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**VIA ELECTRONIC FILING**

Ms. Cynthia T. Brown  
Chief, Section of Administration  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-001

ENTERED  
Office of Proceedings  
July 17, 2012  
Part of  
Public Record

Ms. Rachel Campbell  
Mr. Richard Armstrong  
Director of the Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-001

**RE: MC-F-21046, Professional Transportation Inc., Asset Acquisition—  
CUSA ES, LLC and CUSA CSS, LLC**

Dear Ms. Brown, Ms. Campbell and Mr. Armstrong:

I am writing to you concerning the above referenced proceeding regarding the application of Professional Transportation, Inc. ("PTI") for Board authority to acquire the assets of two crew hauling subsidiaries of Coach America Holdings, Inc. ("Coach America"). For the reasons detailed herein, it is of critical importance to BNSF, our employees, and our customers, that the transfer of operations from Coach America to PTI, which is contingent upon final STB approval, occur as expeditiously as possible. We believe that the Board is in a unique position to understand the importance of the crew haulage services to the integrity of our rail network and the significant negative service impact that even a temporary discontinuance of those services would have on our customers. BNSF respectfully asks that the Board do everything within its power to grant PTI's request for approval at the earliest possible time.

As the Board may know, Coach America has been providing services to BNSF that are critical to our ability to provide adequate, safe and efficient rail transportation services to our customers. Specifically, Coach America has been a primary provider of crew hauling services to BNSF for many years, transporting BNSF crews in more than nine states, across more than 30% of our network. At the beginning of this year, Coach

America filed for bankruptcy, and BNSF has been working diligently to ensure that the essential service that Coach America provided in the past is continued following their dissolution. BNSF has successfully partnered with PTI to arrange for continued crew hauling services using the operating assets that PTI is purchasing from Coach America. PTI's application for final approval to acquire those operating assets from Coach America that will enable them to take over the crew hauling services integral to BNSF's network operations is currently pending before the Board.

A seamless transition in these services is critical to BNSF. As the Board knows, crew transportation providers transport our crews to and from our trains. Quite simply, without crew haulers transporting crews to the trains, those trains will not move, and crews on trains will not get home. Because of the specialized nature of railroad crew hauling, and the need for widespread service areas over sometimes thinly populated regions in a safety-critical environment, there is no immediately available alternate provider that BNSF can turn to at the 11<sup>th</sup> hour, or combination of providers, that can provide the nearly 500 vehicles or the average of 682 daily trips for approximately 1,500 crew members. Coach America currently provides crew hauling at 52 BNSF operating locations covering nearly 7,500 Train, Yard and Engine employees. However, the impact of an interruption would truly be system-wide. The areas of rail service this would impact includes much of BNSF's northern tier and the Highline from Seattle to Chicago; operations in Chicago, a national rail hub; portions of BNSF's southern Transcon from Chicago to Los Angeles; and the Powder River Basin where BNSF's coal operation transports coal from mine to utility, and which is now in the hot summer months when electrical usage is at its highest. An interruption of this nature would adversely impact BNSF and the national economy. BNSF train crews and employees will lose work, or will work under conditions that require more time at away from home terminals and longer times waiting for a transport home to their families.

For the reasons detailed above, BNSF asks that the Board grant the approvals sought by PTI in as expeditious a manner as possible in this important proceeding. We thank you for your attention to this matter.

Respectfully Submitted,



Richard E. Weicher

Cc: Michael Messaglia, Counsel for PTI  
Larry Tomlin, Counsel for PTI