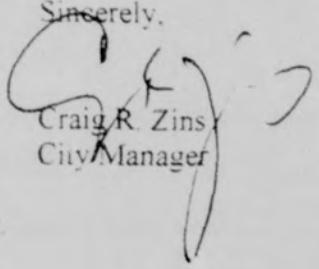
Segment Numbers NS-11 and NS-12 projections show traffic increases between 94 and 181%. Under these traffic conditions the railroads will literally divide the City into three segregated sections. There are two major unmet needs currently existing in the City as they relate to the railroad traffic.

- (1) Sound barriers separating the track area from the residential homes.
- (2) Overpasses or underpasses at both track locations are needed where major roadways intersect with the train tracks.

The City and railroads do not operate in isolated conditions, as a result changes are needed to mutually benefit the existence of each. The City strongly opposes the proposed acquisition, unless there are major efforts to address the unmet needs identified.

If additional information is needed, please contact me.

Sincerely,


Craig R. Zins
City Manager

Enclosures: 10 copies of this letter.

STB FD

5-5-98 J.

33388

PUBLIC

The Abbyshire Drive Coalition
Christine Kremer
492 Abbyshire Drive
Berea, Ohio 44017
(440) 234-1261

April 28, 1998

SURFACE TRANSPORTATION BOARD
STB Finance Docket No. 33388
1925 K Street, NW
Washington, DC 20423-0001



Re: The Proposed Railroad Merger

To whom it may concern:

Enclosed please find copies of letters sent to various elected officials in Ohio as well as the Vice President and Regional Vice President of State Relations for CSX.

Our goal, like yours, is for the City, Residents and Railroad to reach an acceptable solution for the problems created by the merger. In the event an agreement is not reached, we want the STB to be fully informed of the situation that exists on Abbyshire Drive in Berea, Ohio.

If I can answer any questions for you, or be of any further assistance, please feel free to contact me.

Sincerely,

A handwritten signature in cursive ink, appearing to read "Chris L".

The Abbyshire Drive Coalition
Christine M. Kremer, Spokesperson

Eric and Chris Kremer
492 Abbyshire Drive
Berea, Ohio 44017
(440) 234-1261

April 2, 1998

City of Berea
Attn.: Mayor Stanley Trupo
11 Berea Commons
Berea, OH 44017

Re: Proposed Railroad Merger

Dear Mayor Trupo:

We attended the informational meeting on Wednesday, April 1, 1998 regarding the Railroad and the various plans put forth for dealing with the imminent merger and resultant increase in train traffic.

Our first and foremost concern is with the proposal put forth by the Railroads, wherein Bagley Road would be re-routed to the South. If you look on the map prepared by the Railroad, this puts Bagley Road entirely within our property boundaries, taking more than two thirds of our property. At the meeting on Wednesday night, you indicated that no homes on Abbyshire would be taken. If this plan is approved, our house most certainly would be "taken". We do not intend to live in a home where Bagley Road is less than Thirty Feet from our back door.

We purchased this, our first home, 3 and ½ years ago. We wanted a large treed back yard where our children and dogs could play. We found this at 492 Abbyshire. If the Railroad's plan is approved our entire back yard is taken from us. Our trees would all be cut down, our children would be left to play in a construction zone until the road is complete. Once the road is complete, our children would be left to play on Bagley Road. We would be left with no room for our shed, our garden or our dogs' house and the two year old, \$5,000.00 fence would be destroyed. For the foregoing reasons, we insist that we be given the fair market value of our home and relocated to another suitable location.

The proposals to "mitigate" the sound and annoyance of the increase in train traffic by erecting barriers such as walls or vegetation are unrealistic. These proposed solutions do nothing for the value of our home, our property, our investment.

The solution of sound-proofing our home, including central air conditioning so that we can block out the sound of the train, is unacceptable. We do not intend to compromise

our standard of living by barricading ourselves in our homes in order to have any peace from the noise of the trains and traffic on Bagley Road.

After much thought, it is our intention to insist that the Railroads purchase our home and relocate our family. It only seems fair since the Railroad will be benefiting so greatly at our family's expense.

Sincerely,

Chris and Eric Kremer

cc: George Voinovich
Dennis Kucinich
Dan Folino
Jeffrey King
Richard Malott
Greg Miller
Yvonne Fulimeni
Margarette Key
Hugh Arey
James Baker
Joe Biddlecombe
Greg Sponseller
Dan Jarvis

Christine Kremer
492 Abbyshire Drive
Berea, Ohio 44017
(440) 234-1261

April 9, 1998

Office of the Secretary
Case Control Unit
Attn.: Elaine Kaiser
STB Finance Docket #33388
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Re: Proposed Conrail Merger

Dear Ms. Kaiser:

On April 7, 1998, a meeting of the residents of Berea who are directly affected by the proposed merger of the railroads, took place. At that meeting, it was determined that all of the residents are opposed to the merger and the increase in train traffic it will entail. Our homes are directly affected by the drastic increase in train traffic. Our homes are located extremely close to the Railroad tracks, some as close as 25 feet. In addition to the adverse effect on our quality of life and the safety of our children, our property values will also decrease significantly.

Although this is not a new rail construction, it is certainly an extreme departure from our existing conditions. The proposed merger will greatly effect our lives. According to the Application filed, the train traffic on the tracks at the present time is 14.5 trains per day. If the merger is approved we will see an increase to over 54 trains per day, nearly a 300% increase. In the Draft Environmental Impact Study, it was stated that an increase of 8 trains was significant. In our situation, we are looking at an increase of 40 trains per day. Additionally, the average length of the trains will increase from 5,600 feet to 6,000 feet.

We all knew of the trains when we purchased our homes, and at 14 a day, we enjoyed them. However, such a drastic increase in train traffic is not enjoyable. Our homes literally shake when the trains rumble past. It is impossible to watch television, talk on the telephone or enjoy an outdoor conversation when the trains are passing. Again, at 14 trains a day, this was not a major annoyance. However, when that number is increased nearly four times its present number, to more than fifty trains per day passing through our community, our quality of life is destroyed. The only way to escape the racket will be to



soundproof our homes, lock ourselves inside, and hide out. This is not an acceptable solution.

Our street consists mostly of either young families with children or elderly people on fixed incomes. We all enjoy being outdoors. There are always children playing and neighbors sitting in their yards, socializing. The merger will no longer allow us to enjoy these outdoor activities, or our lives here in Berea, Ohio.

Our first demand would be that the merger not be approved. The impact on our homes from the noise and the pollution alone will be intolerable. Our standard of living will change drastically due to the increase in train traffic.

However, in the event the merger is approved, we would insist that our homes be purchased from us for fair market value and our families be relocated. The increase in revenues anticipated by the merger would more than cover the cost of relocating our families, approximately 60 families altogether, with about 30 having the railroad tracks in their backyards. Our homes are approximately 40 years old. For the most part, our homes are poorly insulated and most still have the original windows, including a beautiful "Wall of Windows," in each home. To soundproof these homes would be a monumental task.

We would encourage you or a representative to personally come to Berea, Ohio and see our situation in person. We would be more than willing to show you our homes. We firmly believe you would agree that the proposed merger will have a significant negative impact on our lives.

We will gladly provide you with any additional information necessary regarding our position concerning this merger.

Thank you for considering our comments and concerns.

Sincerely,
Representatives of Abbyshire Drive, Berea, Ohio

Christine Kremer

Jan Yarrow

Dennis Knopf

cc: George Voinovich, Governor of the State of Ohio
Dennis Kucinich, U.S. Congress
Stanley Trupo, Mayor of the City of Berea
Dan Folino, Council Representative for Abbyshire Drive
City Council of the City of Berea

The Abbyshire Drive Coalition
Christine Kremer
492 Abbyshire Drive
Berea, Ohio 44017
(440) 234-1261

April 22, 1998

CSX Corporation
ATTN.: Michael J. Ruehling
Vice President - State Relations
One James Center
Richmond, VA 23219

Re: Proposed Merger

Dear Mr. Ruehling:

I am one of the spokespersons for the residents of Abbyshire Drive in Berea, Ohio. Abbyshire Drive is located parallel to the Railroad Tracks just south of the intersection at Bagley Road. Many of our homes are within fifty feet of the railroad tracks.

Our neighborhood consists of mainly young families with children. There are approximately 60 homes on Abbyshire Drive with half of them having their backyards along the tracks.

Currently, 14 trains per day pass through our neighborhood. According to the Application on file, CSX intends to increase the train traffic to 54 trains per day, nearly a 400% increase. This clearly jeopardizes the safety of our families here on Abbyshire Drive.

The Mayor of the City of Berea, Stanley Trupo, has indicated that there have been discussions concerning sound mitigation for the families affected. However, the only mitigation acceptable to the majority of the residents of Abbyshire Drive is the purchase of our homes, at fair market value, and the relocation of our families.

Considering the anticipated profit for the railroads upon approval of the merger is estimated to be in the billions of dollars, we believe that the purchase of the homes on Abbyshire is a small price to pay for the safety of the citizens. We feel this is a fair solution to the issues presented by the merger and the effects the merger will have on the residents of Abbyshire Drive.



We look forward to hearing from you regarding this matter.

Sincerely,

The Abbyshire Drive Coalition
Christine M. Kremer, Spokesperson

cc: Stephen L. Watson, Regional V.P. - State Relations, CSX
Congressman Dennis Kucinich
Mayor Stanley Trupo

The Abbyshire Drive Coalition
Christine Kremer
492 Abbyshire Drive
Berea, Ohio 44017
(440) 234-1261

April 22, 1998

Congressman Dennis Kucinich
1730 Longworth House Office Building
Washington, D.C. 20515

Re: The Railroad Merger

Dear Congressman Kucinich:

I am writing on behalf of the residents of Abbyshire Drive in Berea, Ohio. Abbyshire Drive is the Street which runs parallel to the Railroad tracks at the Bagley Road intersection of the Conrail tracks, which are to be acquired by CSX. We are asking for your assistance in convincing the Railroads that the proper "mitigation" for Abbyshire Drive is for the Railroads to purchase our homes at fair market value and relocate our families.

As I am sure you are aware, many of our homes are less than Fifty (50) feet from the Railroad tracks. While we all knew this at the time we purchased our homes, at approximately 14 trains per day, this was not a great concern. However, to increase train traffic by nearly 400% we all fear for our safety.

While solutions such as a wall, a mound and soundproofing for our homes have all been discussed, these are not viable options. The terrain does not allow for a mound, a wall would tower above our homes and soundproofing would force us to "hibernate" year round. Additionally, none of these solutions adequately address the safety issues we face in the event of a derailment or other rail mishap.

I have questioned the residents of Abbyshire Drive and the vast majority wish to be relocated. Of those not responding or not wishing to be relocated, I believe they are not fully informed of the issues involved. The majority of homeowners living trackside have already indicated that they wish to be relocated. We have spoken to Mayor Trupo who has agreed to support us in our efforts to require the Railroads to purchase our homes.

An additional issue, and one that directly affects my family and two other homes on Abbyshire Drive is the rerouting of Bagley Road to construct an underpass. The plans submitted by the Railroad show Bagley Road entirely rerouted through our backyards. This rerouting would place the entire five lanes of Bagley Road wholly within the boundaries of our property. This would present a further safety issue in that, not only



would we now have over 50 trains per day in our backyard, we would also have all of Bagley Road right outside of our back door.

We hope that you will assist us in convincing the Railroads that the only acceptable mitigation for the residents of Abbyshire Drive is relocation.

Please feel free to contact me with any questions or comments. Thank you for your attention to this matter.

Sincerely,

The Abbyshire Drive Coalition
Christine Kremer, spokesperson

cc: Mayor Stanley Trupo
Councilman Dan Folino
Michael J. Ruehling, VP - State Relations, CSX
Stephen L. Watson, Regional VP - State Relations, CSX

STB

FD

J

2-5-98

CITY 3338



File in Docket
Surface Transportation Board
Washington, D.C. 20423-0001

JD-33388

Office of the Chairman

February 5, 1998

Mr. Randy L. Levine
Deputy Mayor for Economic Development,
Planning and Administration
City of New York
Office of the Mayor
New York, NY 10007

Dear Deputy Mayor Levine:

Thank you for your letter concerning the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. In your letter, you express support for the responsive application filed in this proceeding by the New York City Economic Development Corporation, and for the conditions sought in comments filed by Congressman Jerrold Nadler, et al.

As you know, the proposed acquisition of control of Conrail remains a pending proceeding before the Surface Transportation Board (Board), docketed as STB Finance Docket No. 33388. The Board is currently analyzing the pleadings filed by the parties to that proceeding under the procedural schedule adopted by the Board for deciding the control application. The Board extended the procedural schedule by 45 days to accommodate the filing of safety integration plans by the applicant railroads. Under the revised schedule, the Board will issue a final written decision on the merits of the application on July 23, 1998.

In deciding whether a control transaction such as the one being proposed here is in the public interest and should be approved, the Board must consider various factors required by law, including the effect of the proposed transaction on the adequacy of transportation to the public, and whether the proposed transaction would have an adverse effect on competition among rail carriers in the affected region or in the national rail system. In this regard, let me assure you that the Board will give full consideration to issues raised concerning the impact of the proposed transaction on competition. Because this proceeding is pending before the Board, however, it would be inappropriate for me to comment further on the case.

I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan



THE CITY OF NEW YORK
OFFICE OF THE MAYOR
NEW YORK, N.Y. 10007

RANDY L. LEVINE
DEPUTY MAYOR FOR ECONOMIC DEVELOPMENT,
PLANNING AND ADMINISTRATION

January 14, 1998

7-5-98
Linda Morgan
Chairperson

Honorable Linda Morgan
Chairperson
Surface Transportation Board
1925 E. Street, NW, Suite 715
Washington, DC 20423

Re: STB Finance Docket No. 33388
CSX Corporation, et al -- Control and
Operating Leases/Agreements
--Conrail Inc, et al

Dear Chairperson Morgan:

On behalf of Mayor Rudolph Giuliani and the City of New York, I am submitting this letter to the Surface Transportation Board in support of the intervention petition of United States Representatives, the Honorable Jerrold Nadler, et al (the "Petition"). The concerns regarding competitive access outlined in the Petition of Congressman Jerrold Nadler and his colleagues echo the comments submitted by the New York City Economic Development Corporation (NYCEDC) on behalf of New York City. The Petition provides further evidence of the need for competitive access east of Hudson River and the adverse impacts of approving the Conrail purchase as currently structured.

The petition seeks to condition approval of the CSX-Norfolk Southern (CSX-NS) acquisition of Conrail on the proposed Joint Facilities Railroad providing service across New York Harbor by railcar float. The Petition would provide the Joint Facilities Railroad with overhead rights on lines and interchange rights at junctions now operated by the Long Island Railroad and Conrail (to become CSX), in Brooklyn, Queens and Bronx Counties, connecting both CSX and NS directly to all rail carries operating East of the Harbor within Downstate New York and Southern Connecticut. The Petition also seeks to allow any responsible operator to provide intermodal services through the

SURFACE
TRANSPORTATION
RECEIVED - 7-5-98

Honorable Linda Morgan

January 14, 1998

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Hudson and East River tunnels between terminals along Amtrak's Northeast Corridor. Granting CSX continued monopoly in this region, as proposed by the CSX-NS plan, while providing all other areas of the Northeast with fully competitive rail service, will place this region at a major competitive disadvantage.

The Petition demonstrates a need for competitive rail service in the region east of the Hudson River. In this respect, the petition is fully consistent with the relief sought in the joint Responsive Application submitted by NYCEDC and the State of New York. Further, the Petition cites the additional benefits to be derived from an improved carfloat operation. The City agrees with Congressman Nadler that improved carfloat operations would provide additional benefits. The City owns the thirty-three acre 65th Street Railyard and, as evidence of the importance of railcar float operations, has recently invested six million dollars to build two modern float bridges.

Over the last twenty years, New York City has suffered a tremendous loss in the industrial and manufacturing base of its economy. The steady decline of rail freight use in New York City resulting from Conrail's monopoly has contributed significantly to this loss. Conrail's monopoly allowed it to serve this metropolitan area by truck from terminals in New Jersey. Trucks, which share finite road space in this congested metropolitan area, do not provide effective or acceptable competition for the proposed CSX monopoly. Neither do trucks provide cost-effective service for many commodities, particularly for manufacturing and warehousing activity. Moreover, this region has no practical ability to increase road capacity. Indeed, the environmental consequences of merely maintaining present levels of road use are unacceptable. It is critical to the economy of New York City that the combination of declining rail use and increasing congestion be addressed.

The CSX-NS plan (the "Plan") would provide all other major population centers in the Northeast with full competitive rail services. By retaining the failed Conrail monopoly only in Downstate New York and Southern New England, our region, the largest freight market in the world, would be placed at a tremendous economic and competitive disadvantage. Such a result is neither fair and reasonable, nor is it in the public interest. Access to the South and to two co-equal major rail services is critical to the economic and environmental welfare of this region.

Mayor Giuliani, with Congressman Nadler as a key ally, has made addressing the region's over-dependency on trucks a key priority and has made significant investments to promote rail freight. Notwithstanding these investments, there is no substitute for the benefits that would be derived from real competition east of the Hudson.

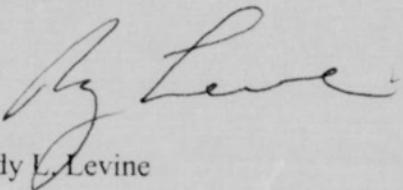
Honorable Linda Morgan

January 14, 1998

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Pursuant to these considerations, the City joined the State of New York in filing its joint Responsive Application. We view the Petition as complementary to the joint Responsive Application. We therefore urge the STB to grant, in full, the relief sought in the joint Responsive Application and to grant the Petition to the extent consistent with the joint Responsive Application.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy L. Levine".

Randy L. Levine

RLL/dl

STB FD

2-3-98 J

33388 BUSINESS

SOMERSET COUNTY CHAMBER OF COMMERCE

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Al Fratello
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Rebecca Perkins Public Relations
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Tom Rossen, CPA
Allen Ross
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Monday Morning, Inc.
Douglas Senter, CPA
Weston, Smith & Brown
Ronald Sprague
National Starch & Chemical Co.
Donald Trippida
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Michael Turner
Somerset Medical Center
James Veniaminoff, Esq.
Vestalimento & Wilderman
Atlas Weisberg
RTEDCON, Inc.
Neil Whiting
Design Consultants
Gary Woodring
Church & Son, Inc.
Barbara C. Roos, President

January 28, 1998



Attn. Elaine K. Kaiser
Environmental Project Director
Office of the Secretary
Case Control Unit
Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

SUBJECT: NORFOLK SOUTHERN AND CSX FREIGHT MERGER

Gentlemen

The Somerset County Chamber of Commerce has been a strong proponent for reactivating the West Trenton Passenger Rail service. I personally testified before the Congressional Transportation Committee, along with Mayor Kenneth Scherer of Hillsborough and Congressman Bob Franks. Currently we are working with NJ Transit on the West Trenton study funded by the Surface Transportation appropriations. We have been proponents of national rail infrastructure improvements.

The Norfolk Southern and CSX freight merger plan has been of great interest to the Somerset County Chamber of Commerce. Our local economy relies on an excellent rail infrastructure system, both passenger and freight.

We are requesting that the Surface Transportation Board make as a condition of approval on the merger that the West Trenton Line accommodate dual use of both freight and future rail passenger service and that existing passenger rail service serving Somerset County not be adversely impacted at the expense of expanded freight service.

The Chamber organized a successful West Trenton Coalition of supporters reaching from Bucks County, Pennsylvania to Union County, NJ. More recently we are active supporters of the Raritan Valley Line Coalition.

Congressman Franks has been a strong advocate of rail infrastructure enhancements and an effective community leader.

Cordially

Barbara C. Roos

Barbara C. Roos
President

Cc: Congressman Bob Franks
Somerset County Planning Board
Commissioner Haley, Transportation NJ
North Jersey Transportation Planning Authority

S TB

FD

J.

2-3-98

CITY



City of Ashtabula
CITY COUNCIL
4400 Main Avenue
Ashtabula, Ohio 44004

(440) 992-7119
Fax: (440) 992-9306

CAROL L. LOVAS
President

MARLEAH V. EATON
Vice-President

JOSEPH L. ROSE
Ward I

JAMES P. PAULCHEL
Ward II

STEVEN E. SARGENT
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CLIFFORD D. MCCLURE
Ward IV

JAMES M. TRISKET
Ward V

MICHAEL A. ZULLO, CPA
Auditor/Clerk

LAVETTE E. HENNIGAN, CMC
Deputy Clerk

January 28, 1998



Surface Transportation Board
Office of the Secretary
1925 "K" Street, N.W.
Washington, D.C. 20423-0001

**RE: Case Control Unit
Finance Docket #33388**

TO: Members of the Surface Transportation Board

In response to your offer to interested parties to comment, protest, and request protective conditions, we respond with the understanding that all comments, protests, and requests will be given full consideration, and that a follow up response be received from your Board.

Regarding the acquisition of Consolidated Rail Corporation (hereinafter Conrail) by CSX Corporation (hereinafter CSXC) and Norfolk Southern Corporation (hereinafter NSC), we find that there will be an extreme increase in the economic stability of CSXC and NS. However, there will be an extreme increase in rail traffic within our City, causing natural and economic environmental disaster.

As you are well aware, there are numerous railroad grade crossings within our City. If this acquisition is granted, **ALL** vehicular traffic at railroad crossings will be halted up to three (3) times as much as was experienced prior to the acquisition.

The City of Ashtabula's railroad traffic is already heavy.

January 28, 1998

page 2

Due to the calculated increase in crossing delays, noise pollution, ground tremors and other environmental problems caused by the increased rail traffic, property values are going to decrease, or at best plateau at their present values.

Several merchants will be forced to go out of business because customers will become frustrated with vehicular traffic flow gridlock every time a train comes through our community. With an increase in rail traffic, comes a higher risk of tragedy to human life, due to the inability of our police, fire and rescue services to move expeditiously through the City.

Ashtabula City Councilor James Trisket is a Firefighter/Paramedic and knows what it is like when a train is blocking access to a burning structure, or when a person is suffering a major "threat to life" emergency. When a person is suffering a cardiac arrest, only 4 to 6 minutes is allowed to be provided effective cardio-pulmonary resuscitation before permanent brain damage occurs. In other medical emergencies, such as diabetic keto-acidosis, seizures, asthma, anaphylaxis, etc., one only has minutes to provide emergency medical care before there is damage to the patient.

There are many evenings trains travel at very slow rates of speed or are stopped on multiple railroad crossings simultaneously, that if someone wanted to they could jump on the trains with little concern for injury. This occurs on a daily basis, and continues to increase as we are experiencing increased rail traffic already without such a proposed acquisition.

The City of Ashtabula has had more than its share of economic hardships over the past 35 to 40 years. While the nation was in various recessions, the City of Ashtabula experienced a deep depression, and continues working to this day to climb out. As a community, we pull together to support any business interested in locating in our town. However, every business requires outside customers to survive, which outside customers this proposed acquisition would deter.

We believe in competition. We also believe that changes should benefit business; and we welcome those changes. At the same time, if change causes an adverse negative impact on a city, village or township, we believe that the creator of that negative impact should compensate the community for their hardship.

We propose that the controlling railroad body consider making the following changes and/or concessions for the City of Ashtabula:

January 28, 1998

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The ability of citizens and emergency services to maneuver throughout the City of Ashtabula shall not be hampered more than at present. To do so requires that the controlling railroad body install three (3) over or underpasses on their east/west rail lines and two (2) over or underpasses on their north/south rail line, all at a height clearance that will allow easy passage of full-sized tractor trailers and fire/ladder trucks. All expenses, including property acquisitions, would be absorbed by the controlling railroad body. This would relieve the anticipated traffic flow problems for merchants, delivery service vehicles, citizens and emergency services. Further, the controlling railroad body should be responsible for regulating the transport of hazardous materials through our community and partially fund any training of local rescue crews necessary. The replacement and/or upgrade of several "at-grade crossings" will be essential to ensure greater safety.

In the event that our above changes and/or concessions are not approved by the Surface Transportation Board, we still propose the construction of an over or underpass at each of their two lines of concern and on State Route 84, all of which are within the Corporate city limits of the City of Ashtabula. We also propose the construction of a second Fire Station on the south side of the tracks, to be furnished and equipped with apparatus, as required by NFPA standards. This and all other expenses related shall be absorbed by the controlling railroad body. Please note that the above changes and/or concessions are negotiable

There shall be no expenses assessed to the City of Ashtabula or its citizenry, outside of partial financial responsible we may incur for hazardous material training of City employed rescue personnel.

It goes without saying that CSXC and NSC will make a substantial profit from the proposed acquisition, which could alleviate any financial woes, for decades to come, these corporations may have forecast.

Attached is a copy of Table 5-OH-8 "Ohio Highway/Rail At-Grade Crossing Accident Frequency report. I would like to call to your attention that the report states that at Railroad Segment N-070; FRA ID #471983Y; Street Name Main Street there is a Flasher, when actually there is a Gate.

The City of Ashtabula **WILL** experience devastation if the proposed acquisition is granted and our changes/concessions noted above are ignored.

STB - Conrail/CSXC/NSC

January 28, 1998

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The City of Ashtabula needs the assistance of the Surface Transportation Board in order to realize a **Positive** effect on our community if, in deed, this acquisition comes to fruition.

Respectfully submitted,

Carol L. Lovas, (LEH)

Carol L. Lovas

President of Council

City of Ashtabula, Ohio

on behalf of the full City Council

Attachment

pc: Don Damron, Ohio Rail Development Commission
 50 Broad Street - 15th Floor
 Leveque Tower
 Columbus, Ohio 43215

Hugh L. Thomas, Ashtabula City Manager
Thomas J. Simon, Ashtabula City Solicitor

Table 5-OH-8
 Ohio
 Highway/Rail At-Grade Crossing Accident Frequency

County	Railroad Segment	FRA ID	Street Name	Present Safety Device	ADT	Number of Roadway Lanes	Maximum Speed	Total Accidents 1991-1995	Freight Trains		Accidents Per Year				Post Acquisition With Mitigation
									Pre-Acquisition	Post-Acquisition	Pre-Acquisition	Post-Acquisition	Post Change		
ALLEN	C-062	532738X	DEFIANCE TRAIL	Passive	320	2	50	0	5.9	13.9	0.0466	0.0634	0.0169		
ALLEN	C-062	532739E	BAUGH RD	Passive	20	2	50	0	5.9	13.9	0.0204	0.0302	0.0098		
ALLEN	C-062	532740Y	PELTIER RD	Passive	80	2	50	0	5.9	13.9	0.0314	0.0449	0.0135		
ALLEN	C-062	532741F	LEHMAN RD	Gate	1,400	2	50	0	5.9	13.9	0.0138	0.0196	0.0058		
ALLEN	C-062	532743U	PIERCE ST	Flasher	2,900	2	50	0	5.9	13.9	0.0305	0.0424	0.0119		
ALLEN	C-062	532744B	FRANKLIN ST	Flasher	3,520	2	40	0	5.9	13.9	0.0325	0.0448	0.0123		
ALLEN	C-062	532745H	S MAIN ST	Gate	3,240	4	40	0	5.9	13.9	0.0219	0.0302	0.0083		
ASHTABULA	N-070	471951A	THOMPSON ROAD	Passive	30	2	60	0	13.0	25.1	0.0207	0.0281	0.0074		
ASHTABULA	N-070	471952G	WOODWORTH ROAD	Passive	320	2	60	0	13.0	25.1	0.0633	0.0779	0.0144		
ASHTABULA	N-070	471953N	HARBOR STREET	Gate	2,970	2	60	0	13.0	25.1	0.0223	0.0286	0.0063		
ASHTABULA	N-070	471956J	SANDUSKY STREET	Gate	820	2	60	0	13.0	25.1	0.0167	0.0217	0.0050		
ASHTABULA	N-070	471957R	MILL STREET	Gate	4,270	2	20	0	13.0	25.1	0.0247	0.0311	0.0067		
ASHTABULA	N-070	471958X	CHESTNUT STREET	Gate	2,290	2	20	0	13.0	25.1	0.0209	0.0269	0.0060		
ASHTABULA	N-070	471960Y	PALISH BOULEVARD	Gate	2,590	2	60	0	13.0	25.1	0.0207	0.0267	0.0060		
ASHTABULA	N-070	471961F	GORE ROAD	Gate	810	2	60	0	13.0	25.1	0.0160	0.0209	0.0049		
ASHTABULA	N-070	471964B	NO AMBOY RD	Gate	740	2	60	2	13.0	25.1	0.0924	0.1043	0.0119		
ASHTABULA	N-070	471968D	REED ROAD	Gate	390	2	60	0	13.0	25.1	0.0132	0.0174	0.0042		
ASHTABULA	N-070	471972T	LAKE STREET	Gate	5,500	2	60	0	13.0	25.1	0.0259	0.0329	0.0070		
ASHTABULA	N-070	471973A	INFIRMARY ROAD	Gate	390	2	60	0	13.0	25.1	0.0132	0.0174	0.0042		
ASHTABULA	N-070	471975N	BLAKE ROAD	Gate	1,480	2	60	0	13.0	25.1	0.0187	0.0243	0.0055		
X ASHTABULA	N-070	471979R	STATE AVENUE	Gate	180	2	35	0	13.0	25.1	0.0132	0.0173	0.0041		
X ASHTABULA	N-070	471980K	DWIGHT AVENUE	Flasher	180	2	35	0	13.0	25.1	0.0162	0.0218	0.0056		
X ASHTABULA	N-070	471983Y	MAIN ST	Flasher	5,350	4	35	0	13.0	25.1	0.0162	0.0218	0.0056		
X ASHTABULA	N-070	471984F	PARK ST	Gate	4,290	2	35	0	13.0	25.1	0.0244	0.0311	0.0067		
X ASHTABULA	N-075	471985U	GARY AVENUE	Gate	810	2	35	1	13.0	36.6	0.0557	0.0705	0.0148		
X ASHTABULA	N-075	471986B	JEFFERSON AVENUE	Flasher	1,180	2	35	0	13.0	36.6	0.0309	0.0457	0.0148		
X ASHTABULA	N-075	471988P	WEST 52ND STREET	Flasher	2,590	2	35	1	13.0	36.6	0.0985	0.1287	0.0301		
X ASHTABULA	N-075	471989W	WEST AVENUE	Gate	8,000	2	35	0	13.0	36.6	0.0282	0.0405	0.0123		
X ASHTABULA	N-075	471990R	NATHAN AVENUE	Flasher	1,310	2	35	1	13.0	36.6	0.0852	0.1124	0.0272		
X ASHTABULA	N-075	471991X	SAMUEL AVENUE	Flasher	100	2	60	0	13.0	36.6	0.0195	0.0304	0.0109		
ASHTABULA	N-075	471992E	WOODMAN AVENUE	Gate	4,330	2	60	1	13.0	36.6	0.0708	0.0909	0.0201		
ASHTABULA	N-075	471993L	SANBORNE ROAD	Flasher	960	2	60	1	13.0	36.6	0.0798	0.1054	0.0256		
ASHTABULA	N-075	471997N	STATE ROUTE 45	Gate	4,930	2	60	0	13.0	36.6	0.0252	0.0366	0.0114		
ASHTABULA	N-075	471998V	DEPOT ROAD	Flasher	340	2	60	1	13.0	36.6	0.0644	0.0846	0.0202		
ASHTABULA	N-075	472001J	BROWN ROAD	Passive	170	2	60	0	13.0	36.6	0.0547	0.0767	0.0221		
ASHTABULA	N-075	472004E	MYERS ROAD	Gate	740	2	60	0	13.0	36.6	0.0157	0.0237	0.0080		
ASHTABULA	N-075	472005L	CENTENNIAL ROAD	Gate	2,020	2	60	0	13.0	36.6	0.0202	0.0301	0.0098		
ASHTABULA	N-075	472007A	SHERMAN STREET	Gate	2,110	2	60	0	13.0	36.6	0.0205	0.0304	0.0099		
ASHTABULA	N-075	472008G	BROADWAY AVENUE	Gate	7,320	2	60	0	13.0	36.6	0.0277	0.0398	0.0121		

Table 5-OII-8
Ohio
Highway/Rail At-Grade Crossing Accident Frequency

County	Railroad Segment	FRA ID	Street Name	Present Safety Device	ADT	Number of Roadway Lanes	Maximum Speed	Total Accidents 1991-1995	Freight Trains		Accidents Per Year			
									Pre-Acquisition	Post-Acquisition	Pre-Acquisition	Post-Acquisition	Change	
ASHTABULA	N-075	472009N	EAGLE AVENUE	Flasher	1,400	2	60	0	13.0	36.6	0.0326	0.0479	0.0153	
ASHTABULA	N-075	472010H	CHESTNUT STREET	Gate	120	2	60	1	13.0	36.6	0.0442	0.0538	0.0096	
ASHTABULA	N-075	472011P	WEST STREET	Gate	260	2	60	0	13.0	36.6	0.0119	0.0183	0.0064	
ASHTABULA	N-075	472012W	WALTER MAIN RD	Passive	230	2	60	1	13.0	36.6	0.1388	0.1794	0.0405	0.0155
ASHTABULA	N-082	502651A	STATE	Gate	1,380	2	30	0	11.7	23.8	0.0203	0.0267	0.0064	
ASHTABULA	N-082	503107T	PLYMOUTH	Flasher	290	2	30	0	11.7	23.8	0.0218	0.0294	0.0077	
ASHTABULA	N-082	503108A	CARSON RD	Gate	250	2	40	0	11.7	23.8	0.0130	0.0171	0.0045	
ASHTABULA	N-082	503110B	MEANEY RD/MORGAN	Passive	240	2	40	0	11.7	23.8	0.0330	0.0677	0.0147	
ASHTABULA	N-082	503113W	SR167	Flasher	1,050	2	40	0	11.7	23.8	0.0287	0.0380	0.0093	
ASHTABULA	N-082	503114D	MARCH RD	Passive	30	2	40	0	11.7	23.8	0.0174	0.0243	0.0070	
ASHTABULA	N-082	503115K	NETCHER	Passive	70	2	40	0	11.7	23.8	0.0229	0.0316	0.0087	
ASHTABULA	N-082	503116S	CLAY RD	Passive	50	2	40	0	11.7	23.8	0.0205	0.0285	0.0080	
ASHTABULA	N-082	503117Y	S DENMARK RD	Passive	400	2	40	0	11.7	23.8	0.0590	0.0743	0.0153	
ASHTABULA	N-082	503118F	TOWER RD	Passive	250	2	40	0	11.7	23.8	0.0526	0.0673	0.0147	
ASHTABULA	N-082	503119M	FOOTVILLE RT	Flasher	820	2	40	0	11.7	23.8	0.0264	0.0353	0.0088	
ASHTABULA	N-082	503120G	SR 193	Flasher	930	2	40	0	11.7	23.8	0.0276	0.0366	0.0091	
ASHTABULA	N-082	503121N	MARIAN RD	Passive	60	2	40	0	11.7	23.8	0.0357	0.0477	0.0119	
ASHTABULA	N-082	503122V	AYERS RD	Passive	30	2	40	0	11.7	23.8	0.0174	0.0243	0.0070	
ASHTABULA	N-082	503124J	US 6	Flasher	810	2	40	0	11.7	23.8	0.0263	0.0351	0.0088	
ASHTABULA	N-082	503125R	DODGEVILLE RD/MANN RD	Passive	20	2	40	0	11.7	23.8	0.0152	0.0214	0.0062	
ASHTABULA	N-082	503126X	WOODWORTH RD	Passive	10	2	40	0	11.7	23.8	0.0120	0.0171	0.0051	
ASHTABULA	N-082	503127E	MEADVILLE RD (US 322)	Gate	1,260	2	40	0	11.7	23.8	0.0174	0.0231	0.0057	
ASHTABULA	N-082	503128L	UNDERWOOD RD	Passive	60	2	40	0	11.7	23.8	0.0357	0.0477	0.0119	
ASHTABULA	N-082	544582K	W 54TH ST	Gate	1,460	2	20	0	11.7	23.8	0.0206	0.0270	0.0065	
ASHTABULA	N-082	544595L	W 52ND ST	Gate	1,810	2	25	0	11.7	23.8	0.0217	0.0284	0.0067	
CRAWFORD	C-062	532580M	LANE ST	Gate	1,250	2	40	0	5.9	13.9	0.0376	0.0485	0.0109	
CRAWFORD	C-062	532581L	WALNUT ST	Flasher	1,960	2	40	0	5.9	13.9	0.0217	0.0300	0.0083	
CRAWFORD	C-062	532582B	ALLEY	Flasher	760	1	40	0	5.9	13.9	0.0388	0.0523	0.0135	
CRAWFORD	C-062	532583H	N SANDUSKY AVE	Flasher	9,710	2	40	0	5.9	13.9	0.0721	0.165	0.0055	
CRAWFORD	C-062	532584P	ALLEY	Flasher	120	1	40	0	5.9	13.9	0.0499	0.0647	0.0149	
CRAWFORD	C-062	532585W	POPLAR ST	Flasher	3,770	2	40	1	5.9	13.9	0.0099	0.0149	0.0050	
CRAWFORD	C-062	532586D	SPRING ST	Flasher	2,990	2	40	0	5.9	13.9	0.0966	0.1207	0.0242	
CRAWFORD	C-062	532587K	SEARS ST	Flasher	570	1	60	1	5.9	13.9	0.0357	0.0486	0.0130	
CRAWFORD	C-062	532588S	MANSFIELD ST	Flasher	8,480	2	40	0	5.9	13.9	0.0595	0.0740	0.0145	
CRAWFORD	C-062	532590T	MCCRACKEN	Gate	350	1	60	0	5.9	13.9	0.0481	0.0628	0.0147	
CRAWFORD	C-062	532591A	SINMS CR	Passive	70	1	60	0	5.9	13.9	0.0083	0.0121	0.0037	
											0.0178	0.0266	0.0088	

STB

FD

J

2-3-98

COUNTY

33388

LARRY DUNN
COMMISSIONER

BOB CRANMER
CHAIRMAN

MIKE DAWIDA
COMMISSIONER

EMERGENCY MANAGEMENT



County of Allegheny

400 NORTH LEXINGTON STREET
PITTSBURGH, PA 15208-2521
(412) 473-2550 * FAX: (412) 473-2623



January 23, 1998

Vernon Williams, Secretary
Surface Transportation Board
1925 K Street S.W.
Finance Docket 33388
Washington, D.C. 20423

Dear Mr. Williams:

It has come to the attention of the Local Emergency Planning Committee (LEPC) in Allegheny County that recent purchase of Conrail by Norfolk Southern and CSX Transportation approved by the Surface Transportation Board will have a profound affect on the operation of the LEPC and the citizens of Allegheny County.

It is our understanding that Norfolk Southern who will be operating the Pittsburgh division does not employ Hazardous Material Field Personnel as was the case with Conrail. Considering the volume of traffic and the terrain in Allegheny County, the omission of this local hazardous material personnel creates a potentially dangerous situation in Allegheny County.

Mr. Tim Mannas who has been Conrail's Local Hazardous Material Field staff in this area has been an integral part of the LEPC's planning, training, and a vital source of information on this all important aspect of Emergency Management in Allegheny County.

The Allegheny County LEPC hereby requests that the approval by the Surface Transportation Board to this consolidation of railroad transportation include a condition that the position of Hazardous Material Field Personnel be retained specifically in the Pittsburgh area.

Please let us know what you are willing and able to do to maintain the current high level of rail transportation safety in Allegheny County.

Sincerely,

Carl W. Banks

Carl W. Banks
LEPC Co-Chairman

Glenn M. Cannon

Glenn M. Cannon, Esq.
LEPC Co-Chairman

STB

FD

J.

33388

2-3-98

PUBLIC

Office of the Secretary
Case control Unit
Finance Docket No. 33388
Surface Transportation Board
1925 K Street N.W.
Washington D.C. 20423-0001



January 29, 1998

Dear Secretary

I am writing this letter to express my strong opposition to the great increase of rail traffic thru Vermilion that will result from the proposed merger of CSX, Norfolk and Southern, and Conrail.

My greatest concern is the present Norfolk and Southern tracks which do not have a grade separation in Vermilion. Even with the present low volume of traffic on this track, all crossings are frequently block by a switching, slow, or stopped train. This necessitates a 15 Min trip to Vermilion road via Rt. 2. Vermilion Rd. is not a good alternative as it could be blocked at the Conrail track. The only sure route is Baumhart Rd. which is even further. This situation is extremely critical relative to the response time for safety vehicles which are all located north of the N & S tracks. This situation can only worsen to the point of being dangerous if rail traffic is increased.

Another major concern is the greatly increased noise as all of these trains blow their loud horns several times for each crossing. The Conrail track is presently one of the busiest in the country and all of the horn blowing is a real nuisance, especially at night in the summer when the residents windows are open. The one comment from all guests is "How do you stand all of the railroad noise." Although this is not a clear direct danger as the above concern, it is an indirect danger. All of the horn blowing resulting from heavy rail traffic greatly diminishes its warning effect. If horns are heard all of the time, one gets use to the noise and does not take notice. This argument was successfully used several years ago by a plaintiff in lawsuit involving a train fatality in Vermilion.

This noise certainly is a quality of life issue. It seems ludicrous that we spend millions to quiet aircraft and highway noise and do nothing to attenuate railroad noise which in some cases originates less than 30' away from private homes. That we would willingly double the noise without any mitigating acts is truly unconscionable. With the proposed increase in traffic, this noise level will be continuous and unbearable!

Last there is the inconvenience caused by blocked rail crossings of which there are nine in little Vermilion.

Whatever you can do to prevent this increase in traffic from happening will be most appreciated by all of the Vermilion citizens. If I can do anything further please contact me.

Sincerely

Ronald J Geil
5411 Park Dr.
Vermilion Ohio 44089

216-967-3059



Jan. 27, 1998

Dear Madam,

Let me start by saying we have been property owners in Vermilion, Ohio for approx. 28 years. We are voicing our concerns about the plans for CSX and Norfolk Southern to acquire Conrail. We have safety concerns if train traffic increases. Not only do the trains block safety forces north and south of the tracks, but hazardous waste transported by rail will increase and become even a more serious concern. The increased train traffic would cause major blockage throughout the city and hazardous safety forces detonate less very rarely at the time during emergencies. Several times in the last 4 years we have seen emergency vehicle held up due to train traffic. Thank God it did not cause a death due to the delay. These plans could create environmental issues and great concerns throughout the entire state of Ohio. Please give these issues considerations.

Thank you,
ROBERT & NORMA PINKIE
1063 NAUTICAL DR.
VERMILION, OH. 44089

R. & N. Pinkie
Robert & Norma Pinkie

STB FD

1-28-98 J.

BUSINESS

Commonwealth
Consulting
Associates

January 28, 1998

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001



Re: CSX Corporation, et al. – Control and Operating Leases/Agreements –
Conrail Inc. and Consolidated Rail Corporation, Finance Docket No. 33388

Dear Secretary Williams:

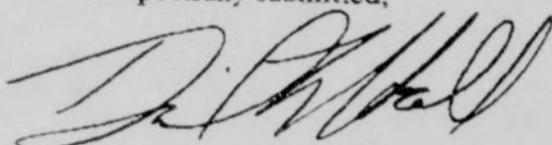
Please amend the service list in this proceeding to reflect the following new address for Commonwealth Consulting Associates, effective immediately:

NEW ADDRESS: 13103 FM 1960 West, Suite 204
Houston, TX 77065-4069

OLD ADDRESS: 720 North Post Oak Road, Suite 330
Houston, TX 77024

If you have any questions, please call Cindy Calvillo at (281) 970-6700. Thank you for your attention to this matter.

Respectfully submitted,



David L. Hall

cc: All Parties of Record

JAN 28 1998
ADD TO SERVICE LIST ONLY

STB FD

1-27-98 J

CITY 33388

BAY VILLAGE PTA COUNCIL

A RESOLUTION TO OPPOSE AN INCREASE IN TRAIN TRAFFIC



WHEREAS, the Norfolk Southern (NS) and CSX Transportation are proposing joint acquisition of Conrail Inc. and plan to increase the number of freight trains through the northwestern suburbs from 14 a day to 38 a day; and

WHEREAS, an increase in daily freight train traffic would create safety concerns for the students who enter the community to attend school at either St. Raphael School, Bay Village Montessori School or the Bay Village City Schools and for students who leave the city for co-curricular contests and academic trips and competitions; and

WHEREAS, concern regarding the safety of our students and staff members who ride over or near the train tracks as well as for those parents who drive students in and out of Bay Village would be greatly increased if train traffic were to nearly triple over its current rate; and

WHEREAS, increased freight train traffic would cause health and safety concerns and could, in fact, create a life or death situation for our students and staff if police, fire or emergency squad access to and away from our schools to medical facilities is impeded or rerouted around congested railway crossings, and

WHEREAS, an increase in rail traffic would negatively impact property values, which directly impact the school district operating budget; and

WHEREAS, an increase in daily freight train use would create environmental concerns regarding noise and air pollution as well as ongoing disruptions to the learning process within our schools; and

WHEREAS, concerns over health and safety due to potential increase in the transportation of hazardous materials which in case of derailment would require the evacuation of our schools within two to four miles of the tracks;

NOW, THEREFORE BE IT RESOLVED by the Bay Village PTA Council that the Council opposes the acquisition of Conrail, Inc. by Norfolk Southern and CSX Transportation, which would result in increased rail traffic through our community and increased safety risks to the students of Bay Village; and

BE IT FURTHER RESOLVED that this Council encourages area School Boards and parent organizations to take similar action to send a clear message to the Federal Transportation Board before they take action to approve this acquisition by June 1998; and

BE IT ALSO RESOLVED that a copy of this resolution be submitted to the Federal Surface Transportation Board.

Ruth Williams
President, Bay Village PTA Council

January 5, 1998



U.S. Surface Transportation Board
ATTN: SEA -Finance Docket 33388
1925 K Street, N.W.
Washington, D.C. 20423

Dear Board Member:

On behalf of the Lakewood PTA Council, I am writing to express our strong opposition to the currently proposed acquisition and allocation of the assets of Conrail, Inc. by Norfolk Southern and CSX Corporation. Under the proposal, Norfolk Southern plans to divert as many as twenty-five (25) trains or more to its currently-owned westshore line that runs through Lakewood.

This proposal is totally unacceptable to our PTA Council and poses a serious threat to the safety and health of the residents, businesses and school children of Lakewood. Specifically, the current proposal fails to recognize the following critical factors unique to Lakewood:

- Lakewood has twenty-seven (27) crossings in three (3) miles and only one(1) underpass on the far west side of town of town whereby travelers may cross the City in a north-south direction without rail interruption;
- As a community of neighborhood schools in which the majority of Lakewood's 9,000 preschool and school-aged children walk to their school, any increase of freight trains increases the risk to our school children;
- Any increase in daily freight trains will interfere with the ability of Lakewood's police and fire safety forces to directly and timely respond to fires, crime and natural disasters;
- Any increase in freight trains will increase vehicular and pedestrian congestion, strangle the commercial health and generally lower the quality of life in our Community;
- An increase in daily freight trains would create environmental concerns due to significantly elevated levels of noise and air pollution; and
- The Norfolk-owned and operated Cleveland-Vermilion line bisects the heart of Lakewood's densely populated residential neighborhoods.

For these and other reasons, we respectfully request you reject the present posopsal that would triple the number of trains through Lakewood Ohio and direct Norfolk Southern and CSX Corporation to develop alternatives that fully consider and reflect the unique position of our Community.

Very truly yours,
LAKEWOOD PTA COUNCIL
By: *Debra Sweeney*
Debra Sweeney, President

January, 14, 1998



Federal Surface Transportation Board
1925 K Street, N.W.
Washington D.C. 20423

The Rocky River P.T.A. Council, Rocky River High School P.T.A., Rocky River Middle School P.T.A., Rocky River Kensington P.T.A., Rocky River Goldwood P.T.A. and the Rocky River Preschool P.T.A. are concerned about the acquisition of Contrail inc. by Norfolk Southern and C.S.X Transportation.

As concerned P.T.A. units, we believe that an increase in daily freight traffic would create health and safety concerns for our children here in Rocky River, as well as the children of Bay Village, Lakewood and Westlake.

We therefore join our Rocky River Board of Education in adapting the enclosed resolutions.

Sincerely,

A handwritten signature in cursive ink that appears to read "Margaret Pampush".

Margaret Pampush
Rocky River P.T.A. Council President
21600 Center Ridge Rd.
Rocky River, Ohio 44116

Mary Joan Papajcik
Rocky River High School President

Gerry Kiefer
Rocky River Middle School President

Bev Sajna
Rocky River Kensington President

Diana Lietch
Rocky River Goldwood President

Erin McDowell
Rocky River Preschool President

ROCKY RIVER CITY SCHOOL DISTRICT
Office of the Superintendent of Schools

BOARD OF EDUCATION MEETING
7:30 p.m. Tuesday, October 14, 1997
Board Room, Educational Services Center
21600 Center Ridge Road

ADDENDUM

B. SUPERINTENDENT'S REPORT

9. Resolution to Oppose an Increase in Train Traffic

WHEREAS, the Norfolk Southern (NS) and CSX Transportation are proposing joint acquisition of Conrail Inc. and plan to increase the number of freight trains through the northwestern suburbs from 14 a day to 38 a day; and

WHEREAS, an increase in daily freight train traffic would create safety concerns for the students of Rocky River who walk to and from school and must cross the train tracks at several intersections within the city; and

WHEREAS, concerns regarding the safety of our students and staff members who ride buses over and near the train tracks as well as those parents who drive students to and from school would be greatly increased if train traffic were to nearly triple over its current rate; and

WHEREAS, increased freight train traffic would create health and safety concerns for our students if police, fire or paramedic runs to our schools would have to be rerouted around congested railroad tracks. The extra minutes it could take to reach our schools could have a life and death impact on our students and staff; and

WHEREAS, an increase in rail traffic would have a negative impact on property values which directly impacts the school district's operating budget and our ability to provide quality education to our students; and

WHEREAS, an increase in daily freight train use would create environmental concerns regarding noise and air pollution as well as on-going disruptions to the learning process within our schools; and

WHEREAS, concerns over health and safety due to potential increase in the transporting of hazardous materials which in case of derailment would necessitate the evacuation of our schools within two to four miles of the tracks;

NOW, THEREFORE BE IT RESOLVED by the Rocky River Board of Education that the Board opposes the acquisition of Conrail, Inc. by Norfolk Southern and CSX Transportation, which would result in increased rail traffic through our community and increased safety risks to the students of Rocky River; and

BE IT FURTHER RESOLVED that the Board encourages other area School Boards and local PTAs to take similar action to send a clear message to the Federal Surface Transportation Board before they take action to approve this acquisition by June 1998; and

BE IT ALSO RESOLVED that a copy of this resolution be submitted to the Federal Surface Transportation Board.

Parents - Please Sign If Interested.

Board of Education resolution's on last page if you'd like to read

I join my P.T.A. unit in voicing my concern over the acquisition of Conrail Inc. by Norfolk Southern and CSX Transportation.

PRINT NAME

ADDRESS

SIGNATURE

- Diana Letts 7 Westfield Ln RR 44116 Diana Letts
Mimi Verdone 22645 Marlys Dr RR Ohio 44116 Mima Verdone
CHRISTINE SCHAUER 1060 Wagar Rd RR 44116 Christine Schauer
Virginia Gibson 3300 W 210 St Fairview PK 44126 Virginia Gibson
Kris M. Ryan 20310 Morewood Hwy RR 44116 Kris Ryan
PATRICK SMITH 20342 PARKVIEW AVE RR 44116 Patricia B Smith
Pam Geck 21173 Mapewood Ave RR 44116 Pam Geck
Bobbie Vanatta 21160 STRATFORD ave RR 44116 R2 Vanatta
Patti Kessler 3700 Archwood Dr RR 44116 Patti Kessler
ELLEN Rehm 1960 L Battersea RR 44116 Ellen Rehm
Mary Mikula 19555 Riverwood Ave RR 44116 Mary Mikula
Lucky Whitehead 1180 Elmwood RR 44116 Lucky Whitehead
KATHY (M) 2530 Hampton Rd. RR 44116 Karen Ambrozic
Dandy Kelleher 21283 Beachwood RR 44116 Dandy Kelleher
PAM ANDERSON 20511 LAKE RD RR 44116 Pam Anderson
Luis Tigue 1955 Homeland RR 44116 Luis Tigue
Marilyn Plachta 20184 Bonnie Bank Bk Marilyn Plachta
JEN DONAHUE 20351 Parkview Dr. R.L. Jen Donahue
Susan Trudell 22537 Beechnut Ln. RR. 44116 Susan Trudell
Janet Scott 4415 Roslyn RR 44116 Janet Scott
Maureen Donoghue 2170 W Wagar Circle RR 44116 Maureen P. Donoghue

I join my P.T.A. unit in voicing my concern over the acquisition of Conrail Inc. by Norfolk Southern and CSX Transportation.

PRINT NAME ADDRESS SIGNATURE

Barbara Perz 19749 Riverview Barbara Perz
MARY L STINN 21146 ERIE Mary L Stinn
Karen Lesieck 21106 Morewood Karen Lesieck
Sandra Bartolozzi 3642 Middle post Linda Bartolozzi
MARY JO MITTLE 3807 KINGS MIL R.R. Mary Jo Mittle
Diana D Kilgour 21011 Maplewood Ave Diana D Kilgour
Beth Houck 378 Argyle Rd Beth Houck
Becky Amsdell 19331 Beach Cliff Becky Amsdell
Beth Pavis 1003 Elmwood Rd Beth Pavis
Jody Hobson 19441 Riverwood RR Jody Hobson
Carolyn Hebert 3500 Glenbar Drive Carolyn Hebert
Anne Demone lis 2850 Wagan RR Anne Demone lis
Timothy McAninch 21088 Lake Rd. R.R. Timothy McAninch
Anne Robins 20662 Arbor Dr. RR Anne E Robins
Leila Lampier 2844 Engies RR Leila Lampier
Karen Stohr 945 Morewood Hwy RR Karen Stohr
CHARLES N. WADE 1558 PROSPER R.R. Charles N. Wade
Karen Kraus 20647 Beaconsfield RR Karen Kraus
Frank & Mim Cook 19433 Riverwood RR Frank & Mim Cook
SANDRA McLAUGHLIN 19986 Lorraine Sandra McLaughlin
Kellie Alipica 1225 Elmwood Rd Kellie Alipica

I join my P.T.A. unit in voicing my concern over the acquisition of Conrail Inc. by Norfolk Southern and CSX Transportation.

PRINT NAME	ADDRESS	SIGNATURE
PEGGY STENZEL	Peggy Stenzel 21760 WHITLESAY	Peggy Stenzel
Leticia Smilanki	19730 Roslyn Dr.	Leticia Smilanki
Mart Sowder	3800 River Lane	Mart Sowder
Debra L. Bryant	20281 Parklane Dr.	Debra L. Bryant
Roxanne Grotthaus	2465 Weston	Roxanne Grotthaus
Robin McCreary	1293 Homeland Dr.	Robin McCreary
NASEA M'KAIN	3191 Goldengate	Nasea M'Kain
Abbie M. Blockson	2666 Tonawanda Dr.	Abbie M. Blockson
Margaret A. Lampush	2828 Kingsbury	Margaret A. Lampush

STB FD

1-27-98 J . FEDS 33388



U.S. Department of Housing and Urban Development

Columbus Office, Region V
200 North High Street
Columbus, Ohio 43215-2499
January 6, 1998

Office of the Secretary
Case Control Unit
Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Attn: Elaine K. Kaiser
Chief, Section of Environmental Analysis
Environmental Filing

Dear Ms. Kaiser:

This is in response to the request for comments concerning the proposal listed below. The U.S. Department of Housing and Urban Development has determined that the proposal does not present any special interests or concerns to HUD.

**Conrail Acquisition by CSX
and Norfolk Southern**

Thank you for the opportunity to comment. If you should require any further input from HUD, I may be reached at (614) 469-5737, x8252.

Sincerely,

Ross S. Carlson
Environmental Officer

STB FD 1-27-98 J . BUSINESS 33388

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388 (Sub. No. 80)



REPLY VERIFIED STATEMENT

JAMES E WINTERFELDT

OF

REPUBLIC ENGINEERED STEELS

My name is James E. Winterfeldt. I am Traffic Manager of Republic Engineered Steels, Inc. ("Republic"). Currently Conrail and Wheeling & Lake Erie Railway (W&LE) compete for our inbound and outbound rail traffic. Rail transportation and competition is critically important to us because transportation costs and service can be a determining factor in our ability to effectively compete in the international marketplace for steel products. If the acquisition is approved, the NS will take the place of Conrail. That being so, we at Republic are very concerned about the potential effects of the acquisition on the W&LE.

The W&LE has provided fine service and aggressive rate competition with Conrail, and we support the W&LE in its efforts before the Surface Transportation Board ("STB") to ensure its survival. Not only are we generally supportive but in particular we would like to see the STB grant W&LE's requested condition of access to Chicago. Republic has both outbound products destined for Chicago and beyond, as well as inbound raw materials from Chicago and beyond. We believe the W&LE would be an aggressive rate competitor with reliable single line service to Chicago if the STB granted appropriate conditions, including access to Chicago.

In conclusion, Republic needs the W&LE to remain viable. Its rate and service competition have been important in the past and we need its strong competitive presence if the merger is to be approved. We support the W&LE in its efforts before the Surface Transportation Board.

State of Ohio)
)
County of)

VERIFICATION

James E. Winterfeldt being sworn on the 14 day of January 1998, states that he has read the foregoing, and that it is true and accurate to the best of his knowledge and belief.

James E. Winterfeldt
James E. Winterfeldt

Darlene M. Russ
Notary Public

My Commission expires: 12/18/2008
Notary Public, State of Ohio
My Commission Expires May 18, 1998
Recorded in Carroll County

STB FD

1-26-98 J

33388 BUSINESS

ARISTECH

Aristech Chemical Corporation
600 Grant Street
Pittsburgh, PA 15219-2704

Phillip C. Rine
Director-Corporate Logistics
412/433-7663

January 23, 1998



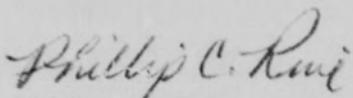
The Honorable Vernon A. Williams
Office of the Secretary
Surface Transportation Board
Attention: STB Finance Docket No. 33388 (Sub. No. 80)
1925 K Street, N. W.
Washington, DC 20423

Dear Secretary Williams:

Enclosed are two originals of my Verified Statement in support of the Wheeling & Lake Erie Railway Company's position regarding the Proposed Acquisition of Conrail by CSX Corporation and Norfolk Southern Corporation.

Thank you for the opportunity to present shipper views on an issue that is very critical to our nation's rail users.

Sincerely,



Phillip C. Rine

PCR/cji

VERIFIED STATEMENT
of
PHILLIP C. RINE
on behalf of
ARISTECH CHEMICAL CORPORATION



PROPOSED ACQUISITION OF CONRAIL

BY CSX CORPORATION AND CSX TRANSPORTATION INCORPORATED; NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY – CONTROL AND OPERATING LEASES/AGREEMENTS; CONRAIL INCORPORATED AND CONSOLIDATED RAIL CORPORATION; STB FINANCE DOCKET NO. 33388

My name is Phillip C. Rine, Director, Corporate Logistics & Related Services for Aristech Chemical Corporation, 600 Grant Street, Pittsburgh, Pennsylvania 15219. I joined Aristech Chemical Corporation on September 7, 1993. My responsibilities include all transportation and logistics expenditures amounting to approximately \$70 million annually.

I have been active in the transportation industry for over 25 years. Before joining Aristech Chemical Corporation, I was Manager of Logistics for Degussa Corporation in Dublin, Ohio for 5 years. My prior experience included Distribution Manager for Ashland Chemical Company in Dublin, Ohio for 3 years, Transportation Manager for A.E. Staley Manufacturing Company in Decatur, Illinois for 3 years and Operations Manager, Rail Equipment & Project Development for Columbian Chemical Company, a wholly-owned subsidiary of Cities Service Company in Tulsa, Oklahoma for approximately 13 years. I received my Bachelors Degree (specializing in management) at Sangamon State University in Springfield, Illinois and Associate Degree in Business Administration at Wheeling Jesuit University in Wheeling, West Virginia. I am a member of the Pennsylvania Governor's Rail Freight Advisory Committee.

Aristech Chemical Corporation is a billion dollar producer of intermediate and industrial chemicals, polypropylene resins and acrylic sheet. Headquartered in Pittsburgh, Pennsylvania, the company and its controlled subsidiaries employs over 1,400 people in the United States. Manufacturing plants are located in Pennsylvania, Ohio, West Virginia, Kentucky and Texas.

Aristech Chemical Corporation is vitally affected by transportation services offered by for-hire carriers. We must maintain high customer service standards and reasonable costs when sourcing raw materials and shipping products to customers and our distribution centers. Consequently, Aristech Chemical Corporation supports mergers and purchases that bring greater transportation value to the public. The proposed acquisition of Conrail must be required to bring competitive service value to the public.

Rail transportation is required for approximately 60% of all Aristech shipments. Aristech Chemical Corporation currently utilizes Conrail on sixty-seven (67) routings from five (5) different manufacturing plants within the United States. Nineteen of forty-seven or 40.4% of the routings from our Neville Island, Pennsylvania, plant include the Wheeling & Lake Erie Railway Company. Aristech Chemical Corporation is very concerned about the loss of competition that

Verified Statement of Phillip C. Rine
Aristech Chemical Corporation
Page 2

will result from the acquisition of Conrail by CSX and Norfolk Southern. Accordingly, we support the request of the Wheeling & Lake Erie Railway Company to gain access to Chicago for the following reasons:

- (1) Alternative Routing
- (2) Competitive Routing
- (3) Rate Competition
- (4) The Wheeling & Lake Erie provides essential rail service to our company, and access to Chicago preserves market access that the Wheeling & Lake Erie Railway Company may otherwise lose.
- (5) It is a necessary element in preserving the viability of the Wheeling & Lake Erie Railway Company.

Aristech Chemical Corporation is very concerned about the loss of competition which results from the reduction in the number of rail carriers competing within the rail industry. Shippers need more competitive options, not less. Head to head rail competition is the key driver for innovation, service level improvements and pricing. Therefore, because Aristech Chemical Corporation is particularly interested in preserving the Wheeling & Lake Erie Railway competition factor in the midwest, we strongly support their request for access to Chicago, Illinois.

Recent cost studies of Aristech rail shipments by outside consultants have confirmed that manufacturing plants served by only one rail carrier encounter high rail rates on 95% of all shipments. Manufacturing plants that enjoy two or more rail competitors encounter high rail rates on only 27% of total shipments. Competition is the key to controlling cost.

In closing, we are concerned that the shipper's voice will not be heard. While the opportunity to present viewpoints is very much appreciated, the memory of the recent Union Pacific/Southern Pacific merger still lingers. And we are reminded that although the Department of Justice, Department of Agriculture, and the Department of Transportation as well as State Governors and many Chemical Shippers were opposed to the UP/SP merger, the Surface Transportation Board still approved the merger. Should the proposed Conrail acquisition be approved, we look forward to the Surface Transportation Board's favorable approval and support for the Wheeling & Lake Erie Railway's reasonable requests.

Thank you.

VERIFICATION

STATE OF PENNSYLVANIA)
) ss.
COUNTY OF ALLEGHENY)

Phillip C. Rine, being first duly sworn, deposes and says that he has read the foregoing document, knows the facts asserted therein, and that the same are true as stated.

Phillip C. Rine

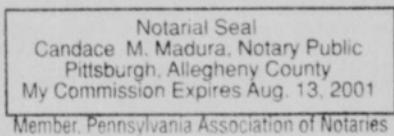
Phillip C. Rine
Director, Corporate Logistics

Subscribed and sworn to before me this 23 day of January, 1998.

Candace M. Madura

Notary Public

My Commission Expires:



VERIFIED STATEMENT
of
PHILLIP C. RINE
on behalf of
ARISTECH CHEMICAL CORPORATION



PROPOSED ACQUISITION OF CONRAIL

BY CSX CORPORATION AND CSX TRANSPORTATION INCORPORATED; NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY - CONTROL AND OPERATING LEASES/AGREEMENTS; CONRAIL INCORPORATED AND CONSOLIDATED RAIL CORPORATION; STB FINANCE DOCKET NO. 33388

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Verified Statement of Phillip C. Rine
Aristech Chemical Corporation
Page 2

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Thank you.

VERIFICATION

STATE OF PENNSYLVANIA)
) ss.
COUNTY OF ALLEGHENY)

Phillip C. Rine, being first duly sworn, deposes and says that he has read the foregoing document, knows the facts asserted therein, and that the same are true as stated.

Phillip C. Rine

Phillip C. Rine
Director, Corporate Logistics

Subscribed and sworn to before me this 23 day of January, 1998.

Candace M. Madura

Notary Public

My Commission Expires:

Notarial Seal
Candace M. Madura, Notary Public
Pittsburgh, Allegheny County
My Commission Expires Aug. 13, 2001

Member, Pennsylvania Association of Notaries

STB FD . . . BUSINESS 1-20-98 33388

Wheeling Pittsburgh
STEEL CORPORATION

JAMES E. MULDOON
VICE PRESIDENT
PURCHASING, TRAFFIC & RAW MATERIALS

January 14, 1998



The Honorable Vernon A. Williams
Office of the Secretary
Surface Transportation Board
Attn: STB Finance Docket No. 33388
1925 K Street, NW
Washington, DC 20423-001

Dear Sir:

I am James Muldoon, Vice President Purchasing, Traffic, and Real Estate for Wheeling-Pittsburgh Steel Corporation. Before coming to Wheeling-Pittsburgh Steel Corporation, I was General Manager of Purchasing, United States Steel in Pittsburgh, PA. I have spent 34 years in the steel business, most of them at United States Steel.

Wheeling-Pittsburgh Steel Corporation is the 9th largest steel producer in the United States. We have operations in the states of Ohio, West Virginia, and Pennsylvania. The largest operations are located in Ohio along the Ohio River between Steubenville, Ohio and Martins Ferry, Ohio.

Our Ohio operations are supported by two railroads, Conrail and the Wheeling and Lake Erie. I understand that if the acquisition of Conrail is approved, the Norfolk Southern will take the place of Conrail.

The Wheeling and Lake Erie Railway, though a class II regional railroad, provides a necessary, essential service to Wheeling-Pittsburgh Steel Corporation. We are concerned that the proceedings, if approved without conditions to keep the W&LE viable, would leave us with only one railroad to serve our needs. Wheeling and Lake Erie brings an essential degree of service, reliability, and rate rationalization that is necessary for the highly competitive demands of the steel business.

We support those Wheeling and Lake Erie efforts to remain viable before the Surface Transportation Board and urge the Surface Transportation Board to insure the Conrail purchase not lead to the demise of the Wheeling and Lake Erie Railway.

State of ~~Ohio~~ WEST VIRGINIA

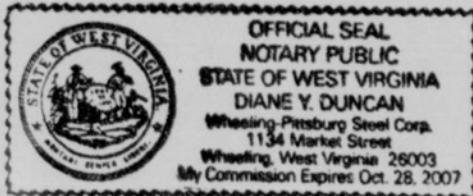
County of OHIO

VERIFICATION

James E. Muldoon being duly sworn on 14th January, states that he has read the foregoing and that it is true and accurate to the best of his knowledge and belief.

James E. Muldoon

Sworn to before me this 14th day of January, 1998.



Diane Y. Duncan
Notary Public

STB FD

FD

1-15-98 J.

UNION 33388

January 15, 1998

James J. Miglets
V.P. L-1365(UTU)
133 Massachusetts
Poland, OH 44514

Ms. Nancy Beiter (Atty. at Law)
Surface Transportation Board
1925 K Street, Room 847
Washington, D.C. 20423-0001

Dear Madam:

As per our telephone conversation of January 15, 1998, I am hereby requesting to be placed on your mailing list for any information regarding the takeover of Conrail by NS or CSXT Railroad.

As a union official, I am deeply concerned with all aspects of this takeover; however at the present time I, along with several members of the UTU, are concerned with what is going to become of Conrail workers, particularly those of us who are affiliated with various unions. It should be noted that anything allowing this takeover is not acceptable without addressing the employees in regards to (1) seniority, (2) work locations, (3) pay scales, (4) arbitraries, and (5) distance to travel for work, etc..

As you know, or should, employees of the former Erie Lackawanna Railroad were treated very unjustly when it came to seniority and this cannot be allowed with the NS or CSXT.

Any pertinent data regarding this takeover by NS and CSXT that is relevant to the employees would be appreciated.
As info: Gene Ploured retired 12-31-97. Scott Belden, staff coordinator of UTU, replaced him. His telephone number is (202) 347-0900.

Thank you in advance for your time and consideration in this matter.

Sincerely yours,
James J. Miglets
James J. Miglets
V.P. L-1365(UTU)

interoffice
MEMORANDUM

To: Ellen Keyes

From: Nancy Beiter

Subject: FD 33388

Date: January 28, 1998

Could you please cause the attached letter to be filed in the correspondence section of this docket?

Thanks

STB FD

1-12-98 J.

PUBLIC 33388



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

*File in
Docket*
FD-33388

January 12, 1998

Mr. Richard R. Savior
323 W. 6th Avenue
Conshohocken, PA 19428

Dear Mr. Savior:

Recently, you wrote to Senator Frank Lautenberg regarding your concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and the effect it may have on Conrail employees. Senator Lautenberg has forwarded your letter to me for a response.

The Conrail acquisition proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997, and the Board has received replies to these filings, including rebuttal by the applicant railroads, which were filed on or before December 15, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

In deciding whether a control transaction such as the one being proposed here is in the public interest and should be approved, the Board must consider various factors required by law, including the interest of all rail carrier employees affected by the proposed transaction, and whether the proposed transaction would have an adverse effect on competition among rail carriers in the affected region or in the national rail system. In this regard, let me assure you that the Board will give full consideration to the issues that you have raised. Because this proceeding is pending before the Board, however, it would be inappropriate for me to comment further on the case.

I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

cc: Senator Lautenberg



Surface Transportation Board
Washington, D.C. 20423-0001

Office of the Chairman

January 12, 1998

Ms. Gay K. Weinstein
39 West 56th St.
Bayonne, NJ 07002

Dear Ms. Weinstein:

Recently, you wrote to Senator Frank Lautenberg regarding your concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and the effect it may have on Conrail employees. Senator Lautenberg has forwarded your letter to me for a response.

The Conrail acquisition proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997, and the Board has received replies to these filings, including rebuttal by the applicant railroads, which were filed on or before December 15, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

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I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

cc: Senator Lautenberg



Surface Transportation Board
Washington, D.C. 20423-0001

Office of the Chairman

January 12, 1998

Mr. James Moore
86 Irving St.
Jersey City, NJ 07307

Dear Mr. Moore:

Recently, you wrote to Senator Frank Lautenberg regarding your concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and the effect it may have on Conrail employees. Senator Lautenberg has forwarded your letter to me for a response.

The Conrail acquisition proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997, and the Board has received replies to these filings, including rebuttal by the applicant railroads, which were filed on or before December 15, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

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I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

cc: Senator Lautenberg



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

January 12, 1998

Mr. Charles Reap
387 Port-Au-Peck Ave.
Oceanport, NJ 07757

Dear Mr. Reap:

Recently, you wrote to Senator Frank Lautenberg regarding your concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and the effect it may have on Conrail employees. Senator Lautenberg has forwarded your letter to me for a response.

The Conrail acquisition proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997, and the Board has received replies to these filings, including rebuttal by the applicant railroads, which were filed on or before December 15, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

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I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

cc: Senator Lautenberg



Surface Transportation Board
Washington, D.C. 20423-0001

Office of the Chairman

January 12, 1998

Terry Schneider
733 Sheridan Ave.
Roselle, NJ 07203

Dear Terry Schneider:

Recently, you wrote to Senator Frank Lautenberg regarding your concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and the effect it may have on Conrail employees. Senator Lautenberg has forwarded your letter to me for a response.

The Conrail acquisition proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997, and the Board has received replies to these filings, including rebuttal by the applicant railroads, which were filed on or before December 15, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

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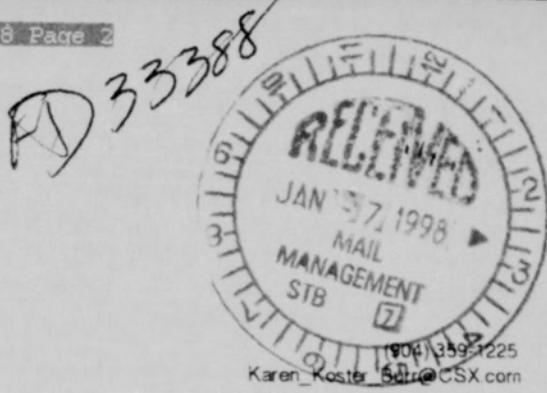
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Sincerely,

Linda J. Morgan
Linda J. Morgan

cc: Senator Lautenberg

STB FD 1-7-98 J BUSINESS 33388



Karen Koster Burr
Counsel
Admitted in Georgia

January 7, 1998

Dear Ms. Keys:

It has recently come to our attention that the STB has CSX Transportation, Inc. listed simply as CSX Transportation. Please add the "Inc." to our name to show that the railroad is run by a corporation. Please ensure that the AAR receives this correction.

Thank you in advance.

Very truly yours,

Karen Koster Burr

KKB/mhr

kkb

JAN 2 1998
ADD TO SERVICE LIST ONLY

STB FD

J

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PUBLIC 1-2-98 33388



Surface Transportation Board
Washington, D.C. 20423-0001

*File in
Docket
FD-33388*

Office of the Chairman

January 2, 1998

Mr. Donald L. Broad
P.O. Box 213
Cabot, PA 16023

Dear Mr. Broad:

I have received your letter expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You raise concerns regarding the transaction's effect on Conrail employees and on the trucking industry; you mention concerns about two bills currently before Congress that affect rail employee protection and railroad retirement; and you request that TCU members be allowed to testify regarding the Conrail transaction.

This proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997, and the Board has received replies to those filings, including rebuttal by the applicant railroads, which were filed on or before December 15, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

In deciding whether a control transaction such as the one being proposed here is in the public interest and should be approved, the Board must consider various factors required by law, including the interest of all rail carrier employees affected by the proposed transaction, and whether the proposed transaction would have an adverse effect on competition among rail carriers in the affected region or in the national rail system. In this regard, let me assure you that the Board will give full consideration to these issues in its decision-making process. Regarding your request to appear before the Board in this matter, the Board has scheduled oral argument in this case for June 4, 1998. Closer to that date, the Board will issue a decision outlining the procedures for participation in the oral argument. Because this proceeding is pending before the Board, however, it would be inappropriate for me to comment further on the case.

I understand your concerns regarding the two bills before Congress that you referenced in your letter. However, the Board has no jurisdiction over railroad retirement matters. Any comments you may have regarding that legislation should be directed to your Congressional representatives.

I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

STB FD -

12-17-97 J.

33388

BUSINESS



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

File in Docket
FD - 33388

December 17, 1997

Mr. Mike Spahis
Manager of Logistics and Distribution
Fina Oil and Chemical Company
P.O. Box 2159
Dallas, TX 75221-2159

Dear Mr. Spahis:

I have received your letter expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and the effect it may have on your company's access to alternate gateways.

This proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

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I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

FINA Oil and Chemical Company



November 5, 1997

01/01/2000
LINDA MORGAN

SURFACE TRANSPORTATION
BUREAU

Honorable Linda J. Morgan
Chairman, Surface Transportation Board
1925 K Street
Washington, DC 20423-00001

RE: Finance Docket No. 33388,CSX Corporation, et al. - Control and Operating Leases / Agreements - Conrail Corporation, et al.

Dear Chairman Morgan;

I am Mike Spahis, Manager of Logistics and Distribution for Fina Oil and Chemical Company. Fina engages in crude oil and natural gas exploration and production; petroleum products refining, supply and transportation, and marketing; and chemicals manufacturing and marketing. Fina relies heavily on the rail transportation industry to deliver its products such as polystyrene, polypropylene, polyethylene, asphalt and other chemical products, to a variety of customers located across the United States, Canada and Mexico. Fina's production facilities are located predominately along the Texas and Louisiana Gulf Coast.

Rail transportation accounts for over 80 percent of Fina's chemical deliveries and is responsible for over 20 percent of the cost of finished petrochemical products. The proposed control of Conrail will affect Fina as Conrail serves many of Fina's customers. We have submitted our personal comments in these proceedings as document FINA-1. We would like to further emphasize the importance of keeping gateways open. Our comments in the filing state:

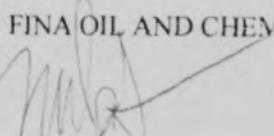
"The Application does not adequately address the potential shifts to alternate gateways for existing business. The Applicants mention that more efficient gateways will be examined. They did not address any potential economic impact to the shippers as a result of the revenue requirements of the connecting carriers."

We want gateways to remain open from a physical and economical point of view since our origin carriers are in the West and must connect with both CSX and NS to get to the Northeast. The shippers must have a choice, including origin and destination carriers, to meet the best total economics encompassing both price and service for our customers.

Please keep these issues in mind when looking at gateway issues for the Burlington Northern Santa Fe, Union Pacific , Kansas City Southern and Illinois Central railroads as this merger does not just affect CSX and Norfolk Southern.

Respectfully Submitted,

FINA OIL AND CHEMICAL COMPANY


Mike Spahis

Manager of Logistics and Distribution

P.O. Box 2159

Dallas, Texas 75221-2159

Tel: (214) 750-2400

STB - FD

12-17-97 J.

33388 GOV



Office of the Chairman

File in Docket
Surface Transportation Board
Washington, D.C. 20423-0001

STB-33388

The Honorable Zell Miller
Governor, State of Georgia
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

December 17, 1997

Dear Governor Miller:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

This proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

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I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan



Surface Transportation Board
Washington, D.C. 20423-0001

Office of the Chairman

December 17, 1997

The Honorable Howard Dean, M.D.
Governor, State of Vermont
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

Dear Governor Dean:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

December 17, 1997

The Honorable Angus S. King, Jr.
Governor, State of Maine
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

Dear Governor King:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan



Surface Transportation Board
Washington, D.C. 20423-0001

Office of the Chairman

December 17, 1997

The Honorable Argeo Paul Cellucci
Governor, State of Massachusetts
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

Dear Governor Cellucci:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

The Honorable Lawton Chiles
Governor, State of Florida
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

December 17, 1997

Dear Governor Chiles:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan



Surface Transportation Board
Washington, D.C. 20423-0001

Office of the Chairman

December 17, 1997

The Honorable John G. Rowland
Governor, State of Connecticut
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

Dear Governor Rowland:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan



Surface Transportation Board
Washington, D.C. 20423-0001

Office of the Chairman

December 17, 1997

The Honorable Lincoln Almond
Governor, State of Rhode Island
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

Dear Governor Almond:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan



Office of the Chairman

Surface Transportation Board

Washington, D.C. 20423-0001

December 17, 1997

The Honorable Jeanne Shaheen
Governor, State of New Hampshire
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

Dear Governor Shaheen:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan



Surface Transportation Board

Washington, D.C. 20423-0001

Officer of the Chairman

December 17, 1997

The Honorable George E. Pataki
Governor, State of New York
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

Dear Governor Pataki:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan



Surface Transportation Board

Washington, D.C. 20423-0001

Office of the Chairman

December 17, 1997

The Honorable James B. Hunt, Jr.
Governor, State of North Carolina
Coalition of Northeastern Governors
Hall of the States
400 North Capitol Street, Suite 382
Washington, D.C. 20001

Dear Governor Hunt:

I have received a copy of the letter you sent to Mr. John Snow and Mr. David R. Goode expressing concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect of the transaction on Amtrak service in the eastern United States.

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Sincerely,

Linda J. Morgan
Linda J. Morgan

FD-33388

CHAIRMAN HURGAN

FALLS CHICAGO
154 111 222 777

SURFACE TRANSPORTATION BOARD
REGULATORY RECORD

October 20, 1997

Mr. John Snow
Chairman
CSX Corporation
One James Center
Richmond, VA 23219

Mr. David R. Goode
Chairman
Norfolk Southern Corporation
Three Commercial Place
Norfolk, VA 23510-2191

Gentlemen:

In light of the proposed acquisition of Conrail by the CSX and Norfolk Southern (NS) Corporations, we wish to inform you of our keen interest in the continued operation and improvement of both intercity and commuter passenger rail service along the rail corridors of the Atlantic Coast.

As a matter of policy, our interests in passenger operations are matched by our full support for the region's rail freight network. We understand that the rail freight system must be capable of contributing fully to economic growth and that passenger rail operations are financially responsible for costs directly attributable to the provision of service. We also believe that there are opportunities for public and private partnerships in rail infrastructure investments that would be mutually beneficial to both freight and passenger operations.

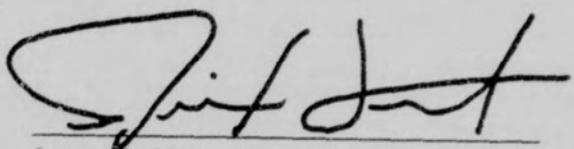
Our states are committed to further development of Atlantic Coast passenger rail service as an essential component of a balanced transportation system. A natural outcome of the multi-year effort to improve the Northeast Corridor is extension of the corridor to serve metropolitan centers throughout the Southeast. As CSX and NS move to assume operation of Conrail's routes, we are particularly concerned about the relationships between freight and passenger operations in the Atlantic Coast states.

As part of the Surface Transportation Board (STB) review process, we feel that clearly written assurances of a workable and constructive relationship between freight and passenger operations throughout the CSX and NS systems should be developed. These assurances should address, but not be limited to, such criteria as:

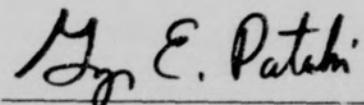
- means of attaining maximum on-time performance for passenger trains;
- establishment of a process to address the initiation of new or special services (including in the event of the discontinuance of Amtrak service);
- standard and reasonable formulas for variable and fully allocated costs;
- liability standards; and
- means of allowing higher passenger train speeds, including under balance limits higher than 3 inches.

These issues are so important to the development of an integrated transportation system that our support for the acquisition may be conditioned upon their successful resolution. We look forward to your response to this request and your guidance on how to best integrate our respective commitments into the STB process. Please direct your response to our principal staff for this initiative, Anne Stubbs, Executive Director of CONEG's Policy Research Center.

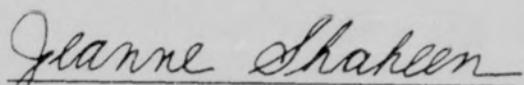
Sincerely,



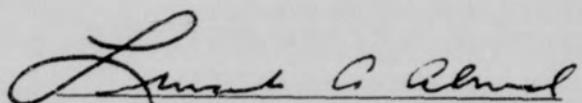
James B. Hunt, Jr.
Governor of North Carolina



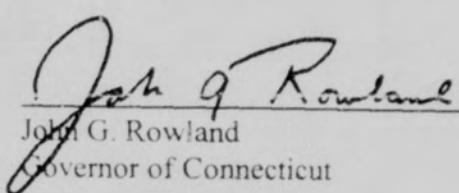
George E. Pataki
Governor of New York



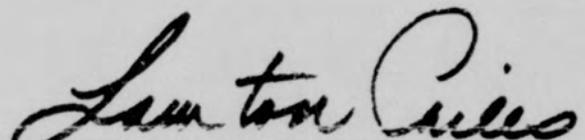
Jeanne Shaheen
Governor of New Hampshire



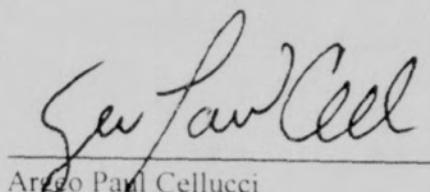
Lincoln Almond
Governor of Rhode Island



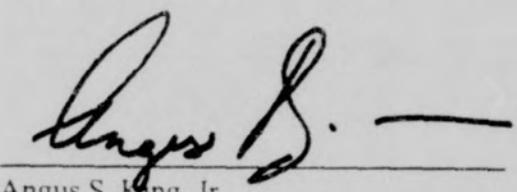
John G. Rowland
Governor of Connecticut



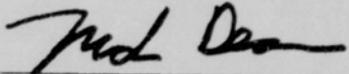
Lawton Chiles
Governor of Florida



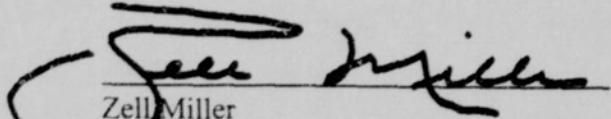
Alfonso J. Cellucci
Governor of Massachusetts



Angus S. King, Jr.
Governor of Maine



Howard Dean, M.D.
Governor of Vermont



Zell Miller
Governor of Georgia

cc: / The Honorable Linda J. Morgan, Chairman, Surface Transportation Board
Mr. Thomas C. Downs, President, National Railroad Passenger Corporation

STB FD

12-15-97 J. BUSINESS 33388



Surface Transportation Board
Washington, D.C. 20423-0001

File in
Docket
FD-33388

Office of the Chairman

December 15, 1997

Mr. Roger W. Stevenson
Executive Vice President and
Chief Operating Officer
Waverly Economic Development Co.
Century Building
100 East Bremer Ave. - Suite 1
P.O. Box 813
Waverly, IA 50677

Dear Mr. Stevenson:

Thank you for your letter expressing the concerns of your organization about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and expressing your support for conditions proposed by the Illinois Central Railroad. This proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388.

As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties, including the Illinois Central Railroad, addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998. Because this case is still pending, it would be inappropriate for me to comment on your specific concerns.

I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan



WEDCO

Economic Development

November 24, 1997

The Honorable Linda J. Morgan
Chairman
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

Re: Finance Docket No. 33388, CSX Corporation,
Et al. - Control and Operating Leases/Agreements -
Conrail Corporation, et al.

RECEIVED
SAC-ATLANTA
CHIEF OF STAFF
16, NOV 24 1997

16, NOV 24 1997

RECEIVED
SAC-ATLANTA
CHIEF OF STAFF
16, NOV 24 1997

Dear Chairman Morgan:

I am the Executive Vice President and Chief Operating Officer for the Waverly Economic Development Co. (WEDCO). WEDCO is a non profit corporation with a mission of providing services to existing industry and the recruitment of new industry to the area. We have three major shippers with facilities in Waverly:

- 1) Nestle Beverage (sugar)
- 2) Peavey Grain Co. (grain)
- 3) Waverly Plastics (plastic resin)

Conrail today serves markets which are vital to the transportation of the above mentioned companies' traffic. The proposed control of Conrail by CSX and NS will directly and substantially affect them.

Although it appears that the proposed application may provide public benefits in certain markets, there remain, however, markets vital to these companies which we believe would be adversely affected by the merger. Absent the availability of effective competitive alternative routings to these markets, we do not believe that the proposed merger can or should be approved.

The Illinois Central Railroad is a vital link in the transportation route structure to and from eastern markets. The ability of CSX to adversely impact IC's route through economic closure of gateways or creation of operating impediments at Memphis is neither appropriate nor acceptable where, as here, CSX's proposed application will enable it to control much of the rail traffic in the Eastern United States. Illinois Central's

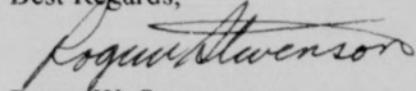
WEDCO – Page 2

routings and gateways to eastern markets are in heavy use now and are extremely efficient. We want those gateways to remain open and available without artificial economic constraints. CSX should not be allowed to close those gateways through a rate structure which forces traffic to CSX's long-haul routes. Further, Illinois Central's rail line is fast and efficient. The ability of CSX to operationally impede that rail line at Memphis should not be condoned and must be remediated.

We believe that Illinois Central, as a major railroad with the lowest operating ratio of any Class I, a route structure that would provide neutral access to all eastern gateways, and a willingness to invest its capital in its lines, has the necessary resources, commitment and incentive to provide an effective competitive alternative to and from eastern markets that we believe is necessary if Conrail is to be controlled by NS and CSX.

We, therefore, strongly support Illinois Central's proposed conditions to the CSX application.

Best Regards,



Roger W. Stevenson
Executive VP & COO

Rws/Caj/Jl

STB FD . 12-15-97 J . BUSINESS 33388



SOLVAY POLYMERS

Quality Polymers Through Technology and People

The Honorable Linda J. Morgan
Chairman
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

November 21, 1997

U.S. POSTAGE PAID
CHAIRMAN MORGAN

DEC 1 5 47 '97

Surface Transportation
Board

RE: Finance Docket No. 33388, CSX Corporation, et. al-Control and Operating Leases/Agreements-Conrail Corporation, et al.

Dear Chairman Morgan:

My name is Michael Scherm. I am the Director of Logistics and Customer Service for Solvay Polymers, Inc. Solvay Polymers is a wholly-owned subsidiary of Solvay America, Inc. and a member of the worldwide Solvay group of companies. Our company manufactures 2.4 billion pounds of high density polyethylene and polypropylene plastic resin annually at our Deer Park, TX manufacturing facility.

Our principal means of product distribution is by railcar. We operate a fleet of more than 2700 privately-owned covered hopper railcars. Because 100% of our plant's production is loaded into railcars, the company is wholly dependent upon rail service to sustain our manufacturing operations and meet our customer's supply needs. We make more than 13,000 rail shipments annually.

Conrail is vital to the transportation of Solvay Polymers' product to the marketplace. The proposed control of Conrail by CSX and NS will directly and substantially affect us.

Since the announcement of CSX's and NS' proposed control of Conrail, Solvay Polymers has reviewed the materials provided by NS and CSX and listened with interest to what these carriers and others have said with respect to the benefits and effects of this control application. Although it appears that the proposed application may provide public benefits in certain markets, we remain concerned about the likely, though not immediate, economic closure of certain gateways. This issue must be properly addressed to ensure the availability of effective competitive alternative routings.

Specifically, the Illinois Central Railroad is a vital link in the transportation route structure to and from eastern markets. The ability of the eastern carriers to adversely impact IC's route through economic closure of gateways or creation of operating impediments at Memphis is neither appropriate nor acceptable. Illinois Central's routings and gateways to eastern markets are used extensively and are an efficient means for Solvay Polymers' to move traffic between Memphis and the Effingham, Illinois interchange with Conrail.

It is essential that these gateways remain open and available without unnecessary economic constraints. The CSX and NS should not be allowed to close these gateways through a rate structure which forces traffic to their long-haul routes. Illinois Central's rail line is an efficient, direct route to interchange points.

We believe that the Illinois Central has the necessary resources, commitment and incentive to provide an effective competitive alternative to and from eastern markets that we believe is necessary to maintain competitive balance.

Sincerely,

Mike Scherm,
Director of Logistics and Customer Service



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

*File in
Docket*

FD-33388

December 15, 1997

Mr. George W. Hice
Chief Executive Officer
International Trading & Associates, Inc.
P.O. Box 3201
Fort Mill, SC 29715

Dear Mr. Hice:

Thank you for your letter expressing the concerns of your organization about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and expressing your support for conditions proposed by the Illinois Central Railroad. This proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388.

As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties, including the Illinois Central Railroad, addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998. Because this case is still pending, it would be inappropriate for me to comment on your specific concerns.

I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

INTERNATIONAL TRADING & ASSOCIATES, INC.

1156 MOLOKAI DR.
TEGA CAY, SC 29715
803/548-3994

POST OFFICE BOX 3201
FORT MILL, SC 29715
FAX 803/548-2266

November 20, 1997

SURFACE TRANSPORTATION BOARD
REGULATORY COMMISSION

DEPT. OF TRANSPORTATION
CHAIRMAN MORGAN

DEC 1 5 1997

The Honorable Linda J. Morgan
Chairman
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

RE: Finance Docket No. 33388, CSX Corporation,
et al. - Control and Operating Leases/Agreements -
Conrail Corporation, et al.

Dear Chairman Morgan:

I am CEO for International Trading & Associates, Inc. I.T.A. is a brokerage company dealing in all facets of pulp paper and paper board products with sales of 5 million plus. We are a major shipper of all grades of paper related paper products, baled, rolls and converted sheet stocks with US and International offices. Conrail by CSX and NS will directly and substantially affect us.

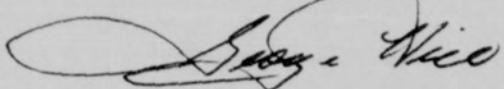
Since the announcement of CSX's and NS' proposed control of Conrail, International Trading has reviewed the materials provided by NS and CSX and listened with interest to what these carriers and others have said with respect to the benefits and effects of this control application. Although it appears that the proposed application may provide public benefits in certain markets, there remain, however, markets vital to this Company which we believe would be adversely affected by the merger. Absent the availability of effective competitive alternative routings to these markets, we do not believe that the proposed merger can or should be approved.

The Illinois Central Railroad is vital link in the transportation route structure to and from eastern markets. The ability of CSX to adversely impact IC's route through economic closure of gateways or creation of operating impediments at Memphis is neither appropriate nor acceptable where, as here, CSX's proposed application will enable it to control much of the rail traffic in the Eastern United States. Illinois Central's routings and gateways to eastern markets are in heavy use now and are extremely efficient. We want those gateways to remain open and available without artificial economic constraints. CSX should not be allowed to close those gateways through a rate structure which forces traffic

to CSX's long-haul routes. Further, Illinois Central's rail line is fast and efficient. The ability of CSX to operationally impede that rail line at Memphis should not be condoned and must be remediated.

We believe that Illinois Central, as a major railroad with the lowest operating ratio of any Class I, a route structure that would provide neutral access to all eastern gateways, and a willingness to invest its capital in its lines, has the necessary resources, commitment and incentive to provide an effective competitive alternative to and from eastern markets that we believe is necessary if Conrail is to be controlled by NS and CSX. We, therefore, strongly support Illinois Central's proposed conditions to the CSX application.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "George W. Hice".

George W. Hice, CEO
International Trading & Associates, Inc.

STB FD

12-15-97

J 33388 BUSINESS



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

*File in
Docket
FD - 33388*

December 15, 1997

Mr. Scott C. Keeve
Vice President/General Manager
World Distribution Group
1040 W. Randolph, 2nd Floor
Chicago, IL 60607-2215

Dear Mr. Keeve:

Thank you for your letter expressing the concerns of your organization about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and expressing your support for conditions proposed by the Illinois Central Railroad. This proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388.

As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties, including the Illinois Central Railroad, addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998. Because this case is still pending, it would be inappropriate for me to comment on your specific concerns.

I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan



1040 W. RANDOLPH, 2nd FLOOR

CHICAGO, IL 60607-2215

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November 24, 1997

CHARLES MORGAN

DEC 1 5 4 1997

SURFACE TRANSPORTATION BOARD
REVIEWED

The Honorable Linda J. Morgan
Chairman
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

RE: Finance Docket No. 33388, CSX Corporation, et al. -
Control and Operating Leases/Agreements - Conrail
Corporation, et al.

Dear Chairman Morgan:

I am Vice President/General Manager of World Distribution Group, a third party logistics provider with annual sales of over \$5 million. We are a major shipper and receiver of forest products with two facilities in Chicago, IL. Conrail today serves markets, which are vital to the transportation of our traffic that is nearly one billion pounds of freight annually. The proposed control of Conrail by CSX and NS will directly and substantially affect our business.

Since announcement of the proposed control of Conrail by CSX and NS, World Distribution Group has reviewed the materials provided by CSX and NS. We have listened with interest to what these carriers and others have said with respect to the benefits and effects of this control application. Although it appears that the proposed application may provide public benefits in certain markets, there remain, however, markets vital to World Distribution Group, which we believe would be adversely affected by the merger. Absent the availability of effective competitive alternative routings to these markets, we do not believe that the proposed merger should be approved.

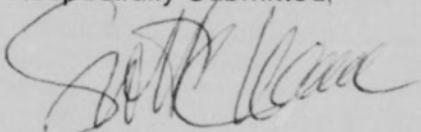
The Illinois Central Railroad is a vital link in the transportation route structure to and from eastern markets. The ability of CSX to adversely impact IC's route through economic closure of gateways or creation of operating impediments at Memphis is neither appropriate nor acceptable where, as here, CSX's proposed application will enable it to control much of the rail traffic in the Eastern United States. Illinois Central's routings and gateways to eastern markets are in heavy use now and are extremely efficient. We want those gateways to remain open and available without artificial economic constraints. CSX should not be allowed to close those gateways through a rate structure which

November 24, 1997

forces traffic to CSX's long-haul routes. Further, Illinois Central's rail line is fast and efficient. The ability of CSX to operationally impede that rail line at Memphis should not be condoned and must be remediated.

World Distribution Group believes that the Illinois Central, as a major railroad with the lowest operating ratio of any Class 1, has a route structure that would provide neutral access to all eastern gateways, and a willingness to invest its capital in its lines. It also has the necessary resources, commitment and incentive to provide an effective competitive alternative to and from eastern markets, that we believe is necessary if Conrail is to be controlled by CSX and NS. We, therefore, strongly support Illinois Central's proposed conditions to the CSX application.

Respectfully Submitted,



Scott C. Keeve
Vice President/General Manager



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

*File in
Docket
FD-33388*

December 15, 1997

Mr. Mike Scherm
Director of Logistics and
Customer Service
Solvay Polymers, Inc.
P.O. Box 27328
Houston, TX 77227-7328

Dear Mr. Scherm:

Thank you for your letter expressing the concerns of your organization about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads, and expressing your support for conditions proposed by the Illinois Central Railroad. This proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388.

As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties, including the Illinois Central Railroad, addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998. Because this case is still pending, it would be inappropriate for me to comment on your specific concerns.

I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

STB FD

12-4-97 J

33388 COUNTY



Office of the Chairman

Surface Transportation Board

Washington, D.C. 20423-0001

File in Docket
FD-33388

December 4, 1997

Mr. Richard J. Biery, Regional Planner
Northern Tier Regional Planning &
Development Commission
507 Main Street
Towanda, PA 18848

Dear Mr. Biery:

I have received your letter expressing your organization's concerns about the proposal by CSX and Norfolk Southern (NS) to acquire control of Conrail and to divide certain assets of Conrail between the two acquiring railroads. You specifically mention the effect the transaction may have competition and rail rates in the State of Pennsylvania.

This proceeding has been docketed at the Surface Transportation Board (Board) as STB Finance Docket No. 33388. As you may know, the Board adopted a procedural schedule for deciding the merits of the control application filed in this proceeding, which it recently extended by 45 days to accommodate the filing of safety integration plans by the applicant railroads. As provided by the procedural schedule, the Board has received comments and evidentiary submissions from all interested parties addressing the merits of the merger proposal, which were filed with the Board on or before October 21, 1997. The Board is currently analyzing those filings. A final written decision in this matter will be issued on July 23, 1998.

Regarding concerns over the impact of the proposed transaction on competition and rail rates, in deciding whether a control transaction such as the one being proposed here is in the public interest and should be approved, the Board must consider various factors required by law, including whether the proposed transaction would have an adverse effect on competition among rail carriers in the affected region or in the national rail system. In this regard, let me assure you that the Board will give full consideration to the issues that you have raised. Because this proceeding is pending before the Board, however, it would be inappropriate for me to comment further on these matters.

I am having your letter made a part of the public docket in this proceeding. I appreciate your interest in this matter, and if I may be of further assistance, please do not hesitate to contact me.

Sincerely,

Linda J. Morgan
Linda J. Morgan

NORTHERN TIER

Regional Planning & Development Commission
507 Main Street • Towanda, PA, USA 18848 • 717-265-9103 • 717-265-7585 - fax

October 13, 1997

Linda J. Morgan, Chairman
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423 - 0001

Oct 20 5:1 PM '97
SURFACE TRANSPORTATION
BOARD
LINDA J. MORGAN
CHAIRMAN MORGAN

RE: Conrail / NS / CSX Merger
Finance Docket No. 33388

Dear Chairman Morgan:

This correspondence is in regard to the pending STB filing made by Norfolk Southern and CSX to acquire Conrail. This correspondence is generated by the Northern Tier Rural Area Transportation Advisory Committee (NTRATAC). The NTRATAC represents five counties in Pennsylvania; Bradford, Sullivan, Susquehanna, Tioga and Wyoming. Concerns raised by the NTRATAC are as follows:

1. Open and competitive access must be afforded other Class 1 railroads which service the regions' shortline and regional railroads. Economic development opportunity is dependent on open and competitive access. The Class 1 railroad of concern is CP Rail. Open and competitive interchanges with two Class 1 railroads will allow for greater equitable economic development potential throughout the Commonwealth of Pennsylvania, not just those large urban rail hubs. Where agreements exist, albeit trackage, haulage, interchange, etc., access issues with shortline, regional and other Class 1 railroads should open with the decision of the STB. Examples would be Taylor, PA; Binghamton, NY; Waverly, NY; Gang Mills, NY; and Mehoopany, PA.
2. Rates must remain within the competitive range for the nation.

It is genuinely felt that the Northern Tier Region will not drastically suffer from this merger, but, this region will only benefit from this merger if the above issues are addressed.

Thank you for your time and consideration in this matter of utmost concern. Should you require further information, please do not hesitate to contact me.

Sincerely,

Richard J. Biery
Richard J. Biery
Regional Planner

cc: ntratac members
file

"We mean business...and more of it!"

Local Development District Serving Bradford, Sullivan, Susquehanna, Tioga and Wyoming Counties